TIERRA

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ANNUAL REPORT

2025-26

13th Annual General Meeting
Wednesday, 30th September, 2026 at 01.00 PM
through Video Conferencing (VC) /
Other Audio-Visual Means (OVAM)

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Sri Simhadri Suryanarayana	Independent Director
Sri Srinivasa Rao Paturi	Non-Executive Non Independent Director
Dr. Sateesh Kumar Puligundla	Independent Director
Sri Vijay Kumar Deekonda	Whole-time Director
Smt Jonnada Vaghira Kumari (w.e.f. 14th August 2026)	Additional Director
Smt Neha Soni (Till 16th May 2026)	Independent Director
Sri Jayaram Prasad Munnangi (Till 1st September 2026)	Non Executive Non Independent Director

Chief Executive Officer
Sri Kishan Dumpeta
(Till 31st July 2026)

Chief Financial Officer
Sri Mupparapu Ranjith
(w.e.f. 14th Nov, 2025)

Company Secretary & Compliance Officer
Sri Pulyala Abhinash
(w.e.f 26th May, 2026)

Registered Office
CIN: L01119TG2013PLC090004
7-1-24/2/D/SF/204, Greendale, Ameerpet,
Hyderabad, Telangana, India, 500016.

Registrar & Share Transfer Agents
Venture Capital & Corporate Investments Pvt. Ltd.
“Aurum”, Door No.4-50/P-II/57/4F & 5F,
Plot No.57, 4th & 5th Floors,
Jayabheri Enclave Phase – II,
Gachibowli, Hyderabad,
Telangana, 500 032.

Statutory Auditors
Ramasamy Koteswara Rao & Co. LLP,
Chartered Accountants,
Sri Ramchandra Arcade,
D. No. 8-2-293 /82/JIII/573/M,
1st Floor, Road No. 82, Jubilee Hills,
Hyderabad- 500096.

Internal Auditors
NSVR and Associates LLP,
Chartered Accountants,
House No: 1-89/1/42, 02nd Floor,
Plot No - 41 & 43, Sri Ram Nagar Colony,
Kavuri Hills, Guttala Begumpet, Madhapur,
Hyderabad – 500081

Secretarial Auditor
Smt. N. Vanitha,
Practicing Company Secretary
Flat No.10, 4th Floor, D. No.6-3-347/22/2
Ishwarya Nilayam, Opp. Sai Baba Temple,
Dwarakapuri Colony, Punjagutta,
Hyderabad - 500 082, Telangana, India

Research & Development Station
Apparel Export Park,
Gundlapochampally Village,
Medchal Mandal, Malkajgiri Dist.
Hyderabad-501401, Telangana.

Bankers
Union Bank of India

BOARD COMMITTEES

1. Audit Committee:

S.No.	Name of the Director	Category	Designation
1	Sri Simhadri Suryanarayana	Chairman	Independent Director
2	Smt Neha Soni (Till 16th May, 2026)	Member	Independent Director
3	Sri Sateesh Kumar Puligundla	Member	Independent Director
4	Sri Vijay Kumar Deekonda (w.e.f. 16th May, 2026)	Member	Executive Director

2. Nomination and Remuneration Committee:

S.No.	Name of the Director	Category	Designation
1	Sri Sateesh Kumar Puligundla	Chairman	Independent Director
2	Sri Simhadri Suryanarayana	Member	Independent Director
3	Smt Neha Soni (Till 16th May, 2026)	Member	Independent Director
4	Jayaram Prasad Munnangi (Till 1st September, 2026)	Member	Non-Exe. Non-Ind. Director
5	Sri Srinivasa Rao Paturi (w.e.f. 1st September 2026)	Member	Non-Exe. Non-Ind. Director

3. Stakeholders Relationship Committee:

S.No.	Name of the Director	Category	Designation
1	Sri Sateesh Kumar Puligundla	Chairman	Independent Director
2	Sri Simhadri Suryanarayana	Member	Independent Director
3	Sri Vijay Kumar Deekonda	Member	Whole –Time Director

4. Risk Management Committee:

S.No.	Name of the Member	Category	Designation
1	Sri Srinivasa Rao Paturi	Chairman	Non-Executive Non Independent Director
2	Smt Neha Soni (Till 16th May, 2026)	Member	Independent Director
3	Sri Simhadri Suryanarayana	Member	Independent Director
4	Sri Vijay Kumar Deekonda	Member	Whole –Time Director
5	Sri Kishan Dumpeta (Till 31st July, 2026)	Member	Chief Executive Officer
6	Sri Virupaxagouda Patil (w.e.f September 01, 2026)	Member	General Manager R&D
7	Sri Mupparapu Ranjith (w.e.f. September 01, 2026)	Member	Chief Financial Officer

NOTICE

NOTICE is hereby given that the 13th Annual General Meeting of the members of Tierra Agrotech Limited will be held on Wednesday, the 30th day of September 2026 at 01.00 PM through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) facility, to transact the following items of business:

ORDINARY BUSINESS:

1. To receive, consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2026 and the Reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 and the Reports of Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolutions as **Ordinary Resolutions:**

   a) **“RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted.”

   b) **“RESOLVED THAT** the audited consolidated financial statements of the Company for the financial year ended March 31, 2026, and the report of Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted.”

2. To appoint a Director in place of Sri Srinivasa Rao Paturi (DIN: 01220158) who retires by rotation and, being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass the following resolution as **Ordinary Resolution:**

   “RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Sri Srinivasa Rao Paturi (DIN: 01220158) who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company, whose period of office shall be liable to retire by rotation.”

SPECIAL BUSINESS:

3. **Appointment of Smt Jonnada Vaghira Kumari (DIN: 06962857) as Independent Director of the Company.**

   To consider and if thought fit, to pass with or without modification(s), the following resolution as a ***Special Resolution:***

   “RESOLVED THAT pursuant to the provisions of Sections 152, 160 and all other applicable provisions contained under the Companies Act, 2013 (“Act”), and in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs Jonnada Vaghira Kumari (DIN 06962857), who was appointed as an Additional Director by the Board of Directors under Section 161(1) of the said Act and in accordance with the Articles of Association of the Company, effective August 14, 2026 and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing her candidature to the office of Director of the Company, and as recommended by the Nomination and Remuneration Committee, be and is hereby appointed to the office of Director of the Company.”

   “RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Act, as amended from time to time, and in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), the appointment of Smt Jonnada Vaghira Kumari (DIN 06962857), to the office of Independent Director, who meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing August 14, 2026 as recommended by the Nomination and Remuneration Committee, be and is hereby approved.

"**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this resolution."

By the Order of the Board
For Tierra Agrotech Limited

Sd/-
Pulyala Abhinash
Company Secretary & Compliance Officer
M.No: A70166

Place: Hyderabad
Date: September 1, 2026

Registered office:
7-1-24/2/D/SF/204, Greendale, Ameerpet,
Hyderabad, Telangana, India -500016, India

CIN: L01119TG2013PLC090004
Tel: 040 - 48506656
Email: cs@tierraagrotech.com
Website: www.tierraagrotech.com

NOTES FOR MEMBERS:

1. Pursuant to the General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013”, General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 in relation to “Clarification on holding of Annual General Meeting (‘AGM’) through Video Conferencing (VC) or Other Audio Visual Means (OAVM)”, (collectively referred to as “MCA Circulars”) the Company is convening the 13th AGM through Video Conferencing (‘VC’)/Other Audio Visual Means (‘OAVM’), without the physical presence of the Members at a common venue. Further, the Securities and Exchange Board of India (‘SEBI’), vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024 (‘SEBI Circulars’) and other applicable circulars issued in this regard, has provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’). In compliance with the provisions of the Companies Act, 2013 (‘the Act’), the Listing Regulations and MCA Circulars, the 13th AGM of the Company is being held through VC/OAVM on Wednesday, September 30, 2026 at 01:00 P.M. (IST) The deemed venue for the AGM will be the Registered Office of the Company.

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

3. The Explanatory Statement pursuant to Section 102 of the Act in respect of the business under Item No. 3 set out above and the relevant details in respect of the Directors seeking appointment/ re-appointment at this AGM as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (‘Secretarial Standard’) are annexed hereto. Requisite declarations have been received from the Directors seeking appointment/re-appointment.

4. Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

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

6. In case you are holding the Company’s shares in dematerialised form, please contact your depository participant and give suitable instructions to update your bank details in your demat account and to notify any changes with respect to your addresses, email id, ECS mandate etc.

7. In case you are holding Company’s shares in physical form, please inform Company’s RTA viz. M/s. Venture Capital and Corporate Investments Pvt. Ltd., AURUM, Door No.4- 50/P-II/57/4F & 5F, Plot No.57, 4th & 5th Floors, Jayabheri Enclave Phase -II, Gachibowli, Hyderabad – 500032, Telangana and update your bank account details by enclosing a photocopy of blank cancelled cheque of your bank.

8. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website at www.tierraagotech.com and on the website of the Company's RTA's at www.vccipl.com. It may be noted that any service request can be processed only after the folio is KYC Compliant.

9. **SEBI HAS MANDATED SUBMISSION OF PAN BY EVERY PARTICIPANT IN THE SECURITIES MARKET. MEMBERS HOLDING SHARES IN ELECTRONIC FORM ARE, THEREFORE, REQUESTED TO SUBMIT THEIR PAN DETAILS TO THEIR DEPOSITORY PARTICIPANTS. MEMBERS HOLDING SHARES IN PHYSICAL FORM ARE REQUESTED TO SUBMIT THEIR PAN DETAILS TO THE COMPANY'S RTA**

10. SEBI vide its notification dated January 24, 2022 has amended Regulation 40 of the Listing Regulations and has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialised form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or the Company's RTA, for assistance in this regard.

11. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company's RTA, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

12. Institutional Members/Corporate Members (i.e., other than individuals, HUFs, NRIs, etc.,) are required to send a scanned copy (PDF/JPG format) of their respective Board or governing body Resolution, Authorization, etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through e-Voting. The said Resolution / Authorization shall be sent to the Scrutinizer by e-mail to csvanitha19@gmail.com with a copy marked to cs@tierraagrotech.com. Institutional Members/ Corporate Members can also upload their Board Resolution/Power of Attorney/Authority Letter, by clicking on "Upload Board Resolution/Authority letter", etc., displayed under 'e-Voting' tab in their Login.

13. Only registered Members of the Company may attend and vote at the AGM through VC/OAVM facility.

14. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on Wednesday, September 23, 2026 (cut-off date) will be entitled to vote during the AGM.

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

16. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the website of the Registrar and Transfer Agent ('RTA') at www.vccipl.com. Members are requested to submit the said details to their DPs in case the shares are held by them in dematerialized form and to the Company's RTA in case the shares are held by them in physical form, quoting their folio number.

17. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/ HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/ HO/ OIAE/OIAE_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA / Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal at https://smartodr.in/login.

18. Members seeking any information or clarification on the financial statements are requested to send their queries to the Company, in writing, at least one week before the date of the meeting. The same will be replied by the Company suitably.

19. Electronic copies of all the documents referred to in the accompanying Notice of the AGM and the Explanatory Statement shall be made available for inspection. During the AGM, Members may access the scanned copy of the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act; the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act. Members desiring inspection of statutory registers and other relevant documents may send their request in writing to the Company at cs@tierraagrotech.com.

20. In compliance with the MCA Circulars and SEBI Circular dated October 03, 2024, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company / Depository Participants / RTA. Members may note that the Notice and the Annual Report 2025-26 will also be available on the Company's website at www.tierraagrotech.com, on the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of CDSL www.evotingindia.com.

21. In case any member is desirous of obtaining hard copy of the Annual Report for the financial year 2025-26 they may send a request from the registered e-mail address to the Company's e-mail address at cs@ tierraagrotech.com. mentioning their Folio no./ DP ID and Client ID.

22. Additionally, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to members whose e-mail address is not registered with Company/ Depository Participant providing the exact web-link of Company's website from where the Annual Report for financial year 2025-26 can be accessed.

23. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holding should be verified from time to time.

24. Non-Resident Indian Members are requested to inform the Company's RTA immediately of:

    a) Change in their residential status on return to India for permanent settlement.

    b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

25. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to the Notice.

26. Retirement of Director by rotation: Sri Srinivasa Rao Paturi (DIN:01220158)Non-Executive Non Independent Director of the Company, retire by rotation at the ensuing Annual General Meeting and, being eligible, offer himself for re-appointment. The Board of directors recommended his re-appointment.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

(i) The voting period (remote e-voting) begins on Sunday, September 27, 2026 at 09:00 A.M. and ends on Tuesday, September 29, 2026 at 05.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Wednesday, September 23, 2026 may cast their vote electronically. The Remote e-voting module shall be disabled by CDSL for voting thereafter. However, the e-voting module shall be enabled for voting by the members during the AGM which shall continue till 15 minutes upon conclusion of the Meeting.

(ii) The Board of Directors has appointed Smt. N. Vanitha, Practising Company Secretary, to act as Scrutinizer to conduct and scrutinize the electronic voting process in connection with the ensuing Annual General Meeting in a fair and transparent manner. The members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereunder.

Shareholders who have already voted prior to the meeting date would not be entitled to vote during the AGM.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of the Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile and Email as recorded in the demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will 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 and voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL depository site after successful authentication, wherein you can see e-Voting feature. Click on the 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 and voting during the meeting.

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

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

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

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

(v) 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 Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in 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 res-olutions contained in this Notice.

(ix) Click on the EVSN for the relevant Company, i.e., Tierra Agrotech 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 and enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) 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.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically and can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, non-individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@tierraagrotech.com, if they have voted from individual tab and not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at cs@tierraagrotech.com. These queries will be replied to by the company suitably by email. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

8. 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.

9. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

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 Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders - Please update your email id and mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id and mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting and joining virtual meetings through Depository.

   If you have any queries or issues regarding attending AGM and e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

   All grievances connected with the facility for voting by electronic means may be addressed to Sri Rakesh Dalvi, AVP, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

General Instructions

i. The voting rights of Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Wednesday, September 23, 2026.

ii. The scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the AGM, thereafter unlock the votes through remote e-voting in the presence of at least two witnesses, not in the employment of the Company and make, within two working days from the conclusion of the Meeting, 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.tierraagrotech.com and on the website of CDSL www.cdslindia.com. The results shall simultaneously be communicated to the Stock Exchange. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e., Wednesday, September 30, 2026.

iii. The voting result will be announced by the Chairman or any other person authorized by him within two working days of the AGM. A copy the same shall be submitted to BSE and also placed on the web site of the Company.

By the Order of the Board
For Tierra Agrotech Limited

Sd/-
Pulyala Abhinash
Company Secretary & Compliance Officer
M.No: A70166

Place: Hyderabad
Date: September 01, 2026

EXPLANATORY STATEMENT

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

Item No. 3

Appointment of Smt Jonnada Vaghira Kumari (06962857) as an Independent Director of the Company.

Based on recommendation of Nomination and Remuneration Committee, the Board approved the appointment of Smt Jonnada Vaghira Kumari (06962857) as an Additional Director (Non-executive, Independent) of the Company w.e.f. August 14, 2026 for a term of 5 (five) years not liable to retire by rotation. Pursuant to Regulation 17(1C) of SEBI Listing Regulations, a Company is required to take approval of its shareholders for appointment of a person on the board of the company at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Smt Jonnada Vaghira Kumari (06962857) possesses the requisite skills, experience, knowledge and capabilities identified by the Board and required for the role of an Independent Director of the Company. Considering her experience and expertise, the Board believes that her appointment shall be in the best interest of the Company. Accordingly, approval is being sought from the shareholders for appointment of Smt Jonnada Vaghira Kumari (06962857) as an Independent Director of the Company for a term of 5 (five) years with effect from August 14, 2026 who shall not liable to retire by rotation.

Smt Jonnada Vaghira Kumari is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent for appointment as an Independent Director. The Company has, in terms of Section 160(1) of the Act, received notice in writing, proposing her candidature for appointment as an Independent Director. The Company has also received a declaration from Smt. Jonnada Vaghira Kumari confirming that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI Listing Regulations. Further, she is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority pursuant to circulars dated June 20, 2018, issued by the BSE Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

The terms and conditions for appointment of Smt Jonnada Vaghira Kumari as an Independent Director of the Company shall be open for inspection by the Members at the Registered Office of the Company. The same is also available on the website of the Company at the link www.tierraagrotech.com

The brief profile and other information of Smt Jonnada Vaghira Kumari, in compliance of SEBI Listing Regulations and SS-2 on General Meeting, is given in the annexure to this Notice. The Board recommends for the approval of shareholders by passing Special Resolution for the item no. 3 of this Notice.

Except Smt Jonnada Vaghira Kumari and her relatives, none of the other Directors, Key Managerial Personnel and their relatives are, in any way concerned or interested, financially or otherwise, in the said resolution.

Annexure to Notice of Annual General Meeting

Details of Directors Seeking appointment /re-appointment at the Annual General Meeting (Pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings) and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India (‘SS-2’)

Name of the Director	**Sri Srinivasa Rao Paturi (DIN: 01220158)**
Date of first appointment on the Board	28.01.2021
Date of Birth	11.07.1967
Expertise in Specific Functional areas and Experience	Sri Srinivasa Rao Paturi is a practicing company secretary and having more than 30 years of experience in Corporate Laws and other Secretarial & Legal assignments with special focus on public offerings, takeovers, mergers and amalgamations, acquisitions, corporate restructuring, capital market transactions, due diligence audits and secretarial audits. He also deals with domestic and foreign joint ventures, foreign collaborations, and other capital market related transactions. He is an advisor to the Board of Directors / Management committees for various listed and unlisted companies.
Educational Qualification	• Bachelor of Commerce • Fellow member of the Institute of Company Secretaries of India
Directorships in other Companies (Other than Tierra Agrotech Limited)	1. Deccan Cements Limited 2. PS Rao Corporate Solutions Private Limited 3. Bloom & Blossom Projects Private Limited
Membership / Chairmanship of committees of Other Boards (other than Tierra Agrotech Limited)	Deccan Cements Limited 1. Member of Audit Committee 2. Chairman of Nomination and Remuneration Committee 3. Chairman of Stakeholders Relationship Committee 4. Member of Risk Management Committee
Listed entities from which the appointed director has resigned in the past three years	Nil
Details of Remuneration sought to be paid and the remuneration last drawn by such person	Being a non-executive Director, not entitled to any remuneration other than Sitting Fee as decided by the Board from time to time
Shareholding in the Company as on 31.03.2026	5000 Shares
Relationship between Directors inter-se/ Manager and KMPs	No relation
Number of meetings of the Board attended during the year 2025-26	7/7

Annexure to Notice of Annual General Meeting

Details of Directors Seeking appointment /re-appointment at the Annual General Meeting (Pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings) and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2')

Name of the Director	**Smt. Jonnada Vaghira Kumari (DIN:06962857)**
Date of first appointment on the Board	14.08.2026
Date of Birth	07.05.1989
Expertise in Specific Functional areas and Experience	Smt Jonnada Vaghira Kumari is a Company Secretary possess over 12 years of experience in the Corporate laws, Securities laws, Capital markets and Corporate Govenance. She leads her own Practising Company Secretary (PCS) firm, M/s. Vaghira Jonnada & Associates, based in Visakhapatnam. She is a Qualified Company Secretary, Law Graduate, and IPR Attorney with a strong foundation in legal strategy, corporate compliance, intellectual property rights, and organizational management. Also, Founder of Women Entrepreneurs Society, committed to empowering women leaders and promoting inclusive growth. Seeking leadership and collaborative opportunities that align professional expertise with social impact and sustainable business development.
Educational Qualification	• Law Graduate from NBM Law College, Visakhapatnam. • Trademark Attorney • Qualified Company Secretary • B.A. (Honor's)
Directorships in other Companies (Other than Tierra Agrotech Limited)	a. Vama Industries Limited b. Tanvi Foods (India) Limited c. Aryabhatta Solutions And IT Parks Limited d. DRS Cargo Movers Limited e. Manoj Vaibhav Gems 'N' Jewellers Limited
Membership / Chairmanship of committees of Other Boards (other than Tierra Agrotech Limited)	**Vama Industries Limited** Audit Committee – Chairman NRC – Member SRC- Member RMC- Chairman **Tanvi Foods (India) Limited** Audit Committee – Chairman NRC – Member SRC – Chairman **Manoj Vaibhav Gems 'N' Jewellers** NRC-Member SRC-Member **Aryabhatta solutions and IT parks limited** Audit Committee: -Chairman SRC:-Member

Listed entities from which the appointed director has resigned in the past three years	1. DRS DILIP ROADLINES LIMITED
Details of Remuneration sought to be paid and the remuneration last drawn by such person	Remuneration last drawn: NA Sitting fee: As may be decided by the Board from time to time
Shareholding in the Company as on 31.03.2026	NA
Relationship between Directors inter-se/ Manager and KMPs	Not related to any Director on the Board
Number of meetings of the Board attended during the year 2025-26	NA

By the Order of the Board
For Tierra Agrotech Limited

Sd/-
Pulyala Abhinash
Company Secretary & Compliance Officer
M.No: A70166

Place: Hyderabad
Date: September 01, 2026

DIRECTORS' REPORT

To
The Members,

Your Board of Directors take pleasure in presenting the 13th Annual Report, along with the Company's Audited Financial Statements (Standalone & Consolidated), for the financial year ended March 31, 2026.

FINANCIAL SUMMARY

The financial results and performance of your Company for the year ended on 31st March, 2026 on Standalone and Consolidated basis is summarized below:

Standalone Basis **(Rs.in Lakhs)**

Particulars	2025-26	2024-25
Revenue from Operations	7273.04	6563.32
Other Income	157.64	98.40
Total Revenue	7430.68	6661.72
Profit for the year (before Interest, Deprecation & Tax)	(650.71)	(1,432.92)
Less:		
Interest	175.87	6.53
Depreciation	123.72	141.26
Provision for Taxation (including deferred tax)	(358.76)	(422.47)
Net Profit/ Loss	(591.54)	(1158.24)

For the financial year 2025-26, your Company recorded a turnover of Rs.7430.68 Lakhs and a net loss of Rs. 591.54 Lakhs as compared to the previous year's turnover of Rs. 6661.72 Lakhs and net loss of Rs. 1158.24 Lakhs.

Consolidated Basis (Rs.in Lakhs)

Particulars	2025-26	2024-25
Revenue from Operations	9846.71	6563.32
Other Income	154.38	98.40
Total Revenue	10001.10	6661.72
Profit for the year (before Interest, Deprecation & Tax)	(597.96)	(1,432.92)
Less		
Interest	175.93	6.53
Depreciation	124.64	141.26
Provision for Taxation (including deferred tax)	(400.16)	(422.47)
Net Profit/ Loss	(498.37)	(1158.24)

For the financial year 2025-26, on a consolidated basis, the turnover of your Company for the financial year ended 31st March 2026 stood at Rs. 10001.10 Lakhs and net loss at Rs. 498.37 Lakhs as compared to previous year's turnover of Rs. 6661.72 Lakhs and net loss of Rs.1158.24 Lakhs.

DIVIDEND

In view of the loss incurred for the FY 2025-26, your Board of directors does not recommend any dividend for the financial year.

TRANSFER TO RESERVES

The Company has not transferred any amount to Reserves during the financial year 2025-26

STATE OF AFFAIRS OF THE COMPANY

Tierra is one of the pioneers in the field of agro-technology, integrating scientific innovation, agricultural expertise, and advanced technology to develop superior agricultural products and solutions. The Company is engaged across the agricultural value chain, encompassing research and development, product development, production, processing, quality management, and commercialization.

Tierra follows a research-driven approach focused on developing and delivering high-quality products designed to address the evolving requirements of farmers and the agricultural sector. The Company's research and development initiatives are aimed at improving crop performance, productivity, quality, and resilience, while identifying opportunities to introduce innovative products aligned with changing market needs.

The Company has a diversified product portfolio across major crops, including Cotton, Rice, Corn, Mustard, Tomato, Okra, and Hot Peppers. This broad crop coverage enables Tierra to serve multiple agricultural segments and participate across diverse cropping cycles and geographies.

Tierra has established a Pan-India sales and distribution presence, enabling the Company to reach customers and agricultural markets across various states and agro-climatic regions of the country. Its nationwide market presence provides the Company with valuable insights into regional cropping patterns, farmer requirements, and evolving market dynamics, thereby supporting informed product development and commercialization strategies.

The Company's integrated operations, supported by its research capabilities and nationwide sales network, enable it to efficiently take products from the development stage through production, processing, and commercialization. This integrated model also facilitates closer engagement with the market and helps Tierra respond effectively to emerging agricultural opportunities and customer requirements.

Innovation continues to be a key driver of Tierra's business operations. The Company continuously evaluates advancements in agricultural science and technology, emerging market trends, and changing farmer needs to strengthen its product portfolio and develop solutions that deliver sustainable value. The combination of scientific research, agricultural expertise, operational capabilities, and Pan-India market reach provides Tierra with a strong foundation for sustained growth.

Going forward, the Company remains focused on expanding its product portfolio, strengthening its research and development capabilities, enhancing production and processing efficiencies, deepening its Pan-India distribution network, and leveraging emerging opportunities in the agro-technology sector to create long-term value for its stakeholders.

REGISTERED OFFICE:

The registered office of the Company is at 7-1-24/2/D/SF/204, Greendale, Ameerpet, Hyderabad, Telangana, India, 500016 with effect from December 31, 2024.

SHARE CAPITAL

The Share Capital of the Company as on March 31, 2026 stands as follows:

Sl. No.	Particulars	(Amt. in Rs.)
1.	**Authorised Share Capital:** 8,85,00,000 equity shares of Rs. 10/- each and 75,00,000 preference shares of Rs.10/- each	Rs. 96,00,00,000
2	**Issued, Subscribed & Paid up Capital:** 6,55,93,693 Equity Shares of Rs. 10/- each	Rs. 65,59,36,930

CHANGE IN THE NATURE OF BUSINESS, IF ANY:

There has been no change in the nature of business of your Company during the Financial Year 2025-26.

SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

Material Subsidiary:

During the year under review, Tidas Agrotech Private Limited, which was previously a Joint Venture Company, became a **Wholly Owned Subsidiary** of the Company with effect from August 22, 2025 upon acquisition of the remaining equity shares of the Company.

Further, as on 31st March, 2026, Tidas Agrotech Private Limited has become a wholly owned material subsidiary of your Company. The Company is into the business engaged in the development, production, processing, research, marketing, import, export and distribution of bio-fertilizers, plant nutrients, growth hormones, herbal products, farm equipment and other agricultural inputs. The performance of the Company, in brief, is hereunder:

(Rs. In Lakhs)

Particulars	2025-26	2024-2025
Revenue from operations	2,573.68	-
Profit for the year (before Interest, Depreciation & Tax)	53.17	(12.18)
Less:		
Interest	9.38	0.24
Depreciation	1.84	1.84
Provision for Taxation	(41.40)	-
Net Profit	83.35	(14.02)

The statement containing the salient features of the financial statement of Wholly owned Subsidiary as per sub-section (3) of Section 129 of the Companies Act, 2013 in Form AOC-1 is herewith annexed as ***Annexure - 1*** to this report.

Non-Material Subsidiary: Nil

Joint Venture: Your Company does not have any Joint ventures

Consolidated Financial Statements

The Consolidated Financial Statements are prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 and other relevant provisions of the Act. The Consolidated Financial Statements for the financial year ended March 31, 2026, form part of the Annual Report.

Since the Company doesn't have any associate/ Joint venture Companies, there is no need to provide any related information to the shareholders.

Further, pursuant to the provisions of Section 136 of the Act, the financial statements of your Company, consolidated financial statements along with relevant documents are available on the website of your Company at www.tierraagrotech.com

The policy for determining material subsidiaries is available on the website of your Company which may be accessed at https://tierraagrotech.com/wp-content/uploads/2025/04/Policy-on-Determining-Material-Subsidiaries.pdf

COMPANIES WHICH HAVE BECOME OR CEASED TO BE THE SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR:

As on March 31, 2026, the Company has one wholly owned subsidiary, namely, Tidas Agrotech Private Limited, falling within the definition of a subsidiary under the Companies Act, 2013.

During the year under review, Tidas Agrotech Private Limited, which was a joint venture with Tierra Agrotech Limited until August 21, 2025, subsequently became a wholly owned subsidiary of the Company.

Accordingly, as on March 31, 2026, Tidas Agrotech Private Limited continues to be the sole wholly owned subsidiary of the Company.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 124(5) of the Companies Act, 2013 do not apply to the Company as no dividend has been declared by the Company since its inception.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT;

No material changes have occurred subsequent to the close of the financial year of the Company, to which the Balance Sheet relates and the date of this report that have any effect on the financial position of the Company.

PROPOSED COMPOSITE SCHEME OF ARRANGEMENT AND AMALGAMATION

No material changes and commitments have occurred after the close of the financial year till the date of this report which affect the financial position of the Company.

However, during the year under review, the Company continued the process relating to the draft Composite Scheme of Arrangement and Amalgamation amongst Nishpra Community Solutions Private Limited (“NCSPL” / “Transferor Company”) into and with Tierra Agrotech Limited (“TAL” / “Transferee Company”), subject to the receipt of the requisite statutory, regulatory, stock exchange, NCLT, shareholders’ and creditors’ approvals, as applicable.

Further, the Company has received the in-principle approval from BSE Limited on 13th July 2026 in relation to the Scheme, subject to compliance with the applicable laws, regulations and conditions stipulated by the Stock Exchange and other regulatory authorities.

As on the date of this Annual Report, the Company is yet to make an application/petition before the Hon’ble National Company Law Tribunal, Hyderabad Bench (“NCLT Hyderabad”) in relation to the Scheme. Accordingly, the Scheme has not yet become effective and remains subject to the receipt of the requisite approvals from the NCLT Hyderabad and other statutory, regulatory, shareholders’ and creditors’ approvals, as applicable.

The Company will make necessary disclosures and take further steps in accordance with the applicable laws upon filing of the Scheme with the NCLT Hyderabad, receipt of the requisite approvals and completion of the Scheme.

Risk Management

Your Company has constituted a Risk Management Committee and formulated a policy on Risk Management in accordance with the Act and Regulation 21 of the Listing Regulations to frame, implement and monitor the risk management plan for your Company. The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. Furthermore, your Company has set up a robust internal audit function which reviews and ensures sustained effectiveness of internal financial controls by adopting a systematic approach to its work. The Company detects, reports, monitors and manages the principal risks and uncertainties that can impact its ability to achieve its business objectives. The details of Committee and its terms of reference are set out in the Corporate Governance Report forming part of this Annual Report. The Risk Management Policy of your Company is posted on the website of your Company and the web link is

https://tierraagrotech.com/wp-content/uploads/2022/09/Risk-Management-Policy.pdf?_gl=1*qlf7bv*_gcl_au*MTA0MjM1NDc3Ny4xNzQ4MzQ2OTQx*_ga*MTcxMzU5MzI5M C4xNzQ4MzQ2OTI4*_ga_KGE94XV0VT*czE3NTQ5NjAyNjMkbzMkZzEkdDE3NTQ5NjA0ODUkajY wJGwwJGgw

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES

The provisions of Section 135 of the Companies Act, 2013 pertaining to Corporate Social Responsibility are not applicable to the Company and as such, the Company has not developed and implemented any such initiative.

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

The details regarding Energy Conservation, Technology Absorption, Foreign Exchange Earnings and Outgo as required under Section 134 (3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are provided in ***Annexure - 3*** hereto which forms part of this Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THECOMPANIES ACT, 2013

Details of Loans, Guarantees and Investments made during the Financial Year and / or outstanding as on March 31, 2026, covered under the provisions of Section 186 of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014, are provided in the notes to the Financial Statements.

MANAGEMENT DISCUSSION AND ANALYSIS

Pursuant to the provisions of Regulation 34(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a report on Management Discussion & Analysis is herewith annexed as ***Annexure - 4*** to this report.

STATUTORY AUDITORS

M/s. Ramasamy Koteswara Rao and Co. LLP, Chartered Accountants (Firm Registration Number: 010396S/S200084) appointed as the Statutory Auditors of your Company at the 11th Annual General Meeting held on August 14, 2024, for a period of 5 years, who shall hold their office till the conclusion of 16th Annual General Meeting. The Statutory Auditors have confirmed their independence and that they are not disqualified from continuing as Auditors of your Company.

The standalone and the consolidated financial statements of your Company have been prepared in accordance with Ind AS notified under Section 133 of the Act. The Statutory Auditor's report does not contain any qualifications, reservations, adverse remarks, matters of emphasis or disclaimers.

The Statutory Auditors were present in the last AGM held on 25th September, 2025.

INTERNAL AUDITORS

The Board of Directors based on the recommendation of the Audit Committee have re-appointed M/s. NSVR & Associates LLP., Chartered Accountants, Hyderabad, as the Internal Auditors of your Company. The Internal Auditors are submitting their reports on quarterly basis.

MAINTENANCE OF COST RECORDS

The maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, is not applicable to the Company and accordingly such accounts and records are not required to be made and maintained.

COST AUDITORS

The appointment of Cost Auditors as specified under Sub-section (1) of Section 148 of the Companies Act, 2013, is not applicable to the Company.

SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (LODR) Regulations, 2015, the Board of Directors, on the recommendation of the Audit Committee at its meeting held on August 09, 2025, recommended the appointment of Smt. N. Vanitha, Practising Company Secretary, as Secretarial Auditor of the Company for a period of five consecutive financial years commencing from FY 2025-26 to FY 2029-30. The Members of the Company at their 12th AGM held on September 25, 2025 approved the appointment of Smt. N.

Vanitha, Practising Company Secretary, as Secretarial Auditor of the Company for a period of five consecutive financial years commencing from FY 2025-26 to FY 2029-30. The Secretarial Audit Report issued by Smt. N. Vanitha for the FY 2025- 26 is enclosed as **Annexure 5** to this Report.

The Secretarial Audit Report confirms that your Company has complied with the provisions of the Act, Rules, Regulations, and Guidelines and that there were no deviations or non-compliances.

Further, we would like to clarify that the said Secretarial Audit Report does not contain any observations or qualifications or reservations or adverse remarks or disclaimers.

Further, as Tidas Agrotech Private Limited became a material wholly owned subsidiary of the Company as on March 31, 2026, the Board of Directors at their meeting held on August 14, 2026 appointed **Smt. N. Vanitha, Practicing Company Secretary (C.P. No.: 10573),** as the Secretarial Auditor of the Company for the financial year 2025–26 to conduct the secretarial audit and issue the Secretarial Audit Report in accordance with the applicable provisions of the Companies Act, 2013, the rules made thereunder and the applicable provisions of the Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"). Accordingly, the Secretarial Audit Report in Form No. MR-3, as submitted by Smt. N. Vanitha, forms part of this Report and is annexed hereto as **Annexure 5A.**

REPORTING OF FRAUDS

During the year under review, there was no instance of fraud, misappropriation which required the Auditors to report to the Audit Committee and/or Board under Section 143(12) of the Companies Act, 2013 and the rules made thereunder.

COMPLIANCE WITH SECRETARIAL STANDARDS

Your Company has devised proper systems to ensure compliance with the provisions of all the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively. During the year under review, your Company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India.

DIRECTORS OR KEY MANAGERIAL PERSONNEL

The Board of directors of your Company has an optimum combination of Executive, Non-Executive and Independent Directors including Women Director.

i. Independent and Non-Executive Directors

In accordance with the provisions of Section 152 of the Companies Act, 2013, Sri Srinivasa Rao Paturi (DIN: 01220158) retires by rotation at the ensuing AGM and being eligible offers himself for re-appointment. The Board of Directors recommended his reappointment.

Subsequent to the closure of Financial Year, Ms. Neha Soni (DIN: 09724152) Independent Director of the Company resigned from the office of Independent director with effect from the closing hours of May 16, 2026, due to personal reasons.

Further Smt. Jonnada Vaghhira Kumari (DIN: 06962857) was appointed as an Additional Director (Non-Executive Independent Director) by the Board with effect from Aug 14, 2026 for a period of 5 years till August 13, 2031, subject to approval of the shareholders in the ensuing Annual general Meeting by passing Special Resolution.

All the Independent Directors of your Company have given declarations under Section 149(7) of the Act, that they meet the criteria of independence as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of the Listing Regulations the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective, independent judgement and without any external influence.

In the opinion of the Board, the Independent Directors possess the requisite expertise and experience (including proficiency) and are persons of high integrity and repute. They fulfil the conditions specified in the Act as well as the Rules made thereunder and are independent of the Management.

In terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, all the Independent Directors of your Company have got their names included in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs.

ii. Whole Time Directors & Other Key Managerial Personnel

During the year under review,

i. Sri Ranjith Mupparapu has been appointed as Chief Financial Officer(CFO) of the Company with effective from 14th November, 2025

ii. Sri Vijay Kumar Deekonda (DIN: 06991267), the Whole Time Director of the Company has been relieved from his additional responsibilities of Chief Financial Officer of the Company with effect from 14th November, 2025.

In terms of Section 203 of the Act, the following are the Key Managerial Personnel ('KMPs') of the Company as on the date of this Report:

- Sri Vijay Kumar Deekonda, Whole Time Director
- Sri Mupparapu Ranjith, Chief Financial Officer w.e.f. from November 14, 2025
- Sri Pulyala Abhinash, w.e.f. 26th May, 2026 - Company Secretary & Compliance Officer
- Smt Kalidindi Anagha Devi (till 17th April, 2026), Company Secretary & Compliance Officer
- Sri Kishan Dumpeta (till 31st July 2026) Chief Executive Officer

MEETINGS OF THE BOARD:

Seven (7) meetings of the Board of Directors were held during the year. The details of the Board and Committee meetings and Independent Directors' meeting are given in the Corporate Governance Report which forms part of this Annual Report.

Your Company has also adopted Governance Guidelines on Board Effectiveness which comprise the aspects relating to composition of board and committees, tenure of office of directors, nomination, appointment, development of directors, code of conduct, effectiveness of board and committees, review and their mandates.

Independent Directors Meeting

The Independent Directors of the Company had met on January 12, 2026, to consider and recommend the proposed draft Composite Scheme of Arrangement and Amalgamation amongst Nishpra Community Solutions Private Limited ("NCSPL" / "Transferor Company") and Tierra Agrotech Limited ("TAL" / "Transferee Company"), subject to receipt of the requisite statutory, regulatory, stock exchange, NCLT, shareholders' and creditors' approvals, as applicable.

Further, the Independent Directors met on March 27, 2026, to review the performance of the Non-Independent Directors and the Chairperson of the Company, and to undertake an overall assessment of the effectiveness of the Board in performing its duties and responsibilities.

The Board comprises Members having expertise in Technical, Banking and Finance. The Directors evaluate their performance and contribution at every Board and Committee Meetings based on their knowledge, experience and expertise on relevant field vis-a-vis the business of the Company.

Committees

The Board has following statutory committees:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee
- Risk Management Committee

The composition, attendance, powers and role of the Committees are included in the Corporate Governance Report which forms part of this Annual Report.

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION AND OTHER MATTERS:

(a) Procedure for Nomination and Appointment of Directors:

The Nomination and Remuneration Committee has been formed in compliance with Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 178 of the Companies Act, 2013. The main object of this Committee is to identify persons who are qualified to become directors and who may be appointed in senior management of your Company, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance, recommend the remuneration package of both the Executive and the Non-Executive Directors on the Board and also the remuneration of Senior Management, one level below the Board. The Committee reviews the remuneration package payable to Executive Director(s), makes appropriate recommendations to the Board and acts in terms of reference of the Board from time to time.

On the recommendation of the Nomination and Remuneration Committee, the Board has adopted and framed a Remuneration Policy for the Directors, Key Managerial Personnel and other Employees pursuant to the provisions of the Companies Act, 2013 and Listing Regulations and the same is enclosed as Annexure - 6 and the Remuneration Policy is posted on the website of your Company which may be accessed at https://tierraagrotech.com/wp-content/uploads/2025/08/Nomination-and-Remuneration.pdf

The remuneration determined for Executive/Non-Executive Directors is subject to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors. The Non-Executive Directors are entitled to sitting fees for attending meetings of the Board and the Committees. The remuneration paid to Directors and Key Managerial Personnel and all other employees is in accordance with the Remuneration Policy of your Company.

Brief terms of Nomination and Remuneration Policy and other matters provided in Section 178(3) of the Act and Regulation 19 of Listing Regulations are disclosed in the Corporate Governance Report, which forms part of this Report.

(b) Familiarisation/ Orientation program for Independent Directors:

A formal familiarization program was conducted apprising the directors of the amendments in the Companies Act, rules prescribed thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable laws to your Company and all the directors were also apprised about the business activities of your Company.

It is the general practice of your Company to notify the changes in all the applicable laws to the Board of Directors, from time to time. The objective of the program is to familiarize Independent Directors on the Board with the business of your Company, industry in which your Company operates, business model, challenges etc. through various programs such as interaction with experts within your Company, meetings with our business leads and functional heads on a regular basis.

The details of such familiarization programs for Independent Directors are posted on the website of your Company which may be accessed at https://tierraagrotech.com/wp-content/uploads/2025/04/De-tails-of-Familiarization-Programme.pdf

ANNUAL EVALUATION OF BOARD PERFORMANCE AND PERFORMANCE OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS:

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and all other committees.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of your Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board, excluding the Independent Director being evaluated.

In a separate meeting of Independent Directors, performance of Non-Independent Directors, the Board as a whole and the Chairman of your Company was evaluated, taking into account the views of the Executive Directors & Non-Executive Directors who also reviewed the performance of the Secretarial Department. The Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of 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. The Directors expressed their satisfaction with the evaluation process.

RELATED PARTY TRANSACTIONS:

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

All related party transactions are placed before the Audit Committee and also before the Board for approval. Prior omnibus approval of the Audit Committee is obtained as per the Act and Listing Regulations for the transactions which are foreseeable and repetitive in nature. Your Company has developed a Policy on Related Party Transactions for the purpose of identification and monitoring of such transactions.

Particulars of contracts or arrangements with related parties are provided in **Annexure 2** in Form AOC-2 pursuant to section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 and forms part of this report.

The policy on materiality of Related Party Transactions and dealings in related party transactions, as approved by the Board is uploaded on the website of your Company and the web link is https://tierraagrotech.com/wp-content/uploads/2025/04/RPT-Policy.pdf

Disclosures of related party transactions under Regulation 34(3) read with Schedule V of the Listing Regulations

(Rs in Lakhs)

S.No	In the accounts of	Particulars	Amount at theyear ended 2025-26	Maximum amount outstanding duringthe year 2025-26
1	Tierra Agrotech Limited	(i) Loans and Advances to subsidiaries- Tidas Agrotech Private limited	189.23	189.23
		(i) Loans and Advances to Joint Ventures- .	NA	NA
		(ii) Loans and advances to associates	NA	NA
		(iii) Loans and advances to firms/companies in which Directors are interested	NA	NA
2	Tierra Agrotech Limited	Investment by the Loanee in the shares of parent company / subsidiary companywhen the company has made a loan or advance	NA	NA

EMPLOYEE STOCK OPTION PLAN/ SCHEME AND EMPLOYEE STOCK PURCHASE SCHEME:

Pursuant to the Scheme of amalgamation sanctioned by the Hon'ble National Company Law Tribunal, Bench at Hyderabad vide its order dated 12th day of November, 2021 Grandeur Products Limited was merged with our Company Tierra Agrotech Limited.

Two employee benefit plans, namely, Grandeur Products Limited - Employee Stock Option Scheme II, 2016 (GPL-ESOS II, 2016) and the Grandeur Products Limited Employees Stock Purchase Scheme 2017" ("GPL-ESPS 2017") were formulated vide special Resolution passed by the Shareholders of Grandeur Products Limited dated 8th November, 2016 and at Extra Ordinary General Meeting held on 25th March, 2017 respectively with an objective of enabling the company to retain talented human resources by offering them the opportunity to acquire a continuing equity interest in the Company, which will reflect their efforts in building the growth and the profitability of the Company.

Upon the Merger of Grandeur Products Limited with Tierra Agrotech Limited, the aforesaid schemes are continued as Schemes of Tierra Agrotech Limited.

During the year under review, the Nomination and Remuneration Committee of the Board, has not granted any stock options to any employee of the Company.

Further, Information pursuant to Section 62 of the Companies Act, 2013 read with Rules made thereunder and details of the Scheme's as specified in Part F of Schedule – I of SEBI (Share Based Employee Bene-fits and Sweat Equity) Regulations, 2021 are provided as **Annexure - 8** to this Report and also available on Company's website and may be accessed at

https://tierraagrotech.com/wp-content/uploads/2025/08/ESOP-Disclosure-pursuant-to-SEBI-SBEB-Reg-2021-FY-2024-25.pdf

It is confirmed that the Schemes were in compliance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and during the year under review no material changes were made to the Schemes.

Certificate has been obtained from Smt. N Vanitha, Practising Company Secretary, confirming that the Scheme has been implemented in accordance with the SEBI Regulations and it will be available for inspection by the members during the ensuing Annual General Meeting.

ANNUAL RETURN:

In accordance with Section 134 (3) (a) of the Companies Act, 2013, a copy of Annual Return in the prescribed format i.e. Form MGT-7 is placed on the website of your Company which may be accessed at https://tierraagrotech.com/wp-content/uploads/2026/09/Extract-of-Annual-Return-2025-26.pdf

DIRECTORS:

As on March 31, 2026 the Board has 03 Independent (Non-Executive) Directors including 01 women Director, 01 whole-time Director (Executive), 02 Non – Executive Directors. Subsequent to the closure of Financial Year, Smt Neha Soni resigned from the Office of Independent Director w.e.f. closing hours of May 16, 2026 and Smt Jonnada Vaghira Kumari was appointed as women Independent Director with effective from 14th August, 2026 and Sri Jayaram Prasad Munnangi resigned from the office of Non-Executive Director with effective from 1st September 2026.

As on the date of this Report, the Board has 03 Independent (Non-Executive) Directors including 01 women Director, 01 whole-time Director (Executive), 01 Non – Executive Director, which is in compliance with Companies Act, 2013 and SEBI (LODR) Regulations.

The Board of Directors of your Company presently comprises of the following Directors:

Name of the Director	Designation
Sri Simhadri Suryanarayana	Independent Director
Sri Sateesh Kumar Puligundla	Independent Director
Sri Srinivasa Rao Paturi	Non Executive Non Independent Director
Sri Jayaram Prasad Munnangi (till 1st September 2026)	Non Executive Non Independent Director
Sri Vijay Kumar Deekonda	Whole-time Director

Smt Neha Soni (till 16th May, 2026)	Independent Director
Smt Jonnada Vaghira Kumari (w.e.f. August 14, 2026)	Independent Director

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134 (5) of the Companies Act, 2013, your Directors confirm that to the best of their knowledge and belief and according to the information and explanation obtained by them,

a. in the preparation of the annual accounts for the financial year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures;

b. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profit or loss of the Company for the financial year ended on that date;

c. Proper and sufficient care for the maintenance of adequate accounting records in accordance with this provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. The annual accounts for the year 2025-26 have been prepared on a going concern basis.

e. Proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.

f. Devised proper Systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

FIXED DEPOSITS

Your Company has neither accepted nor renewed any fixed deposits from the public within the meaning of Section 73 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 and as such, no principal or interest was outstanding as on the date of the Balance sheet. Further, your Company has not accepted any loans/advances from any of its Directors during the year under review.

ADEQUACY OF INTERNAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS:

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to your Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial disclosures. The Board has ensured that there are adequate Internal Financial Controls commensurate with the size, nature of operations and requirements.

VIGIL MECHANISM:

The Vigil Mechanism as envisaged in the Companies Act, 2013, the Rules prescribed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is implemented through your Company's Whistle Blower Policy, to deal with instances of fraud and mismanagement, if any in the Group. The Policy provides for adequate safeguards against victimization of employees and Directors who avail the mechanism and also provides for direct access to the Chairman of the Audit Committee. The details of the Policy are explained in the Corporate Governance Report and is also available on the website of your Company which may be accessed at https://tierraagrotech.com/wp-content/uploads/2022/04/Vigil-Mechanism.pdf

The Whistle Blower Policy aims for conducting the affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior. All the employees of your Company are covered under the Whistle Blower Policy.

PARTICULARS OF EMPLOYEES AND REMUNERATION

The information required pursuant to Section 197 of the Companies Act, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of your Company is herewith annexed as ***Annexure - 7*** to this report.

INSURANCE

All properties and insurable interests of the Company have been fully insured.

DEMATERIALIZATION OF SHARES

100% of the total paid up equity shares of our Company are in dematerialized form as on 31st March, 2026

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

During the financial year under review, no significant or material orders were passed by the regulators or courts or tribunals which impact the going concern status and the future operations of the Company.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVEN-CY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

No application was made or any proceedings pending under the IBC, 2016 during the year ended on 31st March, 2026.

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

Not Applicable

LISTING & TRADING

Our Equity Shares are listed on BSE Limited. The listing fee for the FY 2025-26 has been duly paid. You may further note that the listing/ trading was not suspended at any time during the financial year 2025-26.

HUMAN RESOURCE & INDUSTRIAL RELATIONS:

Your Company continues to foster a culture of fair management practices, endeavoring to provide a congenial work environment. It consistently invests in its human assets to recruit, train and retain high-potential talent.

A conscientious bottom-up approach to skills training strengthens overall competencies. As a result, your Company's workforce consists of an invaluable mix of freshers and experienced employees with extensive industry insight – a key cornerstone in the organization's success.

STATEMENT IN RESPECT OF THE SEXUAL HARASSMENT AT WORKPLACE (PREVENTION, PRO-HIBITIONAND REDRESSAL) ACT, 2013:

Your Company strongly supports the rights of all its employees to work in an environment, free from all forms of harassment. Your Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harrassment at workplace as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. The policy aims to provide protection to Employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where Employees feel secure. Your Company has also constituted an Internal Complaint Committee, known as Anti Sexual Harassment Committee, to address the concerns and complaints of sexual harassment and to recommend appropriate action.

(a) Number of complaints of sexual harassment received in the year: Nil
(b) Number of complaints disposed off during the year: Nil
(c) Number of cases pending for more than ninety days: N.A.

COMPLIANCE WITH THE PROVISIONS RELATING TO THE MATERNITY BENEFITS ACT, 1961.

Your Company complies with the provisions of the Maternity Benefit Act, 1961, extending all statutory benefits to eligible women employees, including paid maternity leave, continuity of salary and service during the leave period, and post-maternity support such as nursing breaks and flexible return-to-work options, as applicable.

Your company remains committed to fostering an inclusive and supportive work environment that upholds the rights and welfare of its women employees in accordance with applicable laws.

GREEN INITIATIVE IN CORPORATE GOVERNANCE:

The Ministry of Corporate Affairs (MCA) has taken a green initiative in Corporate Governance by allowing paperless compliances by the Companies and permitted the service of Annual Reports and documents to the shareholders through electronic mode subject to certain conditions and your Company continues to send Annual Reports and other communications in electronic mode to the members who have registered their email addresses with your Company/RTA.

ACKNOWLEDGEMENTS:

Your Directors sincerely thank the bankers, business associates, consultants and various government authorities for the continued support extended by them to the Company during the year under review. Your Directors also acknowledge the support of the shareholders and confidence reposed by them in your Company and place on record their appreciation and gratitude for the same.

For and on behalf of Board of Directors of
Tierra Agrotech Limited

Sd/-	Sd/-
Vijay Kumar Deekonda	**Suryanarayana Simhadri**
Wholetime Director	Director
DIN :06991267	DIN 01951750

Place: Hyderabad
Date: September 01, 2026

Annexure - 1

Form AOC-1

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

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

Part A: Subsidiaries

1. **Number of Subsidiaries: One**
2. **Number of subsidiaries which are yet to commence operations: Nil**
3. **Number of subsidiaries which have been liquidated or have ceased to be a subsidiary during the year: Nil**

(Rs.in Lakhs)

Name of the subsidiary	**Tidas Agrotech Private Limited**
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	01.04.2025 to 31.03.2026
Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Not Applicable
Share capital	148.13
Reserves and surplus	-203.30
Total assets	636.79
Total Liabilities	636.79
Investments	-
Turnover	2,573.68
Profit before taxation	41.95
Provision for taxation	(41.40)
Profit after taxation	83.35
Proposed Dividend	-
Extent of shareholding (in percentage)	100%

Part B Associates and Joint Ventures

4. **Number of Associates / Joint Ventures: Nil**
5. **Names of associates or joint ventures which are yet to commence operations – Nil**
6. **Names of associates or joint ventures which have been liquidated or sold during the year :**

During the year under review, Tidas Agrotech Private Limited, which was previously a Joint Venture Company, became a **Wholly Owned Subsidiary** of the Company with effect from August 22, 2025 upon acquisition of the remaining equity shares of the Company.

For and on behalf of Board of Directors of
Tierra Agrotech Limited

Sd/-
Vijay Kumar Deekonda
Wholetime Director
DIN :06991267

Sd/-
Suryanarayana Simhadri
Director
DIN 01951750

Sd/-
Kishan Dumpeta
Chief Executive Officer

Sd/-
Pulyala Abhinash
Company Secretary &
Compliance Officer

Sd/-
Ranjith Mupparapu
Chief Financial Officer

Place: Hyderabad
Date: May 26, 2026

Annexure - 2

FORM NO. AOC-2

Particulars of contracts / arrangements made with related parties [Pursuant to Clause (h) of Sub section (3) of Section 134 of the Companies Act, 2013, and Rule 8(2) of the Companies (Accounts) Rules, 2014]

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

Details of contracts or arrangements or transactions not at arm's length basis: NIL

The Company has not entered into any contract or arrangement or transaction which is not at arm's length basis during the year under review.

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

The details of material contracts or arrangement or transactions at arm's length basis for the year ended March 31, 2026 are as follows:

Name of the related party and Nature of relationship	Nature of contracts/ arrange-ments/ transactions	Duration of the con-tracts/ar-rangements/ transactions	Salient terms of the contracts or arrangements or transactions including the expected contractual amount	Date(s) of approval by the Board, if any	Actual contractu-al amount (Rs. in Lakhs)	Amount paid as advances, if any (Rs. in Lakhs)
Sri Satyanarayana Paturi (Relative of Non-Executive and Non Independent Director)	Lease (expense)	5 Years	The Company has entered into a fresh lease agreement with the lessor for the office premises situated at D.No.5-45, Central Excise Colony, Near Government ITI, Vatluru, Pedapadu (Mandal), Eluru, West Godavari District, Andhra Pradesh - 534007, at a monthly rent of Rs. 12,000.	12.02.2025	1.44	Nil

For and on behalf of Board of Directors of
Tierra Agrotech Limited

Sd/-	Sd/-
Vijay Kumar Deekonda	**Suryanarayana Simhadri**
Wholetime Director	Director
DIN :06991267	DIN 01951750

Place: Hyderabad
Date: September 01, 2026

Annexure -3

CONSERVATION OF ENERGY, REASERCH & DEVELOPMENT, TECHNOLOGY ABSORPTION AND FOREIGNEXCHANGE EARNINGS/ OUTGO:

The particulars as prescribed under Section 134 (3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are as follows:

A. Conservation of Energy:

i. the steps taken or impact on conservation of energy	Since the Company is not engaged in any manufacturing activity, issues relating to conservation of energy are not relevant to its energy functioning. However, energy conservation receives attention at all levels. All efforts are made to conserve and optimize the use of energy.
ii. the steps taken by the company for utilizing alternate sources of energy	
iii. the capital investment on energy conservation equipment	

Technology Absorption:

i. the efforts made towards technology absorption	None
ii. the benefits derived like product improvement, cost reduction, product devel-op-ment or import substitution	N.A.
iii. in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	N.A.
(a) the details of technology imported; (b) the year of import; (c) whether the technology been fully absorbed; (d) if not fully absorbed, areas where absorption has not takenplace, and the reasons thereof; and	N.A.
iv. the expenditure incurred on Research and Development	Rs. 259.59 Lakhs

C. Foreign Exchange Earnings and Outgo during the year: (Rs. In Lakhs)

i. Foreign Exchange Earned : Nil

ii. Foreign Exchange Outgo : 16.85

For and on behalf of Board of Directors of
Tierra Agrotech Limited

Sd/-	Sd/-
Vijay Kumar Deekonda	**Suryanarayana Simhadri**
Wholetime Director	Director
DIN :06991267	DIN : 01951750

Place: Hyderabad
Date: September 01, 2026

Annexure -4

MANAGEMENT DISCUSSION AND ANALYSIS

Overview of the Indian Seed Industry

Market Size and Growth

The global seed industry has grown from USD 52 Bn in 2014 to USD 77 Bn in 2025 -26 at a CAGR of 4.5%. India ranks fifth after US, China, France and Brazil. The India Seed Market size is estimated at 34.03 billion USD in 2026, and is expected to reach 5.26 billion USD by 2031, growing at a CAGR of 5.48% during the forecast period (2025-2031). The Indian seed industry is undergoing a significant transformation driven by technological advancements and changing agricultural practices. The seed industry in India has witnessed a remarkable shift towards hybrid varieties, with hybrid seeds dominating 69.62% of the total cultivation area in 2025.

This transition reflects the growing awareness among farmers about the benefits of improved seed varieties, including enhanced pest resistance and higher yield potential. Row crops dominate revenue because cereals, oilseeds, and fiber crops align with food-security and import-substitution priorities, while hybrids retain farmer loyalty thanks to consistent yield premiums under erratic rainfall. Meanwhile, protected cultivation and digital traceability pilots are opening lucrative niches for specialized vegetable and high-value seed segments.

(Source:https://www.mordorintelligence.com/industry-reports/indian-seed-sector-analysis)

Crop Segmentation

The seed market in India is segmented into several crop types, with a particular focus on grains & cereals, vegetables, cotton, maize, groundnut, and soybean:

1. India seed market size for hybrids reflects the segment's 69.62% revenue share and sets the stage for a 5.60% CAGR through 2031. Yield differentials of 15-35% over open-pollinated lines, combined with built-in pest and drought tolerances, sustain farmer willingness to pay.
2. Innovation momentum remains strong. Marker-assisted back-crossing inserts triple-stack resistance against wilt, thrips, and sterility mosaic in pigeon pea hybrids, while doubled-haploid platforms trim generation cycles in maize. Direct-seeded rice hybrids under the RiceTec-Mahyco venture deliver shorter maturity and mechanization compatibility, dovetailing with water-conservation drives. Robust pipeline visibility keeps the India seed market aligned with mechanization and export-oriented agriculture trends.
3. By crop type, row crops accounted for an 79.95% share of the India seed market size in 2025 and are projected to grow at a 5.45% CAGR through 2031. Cotton holds the largest single-crop revenue block, buoyed by Bt hybrids and integrated pest-management packages compliant with export lint standards. Corn receives policy tailwinds via ethanol-blending mandates that anticipate a good biofuel share by 2030, intensifying demand for high-starch hybrids.
4. Grains & Cereals: This segment is the largest due to India's substantial production and consumption of grains. Rice (paddy) and wheat are particularly dominant, as rice is a staple in South India and wheat in the North (GII Research).
5. Vegetables: The vegetable seed market includes various sub-segments such as brassicas (e.g., cabbage, cauliflower), cucurbits (e.g., cucumber, pumpkin), roots & bulbs (e.g., garlic, onion), and solanaceae (e.g., tomato, hot pepper, eggplant) (GII Research).
6. Cotton and Maize: These crops are significant in India's seed market, with maize and cotton seeds often being hybrid varieties due to their high productivity and resistance to pests and diseases (Research & Markets).
7. Pulses, Oil Seeds, Millets & fodder: Predominant Seed business crops are Mustard, Groundnut, Sesame, Bajra, Jowar, cumin, Red gram, Black gram, etc., these crops contribute minor scale of business

Regional Distribution

Uttar Pradesh leads the Indian seed market, largely due to its extensive arable land and dense population, which boosts demand for various seeds. Other key regions include Maharashtra, Madhya Pradesh, Rajasthan, Bihar, Telangana, Karnataka, Punjab, Andhra Pradesh, Chhattisgarh. These states have diverse agricultural practices and crop preferences, contributing to the overall growth of the seed industry.

Breeding Technologies

The Indian seed market is witnessing a shift towards hybrid seeds, which offer higher yields and better resistance to environmental stresses compared to open-pollinated varieties. Hybrid seeds, especially in crops like cotton, maize, and vegetables, are increasingly adopted by farmers due to their superior performance and adaptability.

Telangana's **agri-biotech parks support gene-editing** spin-offs that feed elite lines into local seed firms. These developments broaden geographic resilience and mitigate over-reliance on Western states for seed supply.

Growth Drivers

Several factors are driving the growth of the Indian seed industry:

1. **Commercialization of Agriculture:** Increased commercialization has led to higher demand for quality seeds that ensure better yields and resistance to pests and diseases.
2. **Public-Private Collaborations:** Collaborative efforts between government bodies and private companies have spurred advancements in seed technology and availability.
3. **Investment by Multinational & National Seed Companies:** Huge investment in R&D in tailoring to fit in the various agro-climate and specific needs of customers.
4. **Rising Consumer Income Levels:** Higher disposable incomes allow farmers to invest in better-quality seeds, thereby increasing productivity.
5. **Introduction of Hybrid and Transgenic Seeds:** These seeds offer improved traits such as pest resistance, herbicide resistance, stress tolerance and higher yields, making them attractive to farmers. Value added quality traits like high oil content, ethanol recovery, milling percentage, low glycemic index, high shelf life, etc. are also encouraging farmers to change their product preferences.
6. **Government Support:** Initiatives such as the Rastriya Krishi Vikas Yojana and ISOPOM (Integrated Scheme of Oilseeds, Pulses, Oil Palm, and Maize) provide essential support to farmers and the seed industry, fostering growth and innovation (IMARC) (Research & Markets). Subsidies and Bonus on MSP announced in certain states to diversify crop cultivation and stabilize the cropping patterns to balance the dietary requirements.

Trends and Future Outlook

- **Adoption of Advanced Technologies:** The use of AI, data analytics, Seed treatments with new generation chemicals, and biotechnology in seed development is expected to enhance seed quality and adaptability. GMO crops introduction is going become a game changer in near future.
- **Sustainability:** There is a growing focus on sustainable agricultural practices, which includes the development of seeds that require fewer inputs and are environmentally friendly such as dry seeds Rice etc.
- **Customization:** Seeds tailored to specific regional and crop requirements will see increased demand as farmers seek to optimize their yields and adapt to changing climatic conditions (GII Research).
- **Seed Production Trends:** Hybrid Paddy, Corn & Cotton Seed production affected at the time of harvest, that created a good demand for available seeds and sold out well. Limited expertise growers for various crops with limited production locations triggering huge demand and increasing the production cost, its need of the hour to balance the profitabilities with efficiency throughout value chain of seeds business.

- **Commodity prices & Crop Shifts:** For Mustard, the area has come down and farmers preferred to grow their own seed rather than packed seed, similarly, because of low market prices, the hot pepper area has come down drastically, In North India, Cotton acreage is replaced with paddy preferably Basmati, In Central India farmers switched from Cotton to Corn & Soybean, In South India, farmers switched from Cotton to Corn because of better market prices for Corn, Overall, the Corn acreages increased both in Kharif, Rabi & Spring because of attractive commodity prices. Pulses - Red gram, Black gram & Green gram acreages are also increased marginally because of better market prices
- Penetration of HT Cotton Seeds which is not approved and increasing beyond expectation year on year, posing threat to Cotton players.

In summary, the Indian seed industry is poised for continued growth driven by technological advancements, government support, increasing demand for high-quality seeds with efficient execution of seeds business. The industry's future looks promising, with significant opportunities for innovation and expansion.

Impact of Monsoon in 2025

The southwest monsoon season rainfall over the country as a whole during 2025 was 108% of Long Period Average (LPA). Rainfall distribution was generally well-distributed over major parts of the country with normal and above normal, except three meteorological sub divisions namely Arunachal Pradesh, Assam & Meghalaya and Bihar. In the country as a whole, rainfall during the month of June (109 % of LPA), July (105 % of LPA), August (105 % of LPA) & September (115 % of LPA) were normal (within ±19% of LPA). For the country as a whole, seasonal rainfall at the end of the southwest monsoon season (June to September) was 936.8 mm, which is 108% of 868.6 mm LPA (1971-2020) value. While it boosted reservoir levels and winter crop prospects in general, but spatial imbalances, temporal imbalances and

extreme events year by year underscore the need for regional adaptation crop frameworks and sowing patterns to safeguard agriculture and livelihoods in a warming world. The seeds business hugely impacting due to imbalances monsoon occurrences in both spatial and temporal spreads.

OUTLOOK

Our Business

"Tierra" has made a humble beginning in the Year 2013 as a technology centric agriculture company. The objective is set to develop superior quality hybrid seeds stacked with crop specific important traits that provides significant yield benefit and overall cost advantages to farmers and other stake holders. Tierra is headquartered at Hyderabad, the seed capital of India, founded by professionals with more than eight decades of combined seed and agribusiness industry experience and proven excellence in developing breakthrough products.

"Tierra" is engaged in research, development, production, processing and commercialization of superior products in major crops like Cotton, Rice, Corn, Mustard, Tomato and Okra. During year 2017-18, Tierra has attracted global attention after their acquisition of Monsanto's India cotton seed business and DuPont - Pioneer's Cotton company 'Xylem Seeds Private Limited'.

"Tierra" has established a state-of-the-art R&D unit in Hyderabad with 10,000 sq. ft. laboratory space with several green houses and breeding farms supported with drip irrigation and other essential facilities. Besides its Breeding and Biotechnology R&D centers in Hyderabad, Tierra has also R&D units in various parts of India.

In 2018, Tierra expanded its Cotton portfolio in the market by acquiring Indian Cotton seed business of Monsanto Holdings Private Limited and Xylem Seeds Private Limited (a DuPont Pioneer company). The rich and diverse germplasm collected and developed by the experienced breeders of Tierra and the two acquired programs has given the organization a very strong platform in Cotton breeding. Tierra's efforts are aimed at developing upmarket products with big boll size, easy picking, earliness, good fiber qualities with strong tolerance to pests and diseases. Our special efforts are to breed cotton for suitability to high density planting system (HDPS), sympodial type, easy pick ability, short stature with synchronous maturity to help harvest the crop in one or two pickings. Special emphasis is also on utilizing male sterility trait for efficient seed production and very high genetic purity. Our focus is to introduce value added - differentiated products and technologies in the market, while protecting them under suitable Intellectual Property (IP) and Plant Variety Protection (PVP) laws. Our business model follows strict compliance with all regulatory guidelines including Freedom to Operate (FTOs).

"Tierra" ventured into vegetable seeds sale from the financial year 2020-21, thereby spreading its portfolio from cotton, paddy, mustard, maize and vegetable seeds. The Company has an extensive marketing network with loyal and committed distributors and dealers in Andhra Pradesh, Telangana, Orissa, Karnataka, Tamil Nadu, Maharashtra, Bihar, Madhya Pradesh, Jharkhand, Chhattisgarh, Gujarat, Uttar Pradesh, Punjab, Haryana, West Bengal and Rajasthan. The Company's focus is to be a leading provider of crop solutions to the farmers by supplying high yielding hybrid seeds. For achieving this, the Company is engaging in R&D efforts in the areas of superior breeding program and biotechnology tools that will enable it to develop highly effective and differentiated hybrid seeds.

Research & Development

Tierra has strong Research and development infrastructure. Our research program is well recognized by DSIR, GOI which is supported by highly qualified and experienced professionals in industry. Tierra has technological collaboration with key institute like NBRI for unique product development. We also carry out our research through collaborations with academic institutions and other strategic partners. We have teams of plant breeders that have the ability to develop new lines and hybrids. We believe our continuing efforts in research and development provides us with a strong platform to build our market share in the seed industry.

The company has the following R&D Activities:

1. About 100 Breeding & Testing Locations across the country.
2. About 200 Product Evaluation Locations across the country.
3. About 100 Acres of Leased land for Research & Development.

Product Overview:

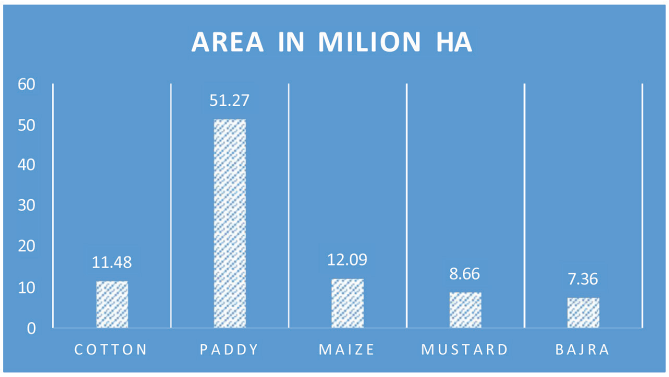
Crop	Commercial Products	Pipe line
Cotton	7	2
Maize	9	1
Paddy	13	2
Mustard	2	2
Tomato	5	2
Okra	4	2
Hot Pepper	3	1

Opportunities

Tierra, has an opportunity to grow its market share in the existing market as well as be part of growing seed market. The existing opportunities size in the key crops for Tierra is about 850 Lakh Hectare while the total cropped area of 1300 Lakh Hectares (Source: Agricoop) offers opportunity to expand our crop & product portfolio further.

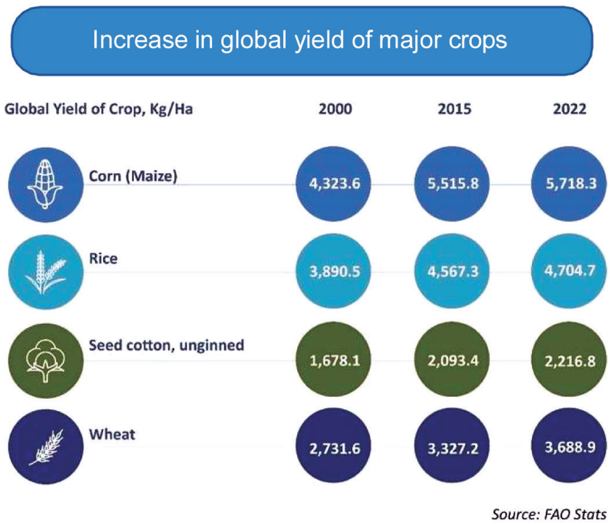
- Rising disposable incomes in emerging economies are leading to increased consumption of diverse and high-quality food products. This shift is encouraging farmers to invest in high-value seed varieties to meet the growing demand for premium crops.
- Increasing seed replacement ratio - There has been consistent increase in purchased seeds in Paddy, Mustard, Maize and other crops

- Favorable Govt. Policies for farmers - Better MSP and subsidized inputs and mechanization is helping the adoption of high-quality seeds in each crop.



Source: agricultural statistics at a glance 2024-25, GoI

- Food demand is rising globally on account to growing population. Food security will continue to be one of the world's most pressing issues in 2025 and the years to follow. As a result, the World Bank has listed food and nutrition security as one of the eight global challenges that need to be addressed at scale. With stable/ decrease in the total arable land, the need for feeding the growing population can be met with better traits and high yielding seeds in each crop.
- Increasing Adoption of Hybrid and Genetically Modified (GM) Seeds along with Climate Change and Resource Constraints (limited land) are increasing demand for seeds with traits such as drought tolerance, salinity resistance, and heat tolerance.
- The scenario post-adoption of hybrids and improved OPVs has resulted in many advantages, such as yield improvement, ensuring higher prices, and availability of seeds at an affordable price. These factors will drive the growth of the Indian seed market in the forecast period.



- By 2050, the world 's population is projected to reach 9.8 billion, with India accounting for 1.7 billion (Source: United Nations). To meet the growing food demands of India's population, there is a pressing need to significantly increase the yield per hectare, especially considering the diminishing arable land in the country. Furthermore, India's agricultural yield lags behind global averages due to various factors, including extreme weather conditions, limited adoption of high-yielding hybrid seeds, a lack of awareness about modern agricultural technologies, and inefficient use of agrochemicals.
- These challenges present a substantial opportunity for the Company's Seeds business, as well as opportunities for expanding crop advisory and digital offerings. Innovations in seed technology and digital farming solutions can play a pivotal role in addressing the productivity issues that plague Indian agriculture. These advancements can also empower farmers to secure better commodity prices, enabling them to invest in high-quality inputs to achieve higher yields.

- **Changing Seed Industry Dynamics**

  o Fintech applications are used for Seed farmers/distributors/retailers/end customers-farmers production

  o Precision agriculture linked seed production for high value seeds growers

  o Use of Artificial intelligence (AI), machine learning (ML), Internet of Things (IoTs), Robotics, Drones in entire value chain of seed development & production

  o Leveraging technology for policy implementation including Harmonization of Regulatory framework along with traceability

  o Promotion of seed treatment & biologicals including microbes in line with microbiome approach

  o Regenerative & Sustainable Agriculture Technologies including Direct Seeded Rice (DSR), High Density Planting System (HDPS) and so on.

  o Increasing public & private partnerships along with strategic partnerships in private sector to leverage geographical reach as well as enhance the R&D capabilities.

  o Focus on speed breeding for development of climate resilient varieties.

Tierra, with its comprehensive product portfolio, extensive distribution network, and a robust team of over 175 qualified professionals is well-positioned to support Indian farmers in this endeavor.

Risks, Concerns, and Threats

Fast-Changing Customer Preferences

Customers today are more likely to experiment with and test new items in the market due to increasing disposable incomes, easy access to information, and rapid acceptance of technological products. Tierra must constantly monitor changes not only in the crops business but also in the consumer/non-cyclical sector.

Competitive Market

Despite Tierra's efforts toward innovation in the crops area, it faces severe competition from other big players in the seed industry.

Climate Change

Fast-emerging climate change and sustainability challenges are expected to make agriculture more vulnerable and may cause severe hardship to the fragmented farmer base of India and the rural economy. Product development can be a complicated issue given the diverse climate conditions for agriculture in India.

Government Policies

The imposition of taxes on agriculture can be a potential threat. Government policies regarding price control of cotton and other crops can hamper the company's profitability.

Production Constraints

Year by year increased demand for limited expertise grower base coupled with the labor shortage and triggering increased cost of production necessitated to have innovative in efficient business execution

Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanation.

Consolidated basis

Financial Ratios	Consolidated		Deviation (%)	Reason for Change
	2025-26	2024-25		
Debt-Equity Ratio (in times)	0.20	0.01	3197%	The increase is primarily due to higher working capital and short-term borrowings during the year compared to negligible borrowings in the previous year.

Debt Service Coverage Ratio (in times)	0.11	0.07	45%	The increase is primarily attributable to improvement in operating performance and cash accruals during the year, resulting in improved coverage of debt servicing obligations.
Return on Equity Ratio (in %)	-0.05	-0.14	-64%	The improvement is primarily attributable to a reduction in the loss during the year compared with the previous year, resulting in a lower negative return on shareholders' equity.
Trade Receivables turnover ratio	7.57	5.80	31%	Ratio increased primarily due to a relatively higher increase in revenue from operations compared to the average trade receivables during the year.
Net capital turnover ratio (in times)	15.05	3.76	301%	The ratio increased primarily due to higher revenue from operations and lower average working capital during the year.
Net profit ratio (in %)	-0.05	-0.18	-71%	The ratio improved primarily due to a reduction in net loss during the year.
Return on Capital employed (in %)	-0.08	-0.16	-47%	The improvement is primarily attributable to a reduction in the loss during the year and improvement in operating performance, resulting in a lower negative return on capital employed.

Standalone basis

Financial Ratios	Standalone		Deviation (%)	Reason for Change
	2025-26	2024-25		
Debt-Equity Ratio (in times)	0.20	0.01	3227%	The increase is primarily due to higher working capital and short-term borrowings during the year compared to negligible borrowings in the previous year.
Debt Service Coverage Ratio (in times)	0.16	0.07	114%	The increase is primarily attributable to improvement in operating performance and cash accruals during the year, resulting in improved coverage of debt servicing obligations.
Return on Equity Ratio (in %)	-0.06	-0.13	-56%	The improvement is primarily attributable to a reduction in the loss during the year compared with the previous year, resulting in a lower negative return on shareholders’ equity.
Trade payables turnover (in times)	1.59	2.41	-34%	The decrease is primarily attributable to an increase in average trade payables during the year, resulting in a relatively longer credit period availed from suppliers.
Net capital turnover ratio (in times)	13.05	3.76	247%	The ratio increased primarily due to higher revenue from operations and lower average working capital during the year.
Net profit ratio (in %)	-0.08	-0.18	-54%	The ratio improved primarily due to a reduction in net loss during the year.
Return on Capital employed (in %)	-0.09	-0.16	-43%	The improvement is primarily attributable to a reduction in the loss during the year and improvement in operating performance, resulting in a lower negative return on capital employed.

Internal control systems and their adequacy:

The Company has in place adequate and appropriate systems of internal controls commensurate with its size and the nature of its operations and these have broadly withstood the test of time. The systems have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information complying with applicable statutes, safeguarding assets from unauthorized use, executing transactions with proper authorizations and ensuring compliance of corporate policies.

The Internal Audit team is reviewed by the Audit Committee of the Board which monitors its performance on a periodic basis through review of audit plans, audit findings and speed of issue resolution through follow- ups. Through at least four meetings every year, the audit committee reviews internal audit findings assurance and advisory function, which is responsible for evaluating and improving the overall effectiveness of risk management, control and government processes. This entire process helps enhance and protect organizational value by providing risk-based objective assurance, advice and insight.

Financial and Operational Performance

In FY 2025-26, the Company registered Revenue from Operations of Rs. 7273.04 Lakhs compared to Rs. 6563.32 Lakhs in the previous year. The Company has recorded a net loss of Rs. 591.54 Lakhs for the FY 2025-26 compared to Rs. 1158.24 Lakhs for the Previous Financial Year 2024-25.

Material developments in Human Resources

The workforce strength of the Company as on March 31, 2026, stood at it is 154 employees employees across different locations. The Company maintained harmonious industrial relations across all its units during FY 2025-26.

At the core of your Company’s Human Resource Policy emphasis on attracting, mentoring and holding the best employees, and offering them with wide-ranging career opportunities.

The Company strives to offer a positive, supportive, open and high-performance work culture where innovation and risk taking is encouraged. The Company continues to emphasize to be an equal opportunity employer. Company has a Policy of Prevention of Sexual Harassment (POSH) to ensure a harassment-free workplace for employees. Harassment cases are dealt with as per the Company’s zero-tolerance policy. During the year 2025-26, no case was reported on sexual harassment.

Further, your Company would like to sincerely appreciate the valuable contribution and support of employees towards the performance and growth of the Company.

Disclosure of Accounting Treatment:

The Company has prepared financial statements which comply with Ind-AS applicable for periods ending on March 31, 2026, together with the comparative period data as at and for the year ended March 31, 2025, as described in the summary of significant accounting policies. Primarily, a treatment different from that prescribed in an Accounting Standard has not been followed in the preparation of financial statements. However, as regards amendments to certain accounting standards, the applicability / effect on the financial statement has been evaluated and been treated accordingly as explained in Notes to the standalone Financial Statements.

Cautionary Statement:

Statements in this management discussion analysis describing the Company’s objectives, projections, estimates, expectations may be forward looking within the meaning of applicable securities-laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could make difference to Company’s operations include economic conditions affecting the domestic market and the overseas markets in which the Company operates, changes in the Government regulations, tax laws and other statutes and other incidental factors.

For and on behalf of Board of Directors of
Tierra Agrotech Limited

Sd/-	Sd/-
Vijay Kumar Deekonda	**Suryanarayana Simhadri**
Wholetime Director	Director
DIN :06991267	DIN 01951750

Place: Hyderabad
Date: September 01, 2026

Annexure – 5

Form No.MR- 3
SECRETARIAL AUDIT REPORT
for the Financial Year ended 31st March, 2026

[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] & Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Members,
Tierra Agrotech Limited,

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Tierra Agrotech Limited (hereinafter referred to as "the Company") having CIN: L01119TG2013PLC090004. The secretarial audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of the secretarial audit, I hereby report that, in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2026 ("Audit Period") 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, minutes, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2026 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;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment

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

   (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

   (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

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

   (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat equity) Regulations, 2021.

   (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; ***(Not applicable to the Company during the audit period)***

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

(h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 ***(Not applicable to the Company during the audit period);*** and

(i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 ***(Not applicable to the Company during the audit period);***

vi. Other specifically applicable laws to the Company:

- The Seeds Act, 1966 read with the Seeds Rules, 1968.

I believe that the audit evidence which I have obtained is sufficient and appropriate to provide a basis for my audit opinion. In my opinion and to the best of my information and according to explanations given to me, I believe that the systems and mechanisms established by the Company are adequate to ensure compliance of laws as mentioned above.

I have also examined compliance with the applicable clauses of the Secretarial Standards with respect to Meeting of Board of Directors (SS-1) and General Meetings (SS-2), as amended from time to time.

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

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Woman Director and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- During the period under review
  i. Sri Ranjith Mupparapu has been appointed as chief Financial officer of the company with effective from 14th November, 2025
  ii. Sri Vijay Kumar Deekonda (DIN: 06991267), the whole time director of the company has been relieved from his additional responsibilities of Chief Financial Officer of the Company with effect from 14th November, 2025, and these changes were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings and Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, other than those held at shorter notice and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All the decisions at the Board Meetings and Committee Meetings and the resolution(s) proposed by way of circulation have been carried out unanimously as recorded in the Minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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 period under review;

1. PROPOSED COMPOSITE SCHEME OF ARRANGEMENT AND AMALGAMATION

During the year under review, the Company continued the process relating to the proposed draft Composite Scheme of Arrangement and Amalgamation amongst Nishpra Community Solutions Private Limited ("NCSPL" / "Transferor Company") into and with Tierra Agrotech Limited ("TAL" / "Transferee Company"), subject to the receipt of the requisite statutory, regulatory, stock exchange, NCLT, shareholders' and creditors' approvals, as applicable.

Further, the Company has received the in-principle approval from BSE Limited on 13 July 2026 in relation to the Scheme, subject to compliance with the applicable laws, regulations and conditions stipulated by the Stock Exchange and other regulatory authorities.

As on the date of this Annual Report, the Company is yet to make an application/petition before the Hon'ble National Company Law Tribunal, Hyderabad Bench ("NCLT Hyderabad") in relation to the Scheme. Accordingly, the Scheme has not yet become effective and remains subject to the receipt of the requisite approvals from the NCLT Hyderabad and other statutory, regulatory, shareholders' and creditors' approvals, as applicable.

The Company will make necessary disclosures and take further steps in accordance with the applicable laws upon filing of the Scheme with the NCLT Hyderabad, receipt of the requisite approvals and completion of the Scheme.

2. EMPLOYEE STOCK OPTION PLAN/ SCHEME AND EMPLOYEE STOCK PURCHASE SCHEME

Pursuant to the Scheme of amalgamation sanctioned by the Hon'ble National Company Law Tribunal, Bench at Hyderabad vide its order dated 12th day of November, 2021 Grandeur Products Limited was merged with our Company Tierra Agrotech Limited.

Two employee benefit plans, namely, Grandeur Products Limited - Employee Stock Option Scheme II, 2016 (GPL-ESOS II, 2016) and the Grandeur Products Limited Employees Stock Purchase Scheme 2017" ("GPL-ESPS 2017") were formulated vide special Resolution passed by the Shareholders of Grandeur Products Limited dated 8th November, 2016 and at Extra Ordinary General Meeting held on 25th March, 2017 respectively .

Upon the Merger of Grandeur Products Limited with Tierra Agrotech Limited, the aforesaid schemes are continued as Schemes of Tierra Agrotech Limited.

During the year under review, the Nomination and Remuneration Committee of the Board, has not granted any options to any employees of the company.

3. Acquisition of Remaining Equity Shares and Change in Status of Tidas Agrotech Private Limited

Tierra Agrotech Limited is a company incorporated in India. During the year under review, the Company acquired the remaining equity shares of Tidas Agrotech Private Limited, pursuant to which it ceased to be a Joint Venture Company and became a Wholly Owned Subsidiary of the Company with effect from August 22, 2025.

As on March 31, 2026, Tidas Agrotech Private Limited is a Wholly Owned Subsidiary as well as a Material Subsidiary of the Company, in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Sd/-
CS N. VANITHA
Company Secretary in Practice
ACS No. 26859
CP No. 10573
PEER REVIEW Cert. No. 1890/2022
UDIN: A026859H001324969

Place: Hyderabad
Date: September 01, 2026

Note: This Report is to be read 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
Tierra Agrotech Limited

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

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
3. 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 random basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
4. My responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
5. I believe that audit evidence and information provided by the Company's management is adequate and appropriate for me to provide a basis for my opinion.
6. Wherever required, I have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
7. I have not verified the correctness and appropriateness of financial records and Books and Accounts of the Company

Disclaimer

8. 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

Sd/-
CS N. VANITHA
Company Secretary in Practice
ACS No. 26859
CP No. 10573
PEER REVIEW Cert. No. 1890/2022
UDIN: A026859H001324969

Place: Hyderabad
Date: September 01, 2026

Annexure – 5A

Form No.MR- 3
SECRETARIAL AUDIT REPORT
for the Financial Year ended 31st March, 2026

[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] & Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Members,
Tidas Agrotech Private Limited

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by TIDAS AGROTECH PRIVATE LIMITED (hereinafter referred to as "the Company") having CIN: U73100TG2017PTC118795. The secretarial audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of the secretarial audit, I hereby report that, in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2026 ("Audit Pe-riod") 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, minutes, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2026 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; **(Not applicable to the Company during the audit period)**

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment,

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

(a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **(Not applicable to the Company during the audit period)**

(b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 **(Not applicable to the Company during the audit period)**

(c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 **(Not applicable to the Company during the audit period)**

(d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. **(Not applicable to the Company during the audit period)**

(e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat equity) Regulations, 2021. **(Not applicable to the Company during the audit period)**

(f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the audit period)**

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

(h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(Not applicable to the Company during the audit period); and**

(i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable to t*he Company during the audit period);***

vi. Other specifically applicable laws to the Company:

- The Seeds Act, 1966 read with the Seeds Rules, 1968.

I believe that the audit evidence which I have obtained is sufficient and appropriate to provide a basis for my audit opinion. In my opinion and to the best of my information and according to explanations given to me, I believe that the systems and mechanisms established by the Company are adequate to ensure compliance of laws as mentioned above.

I have also examined compliance with the applicable clauses of the Secretarial Standards with respect to Meeting of Board of Directors (SS-1) and General Meetings (SS-2), as amended from time to time.

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

I further report that:

- The Board of Directors of the Company is duly constituted. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. and these changes were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, other than those held at shorter notice and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All the decisions at the Board Meetings and the resolution(s) proposed by way of circulation have been carried out unanimously as recorded in the Minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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 period under review;

Tierra Agrotech Limited

Tierra Agrotech Limited is a company incorporated in India. During the year under review, the Company acquired the remaining equity shares of Tidas Agrotech Private Limited, pursuant to which it ceased to be a Joint Venture Company and became a Wholly Owned Subsidiary of the Company with effect from August 22, 2025.

As on March 31, 2026, Tierra Agrotech Limited is the Holding Company of the Company, in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Sd/-
CS N. VANITHA
Company Secretary in Practice
ACS No. 26859
CP No. 10573
PEER REVIEW Cert. No. 1890/2022
UDIN: A026859H001326014

Place: Hyderabad
Date: September 01, 2026

Note: This Report is to be read 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
Tierra Agrotech Limited

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

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
3. 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 random basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
4. My responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
5. I believe that audit evidence and information provided by the Company's management is adequate and appropriate for me to provide a basis for my opinion.
6. Wherever required, I have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
7. I have not verified the correctness and appropriateness of financial records and Books and Accounts of the Company

Disclaimer

8. 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

Sd/-
CS N. VANITHA
Company Secretary in Practice
ACS No. 26859
CP No. 10573
PEER REVIEW Cert. No. 1890/2022
UDIN: A026859H001326014

Place: Hyderabad
Date: September 01, 2026

Annexure - 6

Nomination and Remuneration Policy

1. Introduction

Tierra Agrotech Limited (“Company”), believes that an enlightened Board consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of gover-nance.

Towards this, Company ensures constitution of a Board of Directors with an appropriate composition, size, diversified expertise and experience and commitment to discharge their responsibilities and duties effectively. Company recognizes the importance of Independent Directors in achieving the effective-ness of the Board. Company aims to have an optimum combination of Executive, Non-Executive and Independent Directors.

Company also recognizes the importance of aligning the business objectives with specific and mea-sureableindividual objectives and targets. The Company has therefore formulated the remuneration policy for its directors, key managerial personnel and other employees keeping in view the following objectives:

a) Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate, to run the company successfully.

b) Ensuring that relationship of remuneration to performance is clear and meets the perfor-mance benchmarks.

c) Ensuring that remuneration involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.

2. Scope:

This Policy sets out the guiding principles for the Nomination and Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent directors of the Company and also for recommending to the Board the remuneration of the directors, key managerial personnel and other employees of the Company.

3. Terms and References:

In this Policy, the following terms shall have the following meanings:

3.1 “Director” means a director appointed to the Board of a Company.

3.2 “Nomination and Remuneration Committee” means the committee constituted by Company’s Board in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations, 2015.

3.3 “Independent Director” means a director referred to in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015.

3.4 “Key Managerial Personnel” means

(i) the Chief Executive Officer or the managing director or the manager;

(ii) the company secretary;

(iii) the whole-time director;

(iv) the Chief Financial Officer; and

(v) such other officer as may be prescribed under the Companies Act, 2013

4 Selection of Directors and determining Directors’ independence

4.1 Qualifications and criteria

The Nomination and Remuneration (NR) Committee, and the Board, shall review on an annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a Board with diverse background and experience that are relevant for the Company's global operations.

4.1.1 In evaluating the suitability of individual Board members, the NR Committee may take into accountfactors, such as:

General understanding of the Company's business dynamics, global business and social per-spective;

Educational and professional background Standing in the profession; Personal and profes-sion-al ethics, integrity and values;

Willingness to devote sufficient time and energy in carrying out their duties and responsi-bili-ties effectively.

4.1.2 The proposed appointee shall also fulfill the following requirements: Shall possess a Director Identification Number;

Shall not be disqualified under the Companies Act, 2013;

Shall give his written consent to act as a Director;

Shall endeavor to attend all Board Meetings and wherever he is appointed as a Committee Member, the Committee Meetings;

Shall abide by the Code of Conduct established by the Company for Directors and Senior Man-agement Personnel;

Shall disclose his concern or interest in any company or companies or bodies corporate, firms, or other association of individuals including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;

Such other requirements as may be prescribed, from time to time, under the Companies Act, 2013, SEBI(LODR) Regulations,2015 and other relevant laws.

4.1.3 The NR Committee shall evaluate each individual with the objective of having a group that best enablesthe success of the Company's business.

4.2 Criteria of Independence

4.2.1 The NR Committee shall assess the independence of Directors at the time of appointment/ re-ap-pointment and the Board shall assess the same annually. The Board shall re-assess determina-tions of independence when any new interests or relationships are disclosed by a Director.

4.2.2 The criteria of independence shall be, as laid down in Act, Listing Regulations and other relevant laws, if any, as amended from time to time.

4.2.3 The Independent Directors shall abide by the "Code for Independent Directors" as specified in Schedule IV to the Companies Act, 2013who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;

4.3 Other directorships / committee memberships

4.3.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance. Accordingly, members should voluntarily limit their directorships in other listed public limited companies in such a way that it does not interfere with their role as directors of the Company. The NR Committee shall take into account the nature of, and the time involved in a Director's service on other Boards, in evaluating the suitability of the individual Director and making recommendations to the Board.A Director shall not serve as Director in more than 20 companies of which not more than 10 shall be Public Limited Companies.

4.3.2 A Director shall not serve as Director/Independent Director in such number of companies as may be prescribed under Act, Listing Regulations and other relevant laws, if any.

4.3.3 A Director shall not be a member or act as Chairman of Committees of such number of companies as may be prescribed under the Act, Listing Regulations and other relevant laws, if any.

5. Remuneration to Executive Directors and Key Managerial Personnel Non-Executive Directors andother employees

5.1.1 The Board, on the recommendation of the Nomination and Remuneration (NR) Committee, shall review and approve the remuneration payable to the Executive Directors of the Company within the overall limits approved by the shareholders.

5.1.2 The Board, on the recommendation of the NR Committee, shall also review and approve the remuneration payable to the Key Managerial Personnel of the Company.

5.1.3 The remuneration structure to the Executive Directors and Key Managerial Personnel shall include the following components:

(i) Basic Pay

(ii) Perquisites and Allowances

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

(v) Retinal benefits

(vi) Annual Performance Bonus

5.1.4 The Annual Plan and Objectives for Executive Directors and Senior Executives shall be reviewed by the NR Committee and Annual Performance Bonus will be approved by the Committee based on the achievements against the Annual Plan and Objectives.Remuneration to Non-Executive Directors

5.2 Remuneration to Non-Executive Directors

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

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

5.3 Remuneration to other employees

5.3.1 Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile, skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs. The policy of remuneration for the directors, key managerial personnel and other employees. Shall be placed on the website of the company, if any, and the salient features of the policy and changes therein, if any, along with the web address of the policy, if any, shall be disclosed in the Board’s report.

Annexure – 7

Details pertaining to Employees as required under Section 197(12) of the Companies Act 2013

Statement of Particulars of Employees pursuant to provisions of Section 197(12) of the Companies Act, 2013 Read with Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

(i) The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager in the FY 2025-26:

S. No.	Name of Director/KMP and Designation	Designation	% increase in Remuneration in the Financial Year 2025-26	Ratio of remuneration of each Director/ to median remuneration of employees
I	**Executive Directors**			
	Sri Vijay Kumar Deekonda	Whole Time Director & Chief Financial Officer	Nil	2.94
II	**Non - Executive Directors**			
	Sri Venkata Krishna Rau Gogineni	Independent Director	N.A.	N.A.
	Sri Simhadri Suryanarayana	Independent Director	N.A.	N.A.
	Sri Paturi Srinivasa Rao	Non-Executive Director	N.A.	N.A.
	Sri Sateesh Kumar Puligundla	Independent Director	N.A.	N.A.
	Smt. Neha Soni	Independent Director	N.A.	N.A.
	Sri Munnangi Jayaram Prasad	Non- Executive Director	N.A.	N.A.
III	**Key Managerial Personnel**			
	Sri.Mupparapu Ranjith (w.e.f. Nov. 14, 2025)	Chief Financial Officer	Nil	N.A.
	Sri Kishan Dumpeta	Chief Executive officer	Nil	15.59
	Smt. Kalidindi Anagha Devi	Company Secretary & Compliance Officer	18	1.78

(a) Sri Venkata Krishna Rau Gogineni, (DIN: 06775731) Chairman and Independent Director of the Company resigned from the office of Independent director with effect from the w.e.f closing hours of May 20, 2025, due to his personal reasons.

(b) Sri Mupparapu Ranjith was appointed as Chief Financial Officer of the company with effective from November 14, 2025.

(c) Subsequent to closing of Financial year 2025-26, Smt. Neha Soni (DIR 09724152) Independent director of the company resigned from the office of Independent director with effect from May 16, 2026

(d) Subsequent to closing of Financial year 2025-26, Smt. Kalidindi Anagha Devi, Company Secretary and Compliance officer resigned from the office of Company Secretary and Compliance officer of the Company with effect from April 17, 2026

ii) The median remuneration of employees of the Company during the financial year was Rs. 4.70 Lakhs.

iii) In the financial year, there was an increase of 17.10 % in the median remuneration of employees.

iv) There were 154 permanent employees on the rolls of Company as on March 31, 2026.

v) Average percentile change 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 exceptional circumstances for increase in the managerial remuneration:

Employee Group	Average percentage increase/ decrease in salaries for FY 2025-26
All Permanent Employees	6.85
Executive Directors / Managerial Remuneration	
i) Sri Vijay Kumar Deekonda	Nil

Key parameters for any variable component of remuneration availed by the Directors: None of the Directors has availed any variable component of remuneration as such during the financial year under review.

vi) Your Company hereby affirms that the remuneration is as per the remuneration policy of the Company.

Note: Details of employee remuneration as required under provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 will be made available 21 days before the Annual General Meeting in electronic mode to any shareholder upon request sent at cs@tierraagrotech.com. Such details are also available on your Company's website and can be accessed at www.tierraagrotech.com

Statement of Particulars of Employees Pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

List of Top 10 salaried employees for the Financial Year ended March 31, 2026

S. No	Name and Designation	Fixed CTC	Earned CTC	Qualification & Experience	DOJ	Age (as on 31-Mar-26)	Previous Employment
1	Dandothkar Rakesh Kumar Commercial Head - South, Central and East	45,00,000	45,00,000	M Sc Agronomy & 26 years	19-Mar-25	50	Shriram Bioseed Genetics
2	Virupaxagouda Patil General Manager - R&D	32,45,760	16,08,284	Phd - Genetics & PlantBreeding & 21.5 years	07-Oct-25	48	Delta Agrigenetics Pvt Ltd
3	Debashish Mohapatra Principal Breeder - Cotton Breeding	28,94,760	28,94,761	M Sc Agri & 28.5 years	24-Oct-17	52	Monsanto India Ltd
4	Chittem Kiran Kumar Deputy General Manager - PFN, FS & SPR	27,12,216	27,77,411	M Sc Agri - Genetics & Plant Breeding & 21 years	14-Aug-24	46	Advanta Seeds
5	Ramesh Tarihal Lead - Cotton Line Development & Testing	25,98,228	25,98,225	M Sc Agri & 26 years	24-Oct-17	50	Monsanto India Ltd
6	Himanshu Chauhan Deputy General Manager - Sales Field Crops - NE	25,71,000	25,71,004	MBA Mktg & HR & 14 years	10-Apr-23	37	Kaveri Seed Company Limited
7	G Venugopal General Manager - Finance & Accounts	24,78,600	24,78,604	M Com & 25 years	09-Jan-17	48	Pravardhan Seeds Pvt Ltd
8	Bhalchandra Kulkarni Deputy General Manager - Sales Field Crops - NW	24,65,076	24,65,086	MBA Mktg & 32 years	01-Oct-18	55	Maharashtra Hybrid Seeds Co Pvt Ltd
9	Battula Srinu Lead - Sales Vegetables	21,12,372	21,12,366	M Sc Horti & PG Dip in SCM & 19.5 years	12-May-23	44	Shriram Bioseed Genetics
10	Chede Pavan Kumar Deputy General Manager - HR & Admin	20,46,564	20,46,552	MBA - HR & Mktg & 20 years	18-Jul-22	43	Eurotek & SAS INFRA Group

Annexure- 8

Disclosures pursuant to Section 62 of the Companies Act, 2013 read with Rules made thereunder and details of the Scheme's as specified in Part F of Schedule – I of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SBEBASE Regulations")

- Relevant disclosures in terms of the accounting standards including the Guidance note on accounting for employee share-based payments issued by ICAI form part of the notes to the financial statements provided in this Annual Report.
- Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Accounting Standard 20 - Earnings per Share form part of the notes to the financial statements provided in this Annual Report.

i. Grandeur Products Limited - Employee Stock Option Scheme II, 2016(GPLESOS II, 2016)

Pursuant to the Scheme of amalgamation sanctioned by the Hon'ble National Company Law Tribunal, Bench at Hyderabad vide its order dated November 12, 2021, Grandeur Products Limited was merged with our Company Tierra Agrotech Limited.

Upon the Merger of Grandeur Products Limited with Tierra Agrotech Limited, the aforesaid scheme is continued as Scheme of Tierra Agrotech Limited.

Details related to "Grandeur Products Limited - Employee Stock Option Scheme II, 2016 (GPLESOS II, 2016)

S.No	Description	Grandeur Products Limited - Employee Stock Option Scheme II, 2016 (GPLESOS II, 2016)
1	Date of shareholders' approval	8th November, 2016
2	Total number of options approved under ESOS.	7,50,000 options
3	Vesting requirements	After One year but not later than Two years from the date of grant of such Options.
4	Exercise price or pricing formula	The Exercise Price shall be equal to face value of shares i.e. Rs.10 per Option (or) shall not be less than seventy five percent (75%) of the "Market Price" as per the ESOP Regulations (or) any other price as decided by the Nomination and Remuneration Committee.
5	Maximum term of options/shares granted.	Options granted under this GPLESOS II 2016 would Vest after One year but not later than Two years from the date of grant of such Options.
6	Source of shares (primary, secondary or combination)	Primary
7	Variation of terms of options/shares	Nil
8	Method used to account for ESOS/ESPS	Intrinsic value

Where the company opts for expensing of the options using the intrinsic value of the options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options shall be disclosed. The impact of this difference on profits and on EPS of the company shall also be disclosed. ***- Not Applicable as on the date***

Option movement during the year

S. No.	Particulars	Details
1.	Number of options/shares outstanding at the beginning of the year	3,00,000
2.	Number of options/shares granted during the year	0
3.	Number of options forfeited/lapsed during the year	-
4.	Number of options vested during the year	-
5.	Number of options exercised during the year	-
6.	Number of shares arising as a result of exercise of options	-
7.	Money realized by exercise of options (INR), if scheme is implemented directly by the company	-
8.	Loan repaid by the Trust during the year from exercise price received	NA
9.	Number of options outstanding at the end of the year	300,000
10.	Number of options/Shares exercisable at the end of the year	-
11.	Weighted-average exercise prices and weighted-average fair values of options if the options' exercise price either equals or exceeds or is less than the market price of the stock	NA
12.	Employee wise details of options granted to	
	a. senior managerial personnel as defined under Regulation 16(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Nil	
	b. Any other employee who receive a grant of options in any one year of option amounting to 5% or more of option granted during the year - Nil	
	c. identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant.	Not Applicable

Note: Sri Kishan Dumpeta, the CEO of the Company has resigned from his position with effect from 31st July 2026. Subsequent to his resignation, the Nomination and Remuneration Committee in its meeting held on 14th August, 2026 had forfeited 3,00,000 Options granted to him.

ii. Grandeur Employees Stock Purchase Scheme 2017" ("GPL-ESPS 2017")-

As you are aware, the Company "Grandeur Products Limited, during the FY 2016-17 had instituted an ESPS Scheme for the enduring benefits to its employees, under the name and style "Grandeur Products Limited - Employees Stock Purchase Scheme 2017." A Trust under the name and style "Grandeur Products Limited Employees Welfare Trust" has also been formed in this regard. The Company, under the said Scheme, may grant an aggregate number of up to 750,000 equity shares of Rs. 10 each, in one or more tranches. Pursuant to the said Scheme, Grandeur Products Limited had issued and allotted 6,11,960 equity shares of face value of 10/- each at a price of Rs.10/- to Grandeur Products Limited Employees Welfare Trust (GPL Trust).

Pursuant to the Scheme of amalgamation sanctioned by the Hon'ble National Company Law Tribunal, Bench at Hyderabad vide its order dated November 12, 2021, Grandeur Products Limited was merged with our Company Tierra Agrotech Limited.

Upon the Merger of Grandeur Products Limited with Tierra Agrotech Limited, the aforesaid scheme is continued as Scheme of Tierra Agrotech Limited.

The GPL-ESPS 2017 shall be administered by the Board of Trustees of the Grandeur Products Limited Employees Welfare Trust (GPL Trust) under the supervision of the Nomination and Remuneration Committee.

Details related to “Grandeur Products Limited - Employees Stock Purchase Scheme 2017”

The following details on each ESPS under which allotments were made during the year:

S.No.	Description	Grandeur Products Limited - Employees Stock Purchase Scheme 2017” (“GPL-ESPS 2017”)
1.	Date of shareholders’ approval	25th March, 2017
2.	Number of shares issued	Nil
3.	The price at which such shares are issued	Not Applicable, since no shares were issued during the year.
4.	Lock-in period	Not Applicable.

Details related to “Grandeur Products Limited - Employees Stock Purchase Scheme 2017” The following details on each ESPS under which allotments were made during the year:

S. No.	Description	Grandeur Products Limited - Employees Stock Purchase Scheme 2017” (“GPL-ESPS 2017”)
1.	Date of shareholders’ approval	25th March, 2017
2.	Number of shares issued	Nil
3.	The price at which such shares are issued	Not Applicable, since no shares were issued during the year.
4.	Lock-in period	Not Applicable.

ii. The following details regarding allotment made under each ESPS, as at the end of the year:

S. No.	Particulars	Details
1.	The details of the number of shares issued under ESPS	Nil*
2.	The price at which such shares are issued	Not Applicable
3.	Employee wise details of options granted to	
	a. “senior management” as defined under regulation 16(1)(d) of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015	Not Applicable
	b. Any other employee who receive a grant of options in any one year of option amounting to 5% or more of option granted during the year	Not Applicable
	c. Identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants & conversions) of the Company at the time of grant	Not Applicable
4.	Consideration received against the issuance of shares, if scheme is implemented directly by the company	Not Applicable
5.	Loan repaid by the Trust during the year from exercise price received	No Loan repayment has been received yet.

iii. Details related to Trust

The following details, inter alia, in connection with transactions made by the Trust meant for the purpose of administering the **"Grandeur Products Limited - Employees Stock Purchase Scheme 2017"** under the regulations are to be disclosed:

(i) General information on Grandeur Products Limited - Employees Stock Purchase Scheme 2017:

Sl No.	Particulars	Details
1.	Name of the Trust	Grandeur Products Limited Employees Welfare Trust
2.	Details of the Trustee(s)	Mr. Jineshwar Kumar Sankhala & Mr. M.B. Suneel
3.	Amount of loan disbursed by company / any company in the group, during the year	Nil
4.	Amount of loan outstanding (repayable to company / any company in the group) as at the end of the year	Rs. 61,19,600/-
5.	Amount of loan, if any, taken from any other source for which company / any company in the group has provided any security or guarantee	Nil
6.	Any other contribution made to the Trust during the year	Not Applicable

(ii) Brief details of transactions in shares by the Trust:

(a) **Number of shares held at the beginning of the year:** 6,11,960

(b) **Number of shares acquired during the year through (i) primary issuance (ii) secondary acquisition, also as a percentage of paid-up equity capital as at the end of the previous financial year, along with information on weighted average cost of acquisition per share: Nil**

(c) **Number of shares transferred to the employees / sold along with the purpose thereof:** Nil

(d) **Number of shares held at the end of the year:** 6,11,960

(iii) In case of secondary acquisition of shares by the Trust: Not Applicable

For and on behalf of Board of Directors of
Tierra Agrotech Limited

Sd/-	Sd/-
Vijay Kumar Deekonda	**Suryanarayana Simhadri**
Wholetime Director	Director
DIN :06991267	DIN 01951750

Place: Hyderabad
Date: September 01, 2026

REPORT ON CORPORATE GOVERNANCE

[Pursuant to Schedule V Para C of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations")]

1. Company's philosophy on Code of Governance

"Tierra" is a technology centric agriculture company. The objective is set to develop superior quality hybrid seeds stacked with crop specific important traits that provides significant yield benefit and overall cost advantages to farmers and other stake holders.

Tierra is engaged in research, development, production, processing and commercialization of superior products in major crops like Cotton, Rice, Corn, Mustard, Tomato and Okra.

At Tierra, we have always sought to be a value driven organisation, where our growth and success is directed by our values.

The Company has adopted the Code of Conduct for the Directors and Senior Management, which encompasses an appropriate mechanism to report any concern pertaining to non-adherence to the said Code, which includes a Code of Conduct for Independent Directors as specified under Schedule IV to the Companies Act, 2013 and Regulation 26(3) of the Listing Regulations. Pursuant to Regulation 26(5) of the Listing Regulations, all members of the Senior Management have confirmed that there are no material, financial and commercial transactions wherein they have a personal interest that may have a potential conflict with the interest of the Company at large. Pursuant to Regulation 26(3) of the Listing Regulations, all the Directors and Senior Management of the Company as on March 31, 2026, have affirmed compliance with their respective Codes of Conduct. A Declaration to this effect, duly signed by the Chief Executive Officer is enclosed at the end of this Report.

The Company has complied with the norms of governance as provided in Chapter IV and Schedule II of the Listing Regulations during the year under review.

2. Board of Directors

(a) Composition and category of Directors:

The composition of Board is in consonance with the requirements of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As on 31st March, 2026, the Board consists of 6 Members. The Board of directors of the Company has an optimum combination of Executive, Non-Executive and Independent Directors with one-woman Independent Director. The composition of the Board represents an optimum combination of knowledge, experience and skills from diverse fields including marketing, finance, economics, law, governance, etc. which are required by the Board to discharge its responsibilities effectively. The Directors take active part in the deliberations at the Board and Committee Meetings by providing valuable guidance and expert advice to the Management on various aspects of business, policy direction, strategy, governance, compliance, etc. and play a critical role on strategic issues and add value in the decision-making process of the Board of Directors.

All the Independent Directors have confirmed in accordance with Regulation 25(8) of the Listing Regulations that they meet the independence criteria as mentioned under Regulation 16(1)(b) of the Listing Regulations and Section 149 of the Act and the Rules framed thereunder. The Independent Directors have further stated that they are unaware of any circumstance or situation which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence. The Company has received confirmation from all the Independent Directors of their registration on the Independent Directors Database maintained by the Institute of Corporate Affairs pursuant to Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

The required information, including information as enumerated in Regulation 17(7) read with Part A of Schedule II of the Listing Regulations is made available to the Board of Directors, for discussion and consideration at Board Meetings. The Chief Executive Officer and the Chief Financial Officer have certified to the Board on, inter alia, the accuracy of the financial statements and adequacy of internal controls for financial reporting, in accordance with Regulation 17(8) read together with Part B of Schedule II of the Listing Regulations, pertaining to CEO and CFO certification for the financial year ended March 31, 2026. The Company also submits a quarterly compliance report on Corporate Governance to the Stock Exchange where the Company is listed, pursuant to Regulation 27(2) of the Listing Regulations.

The details of the Board of directors including their attendance at the meetings of Board and at the last Annual General Meeting ('AGM'), directorships / chairmanships / memberships on the Boards / Committees of other Companies and names of the listed entities where the person is a director and the category of directorship as required under Regulation No.34 read with Schedule V of Listing Regulations are as below as on March 31, 2026:

Attendance of Directors during the Financial Year 2025-26

S. No	Name of the Director	Category	No of Board Meetings		No.of Directorships in other Companies		Chairmanships / memberships in Committees of other public Companies*		Attendence of the Last AGM	Name of other Listed entities where he/ she is a director and the category of directorship
			Entitled	Attended	Private	Public	Membership	Chairmanship		
1	@Sri Venkata Krishna Rau Gogineni	Independent Director	1	1	-	-	0	0	NA	-
2	Sri Simhadri Suryanarayana	Independent Director	7	7	2	2	4	3	Yes	SSPDL Limited - Independent Director Lakshmi Finance and Industrial Corporation Ltd - Independent Director
3	Sri Srinivasa Rao Paturi	Promoter & Non-Executive Director	7	7	2	1	2	1	Yes	Deccan Cements Limited - Independent Director
4	Sri Sateesh Kumar Puligundla	Independent Director	7	6	3	2	3	1	No	-
5	*Sri Jayaram Prasad Munnangi	Promoter & Non-Executive Director	7	4	1	-	-	-	No	-
6	Sri Vijay Kumar Deekonda	Executive Director	7	7	1	-	-	0	Yes	-
7	#Smt. Neha Soni	Independent Director	7	7	-	-	-	0	Yes	-

Note:

- @ Sri Venkata Krishna Rau Gogineni,(DIN 06775731) Chairman and Independent Director of the Company resigned from the office of Independent director with effect from the closing hours of May 20, 2025, due to personal reasons.
- *Sri Jayaram Prasad Munnangi (DIN:03034183) Non-Executive Director of the company resigned from the office of Non-Executive director with effective from 1st September, 2026 due to personal reasons.
- Smt Neha Soni DIN: 09724152) Independent director of the Company resigned from the office of Independent Director of the Company with effective from 16th May, 2026 due to personal reasons.

The Directorships held by Directors in other Companies, as mentioned above do not include Directorships in Foreign Companies

None of the Directors on the Board hold the office of Director in more than 20 companies, including 10 public companies and none of the Independent Directors serve as Independent

Directors in more than seven listed entities and none of the whole-time directors serve as Independent Director in any of the listed companies.

In accordance with Regulation 26 of the Listing Regulations, none of the Directors are members in more than 10 committees or act as chairperson of more than 5 committees (the committees being, Audit Committee and Stakeholders' Relationship Committee) across all public limited companies in which he/ she is a Director.

**Pertains to memberships/chairpersonships held in the Audit Committee and Stakeholders' Relationship Committee of other Indian public companies as per Regulation 26(1) of the Listing Regulations.*

(a) Number of meetings of the Board of directors held and dates on which held:

The Board met 7 (Seven) times in the financial year 2025-26 on the following dates, with a gap not exceeding one hundred and twenty days between any two consecutive meetings:

30.04.2025	27.05.2025	09.08.2025	07.11.2025
14.11.2025	12.01.2026	12.02.2026	

(b) Disclosure of relationships between directors inter-se:

The Directors are not related to each other in terms of the definition of "Relative" under Section 2(77) of the Companies Act, 2013 and Rules framed there under. There are only two Promoter Directors on the Board of the Company who are not related to the other Board members. Hence, there is no inter-se relationship existing between the Directors of the Company.

(c) Number of shares and convertible instruments held by Non-Executive Directors:

Except below mentioned, none of the non-Executive Directors hold any equity shares in the Company:

S.No.	Name and designation of the Director	No. of Shares held as on 31.03.2026
1	Sri Simhadri Suryanarayana	25,000
2	Sri Srinivasa Rao Paturi	5,000
3	*Sri Jayaram Prasad Munnangi	2,00,000

*Sri Jayaram Prasad Munnangi (DIN:03034183) Non-Executive Director of the Company resigned from the office of Non-Executive director with effective from 1st September, 2026.

(d) Web link where details of familiarization programmes imparted to Independent directors:

A formal familiarization programme was conducted about the amendments in the Companies Act, 2013, Rules prescribed thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable laws of the Company.

Periodic presentations are made by Senior Management, Statutory and Internal Auditors at the Board/ Committee meetings on business and performance updates of the Company, global business environment, business risks and its mitigation strategy, impact of regulatory changes on strategy etc. It is the general practice of the Company to notify the changes in all the applicable laws from time to time to the Board of Directors regularly.

The Company has a familiarization programme for Independent Directors with regard to their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the business models of the Company etc. The details of familiarization programs for Independent Directors are posted on the website of your Company which may be accessed at https://tierraagrotech.com/wp-content/uploads/2025/04/Details-of-Familiarization-Programme.pdf

(e) List of core skills/expertise/competencies identified by the board of directors:

The Company requires skills, expertise and competencies in the areas of strategy, finance, accounting, legal and regulatory matters, the environment, sustainability and operations of the Company's businesses to efficiently carry on its core business.

The Board comprises of qualified members who bring in the required skills, expertise and competence as mentioned above which allow them to make effective contributions to the Board and its committees. The members of the Board are committed to ensure that the Company is in compliance with the highest standards of corporate governance.

List of skills / competencies required in relation to business operations	Name of Directors having such skills / competencies
Finance, Management, Administration	1. Sri Simhadri Suryanarayana 2. Sri Vijay Kumar Deekonda 3. Sri Srinivasa Rao Paturi
Technical knowledge on operations, Production	1. *Sri Jayaram Prasad Munnangi 2. Sri Vijay Kumar Deekonda 3. Sri Sateesh Kumar Puligundla
Corporate Governance, Strategic Management	1. Sri Simhadri Suryanarayana 2. Sri Srinivasa Rao Paturi 3. Sri Vijay Kumar Deekonda 4. Smt. Neha Soni
Marketing and sales	1. *Sri Jayaram Prasad Munnangi 2. Sri Vijay Kumar Deekonda

*Sri Jayaram Prasad Munnangi (DIN:03034183) Non-Executive Director of the company resigned from the office of Non-Executive director with effective from 1st September, 2026.

The current composition of your Company's Board includes directors with core industry experience and has all the key skills and experience mentioned above.

(f) Confirmation that in the opinion of the board, the independent directors fulfil the conditions specified in these regulations and are independent of the management:

The Board of Directors has confirmed that the Independent Directors fulfil the conditions specified by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and they are independent of the management.

(g) Detailed reasons for the resignation of an Independent director who resigns before the expiry of his/her tenure along with a confirmation by such director that there are no other material reasons other than those provided.

During the FY 2025-26, Sri Venkata Krishna Rau Gogineni, Chairman and Independent Director of the Company resigned from the office of Independent director with effect from the closing hours of May 20, 2025, due to his personal reasons. Further the Company has obtained confirmation from the said director that there were no material reasons other than those specified thereunder.

Subsequent to the closure of Financial year, Smt. Neha Soni (DIN: 09724152) has resigned from the office of Independent Director, with effect from closing hours of May 16, 2026, due to personal reasons. Further the Company has obtained confirmation from the said director that there were no material reasons other than those specified thereunder.

3. Committees of the Board

Currently, there are four Board Committees – The Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee.

The terms of reference of the Board Committees are determined by the Board from time to time. Meetings of each Board Committee are convened by the Chairman of the respective Committees.

The role and composition of these Committees, including the number of meetings held during the financial year and the related attendance are provided below:

(A) Audit Committee

The Company has in place an Audit Committee, constituted in accordance with Regulation 18 of the Listing Regulations and Section 177 of the Act, comprising of members in compliance of the said regulations. The Committee is entrusted with the powers/role as prescribed under Section 177 of the Act, and Regulation 18 read with Part C of Schedule II of the Listing Regulations. The Committee performs its duties and discharges its responsibilities as per its terms of reference and directions if any, given by the Board from time to time.

(a) Terms of reference

The terms of reference of the Audit Committee are as per Regulation 18 of the Listing Regulations, read with Section 177 of the Act and includes such other functions as may be assigned to it by the Board from time to time.

i. Powers of the Audit Committee includes:

- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.

ii. Role of the Audit Committee includes:

- ➢ Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the Financial Statement is correct, sufficient and credible
- ➢ Recommending to the Board, the appointment, re-appointment and if required, the replacement or removal of auditors and fixation of audit fee and approval of payment to statutory auditors for any other services rendered by them.
- ➢ Reviewing, with the management, the annual financial statements and Auditor's Report thereon before submission to the Board for approval, with particular reference to:
  - Matters required to be included in the Director's Responsibility Statement; to be included in the Board's Report in terms of clause (c) of subsection (3) of Section 134 of the Companies Act, 2013;
  - Changes, if any, in accounting policies and practices and reasons for the same

- Major accounting entries involving estimates based on the exercise of judgment by management;
- Significant adjustments made in the financial statements arising out of audit findings;
- Compliance with listing and other legal requirements relating to financial statements;
- Disclosure of any related party transaction;
- review of draft Auditors Report, in particular qualifications / remarks / observations made by the Auditors on the financial statements

➢ Review of internal audit reports relating to internal control weaknesses.

➢ Review of the financial statements of subsidiary Companies

➢ Reviewing, with the management, the quarterly Financial Statements before submission to the Board for approval;

➢ Reviewing with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the Report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue or preferential issue or QIP and making appropriate recommendations to the Board to take up steps in this matter;

➢ Reviewing and monitoring the Auditor's independence & performance, and effectiveness of audit process;

➢ Approval or any subsequent modification of transactions of the Company with related parties;

➢ Scrutiny of inter-corporate loans and investments;

➢ Valuation of undertakings or assets of the Company, wherever it is necessary;

➢ Evaluation of internal financial controls and risk management systems;

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

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

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

➢ Reviewing the risk management policies, practices and the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

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

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

➢ To review the functioning of the Whistle–Blower mechanism;

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

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

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

- Authority to investigate into any matter in relation to the items specified in sub-section (4) of Section177 of the Companies Act, 2013 or referred to it by the Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the Company.
- Appointment of registered valuers.
- Reviewing the reports/ certificates placed before it as mandated by the statutory authorities or as required under policies framed by the Company from time to time.
- Ascertaining and ensuring that the Company has an adequate and functional vigil mechanism and for ensuring that the interest of a person, who uses such a mechanism, are not prejudicially affected on account of such use, as and when applicable and reviewing the functioning of whistle blower mechanism;
- The Committee mandatorily reviews information including internal audit reports related to internal control weakness, management discussion and analysis of financial condition and result of operations, statement of significant related party transactions, appointment and removal of the auditors and such other matters as prescribed from time to time

(b) Details on composition of the Audit Committee and the attendance of its members at the meetings held during the year is as follows:

Name	Category	No. of meetings entitled to attend	No of meetings attended
Sri Simhadri Suryanarayana	Chairman	4	4
*Sri Venkata Krishna Rau Gogineni	Member	0	0
Sri Sateesh Kumar Puligundla	Member	4	4
#Smt. Neha Soni	Member	4	4
@Vijay Kumar Deekonda	Member	-	-

**Ceased to be member of the Audit Committee with effective from the closing hours of May 20, 2025*

#Ceased to be member of the Audit Committee with effective from the closing hours of May 16, 2026

@ Appointed as member of the audit committee with effect from May 16, 2026

As on the date of this report, the Committee is composed of 3 members, of whom two are Independent Directors and one member is an Executive Director. All the members of the Audit Committee are financially literate and have expertise in accounting/ financial management and/or audit exposure. The quorum for audit committee meeting shall either be two members or one third of the members of the audit committee, whichever is greater, with at least two independent directors.

The Audit Committee met Four (4) times during the previous year, with a gap not exceeding one hundred and twenty days between any two consecutive meetings. The requisite quorum was present for all the Meetings.

All the recommendations of the Audit Committee have been accepted by the Board of Directors.

The Chief Executive Officer, the Chief Financial Officer, the Secretarial Auditor, and representatives of the Internal and Statutory Auditors are invited to attend the meetings of the Audit Committee as invitees. The Company Secretary of the Company acts as the Secretary to the said Committee.

(c) Meetings during the year

During the year the Audit Committee met 4 (Four) times on the following Dates

27.05.2025	09.08.2025	14.11.2025	12.01.2026

(B) Nomination and Remuneration Committee

The Company has in place a Nomination and Remuneration Committee, constituted in accordance with Regulation 19 of the Listing Regulations and Section 178 of the Act, comprising of members in compliance of the said regulations. The Committee is entrusted with the powers as prescribed under Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the Listing Regulations. The Committee performs its duties and discharges its responsibilities as per its terms of reference and directions, if any, given by the Board from time to time.

(a) Terms of reference

The terms of reference of the Nomination and Remuneration Committee are as under:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel (“KMP”) and other employees;
- Formulation of criteria for evaluation of the performance of Independent Directors and the Board
- For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
  - Use the services of an external agencies, if required;
  - Consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - Consider the time commitments of the candidates.
- Specification of manner and criteria for effective evaluation of performance of Board, its committees and individual directors, to be carried out either by the board or by an independent external agency and review its implementation and compliance.
- Devising a policy on diversity of board of directors;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
- Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- Recommendation of fee/compensation if any, to be paid to Non-Executive Directors, including Independent Directors of the Board.
- Recommend to the board, all remuneration, in whatever form, payable to senior management.

The main objective of this Committee is to identify persons who are qualified to become directors and who may be appointed in senior management of the Company, recommend to the Board their appointment and removal and shall carry out evaluation of every Director’s performance, recommend the remuneration package of both the Executive and the Non-Executive Directors on the Board and also the remuneration of Senior Management, one level below the Board. The Committee reviews the remuneration package payable to the Executive Director(s) and recommends to the Board the same and acts in terms of reference of the Board from time to time.

The Company has adopted a policy relating to the remuneration for Directors, Key Managerial Personnel and other employees of the Company which is disclosed on the website of the Company at https://tierraagrotech.com/wp-content/uploads/2025/08/Nomination-and-Remuneration.pdf

(b) The composition of the Nomination and Remuneration Committee and attendance of its Members at the Meetings held during the year is as follows:

Name	Category	No. of meetings entitled to attend	No of meetings attended
Sri Sateesh Kumar Puligundla	Chairman	2	2
Sri Simhadri Suryanarayana	Member	2	2
*Smt. Neha Soni	Member	2	2
@Jayaram Prasad Munnangi	Member	2	2

**Ceased to be member of the Nomination and Remuneration Committee with effective from the closing hours of May 16, 2026*

@ Appointed as member of the Nomination and Remuneration committee with effect from May 16, 2026.

Subsequent to the resignation of Sri Jayaram Prasad Munnangi as Board member with effect from September 01, 2026, the Board re-constituted the Nomination and Remuneration Committee as below mentioned:

Name	Category
Sri Sateesh Kumar Puligundla	Chairman
Sri Simhadri Suryanarayana	Member
Sri Srinivasa Rao Paturi	Membe

Accordingly, as on the date of this report, Committee is composed of 3 members, of whom two are Independent Directors and one member is Non-Executive Director. The Nomination and Remuneration Committee met Two (2) times during the year under review and the requisite quorum was present for all the meetings.

(c) Meetings during the year

During the year the Committee met Two Times (2) on the following Dates

09.08.2025	14.11.2025

(d) Performance evaluation criteria for Independent Directors

Independent Directors are evaluated based on below mentioned criteria:

I. their general understanding of the Company's business dynamics

II. global business and social perspective

III. professional ethics, integrity and values

IV. willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively

The Nomination and Remuneration Committee laid down criteria for performance evaluation of all the Directors on the Board and recommended the same for evaluating the performance of each and every Director.

Board evaluates the performance of Independent Directors annually based on their participation at the Board and Committee meetings conducted during the year and the Nomination and Remuneration Committee recommends the appointment/re-appointment of the Independent Directors by assessing the role played by them in all the meetings they attended.

(C) Stakeholders Relationship Committee

The Company has in place a Stakeholders Relationship Committee, constituted in accordance with Regulation 20 of the Listing Regulations and Section 178 of the Act, comprising of members in compliance of said regulations. The Committee is entrusted with the powers as prescribed under Section 178 of the Act and Regulation 20 read with Part D of Schedule II of the Listing Regulations. The Committee performs its duties and discharges its responsibilities as per its terms of reference and directions if any, given by the Board from time to time.

a) Terms of reference

The terms of reference of the Stakeholders Relationship Committee are as under:

- • Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.
- Performing various functions relating to the interests of shareholders/investors of the Company as may be required under the provisions of the Act, Listing Agreement with the Stock Exchanges and regulations/ guidelines issued by the SEBI or any other regulatory authority. In order to expedite the process and for effective resolution of grievances/complaints, the Committee has delegated powers to the Registrar and Share Transfer Agents i.e., M/s. Venture Capital and Corporate Investments Pvt. Ltd., to redress all complaints/grievances/enquiries of the shareholders/ investors. It redresses the grievances/ complaints of shareholders/investors under the supervision of Company Secretary & Compliance Officer of the Company.

  The Committee, along with the Registrars and Share Transfer Agents of the Company follows the policy of attending to the complaints, if any, within seven days from the date of its receipt.

  As mandated by SEBI, the Quarterly Reconciliation of Share Capital Audit, highlighting the reconciliation of total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) vis-a-vis the total issued and listed capital is being carried out by a Practicing Company Secretary.

  This Audit confirms that the total issued and paid-up capital is in agreement with the total number of shares held in physical and dematerialized form with NSDL and CDSL.

  As on 31st March, 2026, 6,55,93,693 Equity Shares of Rs. 10/- each representing 100% of the total no. of shares are in dematerialized form.

b) The composition of the Stakeholders Relationship Committee and attendance of its Members at the Meetings held during the year is as follows

Name	Category	No. of meetings entitled to attend	No of meetings attended
Sri Sateesh Kumar Puligundla	Chairman	4	3
Sri Simhadri Suryanarayana	Member	4	4
Sri Vijay Kumar Deekonda	Member	4	4

As on the date of this report, the Committee is composed of 3 members, out of which 2 are Non-Executive Independent Directors and one member is Executive Director.

(c) Meetings during the year

During the year the Committee met Four Times (4) on the following Dates

27.05.2025	09.08.2025
14.11.2025	12.01.2026

The Stakeholders Relationship Committee specifically look into various aspects of interest of shareholders, debenture holders (if any) and other security holders.

The Board has authorised Company Secretary, who is also the Compliance Officer, to approve share transfers/ transmission and comply with other formalities in relation thereto.

All investor complaints, which cannot be settled at the level of the Compliance Officer, will be placed before the Committee for final settlement.

Details of queries/complaints received during the Financial year 2025-26.

A	Name of non-executive director heading the committee	Sri Sateesh Kumar Puligundla
B	Name and designation of compliance officer	*Smt Kalidindi Anagha Devi (Company Secretary & Compliance Officer)
C	Number of shareholders' complaints received during the Financial year ended March 31, 2026	Nil
D	Number of complaints not solved to the satisfaction of shareholders as on March 31, 2026	Nil
E	Number of pending complaints as on March 31, 2026	Nil

*Smt Anagha Devi Kalidindi has resigned from the position of Company Secretary and Compliance Officer with effect from April 17, 2026

(D) Risk Management Committee

The Company has in place a Risk Management Committee constituted in accordance with the Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 comprising of members in compliance of the said regulations. The Committee performs its duties and discharges its responsibilities as per its terms of reference and directions if any, given by the Board from time to time.

a) Terms of reference

The terms of reference of the Risk Management Committee are as under:

- To formulate a detailed risk management policy which shall include:
  - A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, environmental social and governance related risks), information, cyber security risks or any other risk as may be determined by the Committee.
  - Measures for risk mitigation including systems and processes for internal control of identified risks.
  - Business continuity plan.
- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- To co-ordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per framework laid down by the board of directors;
- To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

- To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
- Advising Board on all high level risk matters
- To approve major decisions affecting the risk profile or exposure and give appropriate directions;
- To consider the effectiveness of decision-making process in crisis and emergency situations;
- To balance risks and opportunities;
- To generally, assist the Board in the execution of its responsibility for the governance of risk;
- To seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary;
- The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee and
- Any other similar or other functions as may be laid down by Board from time to time and/or as may be required under applicable law, as and when amended from time to time, including the SEBI Listing regulations.

The Objective of the Risk Management Policy of the Company:

- To embed the management of risk as an integral part of our business processes.
- To establish an effective system of risk identification, analysis, evaluation and treatment within all areas and all levels of the Company.
- To avoid exposure to significant financial loss.
- To contribute to the achievement of the Company's objectives and
- To assess the benefits and costs of implementation of available options and controls to manage risk.

The primary function of the Risk Management Committee is to assist the Board to manage the risk appetite of the Company in order to promote a balanced business model and growth. The Committee oversees the identification of major areas of risk being faced by the Company, the development of strategies to manage those risks and reviews the risk management policies and their implementation.

The Company recognises that enterprise risk management is an integral part of good management practice. The purpose of this policy is to articulate our approach and expectations in relation to the management of risk across the organisation. Risk Management is an essential element in achieving business goals and deriving benefits from market opportunities. All employees are responsible for managing risk in so far as is reasonably practicable within their area of activity.

b) The composition of the Risk Management Committee and attendance of its Members at the Meetings held during the year is as follows

Name of the Director	Category	No. of meetings entitled to attend	No of meetings attended
Sri Srinivasa Rao Paturi	Chairman	2	2
Sri Simhadri Suryanarayana	Member	2	2
*Smt Neha Soni	Member	2	2
@Sri Kishan Dumpeta	Member	2	2

** Smt. Neha Soni ceased to be member of the committee with effect from May 16, 2026 Subsequent to resignation of Smt. Neha Soni as Independent Director, Board had appointed*

Sri Vijay Kumar Deekonda as the member of the committee with effect from May 16, 2026.

@ Sri Kishan Dumpeta has resigned from his position as Chief Executive Officer (CEO) of the Company with effect from July 31, 2026.

Subsequent to resignation of Sri Kishan Dumpeta as CEO, Board had reconstituted the Committee in its meeting held on August 14, 2026 as below mentioned:

Name of the Director	Category
Sri Srinivasa Rao Paturi	Chairman
Sri Simhadri Suryanarayana	Member
Sri Vijay Kumar Deekonda	Member
Sri Ranjith Mupparapu	Member
Sri Virupaxagouda Patil	Member

As on the date of this report, the Committee comprises of 5 Members, this includes 3 Board members, with 1 being Independent Director.

(c) Meetings during the year

During the year the Committee met Two Times (2) on the following Dates

27.05.2025	14.11.2025

4. Particulars of the Senior management including the changes therein since the close of the previous financial year.

Sl	Employee Name	Department	Designation	Date of Joining
1	@Kishan Dumpeta	Corporate Services	CEO	December 23, 2024
2	#K. Anagha Devi	Secretarial	Company Secretary & Compliance Officer	October 27, 2022
3	Channamakkala Hire Mathada Vijayakumar	R & D	Vice President	January 08, 2018
4	Dahyabhai Jivrajbhai Bhand	Sales & Marketing – Field Crop	Vice President	April 02, 2022
5	Mupparapu Ranjith	Finance & Accounts	CFO	November 14,
6	Abhinash Pulyala	Secretarial	Company Secretary & Compliance Officer	May 26, 2026
Resigned during the year under review and till the date of this report				
1	Channamakkala Hire Mathada Vijayakumar	R & D	Vice President	Last working day – June 30, 2025
2	Dahyabhai Jivrajbhai Bhand	Sales & Marketing – Field Crop	Vice President	Last working day – September 15, 2025
3	K. Anagha Devi	Secretarial	Company Secretary & Compliance Officer	Last working day – April 16, 2026
4	Kishan Dumpeta	Corporate Services	CEO	Last working day – July 31, 2026

@ Sri Kishan Dumpeta has resigned from his position as Chief Executive Officer (CEO) of the Company with effect from July 31, 2026.

#Smt Anagha Devi Kalidindi has resigned from the position of Company Secretary and Compliance Officer with effect from April 17, 2026

5. Remuneration of Directors

(a) <u>All pecuniary relationship or transactions of the Non-Executive Directors</u>

Non-Executive Directors including Independent Directors are entitled to payment of sitting fee for the Board and Committee meetings attended by them.

During the financial year under review, there exists a related party transaction with the Non-Executive Director, which was on an arm's length basis and was in the ordinary course of business and the same has been disclosed under Annexure 2 of this report

Except as mentioned above the non-executive directors are not entitled to any amount.

(b) <u>Criteria of making payments to Non-Executive Directors</u>

The remuneration policy describing the criteria of making payment to non-executive directors is available at https://tierraagrotech.com/wp-content/uploads/2022/04/Nomination-and-Remuneration.pdf?_gl=1*h0poo0*_gcl_au*MjA0OTI4OTgxNC4xNzUzNjgyOTIw*_ga*NTYzMjc3MjI5LjE3MTk0OD-Q4NDU.*_ga_KGE94XV0VT*czE3NTU2MDA1MDEkbzg1JGcxJHQxNzU1NjAwNTAzJGo1OCRsM-CRoMA.

(c) <u>Disclosures with respect to remuneration: in addition to disclosures required under the Companies Act, 2013:</u>

(i) All elements of remuneration package of individual directors summarized under major groups, such as salary, benefits, bonuses, stock options, pension etc., for the FY 2025-26:

Name of the Non-Executive Director	Sitting Fees Paid for FY 2025-26 in Rs.
Sri Venkata Krishna Rau Gogineni	10,000
Sri Simhadri Suryanarayana	1,10,000
Sri Srinivasa Rao Paturi	80,000
Smt. Neha Soni	1,10,000
Sri. Puligundla Sateesh Kumar	1,00,000
*Sri Jayaram Prasad Munnangi	50,000

*Sri Jayaram Prasad Munnangi (DIN:03034183) Non-Executive Director of the company resigned from the office of Non-Executive director with effective from 1st September, 2026.

Details of salary, commission and other benefits to Executive Directors

Name of the Executive Director	Salary Paid during the year	Perquisites and allowances	Commission as % of profit
Sri Vijay Kumar Deekonda	Rs. 13,80,000	NA	NA

Details of fixed component and performance linked incentives, along with the performance criteria: No Director is paid any fixed component nor performance linked incentives.

(ii) Service contracts, notice period, severance fees: A separate contract of employment was entered with each of the Executive Directors with terms and conditions of appointment as per the HR Policy of the Company and approved by the Board.

(iii) Stock option details, if any including issue at a discount as well as the period over which accrued and over which exercisable: The Company has not issued any stock options to any of its Directors.

6. General Body Meetings

Annual General Meetings (AGM) for the financial years ended 31st March, 2024 and 31st March 2025 were held through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) and (AGM) for the year ended 31st March, 2023 was held at Registered Office of the Company at Hyderabad, Telangana as detailed below:

Annual General Meeting	Venue	Time & Date	Number of Special Resolutions passed	Details of Special Resolutions
2024-25	Video Conferencing/ Other Audio Visual Means	Thursday, September 25, 2025 at 01.00 P.M	1	1. Reappointment of Sri Simhadri Suryanarayana (DIN 01951750) to the office of independent director
2023-24	Video Conferencing/ Other Audio Visual Means	Wednesday, August 14, 2024 at 10.00 A.M	2	1. Appointment of Sri Sateesh Kumar Puligundla (DIN 00023149) as Independent Director of the Company 2. Reappointment of Sri Vijay Kumar Deekonda (DIN 06991267) as Whole-time Director of the Company
2022-23	1st Floor, Sravana Complex, Kamalapuri Colony Lane, Next to L V Prasad Hospital, Road. No. 2, Banjara Hills, Hyderabad - 500034.	Saturday, 30th September, 2023 at 01.10 PM	1	1. To make investments, give Loans, Guarantees and Security in excess of Limits specified under Section 186 of the Companies Act, 2013.

Smt N. Vanitha, Practising Company Secretary, conducted the e-voting process (i.e., remote e voting and voting during the AGM) in connection with the aforementioned AGMs.

Postal Ballot:

a. During the financial year under review, no resolution was passed through Postal Ballot. Therefore, providing details of the person who conducted the Postal Ballot exercise and also the procedure for postal ballot does not arise. Also, no special resolution is being proposed through Postal Ballot as on the date of notice calling the Annual General Meeting. The members of the Company will be intimated appropriately as and when the Postal Ballot need arises.

b. None of the businesses proposed to be transacted at the ensuing AGM requires passing of a special resolution through postal ballot

Extraordinary General Meeting

During the year, the Company has not conducted any Extraordinary General Meeting of the Members.

7. Means of communication:

(a) Financial results:

The quarterly, half-yearly and annual results of the Company are submitted to BSE Limited, which are also uploaded on the website of the Company, published by your Company in the newspapers within 48 hours from the conclusion of the Board meeting.

Annual reports with audited financial statements are sent to the shareholders through permitted mode and is available on the website of the Company, www.tierraagrotech.com

(b) Newspapers wherein results normally published:

The results are normally published by the Company in the newspapers in English version, circulating in the whole of India and in regional newspaper in the vernacular language in all editions.

(c) Any website, where displayed:

The results are also displayed on the Company's website: www.tierraagrotech.com

(d) Whether it also displays official news releases:

Event based news / press releases are posted on our website and also furnished to the Stock Exchange.

(e) Presentations made to institutional investors or to the analysts: Nil

(f) The company promptly informs Stock Exchange about all the price sensitive information and all such other matters which in our opinion are material and relevant for the shareholders.

(g) The Company's website: www.tierraagrotech.com contains separate section for investors where shareholders information is made available

8. General Shareholder Information

The 13th Annual General Meeting of the company will be held on Wednesday, 30th September, 2026 at 01.00 PM through Video Conferencing ("VC")/ Other Audio visual Means ("OAVM") details, please refer to the Notice of this AGM.

- Financial Year : 1st of April, 2026 to 31st of March, 2027.
- Results for the quarter ending

  30th June 2026 : August 14, 2026

  30th September 2026 : On or before November 14, 2026

  31st December 2026 : On or before February 14, 2027

  31st March 2027 : On or before May 30, 2027
- Record Date : September 23, 2026
- Dividend Payment Date : NA
- Listing on Stock Exchange : BSE Ltd.
  Phiroze Jeejeebhoy Towers, Dalal Street.
  Mumbai -400001

- **Stock Code**

Name of the Stock Exchange	**Stock Code**
BSE Limited	TIERRA
ISIN No.	INE05CY01014
BSE Address	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001; www.bseindia.com

The Listing fees for the year 2026-27 has been paid to BSE.

- **Distribution Schedule as on 31st March, 2026**

Range of Equity Shares	**No. of Shareholders**	**Percentage of Shareholders (%)**	**No. of Shares held**	**Percentage of Shares held (%)**
Upto - 500	1978	74.31	186778	0.28
501 - 1000	194	7.29	161393	0.25
1001 - 2000	134	5.03	202926	0.31
2001 - 3000	52	1.95	130204	0.2
3001 - 4000	27	1.01	93714	0.14

4001 - 5000	35	1.31	164857	0.25
5001 - 10000	68	2.55	548917	0.84
10001 and above	174	6.54	64104904	97.73
Total	**2662**	**100**	**65593693**	**100**

- **Dematerialization of shares and liquidity**

  The shares of the Company are under compulsory demat trading. The Company has made necessary arrangements with NSDL and CDSL for demat facility, 100% of the Company's Shares are dematerialised as on 31st March, 2026. The Company's shares infrequently traded on BSE Limited.

- **Suspense Escrow Demat Account (SEDA)**

  Pursuant to SEBI Circular dated January 25, 2022, to enhance the shareholders experience in dealing with securities markets, the listed companies shall issue the securities in dematerialized form only, while processing any investor service requests viz., issue of duplicate share certificates, endorsement, transmission, transposition.

  After processing the investor service request(s), a Letter of Confirmation ('LOC') would be issued to the shareholders in lieu of a physical securities certificate. LOC shall be valid for a period of 120 days, within which the shareholder shall make a request to the Depository Participant for dematerializing the said securities/shares. In case the shareholders fail to submit the dematerialisation request within 120 days, the Company shall then credit those securities to the SEDA held by the Company. The shareholders can reclaim these shares from the Company's SEDA on submission of documentation prescribed by SEBI.

- Securities suspended from trading: Not applicable
- Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity

  The Company has not issued any GDRs/ADRs/warrants or any other convertible instruments.
- List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad – NA
- Plant Locations / offices: The company operates from various work sites spread across the country and the operations are centralised at the Registered / Head office at 7-1-24/2/D/SF/204, Greendale, Ameerpet, Begumpet, Hyderabad, Secunderabad, Telangana, India, 500016.
- Address for Correspondence & : The Company Secretary any query on Annual Report
  Tierra Agrotech Limited

  7-1-24/2/D/SF/204, Greendale, Ameerpet,
  Begumpet, Hyderabad, Secunderabad, Telangana,
  India, 500016, Ph: 040 - 48506656
  Email: cs@tierraagrotech.com
  Website: www.tierraagrotech.com
- Registrar and Transfer Agents : Venture Capital and Corporate
  Investments Pvt Ltd
  "Aurum", Door No.4-50/P-II/57/4F & 5F,
  Plot No.57, 4th & 5th Floors, Jayabheri Enclave
  Phase – II, Gachibowli, Hyderabad – 500 032,
  Telangana, India, E-mail: info@vccipl.com
- Contact Person : Sri E S K Prasad, Chief Executive
  Ph: 040 23818475 / 76
  Telefax: 040 23868024
- • Share Transfer System: All transfer, transmission or transposition of securities are conducted in accordance with the provisions of Regulation 40, Regulation 61 and Schedule VII of the Listing

Regulations, read together with relevant SEBI Circulars. In terms of the Listing Regulations, securities of the Company can only be transferred in dematerialized form. Further, SEBI vide its Circular No. SEBI/HO/MIRSD_RTAMB/P/ CIR/2022/8 dated January 24, 2022, mandated all the listed companies to issue securities in dematerialised form only, while processing the service request for issue of duplicate securities certificates, renewal/exchange of securities certificate, claim from Unclaimed Suspense Account, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition.

- Shareholders should communicate with the RTA, M/s. Venture Capital and Corporate Investments Pvt. Ltd., quoting their folio number or Depository Participant ID ('DPID') and Client ID number for any queries on their securities holding.

  SCORES

  A centralised web based complaints redress system 'SCORES' which serves as a centralised database of all complaints received, enables uploading of Action Taken Reports by the concerned companies and online viewing by the investors of actions taken on complaints and its current status.

  Dispute Resolution Mechanism (SMART Online Dispute Resolution [ODR])

  SEBI has vide its Circular No.SEBI/HO/MIRSD/MIRSD_ RTAMB/P/CIR/2022/76 dated May 30, 2022, issued a Standard Operating Procedure ('SOP') for dispute resolution under the Stock Exchange Arbitration Mechanism for disputes between a listed company and/or registrars to an issue and share transfer agents and its shareholder(s)/ investor(s). Further, SEBI vide Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated July 31, 2023, introduced a mechanism to streamline and strengthen the existing dispute resolution in the Indian Securities Market.

  This mechanism enhanced the degree of regulatory supervision by SEBI over disputes between aggrieved parties and the ODR order is binding on both the parties to the dispute.

  Pursuant to above-mentioned circulars, the aggrieved party can initiate the mechanism through the ODR portal, after exercising the primary options to resolve the issue directly with the Company and through the SCORES platform.

- Compliance Certificate: Certificate from Smt. N. Vanitha, Practicing Company Secretary, confirming compliance with the conditions of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 is attached to the Directors' Report and forms part of this 13th Annual Report.

- **Other Certifications /Audit**

  a) Smt. N. Vanitha, Practicing Company Secretary have conducted a Secretarial Audit of the Company for the year 2025-26. Their Audit Report confirms that the Company has complied with the applicable provisions of the Companies Act and the Rules made there under, SEBI Listing Regulations and other laws applicable to the Company. The Secretarial Audit Report forms part of the Directors' Report.

  b) Smt. N. Vanitha, Practicing Company Secretary carry out a quarterly Reconciliation of Share Capital Audit, to reconcile the total admitted capital with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) and the total issued and listed capital. The audit confirms that the total issued/ paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form (held with NSDL and CDSL).

9. Other Disclosures

a. The particulars of transactions between the Company and its related parties are set out at Notes to financial statements. There are no materially significant related party transactions made by your Company with Promoters, Directors, Key Managerial Personnel or other related parties which may have a potential conflict with the interest of your Company at large.

   The Policy on Related Party Transactions as approved by the Board is uploaded on the website of the Company www.tierraagrotech.com.

b. Details of non-compliance by the Company, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years.

1. For the Financial Year 2025-26: Nil
2. For the Financial Year 2024-25: Nil
3. For the Financial Year 2023-24: Nil

c. The Whistle Blower (Vigil) mechanism provides a channel to the employees to report to the management concerns about unethical behaviour, actual or suspected fraud or violation of the Codes of Conduct or policy and also provides for adequate safeguards against victimization of employees and Directors by giving them direct access to the Chairman of the Audit Committee in exceptional cases. No person has been denied access to the Chairman of the Audit Committee.

The Policy covers malpractices and events which have taken place / suspected to have taken place, misuse or abuse of authority, fraud or suspected fraud, violation of Company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and other matters or activity on account of which the interest of the Company is affected and formally reported by whistle blowers concerning its employees. The Whistle Blower Policy of the Company is also posted on the website of the Company www.tierragrotech.com

d. The Company has complied with the mandatory requirements of the Listing Regulations. The status of compliance with the discretionary requirements under Regulation 27(1) of SEBI Listing Regulations are as mention in the report.

10. Discretionary Requirements:

Your Company has adopted / complied with the discretionary requirements specified in Part E of Schedule II as detailed below:

A. The Board:

i. Non-Executive Chairperson may be entitled to maintain a chairperson's office at the listed entity's expense and also allowed reimbursement of expenses incurred in performance of his/her duties: For the FY 2025-26, the office of the Non - Executive chairperson is maintained by the company at its expense and all the expenses incurred in performance of his duties are reimbursed by the company.

As on the date of this report, the Company does not have any regular Chairperson.

ii. Woman Independent Director: As on March 31, 2026, the Company has three (3) Independent Director's, including one Woman Independent Director.

B. Shareholders' rights:

The Company ensures that disclosure of all the information is made available to all the shareholders on a non-discretionary basis. The quarterly results are uploaded on the website of the Company at www.tierraagrotech.com

C. Modified opinion(s) in audit report:

During the year under review, there was no modified audit opinion in the Auditors' Report on the Company's financial statements. The Company continues to adopt best practices to ensure a regime of unmodified audit opinions in its financial statements.

D. Separate Posts of Chairman and the Managing Director or the CEO:

As on March 31, 2026, Sri Kishan Dumpeta is the Chief Executive officer of the Company. Further, as on date there is no regular Chairman of the Company.

Further, the office of Whole-time Director and that of Chief Executive Officer of the Company are held by different persons. However, as on the date of this Report, there is no regular Chief Executive Officer of the Company.

E. **Reporting of internal auditor:**

The Internal auditor reports to the Chairman of the Audit Committee directly.

F. **Risk Management**

The Company has in place a Risk Management Committee constituted in accordance with the Regulation 21 of the Listing Regulations comprising of members in compliance of the said regulations. The Committee is entrusted with the powers as prescribed under Regulation 21 read with Part D of Schedule II of the Listing Regulations. The Committee performs its duties and discharges its responsibilities as per its terms of reference and directions if any, given by the Board from time to time.

G. The Company has one Material Non-Listed Indian Subsidiary, i.e., Tidas Agrotech Private Limited as defined under Regulation 24A of SEBI Listing Regulations as on March 31, 2026. Accordingly, pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015 Sri Simhadri Suryanarayana was appointed as Independent Director on the Board of Tidas Agrotech Private Limited.

The Policy on Material Subsidiaries as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as approved by the Board is uploaded on the website of the Company www.tierraagrotech.com and can be accessed at https://tierraagrotech.com/wp-content/uploads/2025/04/Policy-on-Determining-Material-Subsidiaries.pdf

H. The Policy on related party transactions as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as approved by the Board is uploaded on the website of the Company www.tierraagrotech.com and can be accessed at https://tierraagrotech.com/wp-content/uploads/2025/04/RPT-Policy.pdf

I. Disclosure of commodity price risks or Foreign exchange risk and commodity hedging activities: NA

J. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A)- Not Applicable.

K. A certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority has been enclosed as separately to this report.

L. Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year- There were no such instances during the year where the recommendations of any of the committees were not accepted by the Board. The Board considered and accepted the recommendations of all the Committees.

M. Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part – Rs.10,00,000 excluding GST

N. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Your Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. The policy aims to provide protection to Employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where Employees feel secure. The Company has also constituted an Internal Committee, known as Anti Sexual Harassment Committee to address the concerns and complaints of sexual harassment and to recommend appropriate action.

Number of complaints filed during the financial year	Nil
Number of complaints disposed of during the financial year	Nil
Number of complaints pending as on end of the financial year	Nil

O. Disclosure by the listed entity and its subsidiaries of Loans and advances in the nature of loans to firms/ companies in which directors are interested by name and amount – Nil

P. Details of material subsidiaries of the listed entity – The Company does not have any material Subsidiary

11. Non-compliance of any requirement of corporate governance report, with reasons thereof:

All the corporate governance requirements are complied with.

12. Compliance with the Conditions of Corporate Governance

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of Regulation 46 (2) of the Listing Regulations, to the extent as applicable, with regards to Corporate Governance.

13. Code of Conduct

The Company has in place a comprehensive Code of Conduct (the Code), pursuant to Regulation 17(5) of Listing Regulations, applicable to all the senior management personnel and directors including independent directors to such extent as may be applicable to them depending on their roles and responsibilities. The Code covers duties of independent directors also gives guidance and support needed for ethical conduct of business and compliance of law.

Pursuant to Regulation 26(5) of the Listing Regulations, all members of senior management have confirmed that there are no material, financial and commercial transactions wherein they have a personal interest that may have a potential conflict with the interest of the Company at large. Pursuant to Regulation 26(3) of the Listing Regulations, all the Board Members and Senior Management of the Company as on March 31, 2026, have affirmed compliance with their respective Codes of Conduct. A declaration to this effect, duly signed by the Chief Executive Officer is annexed to this Report. The Company has posted the Code of Conduct of Directors and Senior Management on the website which may be accessed at, https:// www.tierraagrotech.com/wp-content/uploads/2022/04/Code-of-Conduct-of-Board-of-Directors-and-Senior- Management-Personnel.pdf

14. Meeting of Independent Directors

During the year under review, the Independent Directors met twice, i.e., on January 12, 2026 and March 27, 2026, inter alia, to discuss:

- Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole;
- Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties. All the Independent Directors were present at the Meeting.
- Recommendation of the draft Composite Scheme of Amalgamation.

15. Policy for determining materiality of an event or information and for making disclosures to StockExchanges:

As required under Regulation 30 of the Listing Regulations, the Board of directors of the Company approved the Policy for determining materiality of an event or information and for making disclosures to Stock Exchanges effective from December 1, 2015 and has been hosted on the website of the Company www.tierraagrotech.com

16. Preservation of Documents:

The Company adopted the policy on preservation of documents in accordance with the Regulation 9 of the Listing Regulations, which was placed on the Website of the Company www.tierraagrotech.com

17. Corporate governance requirements with reference to Subsidiary Companies:

As on March 31, 2026, your Company has one Material Non-Listed Indian Subsidiary, i.e., Tidas Agrotech Private Limited as defined under Regulation 24A of SEBI Listing Regulations as on March 31, 2026. Accordingly, pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015 Sri Simhadri Suryanarayana was appointed as Independent Director on the Board of Tidas Agrotech Private Limited.

18. Prohibition of Insider trading:

In compliance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time) and to preserve the confidentiality and prevent misuse of unpublished price sensitive information, the Company has adopted a Code of Conduct for regulating, monitoring and reporting of trading by insiders. This Code also provides for periodical disclosures from the designated Persons and their immediate Relatives as well as pre-clearance of transactions by such persons asper the thresholds mentioned in the code.

The code is applicable to Designated Persons and their Immediate relatives who are likely or may reasonably be expected to have access to the unpublished price sensitive information relating to the Company and the same is being implemented as a self-regulatory mechanism.

19. Disclosure of certain types of agreements binding listed companies (Information disclosed under clause 5A of paragraph A of Part A of Schedule III of Listing regulations): Not Applicable

20. Disclosures with respect to demat suspense account/ unclaimed suspense account:

The Unclaimed Equity Shares are held in the Suspense account of the Company maintained with RLP Securities Ltd., vide Demat Account No. 12043400 00189171

Particulars	No. of Shareholders	No. of Equity Shares of ₹ 10/-each
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2025	338	8,100
Shareholders who approached the Company for transfer of shares from suspense account during the year	Nil	Nil
Shareholders to whom shares were transferred from the suspense account during the year	Nil	Nil
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2026	338	8,100

The voting rights on the shares outstanding in the suspense account as on March 31, 2026 shall remain frozen till the rightful owner of such shares claims the shares.

21. Others:

- Particulars about Director proposed for appointment / reappointment as well as the Director who retire by rotation and are eligible for re-appointment indicating their shareholding in the Company have been given in the annexure attached to the Notice of the Annual General Meeting.
- The Chief Executive Officer and the Chief Financial Officer have certified to the Board in accordance with Regulation 33(2)(a) of the Listing Regulations pertaining to CEO/CFO certification for the Financial Year ended March 31, 2026, and the same is annexed herewith.

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To
The Board of Directors
M/s. Tierra Agrotech Limited

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Tierra Agrotech Limited having CIN: L01119TG2013PLC090004 and having registered office at 7-1-24/2/D/SF/204, Greendale, Ameerpet, Begumpet, Hyderabad, Secunderabad, Telangana, India, 500016, (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	Nature/ Category of Directorship	Director Identification Number (DIN)
1	Sri Venkata Krishna Rau Gogineni (till May 20, 2025)	Non-Executive Independent Director	06775731
2	Sri Simhadri Suryanarayana	Non-Executive Independent Director	01951750
3	Sri Sateesh Kumar Puligundla	Non-Executive Independent Director	00023149
4	Sri Srinivasa Rao Paturi	Non-Executive & Non Independent Director	01220158
5	Sri Jayaram Prasad Munnagi	Non-Executive & Non Independent Director	03034183
6	Sri Vijay Kumar Deekonda	Whole-time Director	06991267
7	Smt. Neha Soni	Non-Executive Independent Director	09724152

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

Sd/-
CS N. VANITHA
Company Secretary in Practice
ACS No. 26859
CP No. 10573
PEER REVIEW Cert. No. 1890/2022
UDIN : A026859H001326641

Place: Hyderabad
Date: September 01st, 2026

CEO and CFO Certification

We, Kishan Dumpeta, Chief Executive Officer and Ranjith Mupparapu, Chief Financial Officer of the Company to the best of my knowledge and belief, certify that:

a) We have reviewed the Financial Statements (Standalone and Consolidated) for the year ended March 31, 2026 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 affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b) There are, to the best of my knowledge and belief no transactions entered into by the Company during the Year which are fraudulent, illegal or violate Company's code of conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems 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 we are aware and the steps we have taken or propose to take to address these deficiencies.

d) We have indicated to the Auditors and the Audit Committee that there are no:

i) significant changes in internal control over financial reporting during the year;

ii) significant changes in accounting policies during the year requiring disclosure in the notes to the Financial Statements; and

iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company's internal control system over financial reporting.

For Tierra Agrotech Limited

Sd/-	Sd/-
Kishan Dumpeta	**Mupparapu Ranjith**
Chief Executive Officer	Chief Financial Officer

Place: Hyderabad
Date: 26.05.2026

CERTIFICATE ON CORPORATE GOVERNANCE

(Pursuant to Schedule V(E) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members
Tierra Agrotech Limited

I have examined the compliance of conditions of Corporate Governance by Tierra Agrotech Limited (‘the Company’) for the year ended March 31, 2026, as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) as referred to in Regulation 15(2) of the Listing Regulations.

The compliance of conditions of Corporate Governance is the responsibility of management. My examination was limited to review the procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, and the representations made by the Directors and the management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations.

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

Sd/-
CS N. VANITHA
Company Secretary in Practice
ACS No. 26859
CP No. 10573
PEER REVIEW Cert. No. 1890/2022
UDIN : A026859H001326465

Place: Hyderabad
Date: September 01st, 2026

INDEPENDENT AUDITOR'S REPORT

To
The Members of Tierra Agrotech Limited
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone financial statements of **Tierra Agrotech Limited** ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2026 and the Standalone Statement of Profit and Loss (including the statement of Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of cash flows for the year then ended, and notes to the Standalone financial statements, including material accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 as amended ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its loss, total comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

S. No	Key Audit matter	How the matter was addressed in Audit
1	**Revenue:** Management's estimate for provisions regarding sales returns and discounts and incentives is critical for the standalone financial statements for the year ended 31 March 2026. This is due to: As disclosed in Note 1.5 and 28 to the standalone financial statements, revenue is measured based on transaction price, which is the consideration, after deduction of estimated sales returns, discounts and incentives. The recognition and measurement of sales returns involves significant estimates. The estimation is dependent on various internal and external factors. These factors include, for example, climatic conditions, the length of time when a sale is made and when the sales return takes place, some of which are beyond the control of the Company. The recognition and measurement of discounts and incentives involves significant estimates, particularly the expected level of claims of each of the customers. Assumption of level of customer wise claims for discounts and incentives relates to estimating which of the Company's customers will ultimately be subject to a related discount and/ or incentive. Evaluating the assumption of expected returns based on experience and level of customer wise claims for discounts and incentives underlying the estimate of accrual involves challenging the assumptions. We identified the evaluation of accrual for sales returns, discounts and incentives as a key audit matter	**Principal Audit procedures:** We have performed the following principal audit procedures in relation to revenue recognised: • Understanding and testing of design and operating effectiveness of Internal controls in place relating to recognition and measurement of sales returns and discount amounts. • Assessing the appropriateness of the Company's revenue recognition accounting policies in line with Ind AS 115 ("Revenue from Contracts with Customers"). • Testing of relevant information technology general controls, automated controls, and the related information used in recording and disclosing revenue. • We obtained written representations from management regarding the basis of their estimates and their assessment of the impact of current market conditions. • Performed analytical procedures on current year revenue based on seasonal trends and where appropriate, conducting further enquiries and testing. • Reviewed reasonableness of estimates made by management in respect of sales return of previous year by comparing them with actual returns. • Substantive testing of Sales, sales returns and discounts with the underlying documents on a sample basis. Testing of supporting documentation for sales return transactions recorded during the period closer to the year end and subsequent to year end, including examination of credit notes issued after the year end to determine whether the returns were recognised in respective accounting period.

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

- The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the standalone financial statements and auditor's report(s) thereon. The annual report is expected to be made available to us after the date of this auditor's report.
- Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

Management's Responsibility for the Standalone Financial Statements

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

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

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

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

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

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

   In our opinion and based upon the audit procedures performed and the information and explanation given by the management, the provisions of section 197 read with Schedule V to the companies Act is compiled by the company.

3. As required by Section 143(3) of the Act, based on our audit we report that:

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

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

   c) The Standalone balance Sheet, the Statement of Standalone Profit and Loss including Other Comprehensive Income, the Statement of Standalone cash flows and Statement of Standalone Changes in Equity dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

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

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

      i. The Standalone financial statements disclose the impact of pending litigations on its financial position of the group refer note 39 of standalone financial statements;

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

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

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

b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the company from any person, including foreign entities ("Funding parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate beneficiaries; and

c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-cause (a) and (b) contain any material misstatement.

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

h) Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account for the financial year ended 31 March 2026 which has a feature of recording audit trail (edit log) facility and the same has been enabled and operated throughout the year for all relevant transactions recorded in the respective software. During the course of performing our procedures, we did not notice any instance of the audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

For **Ramasamy Koteswara Rao and Co LLP**,
Chartered Accountants
ICAI Firm Registration No: 010396S/S200084

Sd/-
Murali Krishna Reddy Telluri
Partner
Membership No. 223022
UDIN: 26223022SKRYLJ5025

Place: Hyderabad
Date: May 26, 2026

Annexure-A to the Independent Auditors' Report

(Referred to in paragraph under heading "Report on other legal and regulatory requirements" of our Report to the Members of "Tierra Agrotech Limited" for the year ended March 31, 2026)

On the basis of such checks as we considered appropriate and according to the information and explanation provided to us during the course of our audit, we report that;

i. In respect to Company's Property, Plant and Equipment and Intangible assets.

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

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

(b) The Property, Plant and Equipment were physically verified during the year by the Management in accordance with program of verification which, in our opinion provides for physical verification at reasonable intervals.

(c) The Company does not have any immovable properties and hence reporting under clause (i) (c) of the Order is not applicable.

d) The company has not revalued any of its Property, Plant and Equipment (including Right -of -use assets) and intangible assets during the year.

e) No proceedings have been initiated during the year or are pending against the company as at March 31, 2026 for holding any benami property under the Benami Transactions (prohibition), Act, 1988 (as amended in 2016) and rules made thereunder.

ii. a) The inventories including stocks lying with the third party at the year end, were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.

b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year, from banks or financial institutions on the basis of security of current assets. In our opinion and according to the information and explanations given to us, the quarterly returns or statements comprising (stock statements, book debt statements, credit monitoring arrangement reports, statements on ageing analysis of the debtors/other receivables, and other stipulated financial information) filed by the Company with such banks or financial institutions are in agreement with the unaudited books of account of the Company of the respective quarters.

iii. The Company has made investments in, provided guarantee and granted unsecured loans to companies during the year, in respect of which:

a) The Company has provided unsecured loans during the year and details of which are given below:

(Rupees in Lakhs)

Particulars	Loans
A. Aggregate amount granted / provided during the year:	
- Joint Venture	36.00
B. Balance outstanding as at balance sheet date in respect of above cases:	
- Joint Venture	197.67

b) The terms and conditions of the grant of all the above-mentioned loans during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

c) The Company has granted loans are payable on demand. During the year the Company has not demanded such loan. Having regard to the fact that the repayment of principal has not been demanded by the Company.

d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted and advances in the nature of loans provided by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

e) None of the loans granted by the Company have fallen due during the year.

f) The Company has granted Loans which are as follows :

(Rupees in Lakhs)

Particulars	All Parties	Promoters	Related Parties
Aggregate of loans			
- Repayable on demand (A)	-	-	-
- Agreement does not specify any terms or period (B)	197.67	-	197.67
Total (A+B)	**197.67**	**-**	**197.67**

iv. In our opinion and according to the information and explanations given to us and based on the audit procedures performed, the company has not granted/ advanced any loans to directors during the year, hence provisions of section 185 of the Act is not applicable. The company has complied with provisions of section 186.

v. The Company has neither accepted any deposits from the public nor accepted any which are deemed to be deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus, reporting under clause (vi) of the order is not applicable to the Company.

vii. (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income- Tax, Duty of Customs, Goods and Service Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2026 for a period of more than six months from the date on when they become payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to Goods and Service Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Value added tax or other statutory dues which have not been deposited on account of any dispute except for following:

Name of the Statute	Nature of the dues	Gross Demand (Rs. In Lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	94.44	A.Y 2016-17	Commissioner of Income Tax (Appeals)

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

ix. a) According to the information and explanation given to us, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

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

c) According to the information and explanation given to us, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.

d) According to the information and explanation given to us and overall examination of the standalone financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

e) On an overall examination of the standalone financial statements of the Company, loans taken from any entity or person during the year or any unutilised funds as at the beginning of the year of the funds raised through borrowings in the previous year are not for to meet the obligations of its associates.

f) The Company has not raised loans during the year on the pledge of securities held in its associate companies and hence reporting on clause (ix)(f) of the Order is not applicable.

x. a) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence the reporting under clause 3(x)(a) of the order is not applicable.

b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

xi. a) According to the information and explanations given by the management, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

b) According to the information and explanations given by the management, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

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

xii. In our opinion, the Company is not a Nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company.

xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the **standalone financial statements** etc. as required by the applicable Indian Accounting Standards

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

(b) We have considered, the internal audit reports issued to the Company during the year and covering the period March 2026 in determining the nature, timing and extent of our audit procedures.

xv. According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with its directors. Hence provisions of section 192 of Companies Act, 2013 are not applicable to the company.

xvi. (a) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company. Hence reporting under clause 3(xvi)(a), (b) and (c) of the order is not applicable.

(b) According to the information and explanations given by the management, there is no core investment company within the group (as defined in the core investment companies (reserve bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the order is not applicable.

xvii. The Company has incurred Rs. 684.85 lakhs cash losses in the financial year covered by our audit but had incurred cash losses amounting to Rs. 1,345.69 lakhs in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors of the company during the year.

xix. On the basis of financial ratios as per note 48 ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone 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 the balance sheet 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 audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

xx. The Company was not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For **Ramasamy Koteswara Rao and Co LLP**,
Chartered Accountants
ICAI Firm Registration No: 010396S/S200084

Sd/-
Murali Krishna Reddy Telluri
Partner
Membership No. 223022
UDIN: 26223022SKRYLJ5025

Place: Hyderabad
Date: May 26, 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF TIERRA AGROTECH LIMITED

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

To the Members of **Tierra Agrotech Limited**

We have audited the internal financial controls with reference to the standalone financial statements of Tierra Agrotech Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls with reference to standalone financial statements 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 ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("the ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

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

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

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

Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at 31 March 2026, based on the criteria for internal financial controls with reference to standalone financial statements established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **Ramasamy Koteswara Rao and Co LLP**,
Chartered Accountants
ICAI Firm Registration No: 010396S/S200084

Sd/-
Murali Krishna Reddy Telluri
Partner
Membership No. 223022
UDIN: 26223022SKRYLJ5025

Place: Hyderabad
Date: May 26, 2026

Standalone Balance Sheet as at March 31, 2026

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
I	**ASSETS**			
	Non-Current Assets			
	(a) Property, Plant and Equipment	2	110.97	153.50
	(b) Capital work in progress		-	-
	(c) Goodwill	3	1,446.08	1,446.08
	(d) Other Intangible assets	3	3,772.39	3,838.85
	(e) Product under Development	4	411.75	190.39
	(f) Right of Use Asset	5	63.07	1.04
	(g) Financial Assets			
	(i) Investments	6	79.62	74.07
	(ii) Loans and advances	7	1,205.55	1,087.58
	(iii) Other Financial Assets	8	38.86	41.15
	(h) Deferred tax Asset (Net)	9	2,691.03	2,324.94
	Total Non-Current Assets		**9,819.33**	**9,157.60**
	Current Assets			
	(a) Inventories	10	7,182.04	6,499.91
	(b) Financial Assets			
	i) Trade Receivables	11	1,076.65	967.43
	ii) Cash and cash equivalents	12	1.62	354.35
	iii) Bank Balance other than (ii) above	13	6.98	-
	iv) Other Financial Assets	14	0.57	51.20
	(c) Current Tax Assets (net)	15	50.79	56.21
	(d) Other current assets	16	407.63	441.80
	Total Current Assets		**8,726.29**	**8,370.90**
	Total Assets		**18,545.63**	**17,528.50**
II	**EQUITY AND LIABILITIES**			
	Equity			
	(a) Share Capital	17	6,559.37	6,559.37
	(b) Other Equity	18	3,235.90	3,848.31
	Total Equity		**9,795.27**	**10,407.68**
	Liabilities			
	Non - current liabilities:			
	(a) Financial Liabilities			
	i) Borrowings		-	-
	ii) Other Financial Liabilities		-	-
	iii) Lease Liabilities	19	40.75	-
	(b) Provisions	20	92.20	71.36
	(c) Deferred tax Liabilities (Net)		-	-
	(d) Other non-Current liabilities	21	448.64	425.27
	Total Non-Current Liabilities		**581.58**	**496.63**
	Current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	22	1,860.33	60.27
	(ii) Lease Liabilities	23	25.13	1.25
	(iii) Trade payables			
	(a) Total Outstanding dues of Micro and Small Enterprises	24	82.41	41.17
	(b) Total Outstanding dues other than Micro and Small Enterprises	24	3,589.14	4,031.86
	(iv) Other financial liabilities	25	115.44	362.60
	(b) Provisions	26	137.92	209.74
	(c) Other Current Liabilities	27	2,358.41	1,917.31
	Total Current liabilities		**8,168.78**	**6,624.20**
	Total Equity and Liabilities		**18,545.63**	**17,528.50**
	Material accounting policies	**1**		

The notes form an integral part of these financial statements 1 to 51

As per our Report of even date
For Ramasamy Koteswara Rao and Co LLP
Chartered Accountants
Firm Registration Number :010396S/S200084

Sd/-
Murali Krishna Reddy Telluri
Partner
M No. 223022

Place: Hyderabad
Date: 26-05-2026

For and on behalf of Board of Directors of Tierra Agrotech Limited

Sd/-
Vijay Kumar Deekonda
Wholetime Director
DIN: 06991267

Sd/-
Suryanarayana Simhadri
Director
DIN: 01951750

Sd/-
Kishan Dumpeta
Chief Executive Officer

Sd/-
Ranjith Mupparapu
Chief Financial Officer

Sd/-
Abhinash Pulyala
Company Secretary & Compliance Officer

Statement of Standalone Profit and loss for the year ended 31, March 2026

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Particulars	Note No.	For the Year Ended March 31, 2026	For the Year Ended March 31, 2025
I	Revenue from operations	28	7,273.04	6,563.32
II	Other income	29	157.64	98.40
III	**Total Income (I + II)**		**7,430.68**	**6,661.72**
IV	**Expenses:**			
	Purchases and Direct Expenses	30	6,175.15	7,468.43
	Changes in inventories of finished goods work-in-progress and Stock-in-Trade	31	-682.13	-2,353.45
	Employee benefits expense	32	1,224.56	1,503.22
	Finance costs	33	175.87	8.01
	Depreciation and amortization expense	34	123.72	141.26
	Other expenses	35	1,363.81	1,474.97
	Total Expenses (IV)		**8,380.98**	**8,242.43**
V	**Profit before exceptional items and tax (III-IV)**		**(950.30)**	**(1,580.71)**
VI	Exceptional items		-	-
VII	**Profit before tax (V - VI)**		**(950.30)**	**(1,580.71)**
VIII	**Tax expense:**			
	(1) Current tax exp		-	-
	(2) Deferred tax		-358.76	-422.47
	(3) MAT Credit Entitlement		-	-
IX	**Profit/(Loss) for the period from continuing operations (VII-VIII)**		**(591.54)**	**(1,158.24)**
X	Profit/(loss) from discontinuing operations		-	-
XI	Tax expense of discontinuing operations		-	-
XII	**Profit/(loss) from Discontinuing operations (after tax) (X-XI)**		**-**	**-**
XIII	**Profit (Loss) for the period (IX + XII)**		**(591.54)**	**(1,158.24)**
XIV	**Other Comprehensive Income**			
	(i) Items that will not be reclassified to profit or Loss		-28.21	-34.13
	(ii) Income tax relating to items that will not be reclassified to profit or loss		7.33	8.87
	(iii) Income relating to items that will be reclassified to profit or loss		-	-
	(iv) Income tax relating to items that will be reclassified to profit or loss		-	-
	Total other comprehensive income/(loss), net of taxes		**-20.87**	**-25.26**
XV	**Total Comprehensive Income for the period (XIII+XIV)**		**(612.41)**	**(1,183.50)**
	Earnings per equity share: (of Face Value of Rs.10 Each)			
	(1) Basic Earnings Per Share		-0.92	-1.81
	(2) Diluted Earnings Per Share		-0.92	-1.81

The notes form an integral part of these financial statements 1 to 51

As per our Report of even date
For Ramasamy Koteswara Rao and Co LLP
Chartered Accountants
Firm Registration Number :010396S/S200084

Sd/-
Murali Krishna Reddy Telluri
Partner
M No. 223022

Place: Hyderabad
Date: 26-05-2026

For and on behalf of Board of Directors of
Tierra Agrotech Limited

Sd/-
Vijay Kumar Deekonda
Wholetime Director
DIN: 06991267

Sd/-
Suryanarayana Simhadri
Director
DIN: 01951750

Sd/-
Kishan Dumpeta
Chief Executive Officer

Sd/-
Ranjith Mupparapu
Chief Financial Officer

Sd/-
Abhinash Pulyala
Company Secretary & Compliance Officer

Statement of Standalone Cash flows for the Year Ended March 31, 2026

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	For the Year Ended March 31, 2026	For the Year Ended March 31, 2025
A. Cash Flows From Operating Activities:		
Net profit before taxation, and exceptional items	-950.30	(1,580.71)
Adjusted for :		
Interest debited to P&L A/c	153.81	5.28
Interest on Lease	8.42	1.25
Interest on Fixed Deposit	-0.86	(32.52)
Creditors Balances Written back	-2.13	(8.68)
Gratuity and Leave encashment provision	38.45	30.53
Provision for Expected Credit Losses	134.57	101.19
Interest income on Rental deposits		-
Interest Income from Loan to related parties	-9.38	-
Loss on recognition of Lease Liability	0.87	-
Gain on termination of lease	-2.35	(0.39)
Profit on sale of Intangible asset	57.12	-
Depreciation and amortization expense	123.72	141.26
Operating profits before working capital changes	**-448.06**	**(1,342.79)**
Changes in current assets and liabilities		
Decrease /(Increase) in Inventories	-682.13	(2,353.45)
Decrease/(Increase)Trade Receivables	-243.79	227.30
(Increase)/ Decrease in Other Current assets and Financial Assets	84.75	62.30
Decrease/(Increase) in Other non-Current Financial Assets	2.28	7.40
Increase/ (Decrease) in Trade Payables	-403.61	1,953.31
Increase/ (Decrease) in Other Financial Liabilities (Current and Non current)	-247.16	101.85
Increase/ (Decrease) in Provisions (Non-current & Current)	-117.63	(29.79)
Increase/(Decrease) in Other Current Liabilities	441.11	(683.57)
Increase/(Decrease) in Other Non current Liabilities	23.37	21.41
Increase/(Decrease) in Loans and advances (Non-current)	-117.97	(914.85)
Cash generated from operations	**-1,708.84**	**(2,950.89)**
Income tax Refund/ (paid)	**5.42**	(7.87)
Net cash generated from (used in) operating activities (A)	**-1,703.43**	**(2,958.76)**
B. Cash Flows From Investing Activities:		
Payment for Purchase of PPE CWIP (Net of sale proceeds)	10.94	(7.70)
Purchase of Investment in Subsidiary	-5.56	-
Product Development Expenditure	-221.36	-
Profit on sale of Intangible asset	-57.12	
Receipt against loans and advances given to Wholly owned subsidiary	-9.38	-
Interest Received on Fixed Deposits	0.86	32.52
Net cash from (used in) investing activities (B)	**-281.62**	**24.82**
C. Cash Flows From Financing Activities:		
Proceeds from issue of shares on Right Issue (Net of expenses)	-	4,779.69
Reciept/ (Repayment) of Borrowings (Non-current & Current)	1,800.06	(1,979.40)
Interest paid on Loans and others	-153.81	(5.28)
Interest Paid on Lease Liabilities	-8.42	(1.25)
Payment Towards Reduction of Lease Liability	1.46	(27.26)
Net cash from (used in) financing activities (C)	**1,639.29**	**2,766.51**
D. Net increase / (decrease) in cash and cash equivalents (A+B+C)	-345.75	(167.43)
E. Cash and cash equivalents at the beginning of the year	**354.35**	**521.79**
F. Cash and cash equivalents at the end of the year	**8.60**	**354.35**
Cash & Cash Equivalents comprise:		
Cash in Hand		-
Balance with Banks	1.62	73.28
In Fixed Deposits with original maturity Less than 3 months	-	281.08
Cash and cash Equivalents	**1.62**	**354.35**
‘Fixed Deposits with original maturity More than 3 months & Less than 12 months	6.98	-
Bank Overdrafts repayable on demands		-
Total Cash & Cash Equivalents :	**8.60**	**354.35**

The notes form an integral part of these financial statements 1 to 51

As per our Report of even date
For Ramasamy Koteswara Rao and Co LLP
Chartered Accountants
Firm Registration Number :010396S/S200084

Sd/-
Murali Krishna Reddy Telluri
Partner
M No. 223022

Place: Hyderabad
Date: 26-05-2026

For and on behalf of Board of Directors of Tierra Agrotech Limited

Sd/-
Vijay Kumar Deekonda
Wholetime Director
DIN: 06991267

Sd/-
Suryanarayana Simhadri
Director
DIN: 01951750

Sd/-
Kishan Dumpeta
Chief Executive Officer

Sd/-
Ranjith Mupparapu
Chief Financial Officer

Sd/-
Abhinash Pulyala
Company Secretary & Compliance Officer

Corporate information

“Tierra Agrotech Limited (‘the company’) (formerly known as Tierra Agrotech Private Limited) is in the business of Seed Research, Production, Processing and Marketing of Seeds and related products. The Company was incorporated on 13th September 2013 in Hyderabad. The National Company Law Tribunal Bench at Hyderabad vide order dated 12.11.2021 sanctioned the scheme of amalgamation of Grandeur Products Limited (Holding Company - Transferor Company) with Tierra Agrotech Private Limited (Subsidiary Company - Transferee Company) with effect from the appointed date i.e., 01.04.2021 and consequent to the amalgamation and upon scheme becoming effective, the name of the Company has been changed from Tierra Agrotech Private Limited to Tierra Agrotech Limited. The principal accounting policies applied in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

The Equity Shares of the Company are listed on Bombay Stock Exchange of India Ltd (BSE) in India on 27th May 2022.

The Regional Director, South East Region, Hyderabad, Ministry of Corporate Affairs vide order dated February 11, 2025, sanctioned a scheme of amalgamation of its Wholly Owned Subsidiary, Tierra Seed Science Private Limited (Transferor Company), with Tierra Agrotech Limited (Transferee Company). The appointed date of the scheme is April 01, 2024. The amalgamation has been accounted in accordance with Appendix C of Ind AS 103 “Business Combination of entities under common control” at the carrying value of the assets and liabilities of its subsidiary. Accordingly, the Company has restated its previously issued standalone financial results for the quarter and year ended March 31, 2024 to incorporate the results of the amalgamation.

During the year ended 31st March 2026, on 22nd August 2025, the Company acquired the remaining 50% equity interest in Tidas Agrotech Private Limited, which was previously accounted for as a Joint Venture of the Company. Pursuant to the acquisition, the Company’s equity interest in Tidas increased from 50% to 100%, resulting in the Company obtaining control over Tidas. Consequently, Tidas became a Wholly Owned Subsidiary of the Company with effect from 22nd August 2025.

The standalone financial statements for the year ended 31 March 2026, are approved by the Board of Directors and authorized for issue on 26 May 2026.

1. **Material Accounting Policies**

1.1 **Basis of preparation of financial statements**

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) notified under Section 133 of Companies Act, 2013, (the ‘Act’) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant schedule III), as applicable and other relevant provisions of the Act. The standalone financial statements have been prepared on a going concern basis. The accounting policies are applied consistently to all the periods presented in the standalone financial statements except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires change in accounting policy hitherto in use.

1.2 Functional and presentation currency

These standalone financial statements are presented in Indian Rupees (INR), which is also the Company’s functional currency. All financial information presented in Indian rupees have been rounded-off to two decimal places to the nearest lakhs except share data or as otherwise stated.

1.3 Basis of measurement

The standalone financial statements have been prepared on the historical cost basis except for the following items:

- Certain financial assets and liabilities: Measured at fair value
- Net defined benefit (asset)/ liability: Fair value of plan assets less present value of defined benefit obligations
- Borrowings: Amortized cost using effective interest rate method

Use of estimates and judgements

In preparing these standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognized in the standalone financial statements is included in the following notes:

- Note 1.14 - lease classification.

- Note 1.14 - leases: whether an arrangement contains a lease and lease classification

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year are included in the following notes:

- Note 1.12 – measurement of defined benefit obligations: key actuarial assumptions;

- Note 1.19 – recognition and measurement of provisions and contingencies: key assumptions about the likelihood and

- Note 1.17 – impairment of financial assets;

- Note 1.7 - determining an asset's expected useful life and the expected residual value at the end of its life

Measurement of fair values

Accounting policies and disclosures require measurement of fair value for both financial and non-financial assets. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability or

- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

1.4 Current and non-current classification:

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

Assets

An asset is classified as a current when it is:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle;

- it is expected to be realized within twelve months from the reporting date;

- it is held primarily for the purposes of being traded; or

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

Liabilities

A liability is classified as a current when:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle;

- it is due to be settled within twelve months from the reporting date;

- it is held primarily for the purposes of being traded;

- the Company does not have an unconditional right to defer settlement of liability for at least twelve months from the reporting date.

All other liabilities are classified as non-current.

Deferred tax assets/liabilities are classified as non-current.

Operating Cycle

Operating cycle is the time between the acquisition of assets for processing and realization in cash or cash equivalents. The Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

1.5 Revenue recognition

Sale of goods:

Revenue is recognized when the company satisfies a performance obligation by transferring a promised good or service to its customers. The company considers the terms of the contract and its customary business practices to determine the transaction price. Performance obligations are satisfied at the point of time when the customer obtains controls of the asset. Revenue is measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discounts, returns and value added tax. Transaction price is recognized based on the price specified in the contract, net of the estimated sales incentives / discounts. Accumulated experience is used to estimate and provide for the discounts/ right of return, using the expected value method. The Company recognizes provision for sales return, based on the Management estimate, measured on net basis of the margin of the sale. Therefore, Trade receivables are disclosed at net off provision for sales for the products expected to be returned. The company classifies the right to consideration in exchange for goods as a receivable and is presented net of impairment in the Balance Sheet

Interest Income:
Interest Income is recognized on an accrual basis.

Interest income

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

1.6 Borrowing cost

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition, construction or production of an asset which necessarily take a substantial period of time to get ready for their intended use or sale are capitalized as part of the cost of that asset. Other borrowing costs are recognized as an expense in the period in which they are incurred.

1.7 Property, plant and equipment & Capital work-in-progress

Recognition and measurement

The items of property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment loss, if any. Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs (Present Value) of dismantling and removing the item and restoring the site on which it is located. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Subsequent costs included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to statement of profit or loss during the reporting period in which they are incurred. If an item of property, plant and equipment is purchased with deferred credit period from supplier, such asset is recorded at its cash price equivalent value.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between sales proceeds and the carrying amount of the asset and is recognized in profit or loss. Fully depreciated assets still in use are retained in the financial statements.

Capital work in progress

Capital work-in-progress is recognized at cost, net of accumulated impairment loss, if any. It comprises of property, plant and equipment that are not yet ready for their intended use at the reporting date.

1.8 Depreciation and Goodwill

Depreciation is provided on the written down value methods per the useful life prescribed in Schedule II to the Companies Act, 2013.

The useful lives of assets are periodically reviewed and re-determined and the unamortized depreciable amount is charged over the remaining useful life of such assets. Assets costing Rs. 5,000/-and below are depreciated over a period of one year

Sl. No	Type/Category of Asset	Useful life of the asset
1	Computer And Data Processing Units	3 years
2	Furniture And Fixtures	10 years
3	Office Equipment's	5 years
4	Plant And Machinery	15 years
5	Vehicles	6 years

1.9 Intangible Assets

Intangible assets are stated at cost less accumulated amortization and impairment if any. Intangible assets are amortized over their respective estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

The estimated useful lives of intangible asset are as follows:

Type of Asset	Useful life
Germplasm	Indefinite Life
Plant Variety	Over the validity period
Trade Marks	Over the validity period
License Fee	Over the validity period

1.10 Inventories

Inventories comprise of Unprocessed seeds, Processed Seeds, and traded goods. Inventories are valued at the lower of cost and the net realizable value after providing for obsolescence and other losses, where considered necessary. Cost is determined on Average basis. Cost includes all charges in bringing the goods to their present location and condition and receiving charges. The inventories are valued at, Cost and NRV whichever is lower.

1.11 Foreign Currency Transactions

The company translates all foreign currency transactions at Exchange Rates prevailing on the date of transactions. Exchange rate differences resulting from foreign exchange transactions settled during the year are recognized as income or expenses in the period in which they arise. Monetary current assets and monetary current liabilities that are denominated in foreign currency are translated at the exchange rate prevalent at the date of the balance sheet. The resulting difference is also recorded in the profit and loss account.

1.12 Employee benefits

Short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured on an undiscounted basis at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards Government administered provident fund scheme and other funds. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in statement of profit and loss in the periods during which the related services are rendered by employees.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The liability or asset recognized in the balance sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by a qualified actuary using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income.

They are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service cost.

Termination benefits

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

Other long-term employee benefits

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

1.13 Taxes on Income

Taxes comprises Current Tax, Deferred tax and MAT credit. It is recognized in profit or loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (And tax laws) enacted or substantively enacted by the reporting date.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretations and considers whether it is probable that a taxation authority will accept an uncertain tax treatment.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction; and

- temporary differences related to investments in subsidiaries to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future;

Deferred tax assets are recognized for deductible temporary differences, the carry forwards of unused tax credits and unused tax losses. Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available.

Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Minimum Alternate Tax (MAT) Credit

Minimum alternate tax (MAT) credit is recognized in accordance with tax laws in India as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. The Company reviews the MAT credit at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

1.14 Leases

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

Company as a Lessor:

Leases for which the Company is a lessor are classified as a finance or operating lease. Whenever the terms of a lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. Rental income from operating leases is recognized on straight line basis over the term of relevant lease.

Company as a Lessee:

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

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option.

In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

Right of use asset: The Company recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The estimated useful lives of right-of use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognized in the statement of profit and loss.

Lease Liability: The Company measures the lease liability at present value of the future lease payments at the commencement date of the lease. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The company recognizes the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in statement of profit and loss.

Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of buildings, machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

1.15 Earning Per Share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year excluding the treasury shares as per Ind AS 33 Earnings per share. Diluted earnings per share is calculated by dividing the profit/(loss) attributable to equity holders (after adjusting for interest on the Compulsory convertible debentures) by the weighted average number of equity shares outstanding during the period/year the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

1.16 Impairment of financial instruments

The Company recognizes loss allowances for expected credit losses on financial assets measured at amortized cost and trade receivables. At each reporting date, the Company assesses whether financial assets carried at amortized cost are credit-impaired. A financial asset is ‘credit-impaired’ when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;

- a breach of contract;

- it is probable that the borrower will enter bankruptcy or other financial reorganization; or

- the disappearance of an active market for a security because of financial difficulties.

The Company measures loss allowances at an amount equal to lifetime expected credit losses. Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months). In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

Measurement of expected credit losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e., the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive). Presentation of allowance for expected credit losses in the balance sheet. Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

1.17 Impairment of non-financial assets

The Company assess at each reporting date whether there is any indication that the carrying amount from non-financial assets may not be recoverable. If any such indication exists, then the asset's recoverable amount is estimated and an impairment loss is recognized if the carrying amount of an asset or Cash generating unit (CGU) exceeds its estimated recoverable amount in the statement of profit and loss. Goodwill is tested annually for impairment. For the purpose of impairment testing, goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

1.18 Provisions and Contingent Liabilities

A Provision is recognized if, as a result of past event, the Company has a present legal obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the present obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made

1.19 Financial Instruments

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

Initial Recognition

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Subsequent Measurement

Financial assets at fair value through other comprehensive income (FVOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved both by collection contractual cash flows on specified dates to cash flows that are solely payments of principal and interest on the amount outstanding and selling financial assets.

Financial assets at fair value through Profit and Loss (FVTPL)

Financial assets are measured at fair value through profit and loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs that are directly attributable to the acquisition of financial assets and liabilities at fair value through profit and loss are immediately recognized in statement of profit and loss.

Financial liabilities

Financial liabilities are classified as measured at amortized cost or Fair Value Through Profit and Loss Account (FVTPL). A financial liability is classified as at FVTPL if it is classified as held for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in statement of profit and loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in statement of profit and loss. Any gain or loss on derecognition is also recognized in statement of profit and loss.

1.20 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Bank overdrafts and Cash Credit that are repayable on demand and form an integral part of our cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows.

Cash flow statement

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from regular revenue generating (operating activities), investing and financing activities of the Company are segregated.

1.21 Research and Development Costs (Product Development):

Research expenditure is recognized as an expense when it is incurred. Development expenditure on an individual project is recognized as an intangible asset when the Company can demonstrate:

a) The technical feasibility of completing the intangible asset so that the asset will be available for use or sale.
b) Its intention to complete and its ability and intention to use or sell the product.
c) How the asset will generate future economic benefits.
d) The availability of resources to complete the asset.
e) The ability to measure reliably the expenditure during development.

Expenditure on development which does not meet the criteria for recognition as an intangible asset is recognized as an expense when it is incurred. Items of property, plant and equipment and acquired Intangible Assets utilized for Research and Development are capitalized and depreciated in accordance with the policies stated for Property, Plant and Equipment and Intangible Assets.

1.22 Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

1.23 Recent pronouncements:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2026, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

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

As per our Report of even date
For Ramasamy Koteswara Rao and Co LLP
Chartered Accountants
Firm Registration Number :010396S/S200084

Sd/-
Murali Krishna Reddy Telluri
Partner
M No. 223022

Place: Hyderabad
Date: May 26, 2026

For and on behalf of Board of Directors of
Tierra Agrotech Limited

Sd/-
Vijay Kumar Deekonda
Wholetime Director
DIN: 06991267

Sd/-
Suryanarayana Simhadri
Director
DIN: 01951750

Sd/-
Kishan Dumpeta
Chief Executive Officer

Sd/-
Ranjith Mupparapu
Chief Financial Officer

Sd/-
Abhinash Pulyala
Company Secretary & Compliance Officer

Notes forming part of Financial statements

Note 2.
Property Plant and Equipment

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	Computer and Data processing Units	Furniture And Fixtures	Office Equipment	Plant And Machinery	Assets From Subsidiaries	Vehicles	Total
Gross Block							
As at 31 March 2024	**78.75**	**118.89**	**57.91**	**113.90**	**126.96**	**23.39**	**519.80**
Additions during the year	7.45	-	-	0.26	-	-	7.71
Deletions/adjustments	-	-	-	-		-	-
As at 31 March 2025	**86.20**	**118.89**	**57.91**	**114.16**	**126.96**	**23.39**	**527.51**
Additions during the year	-	-	0.24	-	-	-	0.24
Deletions/adjustments	0.30	-	-	-	-	-	0.30
As at 31 March 2026	**85.90**	**118.89**	**58.15**	**114.16**	**126.96**	**23.39**	**527.45**
Depreciation							
As at 31 March 2024	**60.97**	**7.59**	**41.78**	**59.46**	**126.71**	**14.96**	**311.47**
For the Year	13.88	28.82	7.31	9.89	-	2.63	62.53
Deletions/adjustments	-	-	-	-	-	-	-
As at 31 March 2025	**74.85**	**36.40**	**49.09**	**69.35**	**126.71**	**17.60**	**374.00**
For the Year	7.17	21.36	4.03	8.11	-	1.81	42.47
Deletions/adjustments							
As at 31 March 2026	**82.02**	**57.76**	**53.12**	**77.46**	**126.71**	**19.41**	**416.48**
Net Block							
As at 31 March 2025	**11.34**	**82.49**	**8.82**	**44.81**	**0.25**	**5.79**	**153.50**
As at 31 March 2026	**3.88**	**61.13**	**5.03**	**36.70**	**0.25**	**3.98**	**110.97**

Notes forming part of Financial statements

Note 3.
Other Intangible Assets and Goodwill

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	Goodwill on merger	Germ plasm**	Licence Fee	Plant Varity	" Other Intangible Assets TSSPL "	Trademarks	Total
Gross Block							
As at 31 March 2024	**1,446.08**	**3,393.37**	**56.00**	**279.95**	**1.39**	**212.91**	**5,389.71**
Additions during the year	-	-		-	-	-	-
Deletions/adjustments	-	-	-	-	-	-	-
As at 31 March 2025	**1,446.08**	**3,393.37**	**56.00**	**279.95**	**1.39**	**212.91**	**5,389.71**
Additions during the year	-	-		-	-	-	-
Deletions/adjustments	-	10.88	-	-	-	-	10.88
As at 31 March 2026	**1,446.08**	**3,382.49**	**56.00**	**279.95**	**1.39**	**212.91**	**5,378.83**
Amortization							
As at 31 March 2024	**-**	**-**	**11.20**	**10.40**	**0.71**	**26.88**	**49.19**
For the Year	-	-	5.60	23.10	-	26.88	55.58
Deletions/adjustments	-	-	-	-	-	-	-
As at 31 March 2025	**-**	**-**	**16.80**	**33.50**	**0.71**	**53.77**	**104.77**
For the Year	-	-	5.60	23.10		26.88	55.58
Deletions/adjustments	-	-	-	-	-	-	-
As at 31 March 2026	**-**	**-**	**22.40**	**56.59**	**0.71**	**80.65**	**160.35**
Net Block							
As at 31 March 2025	**1,446.08**	**3,393.37**	**39.20**	**246.45**	**0.68**	**159.14**	**5,284.94**
As at 31 March 2026	**1,446.08**	**3,382.49**	**33.60**	**223.36**	**0.68**	**132.26**	**5,218.48**

Note:
*During the FY 2019-20, the company has accounted for Goodwill on Xylem Acquisition from PHI Seeds Private Limited and recognised goodwill of Rs.1145.81 lakhs and remaining goodwill has accounted for business combination based on fair value of the identified assets, liabilities and contingent liabilities as on date of acquisition of Grandeur products limited and recognised goodwill of Rs.300.27 lakhs.
** Germplasm consists of Inbreds, Breeding lines and Parent Lines with GEAC Codes.During the year, the company has sold 1 Parent Lines along with GEAC Codes.

Notes forming part of Financial statements

Note 4. Product under development

Particulars	Project in Progress	Total
Carrying Amount		
As at 31 March 2024	**190.39**	**190.39**
Additions during the year	-	-
less: Capitalised during the year	-	-
As at 31 March 2025	**190.39**	**190.39**
Additions during the year	221.36	221.36
less: Capitalised during the year	-	-
As at 31 March 2026	**411.75**	**411.75**

Note 5. Right-of-use assets

Particulars	Right-of-use assets	Total
Gross Block		
As at 31 March 2024	**102.95**	**102.95**
Additions during the year	-	-
Deletions/adjustments	65.57	65.57
As at 31 March 2025	**37.37**	**37.37**
Additions during the year	88.57	88.57
Deletions/adjustments	0.87	0.87
As at 31 March 2026	**125.07**	**125.07**
Depreciation		
As at 31 March 2024	**74.47**	**74.47**
For the Year	23.15	23.15
Deletions/adjustments	61.29	61.29
As at 31 March 2025	**36.34**	**36.34**
For the Year	25.67	25.67
Deletions/adjustments	-	-
As at 31 March 2026	**62.00**	**62.00**
Net Block		
As at 31 March 2025	**1.04**	**1.04**
As at 31 March 2026	**63.07**	**63.07**

Notes forming part of Financial statements

Note 6
Investments (Non-current)

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	As at 31st March 2026	As at 31st March 2025
Unquoted Instruments:		
Investments in Equity Instruments *		
Tidas Agrotech Private Limited (Subsidiary) - Holding 14,81,336 shares and face value of Rs 10 each fully paid up.	79.62	-
Tidas Agrotech Private Limited (Joint Venture holding 50% share)	-	74.07
Total	**79.62**	**74.07**

"Investments are Carried at Cost

Note 7
Loans and Advances (Unsecured, considered good)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured Loans to Related Parties		
Tidas Agrotech Private Limited	197.67	153.23
Other Loans and Advances	1007.88	934.35
Total	**1,205.55**	**1,087.58**

Note 8
Other Financial Assets (Unsecured, considered good)

Particulars	As at 31st March 2026	As at 31st March 2025
Security Deposits	15.77	20.00
Gratuity Fund	23.09	21.15
Total	**38.86**	**41.15**

Note 9
Deferred tax Asset (Net)

Particulars	As at 31st March 2026	As at 31st March 2025
Deferred tax Asset on account of Property Plant and Equipment	-38.02	-40.32
Deferred tax asset on Account of Carried forward Losses	2,531.66	2,215.94
Deferred tax asset on Account of Leases	0.73	0.06
Deferred tax asset on Account of Employee Benefit Obligations	52.27	38.73
Deferred tax asset on Account of MAT Credit Entitlement	41.58	41.58
Deferred tax Asset on Provisions	102.82	68.96
On account of Investments	-	
Total	**2,691.03**	**2,324.94**

Refer Note No 35 for further details

Note 10
Inventories

Particulars	As at 31st March 2026	As at 31st March 2025
Packing Material	281.76	224.77
Seeds	6,900.28	6,275.14
Total	**7,182.04**	**6,499.91**

*Inventories are hypothecated to secure the current borrowings.

Notes forming part of Financial statements

Note 11
Trade Receivables

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, considered good		
Trade Receivable	1,473.64	1,263.63
Less: Allowance for credit impaired receivables	395.45	265.21
Less: provision for expected Sales returns	1.54	30.98
Total	**1,076.65**	**967.43**

Note: *Trade Receivables are Non Interest Bearing*
Refer note 45 for Trade Recievable ageing schedule
**Trade receivables are hypothecated to secure the current borrowings.*

Note 12
Cash and cash equivalents

Particulars	As at 31st March 2026	As at 31st March 2025
Cash In Hand	-	-
Balances with banks:		
In Saving account	-	-
In Current Account	1.62	62.59
in Overdraft Account	-	5.92
In Fixed Deposits with original maturity Less than 3 months	-	281.08
Kotak-7945062568-OD	-	4.78
Total	**1.62**	**354.35**

Note 13
Bank Balance other than (ii) above

Particulars	As at 31st March 2026	As at 31st March 2025
Earmarked balances with banks*		
Fixed Deposits with original maturity More than 3 months & Less than 12 months	6.98	-
Total	**6.98**	**-**

Note 14
Other Financial Assets (Current)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, Considered good		
Interest on FDs	0.46	2.73
Security Deposits against Right Issue	-	48.47
Interest Recevable	0.11	-
Total	**0.57**	**51.20**

Note 15
Current Tax Assets (Net)

Particulars	As at 31st March 2026	As at 31st March 2025
TDS and TCS Receivable	50.79	56.21
Total	**50.79**	**56.21**

Notes forming part of Financial statements

Note 16
Other Current Assets

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, considered good		
Prepaid Expenses	12.17	31.57
Other Advances	52.00	52.00
Employee Advances	27.53	17.93
Advances to Suppliers	315.93	340.30
Total	**407.63**	**441.80**

Note 17
Equity Share Capital (All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Number	Amount	Number	Amount
Authorised				
8,85,00,000 Equity shares of Rs 10/- Each	8,85,00,000	8,850.00	8,85,00,000	8,850.00
75,00,000 Preference Shares of Rs.10/- each	75,00,000	750.00	75,00,000	750.00
	9,60,00,000	9,600.00	9,60,00,000	9,600.00
Issued, Subscribed & Paid Up				
6,55,93,693 Equity Shares of Rs /10-. Each	6,55,93,693	6,559.37	6,55,93,693	6,559.37
Total	**6,55,93,693**	**6,559.37**	**6,55,93,693**	**6,559.37**

(iii) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of Re.10/- each. Each equity share holder is entitled to one vote per equity share held.

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.

Reconciliation of number of shares outstanding for the period

Particulars	As at 31 March 2026		As at 31 Mar 2025	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	6,55,93,693	6,559	5,59,32,378	5,593
Shares Issued during the year	-	-	96,61,315	966
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	6,55,93,693	6,559	6,55,93,693	6,559

As per our Report of even date
For Ramasamy Koteswara Rao and Co LLP
Chartered Accountants
Firm Registration Number :010396S/S200084

Sd/-
Murali Krishna Reddy Telluri
Partner
M No. 223022

Place: Hyderabad
Date: May 26, 2026

For and on behalf of Board of Directors of
Tierra Agrotech Limited

Sd/-
Vijay Kumar Deekonda
Wholetime Director
DIN: 06991267

Sd/-
Suryanarayana Simhadri
Director
DIN: 01951750

Sd/-
Kishan Dumpeta
Chief Executive Officer

Sd/-
Ranjith Mupparapu
Chief Financial Officer

Sd/-
Abhinash Pulyala
Company Secretary & Compliance Officer

Notes forming part of Financial statements

Shares held by Promoters at the end of the Year

Promoter Name	As at 31 March 2026		As at 31 Mar 2025	
	No of shares held	% of total shares	No of shares held	% of total shares
Surinder Kumar Tikoo	2,25,000	0.34%	2,25,000	0.34%
Suresh Atluri	26,52,377	4.04%	26,52,377	4.04%
Parthsarathi Bhattacharya	10,00,000	1.52%	10,00,000	1.52%
Paturi Srinivasa Rao	5,000	0.01%	5,000	0.01%
Jayaramaprasad Munnangi	2,00,000	0.30%	2,00,000	0.30%
Nalluri Sai Charan	1,00,000	0.15%	1,00,000	0.15%
Satish Kumar Tondapu	11,86,901	1.81%	11,86,901	1.81%
Sailaja M	14,70,936	2.24%	14,70,936	2.24%
Visweswara Rao K	10,000	0.02%	10,000	0.02%
Total	**68,50,214**	**10.44%**	**68,50,214**	**10.44%**

Particulars of Share Holders Holding more than 5% shares during the period

Name of Shareholder	As at 31 March 2026		As at 31 Mar 2025	
	No of shares held	% of total shares	No of shares held	% of total shares
Ajitha Challa	1,52,02,000	23.18%	1,52,02,000	23.18%

Notes forming part of Financial statements

Note 18
(b).Other equity

Particulars	Securities Premium Reserve	Other items in other comprehensive income	Retained Earnings	Treasury shares	Retained Earnings(TSSPL)	Capital Reserve on merger	Total
Balance at 31.03.2023	**3,549.25**	**-21.00**	**-4,027.73**	**-**	**-**	**-**	**-499.48**
Profit for the Period 01 April 2023 to 31.03.2024	-	-	-920.79	-	-	-	-920.79
Acturial gain/(Loss) on Employee Benefit obligations (Net of taxes)	-	8.59	-	-	-	-	8.59
Purchase of own equity shares	-	-	-	-61.20	-	-	-61.20
Securities premiun	6,155.44	-	-	-	-	-	6,155.44
ESOP Trust reserve	-	-	-0.57	-	-	-	-0.57
Balance at 31.03.2024 (TAL)	**9,704.69**	**-12.41**	**-4,949.10**	**-61.20**	**-**	**-**	**4,682.00**
Affect of Merger		-	-	-		-	0.00
Securities premium transfer from TSSPL	395.82	-	-	-	-	-	395.82
Other Comprehensive income-TSSPL	-	-4.70	-	-	-	-	-4.70
Retained Earnings of TSSPL	-	-	-	-	-2,482.11	-	-2,482.11
Capital Reserve	-	-	-	-	-	-1,372.76	-1,372.76
Balance at 31.03.2024 after Merger	**10,100.51**	**-17.10**	**-4,949.10**	**-61.20**	**-2,482.11**	**-1,372.76**	**1,218.25**
Profit for the Period 01 April 2024 to 31.03.2025	-	-	-1,158.24	-	-	-	-1,158.24
Acturial gain/(Loss) on Employee Benefit obligations (Net of taxes)	-	-25.26	-	-	-	-	-25.26
Securities premiun	3,813.56	-	-	-	-	-	3,813.56
Balance at 31.03.2025	**13,914.08**	**-42.36**	**-8,589.44**	**-61.20**		**-1,372.76**	**3,848.32**
Profit for the Period 01 April 2025 to 31.03.2026			-591.54				-591.54
Acturial gain/(Loss) on Employee Benefit obligations (Net of taxes)		-20.87					-20.87
Securities premiun							-
Balance at 31.03.2026	**13,914.08**	**-63.24**	**-9,180.98**	**-61.20**	**-**	**-1,372.76**	**3,235.90**

Notes forming part of Financial statements

Note 19
Lease Liabilities (Non Current)

Particulars	As at 31st March 2026	As at 31st March 2025
Lease Liabilities (amortised Cost)	40.75	-
Total	**40.75**	**-**

Note 20
Provisions (Non Current)

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for Gratuity	59.90	45.23
Provision For Leave Encashment	32.29	26.13
Total	**92.20**	**71.36**

Refer Note no. 38 for more details

Note 21
Other non-Current liabilities

Particulars	As at 31st March 2026	As at 31st March 2025
Security Deposit	448.64	425.27
Total	**448.64**	**425.27**

Note 22
Borrowings (Current)

Particulars	As at 31st March 2026	As at 31st March 2025
a).Secured Loans from Banks		
Repayable on Demand		
i) Current Maturities of Vehicle Loans	-	5.68
ii) Union Bank of India-CCGEN Facility-A/c 41319	1,755.74	-
c) Unsecured Loans from Related Parties		
i) P S Rao & Associates	50.00	-
ii) Dividend accured on 9% Cumulative Redeemable Preference shares	54.59	54.59
Total	**1,860.33**	**60.27**

Note 23
Lease Liabilities (Current)

Particulars	As at 31st March 2026	As at 31st March 2025
Current maturities of Lease Liabilities-amortised Cost	25.13	1.25
Total	**25.13**	**1.25**

Notes forming part of Financial statements

Note 24

Trade Payables

Particulars	As at 31st March 2026	As at 31st March 2025
a) Outstanding dues to micro enterprises and small enterprises	82.41	41.17
b) Outstanding dues to creditors other than micro enterprises and small enterprises	3,589.14	4,031.86
Total	**3,671.55**	**4,073.03**

Note: Refer note no.46 for trade payable ageing schedule

Note 25

Other Financial Liabilities

Particulars	As at 31st March 2026	As at 31st March 2025
Salary Payable	2.37	2.09
Bonus Payable	5.56	7.15
Sitting Fees Payable	-	0.54
Organizer Commission Payable	-	164.27
Detaselling Charges Payable	-	21.64
Performance Incentives Payable	-	49.92
Interest Payable	4.91	0.17
Interest on Unsecured Loans	1.48	-
Employee expenses Payable	52.53	57.38
Other Expenses Payables	48.60	59.44
Total	**115.44**	**362.60**

Note 26

Provisions (Current)

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for Income Tax	-	-
Provision for Discounts	91.42	166.26
Provision for Gratuity	25.68	21.16
Provision For Leave Encashment	20.83	22.31
Total	**137.92**	**209.74**

Notes forming part of Financial statements

Note 27

Other Current Liabilities

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for Audit Fees	10.05	10.37
Provident fund payable	11.73	12.49
ESI Payable	0.05	0.06
TDS & TCS Payable	23.16	17.30
Professional Tax Payable	0.30	0.33
Advance From Customers	2,298.19	1,873.31
GST Payable	14.94	3.44
Total	**2,358.41**	**1,917.31**

Note 28

Revenue from operations

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Sale of products	8,385.60	7,568.65
Less: BP Discount	1,112.56	1,005.33
Total	**7,273.04**	**6,563.32**

Note 29

Other Income

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Interest on Fixed Deposits	0.86	32.52
Profit on sale of intangible assets	57.12	-
Creditor Balances Written Back	2.13	8.68
Employee Notice Period Recovery	4.10	8.81
Interest Income On LIC Fund	0.00	1.32
Income from Others	81.70	44.38
Other Income	0.00	2.31
Gain on termination of lease	2.35	0.39
Interest income on loan to related parties	9.38	0.00
Total	**157.64**	**98.40**

Notes forming part of Financial statements

Note 30

Purchases and Direct Expenses

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Packing Material & Other Purchases	499.61	289.89
Purchase of Seeds	4,818.10	6,160.36
Logistic Expenses	352.54	312.87
Production Expenses	504.89	705.31
Total	**6,175.15**	**7,468.43**

Note 31

Changes in inventories of finished goods work-in-progress and Stock-in-Trade

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Opening Stock:		
Packing Material	224.77	307.77
Seeds	6,275.14	3,838.69
Sub Total (a)	**6,499.91**	**4,146.46**
Closing Stock:		
Packing Material	281.76	224.77
Seeds	6,900.28	6,275.14
Sub Total (b)	**7,182.04**	**6,499.91**
Total (a-b)	**-682.13**	**-2,353.45**

Note 32

Employee Benefit Expenses

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Salaries, Wages & Bonus	1,062.68	1,346.16
Staff welfare expenses	2.82	1.03
ESI Contribution	0.49	0.80
Provident Fund & PF Admin	78.16	86.40
Insurance	37.24	33.66
Gratuity	18.66	14.91
Leave encashment	19.79	15.62
Director’s Sitting Fee	4.70	4.65
Total	**1,224.56**	**1,503.22**

Notes forming part of Financial statements

Note 33

Finance cost

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Interest on Loan	152.00	5.28
Interest Paid to Others	1.81	-
Interest on MSME Creditors	4.74	-
Interest on Lease	8.42	1.25
Bank charges	8.90	1.48
Total	**175.87**	**8.01**

Note 34

Depreciation and Amortisation

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
a) Depreciation and Amortisation	98.05	118.11
b) Depreciation on Right-of-use assets	25.67	23.15
Total	**123.72**	**141.26**

Notes forming part of Financial statements

Note 35

Other Expenses

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Audit Fee	10.00	11.50
Professional Charges	73.57	103.82
Internet Hosting Charges	6.92	1.52
Telephone Charges	0.80	1.06
Stock Insurance	13.53	11.07
Field Assistant Expenses	240.20	176.98
Field Day Expenses	20.15	18.83
Travelling Expenses	345.15	357.84
Internal Audit Fees	10.00	6.00
Sales and Marketing Expenses	149.84	101.94
Conveyance Expenses	1.03	1.70
Rent	20.53	2.87
Rates & Taxes	34.92	37.56
Computer Mainatainence	1.29	3.07
Printing & Stationery	2.77	3.63
Office Expenses	28.87	29.38
Expected Credit Losses	134.57	101.19
R&D Expenses	259.59	493.73
Postage & Courier	0.66	1.22
Other Expenses	8.05	5.00
Penalties	-	0.20
Listing Fees	-	4.85
Loss on recognition of Lease Liability	0.87	-
Forex Exchange Loss	0.49	-
Total	**1,363.81**	**1,474.97**

Notes forming part of Financial statements

Note 35.1

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
(a) For statutory audit	10.00	10.50
(b) For Tax Audit	-	1.00
(c) Certification charges	-	-
Total	**10.00**	**11.50**

Note 36. Income Tax

The major components of income tax expenses for the year ended 31 March 2026 and 31 March 2025 are as follows:

Profit or loss section	31 March 2026	31 March 2025
Current tax expense	-	-
Adjustment of tax relating to earlier periods	-	-
MAT credit utilisation	-	-
Deferred tax	(358.76)	(422.47)
Total income tax expense recognised in Statement of Profit and Loss	**(358.76)**	**(422.47)**

OCI section	31 March 2026	31 March 2025
Tax Effect on OCI items	7.33	8.87
Income tax charged to OCI	**7.33**	**8.87**

(a) The income tax expense for the year can be reconciled to the accounting profit as follows:

Particulars	31 March 2026	31 March 2025
Profit before tax	(950.30)	(1,580.71)
Enacted income tax rate in India	26.00%	26.00%
Computed expected tax expense	(247.08)	(397.86)
Add/(Less): Tax effect on account of:	-	-
Items which are not tax deductible for computing taxable income	112.20	33.15
Adjustments for prior periods	-	-
Effect of items which are not taxable for computing taxable income	-	-
Others	(0.52)	(8.55)
Income tax expense recognised in the Statement of Profit and Loss	**(358.76)**	**(422.47)**

Deferred tax	31 March 2026	31 March 2025
Deferred tax asset/(liability) (net)	2,649.46	2,283.36
MAT credit entitlement	41.58	41.58
Deferred tax asset (net)	**2,691.03**	**2,324.94**

(b) Deferred tax (liabilities)/assets (net) as at 31 March 2026, as detailed below reflect the quantum of tax liabilities/(assets) accrued up to 31 March 2026

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

2025-26	Opening balance	"Recognised in Statement of profit and loss"	"Recognised in other comprehensive income"	"MAT Credit availed/ (utilization)"	Closing balance
Deferred tax (liabilities) /assets in relation to:					
MAT credit	41.58	-	-	-	41.58
Timing difference on:					
-Property, plant and equipment	(40.32)	2.31	-	-	-38.02
-Carried forward losses	2,215.94	315.71	-	-	2,531.66
-Right of use assets	0.06	0.78	-	-	0.84
-Remeasurement of defined benefit plans	38.73	6.21	7.33	-	52.27
-On account of Provisions	68.96	33.75	-	-	102.71
Deferred tax (liabilities) /assets (Net)	**2,324.94**	**358.76**	**7.33**	**-**	**2,691.03**

(c) Deferred tax (liabilities)/assets (net) as at 31 March 2025, as detailed below reflect the quantum of tax liabilities/(assets) accrued up to 31 March 2025

2024-25	Opening balance	"Recognised in Statement of profit and loss"	"Recognised in other comprehensive income"	"MAT Credit availed/ (utilization)"	Closing balance
Deferred tax (liabilities) /assets in relation to:					
MAT credit	41.58	-	-	-	41.58
Timing difference on:					
-Property, plant and equipment	(40.89)	0.57	-	-	-40.32
-Carried forward losses	1,822.29	393.65	-	-	2,215.94
-Right of use assets	1.23	(1.17)	-	-	0.06
-Remeasurement of defined benefit plans	28.77	1.08	8.87	-	38.73
-On account of Provisions	40.63	28.33	-	-	68.96
Deferred tax (liabilities) /assets (Net)	**1,893.60**	**422.47**	**8.87**	**-**	**2,324.94**

Notes forming part of Financial statements

Note 37

Earnings Per Equity Share :

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year excluding the treasury shares as per Ind AS 33 Earnings per share.

Diluted earnings per share is calculated by dividing the profit/(loss) attributable to equity holders (after adjusting for interest on the Compulsory convertible debentures) by the weighted average number of equity shares outstanding during the period/year the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Profit attributable to equity shareholders	**(591.54)**	(1,158.24)
No of Equity shares Outstanding	**6,55,93,693**	65,593,693
Weighted average number of equity shares for Basic EPS (Nos.)	**6,55,93,693**	**64,161,183**
Effect of dilutive equivalent Potential Equity shares if any	-	-
Weighted average number of equity shares for dilutive EPS (Nos.)	**6,55,93,693**	**64,161,183**
Face value per equity share (Rs.)	10.00	10.00
Basic Earnings Per share	(0.92)	(1.81)
Diluted Earnings Per share	(0.92)	(1.81)

Note 38

A. Expense recognised for defined contribution plan

Retirement Benefit Obligations

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Company’s contribution to Provident Fund	75.04	86.40
Company’s contribution to ESI	0.49	0.80

B. Below tables sets forth the changes in the projected benefit obligation and plan assets and amounts recognised in the standalone Balance Sheet as at March 31, 2026 and March 31, 2025, being the respective measurement dates:

I. Change in Defined Benefit Obligation

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	Gratuity		Leave Encashment(Unfunded)	
	31 March 2026	**31 March 2025**	**31 March 2026**	**31 March 2025**
Defined Benefit Obligation at the beginning	**66.39**	**57.65**	**48.44**	**51.71**
Current Service Cost	**16.44**	12.07	**17.06**	12.89
Past Service Cost		-		-
(Gain) / Loss on settlements		-		-
Interest Expense	**3.70**	2.84	**2.72**	2.73
Benefit Payments from Plan Assets		-		-
Benefit Payments from Employer	**(26.13)**	(36.73)	**(18.28)**	(27.82)
Settlement Payments from Plan Assets	**-**	-		-
Settlement Payments from Employer	**-**	-		-
Other (Employee Contribution, Taxes, Expenses)	**-**	-		-
Transfer in Liability from transferor company	**-**	4.36		1.13
Increase / (Decrease) due to effect of any business combination / divesture / transfer)	**-**	-		-
Increase / (Decrease) due to Plan combination	**-**	-		-
Remeasurements - Due to Demographic Assumptions	**0.48**	-	**0.10**	-
Remeasurements - Due to Financial Assumptions	**(1.52)**	0.41	**(0.76)**	0.22
Remeasurements - Due to Experience Adjustments	**26.22**	25.79	**3.84**	7.56
Defined Benefit Obligation at the end	**85.59**	**66.39**	**53.12**	**48.43**
Discount Rate	**7.73%**	**6.94%**	**7.73%**	**6.94%**
Salary Escalation Rate	**10.00%**	**10.00%**	**10.00%**	**10.00%**

II. Components of Defined Benefit Cost

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Gratuity		Leave Encashment(Unfunded)	
Particulars	**31 March 2026**	**31 March 2025**	**31 March 2026**	**31 March 2025**
Current Service Cost	16.43	12.07	17.06	12.89
Past Service Cost		-		-
(Gain) / Loss on Settlements		-		-
Reimbursement Service Cost		-		-
Total Service Cost	16.43	**12.07**	17.06	**12.89**
Interest Expense on DBO	3.70	2.84	2.72	2.73
Interest (Income) on Plan Assets	(1.48)	(1.32)		-
Interest (Income) on Reimbursement Rights		-		-
Interest Expense on (Asset Ceiling) / Onerous Liability		-		-
Total Net Interest Cost	2.22	**1.52**	2.72	**2.73**
Reimbursement of Other Long Term Benefits		-		-
Defined Benefit Cost included in P & L	18.66	**13.59**	19.79	**15.62**
Remeasurements - Due to Demographic Assumptions	0.48	-	0.10	-
Remeasurements - Due to Financial Assumptions	(1.52)	0.41	(0.76)	0.22
Remeasurements - Due to Experience Adjustments	26.23	25.79	3.84	7.56
(Return) on Plan Assets (Excluding Interest Income)	(0.15)	0.15		-
(Return) on Reimbursement Rights		-		-
Changes in Asset Ceiling / Onerous Liability		-		-
Total Remeasurements in OCI	25.03	**26.35**	3.18	**7.78**
Total Defined Benefit Cost recognized in P&L and OCI	43.69	**39.94**	22.97	**23.41**
Discount Rate	7.73%	**6.94%**	7.73%	**6.94%**
Salary Escalation Rate	10.00%	**10.00%**	10.00%	**10.00%**

III. Change in Fair Value of Plan Assets

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Gratuity		Leave Encashment(Unfunded)	
Particulars	**31 March 2026**	**31 March 2025**	**31 March 2026**	**31 March 2025**
Fair Value of Plan Assets at the beginning	**21.15**	**16.42**	-	-
Interest Income	**1.47**	1.32	-	-
Employer Contributions	**0.32**	3.56	-	-
Employer Direct Benefit Payments	**26.13**	36.73	18.29	27.82
Employer Direct Settlement Payments		-	-	-
Benefit Payments from Plan Assets		-	-	
Benefit Payments from Employer	**(26.13)**	(36.73)	(18.29)	(27.82)
Settlement Payments from Plan Assets		-	-	-
Settlement Payments from Employer		-	-	-
Other (Employee Contribution, Taxes, Expenses)		-	-	-
Increase / (Decrease) due to effect of any business combination / divestiture / transfer)		-	- -	-
Increase / (Decrease) due to Plan combination		-	-	-
Remeasurements - Return on Assets (Excluding Interest Income)	**0.15**	(0.15)	-	-
Fair Value of Plan Assets at the end	**23.09**	21.15	-	-

Weighted Average Asset Allocations at end of current period

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Gratuity		Leave Encashment(Unfunded)	
Particulars	**31 March 2026**	**31 March 2025**	**31 March 2026**	**31 March 2025**
Equities	0%	0%	0%	0%
Bonds	0%	0%	0%	0%
Gilts	0%	0%	0%	0%
Insurance Policies	100%	100%	0%	0%
Total	**100%**	**100%**	**0%**	**0%**

IV. Amounts recognized in the Statement of Financial Position

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Gratuity		Leave Encashment(Unfunded)	
Particulars	**31 March 2026**	**31 March 2025**	**31 March 2026**	**31 March 2025**
Defined Benefit Obligation	85.58	66.39	**53.12**	48.44
Fair Value of Plan Assets	23.09	21.15	**-**	-
Funded Status	62.49	**45.25**	**53.12**	**48.44**
Effect of Asset Ceiling / Onerous Liability		-	**-**	-
Net Defined Benefit Liability / (Asset)	62.49	**45.25**	**53.12**	**48.44**

V. Net Defined Benefit Liability / (Asset) reconciliation

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Gratuity		Leave Encashment(Unfunded)	
Particulars	**31 March 2026**	**31 March 2025**	**31 March 2026**	**31 March 2025**
Net Defined Benefit Liability / (Asset) at the beginning				
Defined Benefit Cost included in P & L	**45.25**	**41.22**	**48.44**	**51.71**
Total Remeasurements included in OCI	**18.66**	13.59	**19.79**	15.62
Transfer in Liability from transferor company	**25.03**	26.35	**3.17**	7.78
Net Transfer In / (Out) (Including the effect of any business combination / divesture)		-		1.13
Amount recognized due to Plan Combinations		-		-
Employer Contributions	**(0.32)**	(3.56)		-
Employer Direct Benefit Payments	**(26.13)**	(36.73)	**(18.29)**	(27.82)
Employer Direct Settlement Payments		-		-
Credit to Reimbursements		-		-
Net Defined Benefit Liability / (Asset) at the end	**62.49**	**45.25**	**53.12**	**48.44**

VI. Experience Adjustments on Present Value of DBO and Plan Assets

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Gratuity		Leave Encashment(Unfunded)	
Particulars	**31 March 2026**	**31 March 2025**	**31 March 2026**	**31 March 2025**
(Gain) / Loss on Plan Liabilities	**26.23**	25.79	3.84	7.56
% of Opening Plan Liabilities	**39.50%**	44.74%	7.93%	14.62%
Gain / (Loss) on Plan Assets	**0.15**	-0.15	-	-
% of Opening Plan Assets	**0.70%**	-0.89%	-	-

VII. Sensitivity Analysis Discount Rate, Salary Escalation Rate and Withdrawal Rate are significant actuarial assumptions. The change in the Present Value of Defined Benefit Obligation for a change of 100 Basis Points from the assumed assumption is given below:

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Gratuity		Leave Encashment(Unfunded)	
Scenario	**Percentage Change**	**DBO**	**Percentage Change**	**DBO**
Under Base Scenario	0.00%	85,58,337	**0.0%**	53,11,981
Salary Escalation - Up by 1%	2.79%	87,97,454	**2.4%**	54,39,709
Salary Escalation - Down by 1%	-2.70%	83,26,840	**-2.3%**	51,87,897
Withdrawal Rates - Up by 1%	-0.45%	85,19,617	**-0.1%**	53,04,119
Withdrawal Rates - Down by 1%	0.46%	85,98,050	**0.2%**	53,20,182
Discount Rates - Up by 1%	-2.15%	83,74,210	**-1.7%**	52,19,821
Discount Rates - Down by 1%	2.27%	87,52,481	**1.8%**	54,08,915
Mortality Rates-Up by 10%	0.00%	85,58,461	**0.0%**	53,11,706
Mortality Rates-Down by 10%	0.00%	85,58,213	**0.0%**	53,12,256

VIII. Bifurcation of Present Value of Obligations at the end of the valuation period as per Schedule III of the Companies Act, 2013

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	Gratuity		Leave Encashment(Unfunded)	
	As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
Current Liabilities	**25.68**	21.16	**20.83**	22.31
Non- current Liabilities	59.90	45.23	**32.29**	26.13

Notes forming part of Financial statements

Note 39. Contingencies and Commitments:

Claims against the company acknowledged as debts

i) On account of Direct tax matter* - Rs. 94.44 Lakhs (31 March 2025: 94.44 lakhs)

ii) Other claims#
In the ordinary course of business, the Company faces claims and assertions by various parties. The Company assesses such claims and assertions and monitors the legal environment on an ongoing basis, with the assistance of external legal counsel, wherever necessary. The Company records a liability for any claims where a potential loss is probable and capable of being estimated and discloses such matters in its financial statements, if material. For potential losses that are considered possible, but not probable, the Company provides disclosure in the financial statements but does not record a liability in its accounts unless the loss becomes probable.

The following is a description of claims and assertions where a potential loss is possible, but not probable. The Company believes that none of the contingencies described below would have a material adverse effect on the Company's financial condition, results of operations or cash flows.

#Claims
There are various claims against the Company, the majority of which pertain to government body investigations with regards to regulatory compliances (Regulation of Supply, Distribution, Sale and fixation of Sale Price Act, Essential Commodities Act, Andhra Pradesh Cotton Seeds Act) for seed sampling failure and consumer complaints under the consumer protection Act 1986 & 2019 regarding with this matter the amount of possible liability is not ascertainable based on the opinion given by the management accordingly the same has disclosed in accordance with Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

Note 40. Related Party Transactions

a)Following is the list of related parties and their relationships

Sl No	Name of the Related Party	Nature of Relationship
1	Tidas Agrotech Private Limited	Wholly Owned Subsidiary
2	Vijay Kumar Deekonda	Whole Time Director & Chief Financial Officer (Till 14-11-2025)
3	Srinivasa Rao Paturi	Non Executive & Non Independent Director
4	P S Rao & Associates	Entity in which Director is a Partner
5	Suryanarayana Simhadri	Independent Director
6	Sateesh Kumar Puligundla	Independent Director
7	Venkata Krishna Rau Gogineni	Chairman & Independent Director (Till 20-05-2025)
8	Munnangi Jayaram Prasad	Non Executive & Non Independent Director
9	Neha Soni	Independent Director
10	Hari Singh Chauhan	Chief executive Officer (Till 31-10-2024)
11	Kishan Dumpeta	Chief Executive Officer
12	Sheshu Babu Dharla	Chief Financial Officer (Till 16-08-2024)
13	K Anagha Devi	Company Secretary
14	Ranjith Mupparapu	Chief Financial Officer (From 14.11.2025)
15	Satyanarayana Pathuri	Brother of Director

b) Related party transactions for the year are as follows:-

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Sl No	Name of the Related Party	Nature of Relationship	Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
1	Tidas Agrotech Private Limited	Wholly Owned Subsidiary	Loans/Advances Given	36.00	15.00
			Interest amount	8.44	
2	Vijay Kumar Deekonda	Whole time Director Chief Financials Officer	Remuneration Paid	13.80	13.80
3	Srinivasa Rao Paturi	Non Executive & Non Independent Director	Sitting Fees Paid	0.80	0.80
			Rent	-	1.20
4	P S Rao & Associates	Entity in which Director is a Partner	Loan	50.00	-
			Interest Payable	1.48	-
5	Suryanarayana Simhadri	Independent Director	Sitting Fees Paid	1.30	1.05
6	Sateesh Kumar Puligundla	Independent Director	Sitting Fees Paid	1.00	0.95
7	Venkata Krishna Rau Gogineni	Chairman & Independent Director	Sitting Fees Paid	-	0.30
8	Munnangi Jayaram Prasad	Non Executive & Non Independent Director	Sitting Fees Paid	0.40	0.10
9	Neha Soni	Independent Director	Sitting Fees Paid	1.10	1.45
10	Hari Singh Chauhan	Chief executive Officer	Remuneration	-	107.05
11	Kishan Dumpeta	Chief executive Officer	Remuneration	86.24	19.49
12	Sheshu Babu Dharla	Chief Financial Officer	Remuneration	-	20.69
13	K Anagha Devi	Company Secretary	Remuneration	8.68	6.98
14	Ranjith Mupparapu	Chief Financial Officer	Remuneration	7.33	-
15	Satyanarayana Pathuri	Brother of Director	Rent	1.44	0.24

c) Related party outstanding balances are as follows:-

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Sl No	Name of the Related Party	Nature of Relationship	Particulars	As at 31 March 2026	As at 31 March 2025
1	Tidas Agrotech Private Limited	Wholly Owned Subsidiary	Loans & Advances	189.22	153.23
			Interest receivable	8.44	-
2	Srinivasa Rao Paturi	Non Executive & Non Independent Director	Sitting Fees Payable	0.18	0.09
3	P S Rao & Associates	Entity in which Director is a Partner	Loan+Interest amount	51.48	-
4	Suryanarayana Simhadri	Independent Director	Sitting Fees Payable	0.27	0.14
5	Sateesh Kumar Puligundla	Independent Director	Sitting Fees Payable	0.27	0.09
6	Munnangi Jayaram Prasad	Non Executive & Non Independent Director	Sitting Fees Payable	0.10	0.09
7	Neha Soni	Independent Director	Sitting Fees Payable	0.23	0.14
8	Satyanarayana Pathuri	Brother of Director	Rent	0.12	0.12

Notes forming part of Financial statements

Note 41. The disclosure pursuant to the Micro, Small and Medium Enterprises Development Act,2006, (MSMED Act) for dues to micro enterprises and small enterprises as at March 31, 2026 and March 31, 2025 is as under

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	As at 31 March 2026	As at 31 March 2025
a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	82.41	41.17
(i) Principal amount due	82.41	41.17
(ii) Interest due on above	4.74	-
b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;		
c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;		
d) the amount of interest accrued and remaining unpaid at the end of each accounting year;	-	-
e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-

Note: The list of undertakings covered under MSMED Act was determined by the Company on the basis of information available with the Company.

Note 42. Disclosure pursuant to Indian Accounting Standard (Ind AS) 108 “Operating Segments”

a) The Company’s operations predominantly consist of Sale of Agriculture Seeds. The Company’s Chief Operating Decision Maker (CODM) review the operations of the company as a single reportable segment only. Hence there are no reportable segments under Ind AS 108. Accordingly, the disclosure requirements specified in paragraphs 22 to 30 are not applicable.

b) Geographical information

The Company operates in single principal geographical area i.e., India. Though the Company has operations across various geographies within India, the same are considered as a single operating segment considering the following factors:-
-These operating segments have similar long term gross profit margins

-The nature of the products and production processes are similar and the methods used to distribute the products to the customers are the same.

c) In view of the above mentioned classification of business and geographical segments the particulars relating to Segment revenue and results, Segment assets and liabilities, Other segment information, revenue from major products and services, geographical information are not required to be furnished.

Notes forming part of Financial statements

Note 43. Financial Instruments
A. Accounting classifications and fair values
The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. (All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Amortised Cost	Fair Value	Amortised Cost	Fair Value
Financial Assets				
Investments	79.62	-	74.07	-
Loans and advances	1,205.55	-	1,087.58	-
Other Financial Assets (Non Current)	38.86	-	41.15	-
Trade Receivables	1,076.65	-	967.43	-
Cash and cash equivalents	1.62	-	354.35	-
Bank Balance other than (ii) above	6.98	-	-	-
Other Financial Assets (Current)	0.57		51.20	
Total Financial Assets	**2,409.86**	**-**	**2,575.78**	**-**

Financial liabilities				
Non Current				
Borrowings	-	-	-	-
Other Financial Liabilities	-	-	-	-
Lease Liabilities	40.75		-	-
Current		-		-
Borrowings	1,860.33	-	60.27	-
Trade payables	3,671.55	-	4,073.03	-
Lease Liabilities	25.13	-	1.25	-
Other financial liabilities	115.44		362.60	
Total Financial liabilities	**5,713.19**	**-**	**4,497.15**	**-**

The carrying amounts of cash and cash equivalents, bank balances other than cash and cash equivalents (including earmarked balances with banks), trade receivables, loans, other financial assets, borrowings, trade payables and other financial liabilities as at March 31, 2026 and March 31, 2025 approximate their respective fair values due to the short-term maturities of these instruments or because they bear interest at market rates, where applicable. Lease liabilities are recognised and measured in accordance with Ind AS 116. Accordingly, fair value disclosures for lease liabilities are not required under Ind AS 107.

Measurement of fair values
i).Transfer between Level 1 and 2
There have been no transfers from Level 2 to Level 1 or vice-versa in the current year and no transfers in either direction in previous year.

Note 44.Financial risk management objectives and policies

The Company's financial liabilities comprise mainly of borrowings, trade payables and other payables. The Company's financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, loans, trade receivables and other receivables.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Board of Directors of the Company has overall responsibility for the establishment and oversight of the Company's risk management framework. In performing its operating, investing and financing activities, the Company is exposed to the Credit risk and Liquidity risk.

Notes forming part of Financial statements

1. Market Risk:

Market risk is the risk of loss of future earnings, fair values or future cash flows that may results from change in the price of a financial instrument. The value of a financial instrument may change as result of change in the interest rates, foreign currency exchange rates, equity prices and other market changes may affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments and deposits, foreign currency receivables, payables and loans and borrowings. Market risk comprises mainly three types of risk:

Interest rate risk, currency risk and other price risk such as equity price risk and commodity risk.

The Company has an elaborate risk management system to inform Board Members about risk management and minimization procedures

a) Interest Rate Risk :-

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to interest rate risk primarily arises from its floating rate bank borrowings, which are linked to the External Benchmark Lending Rate (EBLR). The Company also has fixed rate borrowings, including short-term borrowings from related parties, which are not exposed to cash flow interest rate risk.

The Company manages its interest rate risk by periodically reviewing prevailing market interest rates and its borrowing portfolio and by negotiating competitive borrowing terms with lending institutions. The Company's objective is to optimise its borrowing costs while maintaining an appropriate capital structure.

Interest Rate Sensitivity: The sensitivity analysis below has been determined based on the exposure to floating rate borrowings outstanding as at the reporting date. A reasonably possible change of 100 basis points (1%) in interest rates has been considered. The analysis assumes that all other variables remain constant and reflects the impact on profit before tax due to changes in finance costs on floating rate borrowings. Fixed rate borrowings have not been included in the sensitivity analysis.

Particulars	As at 31 March 2026	As at 31 March 2025
Floating rate borrowings	1,755.74	Nil
Increase in interest rate by 100 basis points – Decrease in Profit Before Tax	-17.56	Nil
Decrease in interest rate by 100 basis points – Increase in Profit Before Tax	17.56	Nil

b) Commodity Price Risk and Sensitivity:

Commodity price fluctuations can have an impact on the demand of seeds for particular crop. Therefore, we track the commodity price movements very closely and take advance production decisions accordingly. In addition to the above, Company also maintains a strategic buffer inventory to ensure that such disruptions do not impact the business significantly.

c) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to foreign currency risk arises primarily from the import of vegetable seeds and services denominated in foreign currencies. Fluctuations in foreign exchange rates may affect the cost of imports and the related cash flows.

The Company monitors its foreign currency exposures on an ongoing basis and manages the associated risks by reviewing exchange rate movements and the timing of foreign currency payments. The Company does not use derivative financial instruments or other hedging instruments to manage its foreign currency risk.

The Company did not have any material outstanding foreign currency monetary assets or liabilities as at March 31, 2026 and March 31, 2025. Accordingly, no foreign currency sensitivity analysis has been presented.

Notes forming part of Financial statements

i) Expenditure in Foreign exchange

Particulars	For the Year Ended March 31, 2026	For the Year Ended March 31, 2025
Import of Vegetable seeds & Services	16.85	27.63
Total	**16.85**	**27.63**

ii) Earnings in Foreign exchange

Particulars	For the Year Ended March 31, 2026	For the Year Ended March 31, 2025
FOB Value of Exports	-	-
Interest Earned	-	-
Total	**-**	**-**

2. Credit Risk:

Credit risk is the risk that a counterparty will fail to fulfil its contractual obligations under a financial instrument, resulting in a financial loss to the Company. The Company's exposure to credit risk arises principally from trade receivables, loans, bank balances and other financial assets.

a) Trade Receivables: Customer credit risk is managed in accordance with the Company's established credit policy, procedures and internal controls. The Company assesses the creditworthiness of its customers based on their financial position, past payment history and other relevant factors before extending credit.

Credit risk is mitigated, to the extent possible, by obtaining advances from customers prior to the commencement of respective cropping seasons (Kharif and Rabi), based on business requirements and customer relationships. The Company has a well-defined credit and sales policy to minimise the risk of credit defaults. Outstanding trade receivables are regularly monitored and reviewed for recoverability.

The Company applies the simplified approach prescribed under Ind AS 109 for measuring expected credit losses on trade receivables. Expected credit losses are measured based on lifetime expected credit losses using a provision matrix, considering historical credit loss experience, ageing of receivables and forward-looking information, where appropriate. The expected credit loss allowance is reviewed at each reporting date to reflect changes in credit risk and collection experience. However a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively.

3. Liquidity Risk:

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due. The Company relies on a mix of borrowings and operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium term expansion needs. The Company monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowings facilities at all times so that the Company does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities.

Note 45. Ageing of Trade Receivables.
Trade Receivable ageing schedule:
As at 31 March 2026

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months- 1year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables-considered good	758.05	173.66	208.90	143.55	189.48	1,473.64
(ii) Undisputed trade receivables -which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed trade receivable -credit impaired	-	-	-	-	-	-
(iv) Disputed trade receivables -which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed trade receivables -credit impaired	-	-	-	-	-	-
Total	**758.05**	**173.66**	**208.90**	**143.55**	**189.48**	**1,473.64**
Less: Allowance for credit impaired receivables						**395.45**
Less: Provision for expected Sales returns						**1.54**
Net Trade Receivables						**1,076.65**

As at 31 March 2025

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months-1year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables-considered good	565.22	258.37	200.79	232.23	7.02	1,263.63
(ii) Undisputed trade receivables -which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed trade receivable -credit impaired	-	-	-	-	-	-
(iv) Disputed trade receivables -which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed trade receivables -credit impaired	-	-	-	-	-	-
Total	**565.22**	**258.37**	**200.79**	**232.23**	**7.02**	**1,263.63**
Less: Allowance for credit impaired receivables						**265.21**
Less: Provision for expected Sales returns						**30.98**
Net Trade Receivables						**967.43**

Note 46. Ageing of Trade Payable.

Trade Payable ageing schedule:

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	Trade Payable Outstanding as on 31 March 2026					
	Unbilled	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	82.41	-	-	-	82.41
(ii) Others	-	3,589.14	-	-	-	3,589.14
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-	-
Total	**-**	**3,671.55**	**-**	**-**	**-**	**3,671.55**

Particulars	Trade Payable Outstanding as on 31 March 2025					
	Unbilled	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	41.17	-	-	-	41.17
(ii) Others	-	4,031.86	-	-	-	4,031.86
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-	-
Total	**-**	**4,073.03**	**-**	**-**	**-**	**4,073.03**

Note 47. Capital Management:

Equity Share Capital and other equity are considered for the purpose of company capital Management. The Company manages its capital so as to safeguard its; ability to continue as going concern and to provide optimum return to share holders. The Management and Board of directors monitors the return on capital. The company may take appropriate steps in order to maintain or if necessary adjust its capital structure.

Note 48. Ratio Analysis

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

S. No.	Particulars	Numerator	Denominator	Current Period	Previous Period	Variance in (%)	Reasons for Difference
1	Current Ratio (in times)	Total Current Assets	Total Current Liabilities	1.07	1.26	-15%	NA
2	Debt-Equity Ratio (in times)	Total Debt (includes lease liabilities)	Shareholder's Equity	0.20	0.01	3227%	Note A
3	Debt Service Coverage Ratio (in times)	Earning for Debt Service=Net Profit after taxes+Non-cash operating expenses+Interest+Other non-cash adjustments	Debt Service=Interest and lease payments+Principal repayments	0.16	0.07	114%	Note B
4	Return on Equity Ratio (in %)	Profit for the year less preference dividend (if any)	Average Total Equity	-0.06	-0.13	-56%	Note C
5	Inventory turnover ratio (in times)	COGS/Sales	Average Inventory	0.80	0.96	-16%	NA
6	Trade Receivables turnover ratio (in times)	Revenue from Operations	Average Trade Receivables	7.12	5.80	23%	NA
7	Trade payables turnover (in times)	Net Credit Purchases	Average Trade Payables	1.59	2.41	-34%	Note D
8	Net capital turnover ratio (in times)	Revenue from Operations	Average working capital ('Total Current Assets-'Total Current Liabilities)	13.05	3.76	247%	Note E
9	Net profit ratio (in %)	Profit for the year	Revenue from Operations	-0.08	-0.18	-54%	Note F
10	Return on Capital employed (in %)	Profit before tax and finance costs	Capital Employed= Net Worth+Lease Liabilities+Deferred Tax Liabilities	-0.09	-0.16	-43%	Note G

Note A: The increase is primarily due to higher working capital and short-term borrowings during the year compared to negligible borrowings in the previous year.

Note B: The increase is primarily attributable to improvement in operating performance and cash accruals during the year, resulting in improved coverage of debt servicing obligations.

Note C: The improvement is primarily attributable to a reduction in the loss during the year compared with the previous year, resulting in a lower negative return on shareholders' equity.

Note D: The decrease is primarily attributable to an increase in average trade payables during the year, resulting in a relatively longer credit period availed from suppliers.

Note E: The ratio increased primarily due to higher revenue from operations and lower average working capital during the year.

Note F: The ratio improved primarily due to a reduction in net loss during the year.

Note G: The improvement is primarily attributable to a reduction in the loss during the year and improvement in operating performance, resulting in a lower negative return on capital employed.

Note 49.

Previous year figures are regrouped wherever considered necessary to confirm to current year classification.

Note 50. Additional Regulatory Information

i. The Company does not have any immovable property held in the name of the company other than Properties where company is Lessee and lease agreements are duly executed in the favour of lessee.

ii. The Company did not have any Investment Property during the year.

iii. The company has not revalued its Property, Plant and Equipment during the year.

iv. The Company has not Revalued any of its Intangible assets held in the name of the company during the year.

v. "The Company has made Loans and Advances in the nature of Loans grantd to Promoters, Director's, KMP's and related parties of Rs. (in lakhs)."

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Type of Borrower	As at 31 March 2026		As at 31 March 2025	
	Amount of loan or advance in the nature of loan outstanding	% of total loans and advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	% of total loans and advances in the nature of loans
Promoters	-	-	-	-
Directors	-	-	-	-
KMPs	-	-	-	-
Related Parties	197.67	100%	153.23	100%
Total	**197.67**	**100%**	**153.23**	**100%**

vi. Product under Development

Ageing for product under development as at March 31, 2026 is as follows:

Particulars	Amount in Product under Development for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Project-in-progress					
Product under Development	221.36	-	-	190.39	411.75
Total	**221.36**	**-**	**-**	**190.39**	**411.75**

Ageing for product under development as at March 31, 2025 is as follows:

Particulars	Amount in Product under Development for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Project-in-progress					
Product under Development	-	-	76.84	113.55	190.39
Total	**-**	**-**	**76.84**	**113.55**	**190.39**

vii. No proceedings have been initiated during the year or are pending against the company at March 31, 2026 and March 31, 2025 for holding any Benami property under Benami transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made there under.

viii. There are no charges or satisfaction to be registered with ROC beyond the statutory period.

ix. The Company has not declared as wilful defaulter by any bank, financial Institution or other lender.

x. There are no Transactions with struck off companies u/s 248/250 of the Companies Act, 2013.

xi The Company is in compliance with number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of layers) Rules,2017.

xii. The company has not advanced/loaned/invested or received funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

xiii There are no regulatory account balances during the year.

xiv. The Company is not required to apply its funds to Corporate Social Responsibility activities (CSR) u/s 135 of The Companies Act, 2013.

xv. The Company does not have any Undisclosed Income during the Year.

xvi The Company has not invested in Crypto currency or Virtual currency.

Note 51
Empolyee Stock Options

Pursuant to the Scheme of amalgamation sanctioned by the Hon'ble National Company Law Tribunal, Bench at Hyderabad vide its order dated 12th day of November, 2021 Grandeur Products Limited was merged with our Company Tierra Agrotech Limited. Two employee benefit plans, namely, Grandeur Employee Stock Option Scheme II, 2016 (GPLESOS II, 2016) and the Grandeur Employees Stock Purchase Scheme 2017" ("GPL-ESPS 2017") were formulated vide special Resolution passed by the Shareholders of Grandeur Products Limited dated 8th November, 2016 and at Extra Ordinary General Meeting held on 25th March, 2017 respectively , Upon the Merger of Grandeur Products Limited with Tierra Agrotech Limited, the aforesaid schemes are continued as Schemes of Tierra Agrotech Limited. Details regarding the above mentioned schemes along with their status as follows.

Scheme 1: The company has instituted Grandeur Products Limited Employees Stock Option Scheme II (GPLESOS II, 2016) of 7,50,000 stock options of Rs. 10/- each which is exercise price or any other price as decided by Nomination and Remuneration Committee of the Company, the options issued under this scheme are convertible into equity shares and the vesting period of options is one year not later than two years from the date of grant of options issued under this scheme issued to the eligible employees of the company (as decided by management) and the scheme was approved by the Shareholders through postal ballot dated 8th November, 2016.3 In accordance with the Scheme :

Scheme 2: The company also approved to grant a maximum of 7,50,000 equity shares of Rs. 10/- each under the scheme namely Grandeur products limited Employees Stock Purchase Scheme 2017 (GPL-ESPS, 2017) through Grandeur Products Limited Employees Welfare Trust (GPL Trust). The company provided a loan of amount Rs. 61,19,600/- for acquisition of 6,11,960 allotted shares to GPL Trust & this was approved by shareholders of the company at the Extra Ordinary General Meeting held on 25th March, 2017. The purchase price of the share issued/granted shares under this scheme to GPL Trust will be determined by the Board of Trustees of the GPL Trust in consultation with the board of directors of the company & Nomination and Remuneration Committee of the Company.

Particulars	For the year ended 31, March 2026	For the year ended 31, March 2025	For the year ended 31, March 2026	For the year ended 31, March 2025
	No of Share Options		No of Shares	
	Scheme 1	Scheme 1	Scheme 2	Scheme 2
Options outstanding at the beginning of the year	3,00,000	-		2,00,000
Add: Shares issued on exercise of Employee Stock Option Plan/ Scheme	-	-	-	-
Granted during the year	-	3,00,000	-	-
Vested / Allotted during the year	-	-	-	-
Exercised during the year	-	-	-	-
Lapsed during the year	-	-		-2,00,000
Forfeited during the year	-	-	-	-
Options outstanding at the end of the year	3,00,000	3,00,000	-	-
Options exercisable at the end of the year	**3,00,000**	**3,00,000**	**-**	**-**

INDEPENDENT AUDITOR'S REPORT

To
The Members of Tierra Agrotech Limited
Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Tierra Agrotech Limited** (hereinafter referred to as the "Holding Company") and its subsidiary (the Holding Company, its subsidiary together referred to as "the Group") which comprise the Consolidated Balance Sheet as at March 31, 2026, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and a summary of material accounting policies and other explanatory information (hereinafter referred to as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 as amended ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at 31 March 2026, and their consolidated loss, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated 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.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters.

S. No	Key Audit matter	How the matter was addressed in Audit
1	**Revenue:** Management's estimate for provisions regarding sales returns and discounts and schemes is critical for the financial statements for the year ended 31 March 2026. This is due to: The complexity and judgment involved in forecasting returns and discount rates. The significance of these estimates on the reported revenue, which is a key performance measure. The potential for management bias in estimating provisions. Management bases its estimates on historical data and current market trends. Given the inherent uncertainties and the significant judgment involved, this matter was identified as a key audit matter. Refer Note 1.6, 27 to the Consolidated Financial Statements.	**Principal Audit procedures:** We have performed the following principal audit procedures in relation to revenue recognised: • Assessing the appropriateness of the company's revenue recognition accounting policies in line with Ind AS 115 ("Revenue from Contracts with Customers"). • Understanding and testing of design and operating effectiveness of Internal controls in place relating to recognition and measurement of sales returns and discount amounts. • Testing of relevant information technology general controls, automated controls, and the related information used in recording and disclosing revenue. • We obtained written representations from management regarding the basis of their estimates and their assessment of the impact of current market conditions. • Performed analytical procedures on current year revenue based on seasonal trends and where appropriate, conducting further enquiries and testing. • Reviewed reasonableness of estimates made by management in respect of sales return of previous year by comparing them with actual returns. • Substantive testing of Sales, sales returns and discounts with the underlying documents on a sample basis. Testing of supporting documentation for sales return transactions recorded during the period closer to the year end and subsequent to year end, including examination of credit notes issued after the year end to determine whether the returns were recognised in respective accounting period.

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

- The Holding Company's Management and Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements and auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.
- Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

Management's Responsibility for the Standalone Financial Statements

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

In preparing the consolidated financial statements, respective management and Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Companies included in the Group are responsible for overseeing the financial reporting process of the respective entities

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on the internal financial controls with reference to the consolidated financial statements and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in the section titled "Other Matter" in this audit report.

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

We communicate with those charged with governance of the Holding Company included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matter

We did not audit the financial statements and other financial information of Tidas Agrotech Private Limited (the subsidiary company) included in the consolidated financial statements of the Group, whose financial statements reflect total assets of Rs. 636.79 Lakhs as at 31 March 2026 and the total revenue of Rs. 2,574.25 Lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial information of Tidas Agrotech Private Limited have been audited by the other auditor whose report has been furnished to us by the management, and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary company is based solely on the report of other auditor.

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

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

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

B. As required by Section 143(3) of the Act, based on our audit and on the consideration of the report of the other auditor on the financial statements of the subsidiary audited by such other auditor, as noted in the “Other Matters” paragraph, we report, to the extent applicable, that:3. As required by Section 143(3) of the Act, based on our audit we report that:

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

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

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

e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditor who is appointed under Section 139 of the Act, of its subsidiary company, none of the directors of the Group's companies is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" to this report.

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

   i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group Refer Note 38 to the consolidated financial statements;

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

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

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

      b) The respective Managements of the Holding Company and its subsidiary company have represented that, to the best of their knowledge and belief, no funds have been received by the Holding Company or its subsidiary company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiary company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

      c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

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

h) Based on our examination which included test checks, and that performed by the auditor of the subsidiary company which is incorporated in India whose financial statements have been audited under the Act, the Holding Company and its subsidiary company have used accounting software for maintaining their respective books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we and the auditor of the above referred subsidiary company did not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Holding Company and its subsidiary company as per the statutory requirements for record retention.

C. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by the auditor of the subsidiary company included in the consolidated financial statements of the Group, to which reporting under CARO is applicable, we report that the auditor of such company has not reported any qualifications or adverse remarks in their CARO report.

For **Ramasamy Koteswara Rao and Co LLP**,
Chartered Accountants
ICAI Firm Registration No: 010396S/S200084

Sd/-
Murali Krishna Reddy Telluri
Partner
Membership No. 223022
UDIN: 26223022YVTQVP5309

Place: Hyderabad
Date: May 26, 2026

Annexure-A to the Independent Auditors' Report

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Tierra Agrotech Limited of even date)

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

In conjunction with our audit of the consolidated financial statements of Tierra Agrotech Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2026, we have audited the internal financial controls over financial reporting of the Holding Company and its subsidiary company, which is a company incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Boards of Directors of the Holding Company and its subsidiary company, which is a company incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective companies 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 (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of their respective businesses, including adherence to the respective company's policies, the safeguarding of their assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Holding Company and its subsidiary company, which is a company incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor of the relevant subsidiary company in terms of their report referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Group's internal financial controls system with reference to consolidated financial statements.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on the internal financial controls over financial reporting of the subsidiary company, which is a company incorporated in India, the Holding Company and its subsidiary company, which is a company incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at 31 March 2026, based on the internal financial control over financial reporting criteria established by the respective companies 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.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to the subsidiary company, which is a company incorporated in India, is based solely on the corresponding report of the auditor of such company incorporated in India.

Our opinion is not modified in respect of the above matter.

For **Ramasamy Koteswara Rao and Co LLP**,
Chartered Accountants
ICAI Firm Registration No: 010396S/S200084

Sd/-
Murali Krishna Reddy Telluri
Partner
Membership No. 223022
UDIN: 26223022YVTQVP5309

Place: Hyderabad
Date: May 26, 2026

Consolidated Balance Sheet as at March 31, 2026

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
I	**ASSETS**			
	Non-Current Assets			
	(a) Property, Plant and Equipment	2	113.79	153.50
	(b) Capital work in progress		-	-
	(c) Goodwill	3	1,599.05	1,446.08
	(d) Other Intangible assets	3	3,772.39	3,838.85
	(e) Product under Development	4	411.75	190.39
	(f) Right of Use Asset	5	63.07	1.04
	(g) Financial Assets			
	(i) Investments		-	-
	(ii) Loans and advances	6	1,007.88	1,087.58
	(iii) Other Financial Assets	7	38.86	41.15
	(h) Deferred tax Asset (Net)	8	2,733.99	2,324.94
	Total Non-Current Assets		**9,740.80**	**9,083.53**
	Current Assets			
	(a) Inventories	9	7,184.27	6,499.91
	(b) Financial Assets			
	i) Trade Receivables	10	1,633.42	967.43
	ii) Cash and cash equivalents	11	33.10	354.35
	iii) Bank Balance other than (ii) above	12	6.98	-
	iv) Other Financial Assets	13	0.57	51.20
	(c) Current Tax Assets (net)	14	50.79	56.21
	(d) Other current assets	15	408.19	441.80
	Total Current Assets		**9,317.32**	**8,370.91**
	Total Assets		**19,058.12**	**17,454.43**
II	**EQUITY AND LIABILITIES**			
	Equity			
	(a) Share Capital	16	6,559.37	6,559.37
	(b) Other Equity	17	3,254.10	3,774.24
	Total Equity		**9,813.47**	**10,333.61**
	Liabilities			
	Non - current liabilities:			
	(a) Financial Liabilities			
	i) Borrowings		-	-
	ii) Other Financial Liabilities		-	-
	iii) Lease Liabilities	18	40.75	-
	(b) Provisions	19	92.20	71.36
	(c) Deferred tax Liabilities (Net)			-
	(d) Other non-Current liabilities	20	448.64	425.27
	Total Non-Current Liabilities		**581.58**	**496.63**
	Current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	21	1,860.33	60.27
	(ii) Lease Liabilities	22	25.13	1.25
	(iii) Trade payables			
	(a) Total Outstanding dues of Micro and Small Enterprises	23	82.41	41.17
	(b) Total Outstanding dues other than Micro and Small Enterprises	23	4,076.99	4,031.86
	(iv) Other financial liabilities	24	116.89	362.60
	(b) Provisions	25	137.92	209.74
	(c) Other Current Liabilities	26	2,363.40	1,917.31
	Total Current liabilities		**8,663.07**	**6,624.19**
	Total Equity and Liabilities		**19,058.12**	**17,454.43**
	Material accounting policies	**1**		

The notes form an integral part of these financial statements 1 to 48

As per our Report of even date
For Ramasamy Koteswara Rao and Co LLP
Chartered Accountants
Firm Registration Number :010396S/S200084

Sd/-
Murali Krishna Reddy Telluri
Partner
M No. 223022

Place: Hyderabad
Date: 26-05-2026

For and on behalf of Board of Directors of
Tierra Agrotech Limited

Sd/-
Vijay Kumar Deekonda
Wholetime Director
DIN: 06991267

Sd/-
Suryanarayana Simhadri
Director
DIN: 01951750

Sd/-
Kishan Dumpeta
Chief Executive Officer

Sd/-
Ranjith Mupparapu
Chief Financial Officer

Sd/-
Abhinash Pulyala
Company Secretary & Compliance Officer

Statement of Consolidated Profit and loss for the year ended 31, March 2026

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Particulars	Note No.	For the Year Ended March 31, 2026	For the Year Ended March 31, 2025
I	Revenue from operations	27	9,846.71	6,563.32
II	Other income	28	154.38	98.40
III	**Total Income (I + II)**		**10,001.10**	**6,661.72**
IV	**Expenses:**			
	Purchases and Direct Expenses	29	8,685.44	7,468.43
	Changes in inventories of finished goods work-in-progress and Stock-in-Trade	30	-684.36	-2,353.45
	Employee benefits expense	31	1,227.92	1,503.22
	Finance costs	32	175.93	8.01
	Depreciation and amortization expense	33	124.64	141.26
	Other expenses	34	1,370.06	1,474.97
	Total Expenses (IV)		**10,899.63**	**8,242.43**
V	**Profit before exceptional items and tax (III-IV)**		**(898.53)**	**(1,580.71)**
VI	Exceptional items		-	-
VII	**Profit before tax (V - VI)**		**-898.53**	**(1,580.71)**
VIII	**Tax expense:**			
	(1) Current tax exp		-	-
	(2) Deferred tax	35	-400.16	-422.47
	(3) MAT Credit Entitlement		-	-
IX	**Profit/(Loss) for the period from continuing operations (VII-VIII)**		**-498.37**	**(1,158.24)**
X	Profit/(loss) from discontinuing operations		-	-
XI	Tax expense of discontinuing operations		-	-
XII	**Profit/(loss) from Discontinuing operations (after tax) (X-XI)**		**-**	**-**
XIII	**Profit (Loss) for the period (IX + XII)**		**-498.37**	**(1,158.24)**
XIV	**Other Comprehensive Income**			
	(i) Items that will not be reclassified to profit or Loss		-28.21	-34.13
	(ii) Income tax relating to items that will not be reclassified to profit or loss		7.33	8.87
	(iii) Income relating to items that will be reclassified to profit or loss		-	-
	(iv) Income tax relating to items that will be reclassified to profit or loss		-	-
	Total other comprehensive income/(loss), net of taxes		**-20.87**	**-25.26**
XV	**Total Comprehensive Income for the period (XIII+XIV)**		**-519.25**	**(1,183.50)**
	Earnings per equity share: (of Face Value of Rs.10 Each)			
	(1) Basic Earnings Per Share		-0.78	-1.81
	(2) Diluted Earnings Per Share		-0.78	-1.81

The notes form an integral part of these financial statements 1 to 48

As per our Report of even date
For Ramasamy Koteswara Rao and Co LLP
Chartered Accountants
Firm Registration Number :010396S/S200084

Sd/-
Murali Krishna Reddy Telluri
Partner
M No. 223022

Place: Hyderabad
Date: 26-05-2026

For and on behalf of Board of Directors of
Tierra Agrotech Limited

Sd/-
Vijay Kumar Deekonda
Wholetime Director
DIN: 06991267

Sd/-
Suryanarayana Simhadri
Director
DIN: 01951750

Sd/-
Kishan Dumpeta
Chief Executive Officer

Sd/-
Ranjith Mupparapu
Chief Financial Officer

Sd/-
Abhinash Pulyala
Company Secretary & Compliance Officer

Statement of Consolidated Cash flows for the Year Ended March 31, 2026

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	For the Year Ended March 31, 2026	For the Year Ended March 31, 2025
A. Cash Flows From Operating Activities:		
Net profit before taxation, and exceptional items	(898.53)	(1,580.71)
Adjusted for :		
Interest debited to P&L A/c	153.81	5.28
Interest on Lease	8.42	1.25
Interest on Fixed Deposit	(0.86)	(32.52)
Creditors Balances Written back	2.70	(8.68)
Gratuity and Leave encashment provision	39.19	30.53
Provision for Expected Credit Losses	134.57	101.19
Interest income on Rental deposits	-5.56	-
Interest Income from Loan to related parties	-	-
Loss on recognition of Lease Liability	0.87	-
Gain on termination of lease	-2.35	(0.39)
Profit on sale of Intangible asset	-57.12	-
Depreciation and amortization expense	124.64	141.26
Operating profits before working capital changes	**(500.22)**	**(1,342.79)**
Changes in current assets and liabilities		
Decrease /(Increase) in Inventories	(684.36)	(2,353.45)
Decrease/(Increase)Trade Receivables	(800.55)	227.30
(Increase)/ Decrease in Other Current assets and Financial Assets	84.23	62.30
Decrease/(Increase) in Other non-Current Financial Assets	2.29	7.40
Decrease/(Increase) in Bank Balance other than (ii) above	-6.98	
Increase/ (Decrease) in Trade Payables	83.67	1,953.31
Increase/ (Decrease) in Other Financial Liabilities (Current and Non current)	(245.71)	101.85
Increase/ (Decrease) in Provisions (Non-current & Current)	(118.37)	(29.79)
Increase/(Decrease) in Other Current Liabilities	446.09	(683.57)
Increase/(Decrease) in Other Non current Liabilities	23.37	21.41
Increase/(Decrease) in Loans and advances (Non-current)	79.69	(914.85)
Cash generated from operations	**(1,636.83)**	**(2,950.89)**
Income tax Refund/ (paid)	**5.42**	(7.87)
Net cash generated from (used in) operating activities (A)	**(1,631.41)**	**(2,958.76)**
B. Cash Flows From Investing Activities:		
Payment for Purchase of PPE CWIP (Net of sale proceeds)	0.06	(7.70)
Payments for Purchase of Intangible Assets	(152.97)	
Product Development Expenditure	(221.36)	
Sale of Intangible Assets	68.00	
Investments in Subsidiaries	-	-
On Account of Acquisition of Subsidiary	-	-
Receipt against loans and advances given to Wholly owned subsidiary	-	
Loans and advances (Non-current)	-	-
Interest Received on Fixed Deposits	0.86	32.52
Net cash from (used in) investing activities (B)	**(305.42)**	**24.82**
C. Cash Flows From Financing Activities:		
Proceeds from issue of shares on preferential allotment	-	4,779.69
Proceeds from issue of shares on Right Issue (Net of expenses)	-	(1,979.40)
Reciept/ (Repayment) of Borrowings (Non-current & Current)	1,800.06	(5.28)
Interest paid on Loans and others	(153.81)	(1.25)
Interest Paid on Lease Liabilities	(8.42)	(27.26)
Payment Towards Reduction of Lease Liability	(15.27)	2,766.51
Net cash from (used in) financing activities (C)	**1,622.56**	**2,766.51**
D. Net increase / (decrease) in cash and cash equivalents (A+B+C)	(314.27)	(167.43)
E. Cash and cash equivalents at the beginning of the year	**354.35**	**521.79**
F. Cash and cash equivalents at the end of the year	**40.08**	**354.35**
Cash & Cash Equivalents comprise:		
Cash in Hand		-
Balance with Banks	33.10	73.28
In Fixed Deposits with original maturity Less than 3 months	-	281.08
Cash and cash Equivalents	**33.10**	**354.35**
‘Fixed Deposits with original maturity More than 3 months & Less than 12 months	6.98	-
Bank Overdrafts repayable on demands	-	-
Total Cash & Cash Equivalents :	**40.08**	**354.35**

The notes form an integral part of these financial statements 1 to 48

As per our Report of even date
For Ramasamy Koteswara Rao and Co LLP
Chartered Accountants
Firm Registration Number :010396S/S200084

Sd/-
Murali Krishna Reddy Telluri
Partner
M No. 223022

Place: Hyderabad
Date: 26-05-2026

For and on behalf of Board of Directors of Tierra Agrotech Limited

Sd/-
Vijay Kumar Deekonda
Wholetime Director
DIN: 06991267

Sd/-
Suryanarayana Simhadri
Director
DIN: 01951750

Sd/-
Kishan Dumpeta
Chief Executive Officer

Sd/-
Ranjith Mupparapu
Chief Financial Officer

Sd/-
Abhinash Pulyala
Company Secretary & Compliance Officer

Corporate information

The Consolidated financial statements (CFS) comprise financial statements of Tierra Agrotech Limited (hereinafter referred to as the "Holding Company" or "the Company") and its subsidiary Tidas Agrotech Private Limited (hereinafter referred to as the "subsidiary company") for the year ended 31 March 2026. The Holding Company and its subsidiary company together are referred to as "the Group".

Tierra Agrotech Limited ('the Company') (formerly known as Tierra Agrotech Private Limited) is in the business of Seed Research, Production, Processing and Marketing of Seeds and related products. The Company was incorporated on 13th September 2013 in Hyderabad. The National Company Law Tribunal Bench at Hyderabad vide order dated 12.11.2021 sanctioned the scheme of amalgamation of Grandeur Products Limited (Holding Company - Transferor Company) with Tierra Agrotech Private Limited (Subsidiary Company - Transferee Company) with effect from the appointed date i.e., 01.04.2020 and consequent to the amalgamation and upon scheme becoming effective, the name of the Company has been changed from Tierra Agrotech Private Limited to Tierra Agrotech Limited.

During the year, on 22 August 2025, Tidas Agrotech Private Limited, which was earlier a joint venture, became a wholly owned subsidiary of the Company. Consequently, the Consolidated Financial Statements for the year ended 31 March 2026 have been prepared by consolidating the financial statements of the subsidiary company from the date control was obtained (i.e., 22 August 2025) in accordance with Ind AS 110 – Consolidated Financial Statements.

The Equity Shares of the Company are listed on Bombay Stock Exchange of India Ltd (BSE) in India on 27th May 2022.

The Consolidated financial statements for the year ended 31 March 2026 are approved by the Board of Directors and authorized for issue on 26 May 2026.

The principal accounting policies applied in the preparation of the Consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

1. **Material Accounting Policies**

1.1 **Basis of preparation of financial statements**

The Consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) notified under Section 133 of the Companies Act, 2013 (the 'Act') and presentation requirements of Division II of Schedule III to the Companies Act, 2013 (Ind AS compliant Schedule III), as applicable, and other relevant provisions of the Act.

The Consolidated financial statements have been prepared on a going concern basis. The accounting policies are applied consistently to all the periods presented in the Consolidated financial statements except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The Consolidated financial statements comprise the financial statements of the Holding Company and its subsidiary company as at 31 March 2026. Control is achieved when the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

1.2 Consolidation Procedure

The Consolidated financial statements have been prepared in accordance with Ind AS 110 – Consolidated Financial Statements.

The financial statements of the Holding Company and its subsidiary company are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions resulting in unrealized profits or losses in accordance with Ind AS 110.

The Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the Consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the Consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of the subsidiary used for the purpose of consolidation are drawn up to the same reporting date as that of the Holding Company.

Non-controlling interests, if any, in the net assets of consolidated subsidiaries are identified and presented in the Consolidated Balance Sheet separately from liabilities and the equity of the Holding Company's shareholders.

As Tidas Agrotech Private Limited became a wholly owned subsidiary with effect from 22 August 2025, the results of the subsidiary have been included in the Consolidated Statement of Profit and Loss from the date control was obtained. Prior to 22 August 2025, the investment was accounted for as a joint venture using the equity method under Ind AS 28. Consequently, comparative figures (if presented) are not fully comparable.

1.3 Functional and presentation currency

These Consolidated financial statements are presented in Indian Rupees (INR), which is also the functional currency of Holding Company and its subsidiary. All financial information presented in Indian rupees have been rounded-off to two decimal places to the nearest lakhs except share data or as otherwise stated.

1.4 Basis of measurement

The Consolidated financial statements have been prepared on the historical cost basis except for the following items:

- Certain financial assets and liabilities: Measured at fair value

- Net defined benefit (asset)/ liability: Fair value of plan assets less present value of defined benefit obligations

- Borrowings: Amortized cost using effective interest rate method

Use of estimates and judgements

In preparing these Consolidated financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognized in the Consolidated financial statements is included in the following notes:

- Note 1.15 - lease classification.

- Note 1.15 - leases: whether an arrangement contains a lease and lease classification

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year are included in the following notes:

- Note 1.13 – measurement of defined benefit obligations: key actuarial assumptions;

- Note 1.19 – recognition and measurement of provisions and contingencies: key assumptions about the likelihood and

- Note 1.17 – impairment of financial assets;

- Note 1.8 - determining an asset's expected useful life and the expected residual value at the end of its life

Measurement of fair values

Accounting policies and disclosures require measurement of fair value for both financial and non-financial assets. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability or

- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Group recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

1.5 Current and non-current classification:

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. The Group presents assets and liabilities in the balance sheet based on current/ non-current classification.

Assets

An asset is classified as a current when it is:

- it is expected to be realized in, or is intended for sale or consumption in, the Group's normal operating cycle;

- it is expected to be realized within twelve months from the reporting date;

- it is held primarily for the purposes of being traded; or

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

Liabilities

A liability is classified as a current when:

- it is expected to be realized in, or is intended for sale or consumption in, the Group's normal operating cycle;

- it is due to be settled within twelve months from the reporting date;

- it is held primarily for the purposes of being traded;

- the Group does not have an unconditional right to defer settlement of liability for At least twelve months from the reporting date.

All other liabilities are classified as non-current.

Deferred tax assets/liabilities are classified as non-current.

Operating Cycle

Operating cycle is the time between the acquisition of assets for processing and realization in cash or cash equivalents. The Group has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

1.6 Revenue recognition

Sale of goods:

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

Revenue is measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discounts, returns and Indirect taxes. Transaction price is recognized based on the price specified in the contract, net of the estimated sales incentives / discounts. Accumulated experience is used to estimate and provide for the discounts/ right of return, using the expected value method. The Group recognizes provision for sales return, based on the historical results, measured on net basis of the margin of the sale. Therefore, Trade receivables are disclosed at net off refund liability, for the products expected to be returned.

The Group classifies the right to consideration in exchange for goods as a receivable and is presented net of impairment in the Balance Sheet.

Interest Income:

Interest income is recognized on an accrual basis using the effective interest rate method where applicable. Interest on margin money deposits and deposits against bank overdraft, being current in nature, is recognized using the time-proportion method based on rates implicit in the transactions.

1.7 Borrowing cost

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition, construction or production of an asset which necessarily take a substantial period of time to get ready for their intended use or sale are capitalized as part of the cost of that asset. Other borrowing costs are recognized as an expense in the period in which they are incurred.

1.8 Property, plant and equipment & Capital work-in-progress

Recognition and measurement

The items of property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment loss, if any. Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs (Present Value) of dismantling and removing the item and restoring the site on which it is located. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to statement of profit or loss during the reporting period in which they are incurred. If an item of property, plant and equipment is purchased with deferred credit period from supplier, such asset is recorded at its cash price equivalent value.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between sales proceeds and the carrying amount of the asset and is recognized in profit or loss. Fully depreciated assets still in use are retained in the financial statements.

Capital work in progress

Capital work-in-progress is recognized at cost, net of accumulated impairment loss, if any. It comprises of property, plant and equipment that are not yet ready for their intended use at the reporting date.

1.9 Depreciation and Goodwill

Depreciation is provided on the Written down Value method as per the useful life prescribed in Schedule II to the Companies Act, 2013. The useful lives of assets are periodically reviewed and re-determined and the unamortized depreciable amount is charged over the remaining useful life of such assets. Assets costing Rs. 5,000/-and below are depreciated over a period of one year.

Sl. No	Type/Category of Asset	Useful life of the asset
1	Computer And Data Processing Units	3 years
2	Furniture And Fixtures	10 years
3	Office Equipment's	5 years
4	Plant And Machinery	15 years
5	Vehicles	6 years

1.10 Intangible Assets

Intangible assets are stated at cost less accumulated amortization and impairment if any. Intangible assets are amortized over their respective estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

The estimated useful lives of intangible asset are as follows:

Type of Asset	Useful life
Germplasm	Indefinite Life
Plant Variety	Over the validity period
Trade Marks	Over the validity period
License Fee	Over the validity period

1.11 Inventories

Inventories comprise of Unprocessed seeds, Processed Seeds, and traded goods. Inventories are valued at the lower of cost and the net realizable value after providing for obsolescence and other losses, where considered necessary. Cost is determined on Average basis. Cost includes all charges in bringing the goods to their present location and condition and receiving charges. The inventories are valued at, Cost and NRV whichever is lower.

1.12 Foreign Currency Transactions

Foreign currency transactions are translated at the exchange rates prevailing on the date of the transactions. Exchange differences arising from settlement of foreign currency transactions are recognized in the statement of profit and loss. Monetary assets and liabilities denominated in foreign currency are translated at the exchange rate prevalent at the balance sheet date and the resulting difference is recognized in the statement of profit and loss.

1.13 Employee benefits

Short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured on an undiscounted basis at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Group makes specified monthly contributions towards Government administered provident fund scheme and other funds. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in statement of profit and loss in the periods during which the related services are rendered by employees.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The liability or asset recognized in the balance sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by a qualified actuary using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service cost.

Termination benefits

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

Other long-term employee benefits

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

1.14 Taxes on Income

Taxes comprises Current Tax, Deferred tax and MAT credit. It is recognized in profit or loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretations and considers whether it is probable that a taxation authority will accept an uncertain tax treatment.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction; and

- temporary differences related to investments in subsidiaries to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future;

Deferred tax assets are recognized for deductible temporary differences, the carry forwards of unused tax credits and unused tax losses. Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Group recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized.

Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized. Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Minimum Alternate Tax (MAT) Credit

Minimum alternate tax (MAT) credit is recognized in accordance with tax laws in India as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the specified period. The Group reviews the MAT credit at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Group will pay normal income tax during the specified period.

1.15 Leases

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

Group as a Lessor:

Leases for which the Group is a lessor are classified as a finance or operating lease. Whenever the terms of a lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. Rental income from operating leases is recognized on straight line basis over the term of relevant lease.

Group as a Lessee:

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

The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non-cancellable period of a lease.

Right of use asset: The Group recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located.

The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognized in the statement of profit and loss.

Lease Liability: The Group measures the lease liability at present value of the future lease payments at the commencement date of the lease. In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Group recognizes the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognizes any remaining amount of the re-measurement in statement of profit and loss.

Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of buildings, machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

1.16 Earning Per Share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Group by the weighted average number of Equity shares outstanding during the year excluding the treasury shares as per Ind AS 33 Earnings per share. Diluted earnings per share is calculated by dividing the profit/(loss) attributable to equity holders (after adjusting for interest on the Compulsory convertible debentures) by the weighted average number of equity shares outstanding during the period/year the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

1.17 Impairment of financial instruments

The Group recognizes loss allowances for expected credit losses on financial assets measured at amortized cost and trade receivables. At each reporting date, the Group assesses whether financial assets carried at amortized cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;

- a breach of contract;

- it is probable that the borrower will enter bankruptcy or other financial reorganization; or

- the disappearance of an active market for a security because of financial difficulties.

The Group measures loss allowances at an amount equal to lifetime expected credit losses. Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. 12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group is exposed to credit risk. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

Measurement of expected credit losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e., the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

Presentation of allowance for expected credit losses in the balance sheet. Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

1.18 Impairment of non-financial assets

The Group assess at each reporting date whether there is any indication that the carrying amount from non-financial assets may not be recoverable. If any such indication exists, then the asset's recoverable amount is estimated and an impairment loss is recognized if the carrying amount of an asset or Cash generating unit (CGU) exceeds its estimated recoverable amount in the statement of profit and loss. Goodwill is tested annually for impairment. For the purpose of impairment testing, goodwill arising from a business combination is allocated to CGUs or Groups of CGUs that are expected to benefit from the synergies of the combination.

1.19 Provisions and Contingent Liabilities

A Provision is recognized if, as a result of past event, the Group has a present legal obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the present obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

1.20 Financial Instruments

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

Initial Recognition

Financial assets and liabilities are recognized when the Group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Subsequent Measurement
Financial assets at fair value through other comprehensive income (FVOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved both by collecting contractual cash flows on specified dates to cash flows that are solely payments of principal and interest on the amount outstanding and selling financial assets.

Financial assets at fair value through Profit and Loss (FVTPL)

Financial assets are measured at fair value through profit and loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs that are directly attributable to the acquisition of financial assets and liabilities at fair value through profit and loss are immediately recognized in statement of profit and loss.

Financial liabilities

Financial liabilities are classified as measured at amortized cost or Fair Value Through Profit and Loss Account (FVTPL). A financial liability is classified as at FVTPL if it is classified as held for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in statement of profit and loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in statement of profit and loss. Any gain or loss on derecognition is also recognized in statement of profit and loss.

1.21 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdrafts and Cash Credit that are repayable on demand and form an integral part of our cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows.

Cash flow statement

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from regular revenue generating (operating activities), investing and financing activities of the Group are segregated.

1.22 Research and Development Costs (Product Development):

Research expenditure is recognized as an expense when it is incurred. Development expenditure on an individual project is recognized as an intangible asset when the Group can demonstrate:

a) The technical feasibility of completing the intangible asset so that the asset will be available for use or sale.
b) Its intention to complete and its ability and intention to use or sell the product.
c) How the asset will generate future economic benefits.
d) The availability of resources to complete the asset.
e) The ability to measure reliably the expenditure during development.

Expenditure on development which does not meet the criteria for recognition as an intangible asset is recognized as an expense when it is incurred.

Items of property, plant and equipment and acquired Intangible Assets utilized for Research and Development are capitalized and depreciated in accordance with the policies stated for Property, Plant and Equipment and Intangible Assets.

1.23 Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

1.24 Recent pronouncements:

Ministry of Corporate Affairs (“MCA”) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2026, MCA has not notified any new standards or amendments to the existing standards applicable to the Group.

The accompanying notes are an integral part of these Consolidated financial statements

As per our Report of even date

For and on behalf of Board of Directors of
Tierra Agrotech Limited

As per our Report of even date
For Ramasamy Koteswara Rao and Co LLP
Chartered Accountants
Firm Registration Number :010396S/S200084

Sd/-
Murali Krishna Reddy Telluri
Partner
M No. 223022

Sd/-
Vijay Kumar Deekonda
Wholetime Director
DIN: 06991267

Sd/-
Suryanarayana Simhadri
Director
DIN: 01951750

Sd/-
Kishan Dumpeta
Chief Executive Officer

Sd/-
Ranjith Mupparapu
Chief Financial Officer

Sd/-
Abhinash Pulyala
Company Secretary & Compliance Officer

Place: Hyderabad
Date: May 26, 2026

Notes forming part of Financial statements

Note 2.
Property Plant and Equipment

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	Computer and Data processing Units	Furniture And Fixtures	Office Equipment	Plant And Machinery	Vehicles	Total
Gross Block						
As at 31 March 2024	**88.87**	**118.89**	**57.82**	**178.06**	**23.39**	**467.03**
Additions during the year	7.45	-	-	0.25	-	7.70
Deletions/adjustments	-	-	-	-	-	-
As at 31 March 2025	**96.32**	**118.89**	**57.82**	**178.31**	**23.39**	**474.73**
Additions during the year	-	-	0.24	-	-	0.24
Additions through business combinations	-	-	5.98	23.60	-	29.58
Deletions/adjustments	0.30	-	-	-	-	0.30
As at 31 March 2026	**96.02**	**118.89**	**64.04**	**201.91**	**23.39**	**504.25**
Depreciation						
As at 31 March 2024	**70.76**	**7.59**	**41.78**	**123.60**	**14.96**	**258.70**
For the Year	13.88	28.82	7.31	9.89	2.63	62.53
Deletions/adjustments	-	-	-	-	-	-
As at 31 March 2025	**84.64**	**36.40**	**49.09**	**133.49**	**17.60**	**321.23**
For the Year	7.17	21.36	4.03	8.11	1.81	42.47
Additions through business combinations	-	-	5.80	20.03	-	25.83
Deletions/adjustments	-	-	-	-	-	-
As at 31 March 2026	**91.81**	**57.76**	**58.97**	**162.51**	**19.41**	**390.46**
Net Block						
As at 31 March 2025	**11.67**	**82.49**	**8.73**	**44.82**	**5.79**	**153.50**
As at 31 March 2026	**4.21**	**61.13**	**5.07**	**39.40**	**3.98**	**113.79**

Notes forming part of Financial statements

Note 3.
Other Intangible Assets and Goodwill

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	Goodwill on merger	Germ plasm**	Licence Fee	Plant Varity	Trademarks	Total
Gross Block						
As at 31 March 2024	**1,446.08**	**3,393.37**	**56.00**	**279.95**	**214.30**	**5,389.71**
Additions during the year	-	-		-	-	-
Deletions/adjustments	-	-	-	-	-	-
As at 31 March 2025	**1,446.08**	**3,393.37**	**56.00**	**279.95**	**214.30**	**5,389.71**
Additions during the year	152.97	-		-	-	152.97
Deletions/adjustments	-	10.88	-	-	-	10.88
As at 31 March 2026	**1,599.05**	**3,382.49**	**56.00**	**279.95**	**214.30**	**5,531.80**
Amortization						
As at 31 March 2024	**-**	**-**	**11.20**	**10.40**	**27.59**	**49.19**
For the Year	-	-	5.60	23.10	26.88	55.58
Deletions/adjustments	-	-	-	-	-	-
As at 31 March 2025	**-**	**-**	**16.80**	**33.50**	**54.48**	**104.77**
For the Year	-	-	5.60	23.10	26.88	55.58
Deletions/adjustments	-		-	-	-	-
As at 31 March 2026	**-**	**-**	**22.40**	**56.59**	**81.36**	**160.35**
Net Block						
As at 31 March 2025	**1,446.08**	**3,393.37**	**39.20**	**246.45**	**159.83**	**5,284.94**
As at 31 March 2026	**1,599.05**	**3,382.49**	**33.60**	**223.36**	**132.94**	**5,371.45**

Note:
*During the FY 2019-20, the company has accounted for Goodwill on Xylem Acquisition from PHI Seeds Private Limited and recognised goodwill of Rs.1145.81 lakhs and remaining goodwill has accounted for business combination based on fair value of the identified assets, liabilities and contingent liabilities as on date of acquisition of Gradeur products limited and recognised goodwill of Rs.300.27 lakhs.
** Germplasm consists of Inbreds, Breeding lines and Parent Lines with GEAC Codes.During the year, the company has sold 1 Parent Lines along with GEAC Codes.
*During the FY 2025-26, the company has accounted for Goodwill on account of Acquisition of Tidas Agrotech As Subsidiary.

Notes forming part of Financial statements

Note 4. Product under development

Particulars	Project in Progress	Total
Carrying Amount		
As at 31 March 2024	**190.39**	**190.39**
Additions during the year	-	-
less: Capitalised during the year	-	-
As at 31 March 2025	**190.39**	**190.39**
Additions during the year	221.36	221.36
less: Capitalised during the year	-	-
As at 31 March 2026	**411.75**	**411.75**

Note 5. Right-of-use assets

Particulars	Right-of-use assets	Total
Gross Block		
As at 31 March 2024	**102.95**	**102.95**
Additions during the year	-	-
Deletions/adjustments	65.57	65.57
As at 31 March 2025	**37.37**	**37.37**
Additions during the year	88.57	88.57
Deletions/adjustments	0.87	0.87
As at 31 March 2026	**125.07**	**125.07**
Depreciation		
As at 31 March 2023	**44.87**	**44.87**
For the Year	29.60	29.60
Deletions/adjustments	-	-
As at 31 March 2024	**74.47**	**74.47**
For the Year	23.15	23.15
Deletions/adjustments	61.29	61.29
As at 31 March 2025	**36.34**	**36.34**
For the Year	25.67	25.67
Deletions/adjustments	-	-
As at 31 March 2026	**62.01**	**62.01**
Net Block		
As at 31 March 2025	**1.04**	**1.04**
As at 31 March 2026	**63.07**	**63.07**

Notes forming part of Financial statements

Note 6
Loans and Advances (Unsecured, considered good)

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured Loans to Related Parties		
Tidas Agrotech Private Limited	-	153.23
Other Loans and Advances	973.38	934.35
Total	**1,007.88**	**1,087.58**

Note 7
Other Financial Assets (Unsecured, considered good)

Particulars	As at 31st March 2026	As at 31st March 2025
Security Deposits	15.77	20.00
Gratuity Fund	23.09	21.15
Total	**38.86**	**41.15**

Note 8
Deferred tax Asset (Net)

Particulars	As at 31st March 2026	As at 31st March 2025
Deferred tax Asset on account of Property Plant and Equipment	-36.17	-40.32
Deferred tax asset on Account of Carried forward Losses	2,572.72	2,215.94
Deferred tax asset on Account of ROU Asset	0.84	0.06
Deferred tax asset on Account of Employee Benefit Obligations	52.27	38.73
Deferred tax asset on Account of MAT Credit Entitlement	41.58	41.58
Deferred tax Asset on Provisions	102.75	68.96
On account of Investments	-	-
Total	**2,733.99**	**2,324.94**

Refer Note No 35 for further details

Note 9
Inventories

Particulars	As at 31st March 2026	As at 31st March 2025
Packing Material	281.76	224.77
Seeds	6,900.28	6,275.14
Other Material	2.23	-
Total	**7,184.27**	**6,499.91**

*Parent Company Inventories are hypothecated to secure the current borrowings.

Notes forming part of Financial statements

Note 10
Trade Receivables

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, considered good		
Trade Receivable	2,030.41	1,263.63
Less: Allowance for credit impaired receivables	395.45	265.21
Less: provision for expected Sales returns	1.54	30.98
Total	**1,633.42**	**967.43**

Note: *Trade Receivables are Non Interest Bearing*
Refer note 44 for Trade Recievable ageing schedule
**Parent Company trade receivables or hypothicated to secure current borrowings*

Note 11
Cash and cash equivalents

Particulars	As at 31st March 2026	As at 31st March 2025
Cash In Hand	-	-
Balances with banks:		
In Saving account	-	-
In Current Account	33.10	62.59
in Overdraft Account	-	5.92
In Fixed Deposits with original maturity Less than 3 months	-	281.08
Kotak-7945062568-OD	-	4.78
Total	**33.10**	**354.35**

Note 12
Bank Balance other than (ii) above

Particulars	As at 31st March 2026	As at 31st March 2025
Earmarked balances with banks*		
Fixed Deposits with original maturity More than 3 months & Less than 12 months	6.98	-
Total	**6.98**	**-**

Note 13
Other Financial Assets (Current)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, Considered good		
Interest on FDs	0.46	2.73
Security Deposits against Right Issue	-	48.47
Interest Recevable	0.11	-
Total	**0.57**	**51.20**

Note 14
Current Tax Assets (Net)

Particulars	As at 31st March 2026	As at 31st March 2025
TDS and TCS Receivable	50.79	56.21
Total	**50.79**	**56.21**

Notes forming part of Financial statements

Note 15
Other Current Assets

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, considered good		
Prepaid Expenses	12.17	31.57
Other Advances	52.00	52.00
Employee Advances	27.53	17.93
Advances to Suppliers	315.93	340.30
Total	**408.19**	**441.80**

Note 16
Equity Share Capital

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Number	Amount	Number	Amount
Authorised				
8,85,00,000 Equity shares of Rs 10/- Each	8,85,00,000	8,850.00	8,85,00,000	8,850.00
75,00,000 Preference Shares of Rs.10/- each	75,00,000	750.00	75,00,000	750.00
	9,60,00,000	9,600.00	9,60,00,000	9,600.00
Issued, Subscribed & Paid Up				
6,55,93,693 Equity Shares of Rs 10/-. Each	6,55,93,693	6,559.37	6,55,93,693	6,559.37
Total	**6,55,93,693**	**6,559.37**	**6,55,93,693**	**6,559.37**

(iii) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of Re.10/- each. Each equity share holder is entitled to one vote per equity share held.

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.

Reconciliation of number of shares outstanding for the period

Particulars	As at 31 March 2026		As at 31 Mar 2025	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	6,55,93,693	6,559	5,59,32,378	5,593
Shares Issued during the year	-	-	96,61,315	966
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	6,55,93,693	6,559	6,55,93,693	6,559

Notes forming part of Financial statements

Shares held by Promoters at the end of the Year

Promoter Name	As at 31 March 2026		As at 31 Mar 2025	
	No of shares held	% of total shares	No of shares held	% of total shares
Surinder Kumar Tikoo	2,25,000	0.34%	2,25,000	0.34%
Suresh Atluri	26,52,377	4.04%	26,52,377	4.04%
Parthsarathi Bhattacharya	10,00,000	1.52%	10,00,000	1.52%
Paturi Srinivasa Rao	5,000	0.01%	5,000	0.01%
Jayaramaprasad Munnangi	2,00,000	0.30%	2,00,000	0.30%
Nalluri Sai Charan	1,00,000	0.15%	1,00,000	0.15%
Satish Kumar Tondapu	11,86,901	1.81%	11,86,901	1.81%
Sailaja M	14,70,936	2.24%	14,70,936	2.24%
Visweswara Rao K	10,000	0.02%	10,000	0.02%
Total	**68,50,214**	**10.44%**	**68,50,214**	**10.44%**

Particulars of Share Holders Holding more than 5% shares during the period

Name of Shareholder	As at 31 March 2026		As at 31 Mar 2025	
	No of shares held	% of total shares	No of shares held	% of total shares
Ajitha Challa	1,52,02,000	23.18%	1,52,02,000	23.18%
Total	**1,52,02,000**	**23.18%**	**1,52,02,000**	**23.18%**

Notes forming part of Financial statements

Note 17
(b).Other equity

Particulars	Securities Premium Reserve	Other items in other comprehensive income	Retained Earnings	Treasury shares	Capital Reserve on merger	Total
Balance at 31.03.2023	**3,549.25**	**-21.00**	**-4,101.80**	**-**	**-**	**-573.55**
Profit for the Period 01 April 2023 to 31.03.2024	-	-	-920.79	-	-	-920.79
Acturial gain/(Loss) on Employee Benefit obligations (Net of taxes)	-	8.59	-	-	-	8.59
Purchase of own equity shares	-	-	-	-61.20	-	-61.20
Securities premiun	6,155.44	-	-	-	-	6,155.44
ESOP Trust reserve	-	-	-0.57	-	-	-0.57
Balance at 31.03.2024 (TAL)	**9,704.69**	**-12.41**	**-5,023.16**	**-61.20**	**-**	**4,607.93**
Affect of Merger		-	-	-	-	0.00
Securities premium transfer from TSSPL	395.82	-	-	-	-	395.82
Other Comprehensive income-TSSPL	-	-4.70	-	-	-	-4.70
Retained Earnings of TSSPL	-	-	-	-	-	-2,482.11
Capital Reserve	-	-	-	-	-1,372.76	-1,372.76
Balance at 31.03.2024 after Merger	**10,100.51**	**-17.10**	**-5,023.16**	**-61.20**	**-1,372.76**	**1,144.18**
Profit for the Period 01 April 2024 to 31.03.2025	-	-	-1,158.24	-	-	-1,158.24
Acturial gain/(Loss) on Employee Benefit obligations (Net of taxes)	-	-25.26	-	-	-	-25.26
Securities premiun	3,813.56	-	-	-	-	3,813.56
Balance at 31.03.2025	**13,914.08**	**-42.36**	**-8,663.51**	**-61.20**	**-1,372.76**	**3,774.24**
Profit for the Period 01 April 2025 to 31.03.2026	-	-	-499.27			-499.27
Acturial gain/(Loss) on Employee Benefit obligations (Net of taxes)	-	-20.87	-			-20.87
Securities premiun	-	-	-			-
Balance at 31.03.2026	**13,914.08**	**-63.24**	**-9,162.79**	**-61.20**	**-1,372.76**	**3,254.10**

Notes forming part of Financial statements

Note 18

Lease Liabilities (Non Current)

Particulars	As at 31st March 2026	As at 31st March 2025
Lease Liabilities (amortised Cost)	40.75	-
Total	**40.75**	**-**

Note 19

Provisions (Non Current)

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for Gratuity	59.90	45.23
Provision For Leave Encashment	32.29	26.13
Total	**92.20**	**71.36**

Refer Note no. 37 for more details

Note 20

Other non-Current liabilities

Particulars	As at 31st March 2026	As at 31st March 2025
Security Deposit	448.64	425.27
Total	**448.64**	**425.27**

Note 21

Borrowings (Current)

Particulars	As at 31st March 2026	As at 31st March 2025
a) Secured Loans from Banks		
Repayable on Demand		
i) Current Maturities of Vehicle Loans	-	5.68
ii) Union Bank of India-CCGEN Facility-A/c 41319	1,755.74	-
c) Unsecured Loans from Related Parties		
i) P S Rao & Associates	50.00	-
ii) Dividend accured on 9% Cumulative Redeemable Preference shares	54.59	54.59
Total	**1,860.33**	**60.27**

Note 22

Lease Liabilities (Current)

Particulars	As at 31st March 2026	As at 31st March 2025
Current maturities of Lease Liabilities-amortised Cost	25.13	1.25
Total	**25.13**	**1.25**

Notes forming part of Financial statements

Note 23

Trade Payables

Particulars	As at 31st March 2026	As at 31st March 2025
a) Outstanding dues to micro enterprises and small enterprises	82.41	41.17
b) Outstanding dues to creditors other than micro enterprises and small enterprises	4,076.99	4,031.86
Total	**4,159.40**	**4,073.03**

Note: Refer note no.45 for trade payable ageing schedule

Note 24

Other Financial Liabilities

Particulars	As at 31st March 2026	As at 31st March 2025
Salary Payable	2.37	2.09
Bonus Payable	5.56	7.15
Sitting Fees Payable	-	0.54
Organizer Commission Payable	-	164.27
Detaselling Charges Payable	-	21.64
Performance Incentives Payable	-	49.92
Interest Payable	4.91	0.17
Interest on Unsecured Loans	1.48	-
Employee expenses Payable	52.53	57.38
Other Expenses Payables	48.79	59.44
Total	**116.89**	**362.60**

Note 25

Provisions (Current)

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for Discounts	91.42	166.26
Provision for Gratuity	25.68	21.16
Provision For Leave Encashment	20.83	22.31
Total	**137.92**	**209.74**

Notes forming part of Financial statements

Note 26

Other Current Liabilities

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for Audit Fees	10.95	10.37
Provident fund payable	11.78	12.49
ESI Payable	0.05	0.06
TDS & TCS Payable	25.56	17.30
Professional Tax Payable	0.30	0.33
Advance From Customers	2,298.19	1,873.31
GST Payable	16.58	3.44
Total	**2,363.40**	**1,917.31**

Note 27

Revenue from operations

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Sale of products	10,959.28	7,568.65
Less: BP Discount	1,112.56	1,005.33
Total	**9,846.71**	**6,563.32**

Note 28

Other Income

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Interest on Fixed Deposits	0.86	32.52
Profit on sale of intangible assets	57.12	-
Creditor Balances Written Back	2.70	8.68
Employee Notice Period Recovery	4.10	8.81
Gain on sale of investments	5.56	-
Interest Income On LIC Fund	0.00	1.32
Interest Income on from Others	81.70	44.38
Other Income	0.00	2.31
Gain on termination of lease	2.35	0.39
Total	**154.38**	**98.40**

Notes forming part of Financial statements

Note 29

Purchases and Direct Expenses

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Packing Material & Other Purchases	3,009.90	289.89
Purchase of Seeds	4,818.10	6,160.36
Logistic Expenses	352.54	312.87
Production Expenses	504.89	705.31
Total	**8,685.44**	**7,468.43**

Note 30

Changes in inventories of finished goods work-in-progress and Stock-in-Trade

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Opening Stock:		
Packing Material	224.77	307.77
Seeds	6,275.14	3,838.69
Sub Total (a)	**6,499.91**	**4,146.46**
Closing Stock:		
Packing Material	281.76	224.77
Other materials	2.23	-
Seeds	6,900.28	6,275.14
Sub Total (b)	**7,182.04**	**6,499.91**
Total (a-b)	**-684.36**	**-2,353.45**

Note 31

Employee Benefit Expenses

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Salaries, Wages & Bonus	1,066.74	1,346.16
Staff welfare expenses	2.87	1.03
ESI Contribution	0.49	0.80
Provident Fund & PF Admin	78.36	86.40
Insurance	35.56	33.66
Gratuity	19.23	14.91
Leave encashment	19.96	15.62
Director’s Sitting Fee	4.70	4.65
Total	**1,227.92**	**1,503.22**

Notes forming part of Financial statements

Note 32

Finance cost

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Interest on Loan	152.00	5.28
Interest Paid to Others	1.81	-
Interest on MSME Creditors	4.74	-
Interest on Lease	8.42	1.25
Bank charges	8.90	1.48
Total	**175.87**	**8.01**

Note 33

Depreciation and Amortisation

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
a) Depreciation and Amortisation	98.98	118.11
b) Depreciation on Right-of-use assets	25.67	23.15
Total	**124.64**	**141.26**

Notes forming part of Financial statements

Note 34
Other Expenses

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Audit Fee	10.75	11.50
Professional Charges	74.36	103.82
Internet Hosting Charges	7.00	1.52
Telephone Charges	0.80	1.06
Stock Insurance	13.53	11.07
Field Assistant Expenses	240.20	176.98
Field Day Expenses	20.15	18.83
Travelling Expenses	345.15	357.84
Internal Audit Fees	10.00	6.00
Sales and Marketing Expenses	149.84	101.94
Conveyance Expenses	1.03	1.70
Rent	20.53	2.87
Rates & Taxes	35.42	37.56
Computer Mainatainence	1.29	3.07
Printing & Stationery	2.77	3.63
Office Expenses	28.92	29.38
Expected Credit Losses	134.57	101.19
R&D Expenses	259.59	493.73
Postage & Courier	0.66	1.22
Other Expenses	8.05	5.00
Penalties	-	0.20
Listing Fees	-	4.85
Loss on Recognition of Lease Liability & ROU Assets	0.87	-
Forex Exchange Loss	0.49	-
Expenses for FCGPR filing	4.09	-
Total	**1,370.06**	**1,474.97**

Notes forming part of Financial statements

Note 34.1

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
(a) For statutory audit	10.75	10.50
(b) For Tax Audit	-	1.00
Total	**10.75**	**11.50**

Note 35. Income Tax

The major components of income tax expenses for the year ended 31 March 2026 and 31 March 2025 are as follows:

Profit or loss section	31 March 2026	31 March 2025
Current tax expense	-	-
Adjustment of tax relating to earlier periods	-	-
MAT credit utilisation	-	-
Deferred tax	(400.16)	(422.47)
Total income tax expense recognised in Statement of Profit and Loss	**(400.16)**	**(422.47)**

OCI section	31 March 2026	31 March 2025
Tax Effect on OCI items	7.33	8.87
Income tax charged to OCI	**7.33**	**8.87**

(a) The income tax expense for the year can be reconciled to the accounting profit as follows:

Particulars	31 March 2026	31 March 2025
Profit before tax	(898.53)	(1,580.71)
Enacted income tax rate in India	26.00%	26.00%
Computed expected tax expense	(233.62)	(397.86)
Add/(Less): Tax effect on account of:	-	-
Items which are not tax deductible for computing taxable income	167.06	33.15
Adjustments for prior periods	-	-
Effect of items which are not taxable for computing taxable income	-	-
Others	(0.52)	(8.55)
Income tax expense recognised in the Statement of Profit and Loss	**(400.16)**	**(422.47)**

Deferred tax	31 March 2026	31 March 2025
Deferred tax asset/(liability) (net)	2,692.42	1,852.02
MAT credit entitlement	41.58	41.58
Deferred tax asset (net)	**2,733.99**	**1,893.60**

(b) Deferred tax (liabilities)/assets (net) as at 31 March 2026, as detailed below reflect the quantum of tax liabilities/(assets) accrued up to 31 March 2026

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

2025-26	Opening balance	"Recognised in Statement of profit and loss"	"Recognised in other comprehensive income"	"MAT Credit availed/ (utilization)"	Closing balance
Deferred tax (liabilities) /assets in relation to:					
MAT credit	41.58	-	-	-	41.58
Timing difference on:					
-Property, plant and equipment	(40.32)	2.59	-	-	(38.02)
-Carried forward losses	2,215.94	356.79	-	-	2,572.73
-On account of Leases	0.06	0.78	-	-	0.84
-Remeasurement of defined benefit plans	38.73	6.21	7.33	-	52.27
-On account of Provisions	68.96	33.75	-	-	102.75
Deferred tax (liabilities) /assets (Net)	**2,324.94**	**400.16**	**7.33**	**-**	**2,733.99**

(c) Deferred tax (liabilities)/assets (net) as at 31 March 2025, as detailed below reflect the quantum of tax liabilities/(assets) accrued up to 31 March 2025

2024-25	Opening balance	"Recognised in Statement of profit and loss"	"Recognised in other comprehensive income"	"MAT Credit availed/ (utilization)"	Closing balance
Deferred tax (liabilities) /assets in relation to:					
MAT credit	41.58	-	-	-	41.58
Timing difference on:					
-Property, plant and equipment	(40.89)	0.57	-	-	(40.32)
-Carried forward losses	1,822.29	393.65	-	-	2,215.94
--On account of Leases	1.23	(1.17)	-	-	0.06
-Remeasurement of defined benefit plans	28.77	1.08	8.87	-	38.73
-On account of Provisions	40.63	28.33	-	-	68.96
Deferred tax (liabilities) /assets (Net)	**1,893.60**	**422.47**	**8.87**	**-**	**2,324.94**

Notes forming part of Financial statements

Note 36

Earnings Per Equity Share :

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year excluding the treasury shares as per Ind AS 33 Earnings per share.

Diluted earnings per share is calculated by dividing the profit/(loss) attributable to equity holders (after adjusting for interest on the Compulsory convertible debentures) by the weighted average number of equity shares outstanding during the period/year the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Profit attributable to equity shareholders	**(498.37)**	(1,158.24)
No of Equity shares Outstanding	**6,55,93,693**	65,593,693
Weighted average number of equity shares for Basic EPS (Nos.)	**6,55,93,693**	**64,161,183**
Effect of dilutive equivalent Potential Equity shares if any	-	-
Weighted average number of equity shares for dilutive EPS (Nos.)	**6,55,93,693**	**64,161,183**
Face value per equity share (Rs.)	10.00	10.00
Basic Earnings Per share	(0.78)	(1.81)
Diluted Earnings Per share	(0.78)	(1.81)

Note 37

A. Expense recognised for defined contribution plan

Retirement Benefit Obligations

Particulars	For the Year Ended 31 March 2026	For the Year Ended 31 March 2025
Company's contribution to Provident Fund	75.04	86.40
Company's contribution to ESI	0.49	0.80

B. Below tables sets forth the changes in the projected benefit obligation and plan assets and amounts recognised in the standalone Balance Sheet as at March 31, 2026 and March 31, 2025, being the respective measurement dates:

I. Change in Defined Benefit Obligation

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Gratuity		Leave Encashment(Unfunded)	
Particulars	**31 March 2026**	**31 March 2025**	**31 March 2026**	**31 March 2025**
Defined Benefit Obligation at the beginning	**66.39**	**57.65**	**48.44**	**51.71**
Current Service Cost	**16.44**	12.07	**17.06**	12.89
Past Service Cost		-		-
(Gain) / Loss on settlements		-		-
Interest Expense	**3.70**	2.84	**2.72**	2.73
Benefit Payments from Plan Assets		-		-
Benefit Payments from Employer	**(26.13)**	(36.73)	**(18.28)**	(27.82)
Settlement Payments from Plan Assets	**-**	-		-
Settlement Payments from Employer	**-**	-		-
Other (Employee Contribution, Taxes, Expenses)	**-**	-		-
Transfer in Liability from transferor company	**-**	4.36		1.13
Increase / (Decrease) due to effect of any business combination / divesture / transfer)	**-**	-		-
Increase / (Decrease) due to Plan combination	**-**	-		-
Remeasurements - Due to Demographic Assumptions	**0.48**	-	**0.10**	-
Remeasurements - Due to Financial Assumptions	**(1.52)**	0.41	**(0.76)**	0.22
Remeasurements - Due to Experience Adjustments	**26.22**	25.79	**3.84**	7.56
Defined Benefit Obligation at the end	**85.59**	**66.39**	**53.12**	**48.43**
Discount Rate	**7.73%**	**6.94%**	**7.73%**	**6.94%**
Salary Escalation Rate	**10.00%**	**10.00%**	**10.00%**	**10.00%**

II. Components of Defined Benefit Cost

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Gratuity		Leave Encashment(Unfunded)	
Particulars	**31 March 2026**	**31 March 2025**	**31 March 2026**	**31 March 2025**
Current Service Cost	16.43	12.07	17.06	12.89
Past Service Cost		-		-
(Gain) / Loss on Settlements		-		-
Reimbursement Service Cost		-		-
Total Service Cost	16.43	**12.07**	17.06	**12.89**
Interest Expense on DBO	3.70	2.84	2.72	2.73
Interest (Income) on Plan Assets	(1.48)	(1.32)		-
Interest (Income) on Reimbursement Rights		-		-
Interest Expense on (Asset Ceiling) / Onerous Liability		-		-
Total Net Interest Cost	2.22	**1.52**	2.72	**2.73**
Reimbursement of Other Long Term Benefits		-		-
Defined Benefit Cost included in P & L	18.66	**13.59**	19.79	**15.62**
Remeasurements - Due to Demographic Assumptions	0.48	-	0.10	-
Remeasurements - Due to Financial Assumptions	(1.52)	0.41	(0.76)	0.22
Remeasurements - Due to Experience Adjustments	26.23	25.79	3.84	7.56
(Return) on Plan Assets (Excluding Interest Income)	(0.15)	0.15		-
(Return) on Reimbursement Rights		-		-
Changes in Asset Ceiling / Onerous Liability		-		-
Total Remeasurements in OCI	25.03	**26.35**	3.18	**7.78**
Total Defined Benefit Cost recognized in P&L and OCI	43.69	**39.94**	22.97	**23.41**
Discount Rate	7.73%	**6.94%**	7.73%	**6.94%**
Salary Escalation Rate	10.00%	**10.00%**	10.00%	**10.00%**

III. Change in Fair Value of Plan Assets

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Gratuity		Leave Encashment(Unfunded)	
Particulars	**31 March 2026**	**31 March 2025**	**31 March 2026**	**31 March 2025**
Fair Value of Plan Assets at the beginning	**21.15**	**16.42**	-	-
Interest Income	**1.47**	1.32	-	-
Employer Contributions	**0.32**	3.56	-	-
Employer Direct Benefit Payments	**26.13**	36.73	18.29	27.82
Employer Direct Settlement Payments		-	-	-
Benefit Payments from Plan Assets		-	-	
Benefit Payments from Employer	**(26.13)**	(36.73)	(18.29)	(27.82)
Settlement Payments from Plan Assets		-	-	-
Settlement Payments from Employer		-	-	-
Other (Employee Contribution, Taxes, Expenses)		-	-	-
Increase / (Decrease) due to effect of any business combination / divestiture / transfer)		-	- -	-
Increase / (Decrease) due to Plan combination		-	-	-
Remeasurements - Return on Assets (Excluding Interest Income)	**0.15**	(0.15)	-	-
Fair Value of Plan Assets at the end	**23.09**	21.15	-	-

Weighted Average Asset Allocations at end of current period

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Gratuity		Leave Encashment(Unfunded)	
Particulars	**31 March 2026**	**31 March 2025**	**31 March 2026**	**31 March 2025**
Equities	0%	0%	0%	0%
Bonds	0%	0%	0%	0%
Gilts	0%	0%	0%	0%
Insurance Policies	100%	100%	0%	0%
Total	**100%**	**100%**	**0%**	**0%**

IV. Amounts recognized in the Statement of Financial Position

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Gratuity		Leave Encashment(Unfunded)	
Particulars	**31 March 2026**	**31 March 2025**	**31 March 2026**	**31 March 2025**
Defined Benefit Obligation	85.58	66.39	**53.12**	48.44
Fair Value of Plan Assets	23.09	21.15	**-**	-
Funded Status	62.49	**45.25**	**53.12**	**48.44**
Effect of Asset Ceiling / Onerous Liability		-	**-**	-
Net Defined Benefit Liability / (Asset)	62.49	**45.25**	**53.12**	**48.44**

V. Net Defined Benefit Liability / (Asset) reconciliation

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Gratuity		Leave Encashment(Unfunded)	
Particulars	**31 March 2026**	**31 March 2025**	**31 March 2026**	**31 March 2025**
Net Defined Benefit Liability / (Asset) at the beginning				
Defined Benefit Cost included in P & L	**45.25**	**41.22**	**48.44**	**51.71**
Total Remeasurements included in OCI	**18.66**	13.59	**19.79**	15.62
Transfer in Liability from transferor company	**25.03**	26.35	**3.17**	7.78
Net Transfer In / (Out) (Including the effect of any business combination / divesture)		-		1.13 -
Amount recognized due to Plan Combinations		-		
Employer Contributions	**(0.32)**	(3.56)		-
Employer Direct Benefit Payments	**(26.13)**	(36.73)	**(18.29)**	(27.82)
Employer Direct Settlement Payments		-		-
Credit to Reimbursements		-		-
Net Defined Benefit Liability / (Asset) at the end	**62.49**	**45.25**	**53.12**	**48.44**

VI. Experience Adjustments on Present Value of DBO and Plan Assets

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Gratuity		Leave Encashment(Unfunded)	
Particulars	**31 March 2026**	**31 March 2025**	**31 March 2026**	**31 March 2025**
(Gain) / Loss on Plan Liabilities	**26.23**	25.79	3.84	7.56
% of Opening Plan Liabilities	**39.50%**	44.74%	7.93%	14.62%
Gain / (Loss) on Plan Assets	**0.15**	-0.15	-	-
% of Opening Plan Assets	**0.70%**	-0.89%	-	-

VII. Sensitivity Analysis Discount Rate, Salary Escalation Rate and Withdrawal Rate are significant actuarial assumptions. The change in the Present Value of Defined Benefit Obligation for a change of 100 Basis Points from the assumed assumption is given below:

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

	Gratuity		Leave Encashment(Unfunded)	
Scenario	**Percentage Change**	**DBO**	**Percentage Change**	**DBO**
Under Base Scenario	0.00%	85,58,337	**0.0%**	53,11,981
Salary Escalation - Up by 1%	2.79%	87,97,454	**2.4%**	54,39,709
Salary Escalation - Down by 1%	-2.70%	83,26,840	**-2.3%**	51,87,897
Withdrawal Rates - Up by 1%	-0.45%	85,19,617	**-0.1%**	53,04,119
Withdrawal Rates - Down by 1%	0.46%	85,98,050	**0.2%**	53,20,182
Discount Rates - Up by 1%	-2.15%	83,74,210	**-1.7%**	52,19,821
Discount Rates - Down by 1%	2.27%	87,52,481	**1.8%**	54,08,915
Mortality Rates-Up by 10%	0.00%	85,58,461	**0.0%**	53,11,706
Mortality Rates-Down by 10%	0.00%	85,58,213	**0.0%**	53,12,256

VIII. Bifurcation of Present Value of Obligations at the end of the valuation period as per Schedule III of the Companies Act, 2013

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	Gratuity		Leave Encashment(Unfunded)	
	As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
Current Liabilities	**25.68**	21.16	**20.83**	22.31
Non- current Liabilities	59.90	45.23	**32.29**	26.13

Notes forming part of Financial statements

Note 38. Contingencies and Commitments:

Claims against the company acknowledged as debts

i) On account of Direct tax matter* - Rs. 94.44 Lakhs (31 March 2025: 94.44 lakhs)

ii) Other claims#
In the ordinary course of business, the Company faces claims and assertions by various parties. The Company assesses such claims and assertions and monitors the legal environment on an ongoing basis, with the assistance of external legal counsel, wherever necessary. The Company records a liability for any claims where a potential loss is probable and capable of being estimated and discloses such matters in its financial statements, if material. For potential losses that are considered possible, but not probable, the Company provides disclosure in the financial statements but does not record a liability in its accounts unless the loss becomes probable.

The following is a description of claims and assertions where a potential loss is possible, but not probable. The Company believes that none of the contingencies described below would have a material adverse effect on the Company's financial condition, results of operations or cash flows.

#Claims
There are various claims against the Company, the majority of which pertain to government body investigations with regards to regulatory compliances (Regulation of Supply, Distribution, Sale and fixation of Sale Price Act, Essential Commodities Act, Andhra Pradesh Cotton Seeds Act) for seed sampling failure and consumer complaints under the consumer protection Act 1986 & 2019 regarding with this matter the amount of possible liability is not ascertainable based on the opinion given by the management accordingly the same has disclosed in accordance with Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

Note 39. Related Party Transactions

a)Following is the list of related parties and their relationships

Sl No	Name of the Related Party	Nature of Relationship
1	Vijay Kumar Deekonda	Whole Time Director & Chief Financial Officer (Till 14-11-2025)
2	Srinivasa Rao Paturi	Non Executive & Non Independent Director
3	P S Rao & Associates	Entity in which Director is a Partner
4	Suryanarayana Simhadri	Independent Director
5	Sateesh Kumar Puligundla	Independent Director
6	Venkata Krishna Rau Gogineni	Chairman & Independent Director (Till 20-05-2025)
7	Munnangi Jayaram Prasad	Non Executive & Non Independent Director
8	Neha Soni	Independent Director
9	Hari Singh Chauhan	Chief executive Officer (Till 31-10-2024)
10	Kishan Dumpeta	Chief Executive Officer
11	Sheshu Babu Dharla	Chief Financial Officer (Till 16-08-2024)
12	K Anagha Devi	Company Secretary
13	Ranjith Mupparapu	Chief Financial Officer (From 14.11.2025)
14	Satyanarayana Pathuri	Brother of Director

b) Related party transactions for the year are as follows:-

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Sl No	Name of the Related Party	Nature of Relationship	Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
1	Vijay Kumar Deekonda	Whole time Director Chief Financials Officer	Remuneration Paid	13.80	13.80
2	Srinivasa Rao Paturi	Non Executive & Non Independent Director	Sitting Fees Paid	0.80	0.80
			Rent	-	1.20
3	P S Rao & Associates	Entity in which Director is a Partner	Loan	50.00	-
			Interest Payable	1.48	-
4	Suryanarayana Simhadri	Independent Director	Sitting Fees Paid	1.30	1.05
5	Sateesh Kumar Puligundla	Independent Director	Sitting Fees Paid	1.00	0.95
6	Venkata Krishna Rau Gogineni	Chairman & Independent Director	Sitting Fees Paid	-	0.30
7	Munnangi Jayaram Prasad	Non Executive & Non Independent Director	Sitting Fees Paid	0.40	0.10
8	Neha Soni	Independent Director	Sitting Fees Paid	1.10	1.45
9	Hari Singh Chauhan	Chief executive Officer	Remuneration	-	107.05
10	Kishan Dumpeta	Chief executive Officer	Remuneration	86.24	19.49
11	Sheshu Babu Dharla	Chief Financial Officer	Remuneration	-	20.69
12	K Anagha Devi	Company Secretary	Remuneration	8.68	6.98
13	Ranjith Mupparapu	Chief Financial Officer	Remuneration	7.33	-
14	Satyanarayana Pathuri	Brother of Director	Rent	1.44	0.24

c) Related party outstanding balances are as follows:-

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Sl No	Name of the Related Party	Nature of Relationship	Particulars	As at 31 March 2026	As at 31 March 2025
1	Srinivasa Rao Paturi	Non Executive & Non Independent Director	Sitting Fees Payable	0.18	0.09
2	P S Rao & Associates	Entity in which Director is a Partner	Loan+Interest amount	51.48	-
3	Suryanarayana Simhadri	Independent Director	Sitting Fees Payable	0.27	0.14
4	Sateesh Kumar Puligundla	Independent Director	Sitting Fees Payable	0.27	0.09
5	Munnangi Jayaram Prasad	Non Executive & Non Independent Director	Sitting Fees Payable	0.10	0.09
6	Neha Soni	Independent Director	Sitting Fees Payable	0.23	0.14
7	Satyanarayana Pathuri	Brother of Director	Rent	0.12	0.12

v

Notes forming part of Financial statements

Note 40. The disclosure pursuant to the Micro, Small and Medium Enterprises Development Act,2006, (MSMED Act) for dues to micro enterprises and small enterprises as at March 31, 2026 and March 31, 2025 is as under

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	As at 31 March 2026	As at 31 March 2025
a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	82.41	41.17
(i) Principal amount due	82.41	41.17
(ii) Interest due on above	4.74	-
b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest	-	-
e) dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Note: The list of undertakings covered under MSMED Act was determined by the Company on the basis of information available with the Company.

Note 41. Disclosure pursuant to Indian Accounting Standard (Ind AS) 108 "Operating Segments"

a) The Company's operations predominantly consist of Sale of Agriculture Seeds. The Company's Chief Operating Decision Maker (CODM) review the operations of the company as a single reportable segment only. Hence there are no reportable segments under Ind AS 108. Accordingly, the disclosure requirements specified in paragraphs 22 to 30 are not applicable.

b) Geographical information

The Company operates in single principal geographical area i.e., India. Though the Company has operations across various geographies within India, the same are considered as a single operating segment considering the following factors:-
-These operating segments have similar long term gross profit margins

-The nature of the products and production processes are similar and the methods used to distribute the products to the customers are the same.

c) In view of the above mentioned classification of business and geographical segments the particulars relating to Segment revenue and results, Segment assets and liabilities, Other segment information, revenue from major products and services, geographical information are not required to be furnished.

Notes forming part of Financial statements

Note 42. Financial Instruments

A. Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. (All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Amortised Cost	Fair Value	Amortised Cost	Fair Value
Financial Assets				
Investments	-	-	-	-
Loans and advances	1,007.88	-	1,087.58	-
Other Financial Assets (Non Current)	38.86	-	41.15	-
Trade Receivables	1,633.42	-	967.43	-
Cash and cash equivalents	33.10	-	354.35	-
Bank Balance other than (ii) above	6.98	-	-	-
Other Financial Assets (Current)	0.57		51.20	
Total Financial Assets	**2,720.82**	**-**	**2,501.71**	**-**

Financial liabilities				
Non Current				
Borrowings	-	-	-	-
Other Financial Liabilities	-	-	-	-
Lease Liabilities	40.75		-	-
Current		-		-
Borrowings	1,860.33	-	60.27	-
Trade payables	4,159.40	-	4,073.03	-
Lease Liabilities	25.13	-	1.25	-
Other financial liabilities	116.89		362.60	
Total Financial liabilities	**6,202.49**	**-**	**4,497.15**	**-**

The carrying amounts of cash and cash equivalents, bank balances other than cash and cash equivalents (including earmarked balances with banks), trade receivables, loans, other financial assets, borrowings, trade payables and other financial liabilities as at March 31, 2026 and March 31, 2025 approximate their respective fair values due to the short-term maturities of these instruments or because they bear interest at market rates, where applicable. Lease liabilities are recognised and measured in accordance with Ind AS 116. Accordingly, fair value disclosures for lease liabilities are not required under Ind AS 107.

Measurement of fair values

i).Transfer between Level 1 and 2

There have been no transfers from Level 2 to Level 1 or vice-versa in the current year and no transfers in either direction in previous year.

Note 43.Financial risk management objectives and policies

The Company's financial liabilities comprise mainly of borrowings, trade payables and other payables. The Company's financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, loans, trade receivables and other receivables.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Board of Directors of the Company has overall responsibility for the establishment and oversight of the Company's risk management framework. In performing its operating, investing and financing activities, the

Notes forming part of Financial statements

Company is exposed to the Credit risk and Liquidity risk.

1. Market Risk:

Market risk is the risk of loss of future earnings, fair values or future cash flows that may results from change in the price of a financial instrument. The value of a financial instrument may change as result of change in the interest rates, foreign currency exchange rates, equity prices and other market changes may affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments and deposits, foreign currency receivables, payables and loans and borrowings. Market risk comprises mainly three types of risk:

Interest rate risk, currency risk and other price risk such as equity price risk and commodity risk.

The Company has an elaborate risk management system to inform Board Members about risk management and minimization procedures

a) Interest Rate Risk :-

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to interest rate risk primarily arises from its floating rate bank borrowings, which are linked to the External Benchmark Lending Rate (EBLR). The Company also has fixed rate borrowings, including short-term borrowings from related parties, which are not exposed to cash flow interest rate risk.

The Company manages its interest rate risk by periodically reviewing prevailing market interest rates and its borrowing portfolio and by negotiating competitive borrowing terms with lending institutions. The Company's objective is to optimise its borrowing costs while maintaining an appropriate capital structure.

Interest Rate Sensitivity: The sensitivity analysis below has been determined based on the exposure to floating rate borrowings outstanding as at the reporting date. A reasonably possible change of 100 basis points (1%) in interest rates has been considered. The analysis assumes that all other variables remain constant and reflects the impact on profit before tax due to changes in finance costs on floating rate borrowings. Fixed rate borrowings have not been included in the sensitivity analysis.

Particulars	As at 31 March 2026	As at 31 March 2025
Floating rate borrowings	1,755.74	Nil
Increase in interest rate by 100 basis points – Decrease in Profit Before Tax	-17.56	Nil
Decrease in interest rate by 100 basis points – Increase in Profit Before Tax	17.56	Nil

b) Commodity Price Risk and Sensitivity:

Commodity price fluctuations can have an impact on the demand of seeds for particular crop. Therefore, we track the commodity price movements very closely and take advance production decisions accordingly. In addition to the above, Company also maintains a strategic buffer inventory to ensure that such disruptions do not impact the business significantly.

c) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to foreign currency risk arises primarily from the import of vegetable seeds and services denominated in foreign currencies. Fluctuations in foreign exchange rates may affect the cost of imports and the related cash flows.

The Company monitors its foreign currency exposures on an ongoing basis and manages the associated risks by reviewing exchange rate movements and the timing of foreign currency payments. The Company does not use derivative financial instruments or other hedging instruments to manage its foreign currency risk.

The Company did not have any material outstanding foreign currency monetary assets or liabilities as at March 31, 2026 and March 31, 2025. Accordingly, no foreign currency sensitivity analysis has been presented.

Notes forming part of Financial statements

i) Expenditure in Foreign exchange

Particulars	For the Year Ended March 31, 2026	For the Year Ended March 31, 2025
Import of Vegetable seeds & Services	16.85	27.63
Total	**16.85**	**27.63**

ii) Earnings in Foreign exchange

Particulars	For the Year Ended March 31, 2026	For the Year Ended March 31, 2025
FOB Value of Exports	-	-
Interest Earned	-	-
Total	**-**	**-**

2. Credit Risk:

Credit risk is the risk that a counterparty will fail to fulfil its contractual obligations under a financial instrument, resulting in a financial loss to the Company. The Company's exposure to credit risk arises principally from trade receivables, loans, bank balances and other financial assets.

a).Trade Receivables: Customer credit risk is managed in accordance with the Company's established credit policy, procedures and internal controls. The Company assesses the creditworthiness of its customers based on their financial position, past payment history and other relevant factors before extending credit.

Credit risk is mitigated, to the extent possible, by obtaining advances from customers prior to the commencement of respective cropping seasons (Kharif and Rabi), based on business requirements and customer relationships. The Company has a well-defined credit and sales policy to minimise the risk of credit defaults. Outstanding trade receivables are regularly monitored and reviewed for recoverability.

The Company applies the simplified approach prescribed under Ind AS 109 for measuring expected credit losses on trade receivables. Expected credit losses are measured based on lifetime expected credit losses using a provision matrix, considering historical credit loss experience, ageing of receivables and forward-looking information, where appropriate. The expected credit loss allowance is reviewed at each reporting date to reflect changes in credit risk and collection experience. However a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively.

3. Liquidity Risk:

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due. The Company relies on a mix of borrowings and operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium term expansion needs. The Company monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowings facilities at all times so that the Company does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities.

Note 44. Ageing of Trade Receivables.
Trade Receivable ageing schedule:
As at 31 March 2026

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months-1year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables-considered good	1,314.82	173.66	208.90	143.55	189.48	2,030.41
(ii) Undisputed trade receivables -which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed trade receivable -credit impaired	-	-	-	-	-	-
(iv) Disputed trade receivables -which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed trade receivables -credit impaired	-	-	-	-	-	-
Total	**1,314.82**	**173.66**	**208.90**	**143.55**	**189.48**	**2,030.41**
Less: Allowance for credit impaired receivables						**395.45**
Less: Provision for expected Sales returns						**1.54**
Net Trade Receivables						**1,633.42**

As at 31 March 2025

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months-1year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables-considered good	258.37	200.79	232.23	7.02	1,263.62	1,263.63
(ii) Undisputed trade receivables -which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed trade receivable -credit impaired	-	-	-	-	-	-
(iv) Disputed trade receivables -which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed trade receivables -credit impaired	-	-	-	-	-	-
Total	**258.37**	**200.79**	**232.23**	**7.02**	**1,263.62**	**1,263.63**
Less: Allowance for credit impaired receivables						**265.21**
Less: Provision for expected Sales returns						**30.98**
Net Trade Receivables						**967.43**

Note 45. Ageing of Trade Payable.

Trade Payable ageing schedule:

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Particulars	Trade Payable Outstanding as on 31 March 2026					
	Unbilled	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	82.41	-	-	-	82.41
(ii) Others	-	4,076.99	-	-	-	4,076.99
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-	-
Total	**-**	**4,159.40**	**-**	**-**	**-**	**4,159.40**

Particulars	Trade Payable Outstanding as on 31 March 2025					
	Unbilled	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	41.17	-	-	-	41.17
(ii) Others	-	4,031.86	-	-	-	4,031.86
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-	-
Total	**-**	**4,073.03**	**-**	**-**	**-**	**4,073.03**

Note 46. Capital Management:

Equity Share Capital and other equity are considered for the purpose of company capital Management. The Company manages its capital so as to safeguard its; ability to continue as going concern and to provide optimum return to share holders. The Management and Board of directors monitors the return on capital. The company may take appropriate steps in order to maintain or if necessary adjust its capital structure.

Note 47. Additional Regulatory Information

i. The Company does not have any immovable property held in the name of the company other than Properties where company is Lessee and lease agreements are duly executed in the favour of lessee.

ii. The Company did not have any Investment Property during the year.

iii. The company has not revalued its Property, Plant and Equipment during the year.

iv. The Company has not Revalued any of its Intangible assets held in the name of the company during the year.

v. "The Company has made Loans and Advances in the nature of Loans grantd to Promoters, Director's, KMP's and related parties of Rs. (in lakhs)."

(All amounts in INR Lakhs, except for shares data and where otherwise stated)

Type of Borrower	As at 31 March 2026		As at 31 March 2025	
	Amount of loan or advance in the nature of loan outstanding	% of total loans and advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	% of total loans and advances in the nature of loans
Promoters	-	-	-	-
Directors	-	-	-	-
KMPs	-	-	-	-
Related Parties	-	-	-	-
Total	-	-	-	-

vi. Product under Development

Ageing for product under development as at March 31, 2026 is as follows:

Particulars	Amount in Product under Development for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Project-in-progress					
Product under Development	221.36	-	-	190.39	411.75
Total	**221.36**	**-**	**-**	**190.39**	**411.75**

Ageing for product under development as at March 31, 2025 is as follows:

Particulars	Amount in Product under Development for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Project-in-progress					
Product under Development	-	-	76.84	113.55	190.39
Total	**-**	**-**	**76.84**	**113.55**	**190.39**

vii. No proceedings have been initiated during the year or are pending against the company at March 31, 2026 and March 31, 2025 for holding any Benami property under Benami transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made there under.

viii. There are no charges or satisfaction to be registered with ROC beyond the statutory period.

ix. The Company has not declared as wilful defaulter by any bank, financial Institution or other lender.

x. There are no Transactions with struck off companies u/s 248/250 of the Companies Act, 2013.

xi The Company is in compliance with number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of layers) Rules,2017.

xii. The company has not advanced/loaned/invested or received funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

xiii There are no regulatory account balances during the year.

xiv. The Company is not required to apply its funds to Corporate Social Responsibility activities (CSR) u/s 135 of The Companies Act, 2013.

xv. The Company does not have any Undisclosed Income during the Year.

xvi The Company has not invested in Crypto currency or Virtual currency.

Note 48
Empolyee Stock Options

Pursuant to the Scheme of amalgamation sanctioned by the Hon'ble National Company Law Tribunal, Bench at Hyderabad vide its order dated 12th day of November, 2021 Grandeur Products Limited was merged with our Company Tierra Agrotech Limited. Two employee benefit plans, namely, Grandeur Employee Stock Option Scheme II, 2016 (GPLESOS II, 2016) and the Grandeur Employees Stock Purchase Scheme 2017" ("GPL-ESPS 2017") were formulated vide special Resolution passed by the Shareholders of Grandeur Products Limited dated 8th November, 2016 and at Extra Ordinary General Meeting held on 25th March, 2017 respectively , Upon the Merger of Grandeur Products Limited with Tierra Agrotech Limited, the aforesaid schemes are continued as Schemes of Tierra Agrotech Limited. Details regarding the above mentioned schemes along with their status as follows.

Scheme 1: The company has instituted Grandeur Products Limited Employees Stock Option Scheme II (GPLESOS II, 2016) of 7,50,000 stock options of Rs. 10/- each which is exercise price or any other price as decided by Nomination and Remuneration Committee of the Company, the options issued under this scheme are convertible into equity shares and the vesting period of options is one year not later than two years from the date of grant of options issued under this scheme issued to the eligible employees of the company (as decided by management) and the scheme was approved by the Shareholders through postal ballot dated 8th November, 2016.

Scheme 2: The company also approved to grant a maximum of 7,50,000 equity shares of Rs. 10/- each under the scheme namely Grandeur products limited Employees Stock Purchase Scheme 2017 (GPL-ESPS, 2017) through Grandeur Products Limited Employees Welfare Trust (GPL Trust). The company provided a loan of amount Rs. 61,19,600/- for acquisition of 6,11,960 allotted shares to GPL Trust & this was approved by shareholders of the company at the Extra Ordinary General Meeting held on 25th March, 2017. The purchase price of the share issued/granted shares under this scheme to GPL Trust will be determined by the Board of Trustees of the GPL Trust in consultation with the board of directors of the company & Nomination and Remuneration Committee of the Company.

Particulars	For the year ended 31, March 2026	For the year ended 31, March 2025	For the year ended 31, March 2026	For the year ended 31, March 2025
	No of Share Options		No of Shares	
	Scheme 1	Scheme 1	Scheme 2	Scheme 2
Options outstanding at the beginning of the year	3,00,000	-		2,00,000
Add: Shares issued on exercise of Employee Stock Option Plan/ Scheme	-	-	-	-
Granted during the year	-	3,00,000	-	-
Vested / Allotted during the year	-	-	-	-
Exercised during the year	-	-	-	-
Lapsed during the year	-	-		-2,00,000
Forfeited during the year	-	-	-	-
Options outstanding at the end of the year	3,00,000	3,00,000	-	-
Options exercisable at the end of the year	**3,00,000**	**3,00,000**	**-**	**-**

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