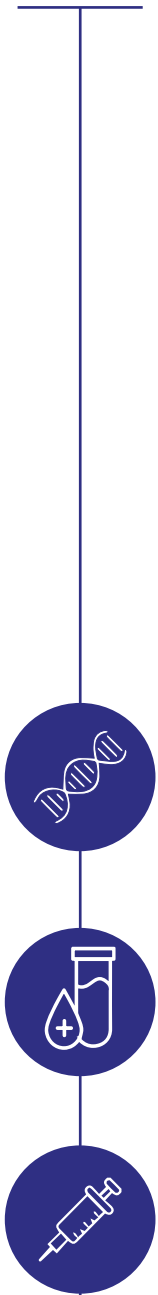
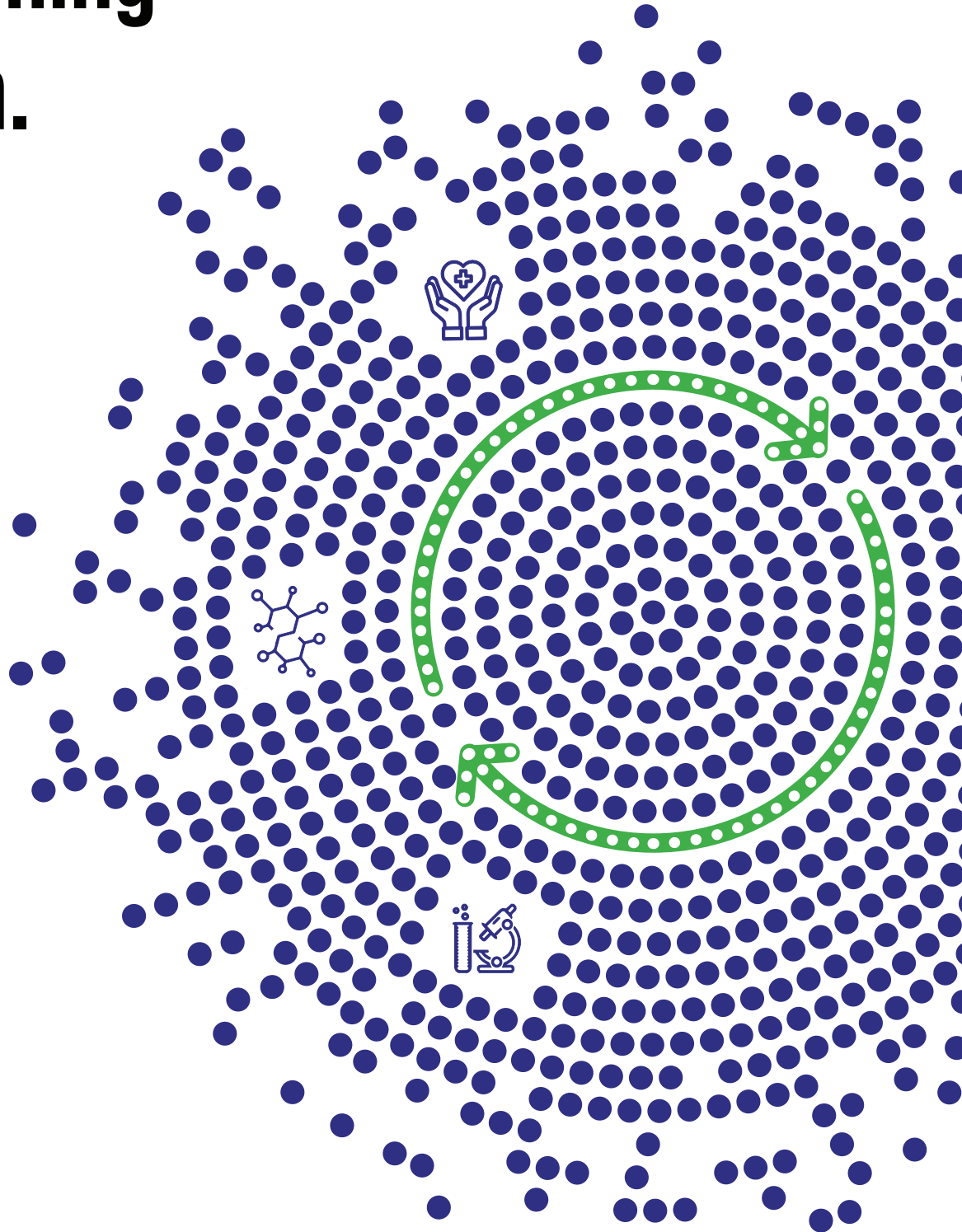


# Exploring Possibilities. Envisioning Growth.



ANNUAL REPORT 2021-22



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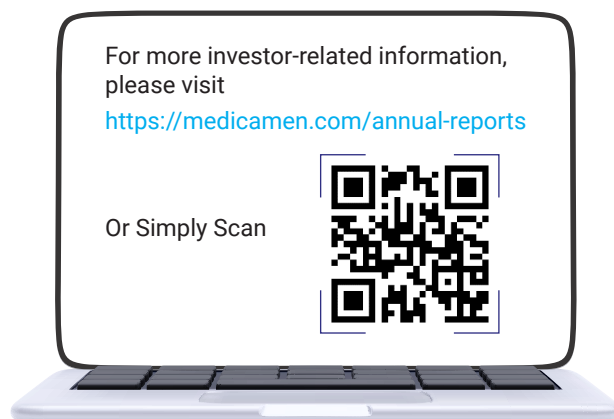
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Disclaimer: This document contains statements about expected future events and financials of Medicamen Biotech Limited, which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions, and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.

## INVESTOR INFORMATION

MARKET CAP	BSE : ₹ 786.38 CRORES NSE : ₹ 782.90 CRORES
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CIN	L74899DL1993PLC056594
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BSE CODE	531146
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NSE SYMBOL	MEDICAMEQ
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BLOOMBERG CODE	MDCB: IN
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DIVIDEND DECLARED	10% i.e ₹ 1 PER SHARE
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AGM DATE	SEPTEMBER 27, 2022
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AGM MODE	PHYSICAL
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# Exploring Possibilities. Envisioning Growth.

With a clear focus, now Medicamen is steadily venturing into new geographies and launching new products to build our roadmap to success. Our innovations take shape through our expert-driven robust R&D, enabling us to devise strategies for fulfilling our vision of becoming a global leader in the market. Backed by a strong foundation, extensive capacity, and proficiency, we are fulfilling our commitment to seeking excellence by exploring possibilities for unlocking growth avenues.

We recognise that attaining new heights of success is not a matter of chance but steadfast perseverance, focussed mindset, and risk-taking ability. Thus, our journey from envisioning growth to translating it into business success is led by our dedicated endeavor driven by quality performance and strong capabilities.

Altogether, we remain poised and hopeful of adding to our progressive journey by **exploring possibilities**, as we continue **envisioning growth**, uninterruptedly and patiently.



**₹ 115.44 Crores**  
Revenue for 2021-22



**₹ 25.28 Crores**  
EBITDA For 2021-22



**₹ 14.90 Crores**  
PAT for 2021-22



**₹ 12.20**  
EPS for 2021-22

\*EBITDA : Earning Before Interest,  
Taxes Depreciation and Amortisation

\*PAT: Profit After Tax

\*EPS: Earning Per Share



# Medicamen: A Brief Overview

A vertically integrated company in the pharmaceutical space, with expertise across R&D, APIs & Formulations

Medicamen Biotech was established in 1996 and is engaged in manufacturing of diverse range of pharmaceutical products Oral Solids, Oral Liquids, Ointment for non-oncology products range and also produces Tablets, Capsule/Lyophilized/Dry powder injections for oncology product range

Medicamen Biotech Limited is an export-oriented company engaged in the manufacturing of quality medicines. With a strong heritage and lineage, our Company has evolved as an integrated manufacturer with expertise across R&D, APIs & Formulations. Leveraging our capabilities, we manufacture a wide range of products, including tablets, capsules, liquid syrup, dry syrup (beta lactum and non-beta lactum) and ointments.

We have three state-of-the-art manufacturing facilities. One of our plants is situated at Bhiwadi, Rajasthan and the second plant is at SIDCUL, Haridwar and the third is the ONCOLOGY FORMULATIONS Plant at Haridwar. Our units are equipped with cutting-edge production facilities, supported by a pool of technically qualified personnel that drive efficient production and R&D.





## Our Purpose

Enhancing quality of life



## Our Vision

Emerge as a preferred pharmaceutical company with leadership in quality, market share and profit by inculcating a high-performance culture



## Our Values



### Quality

We maintain stringent control systems and procedures to ensure compliance with CGMP standards.



### Transforming Solution

We strive constantly towards developing Transforming solutions in all aspects of our service. We think proactively.



### Innovation

Make courageous choices for agile transformation with the aim to drive efficiency, effectiveness and growth.



### Trusted Partner

We build relations that enable us to deliver lasting solutions for the benefit of our customers. We are proud to be trusted by our customers and suppliers world over.



## Our Global Presence

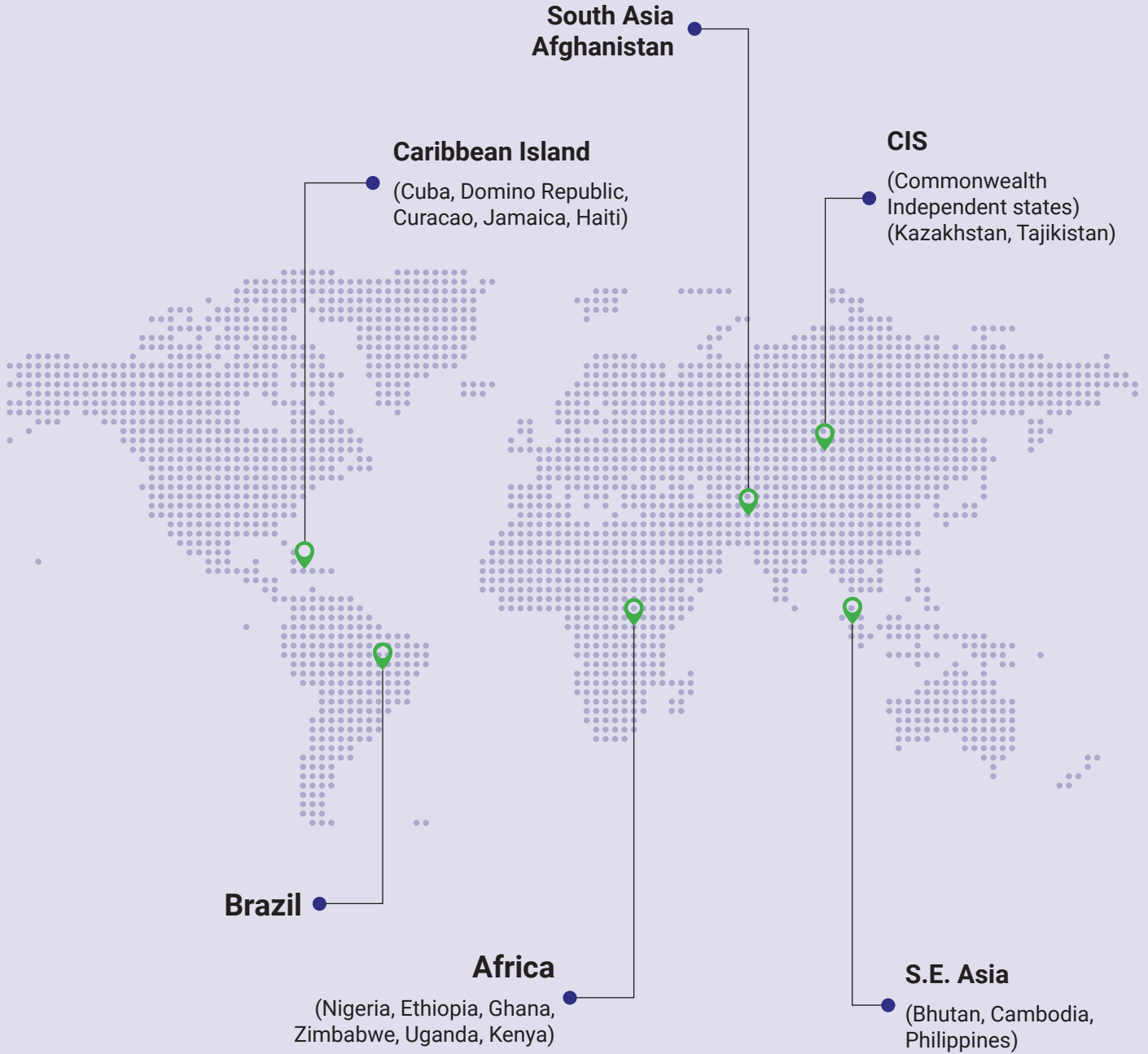
MBL has presence in 35 countries, including Africa, Latin America, Brazil and Asia



## Our Focus Areas

- Antibiotic
- Antimalarial
- Antidiarrheal
- Antituberculosis
- General Pain Management
- Oncology Formulations

# Global Presence



**Disclaimer:** This map is a generalized illustration only for the ease of the reader to understand the locations, and is not intended to be used for reference purposes. The representation of political boundaries and the names of geographical features/states do not necessarily reflect the actual position. The Company or any of its directors, officers or employees cannot be held responsible for any misuse or misinterpretation of any information or design thereof. The Company does not warrant or represent any kind of connection to its accuracy or completeness.

# Enhancing Capacity. Envisioning Growth.

Our manufacturing facilities are equipped with the latest technology, enabling us to deliver large-scale production of high-quality medicines. To cater the needs of cancer patients worldwide, we are building our capabilities basis international accreditations and approvals by global regulatory bodies.

For improving accessibility to quality drugs and advanced therapy for cancer patients, we have established a new world-class manufacturing unit for the oncology segment in Haridwar. Injections (Lyo & RTU) and Oral Solid Dosage Forms are manufactured at this unit. This plant is USFDA, EDQM, PMDA, and TGA-compliant. Thus, testifying its reliability and compliance to quality standards, to manufacture effective products. Medicamen has a second unit for the local market in SIDCUL Haridwar. This plant recently received WHO GMP certification. The facility was evaluated by Ethiopian authorities in June and received clearance on August 4, 2022. This plant shall be utilized for ointment and cream.

## Formulations



**Location**  
Bhiwadi (Rajasthan, India)

**Area**  
2,10,000 sq. ft.



**Location**  
Haridwar Unit I  
(Uttarakhand, India)

**Area**  
32,000 sq. ft.



**Location**  
Haridwar Unit II (Uttarakhand, India)

**Area**  
35,000 sq. ft.

# Developing R&D. Discovering Possibilities.

To cater our global customer base, we are developing innovative and high-quality products through our expert-driven R&D team. We prudently invest in research and development of better solutions, emphasising on cost-optimisation and higher efficacy. This includes developing difficult-to-manufacture products across multiple oncology areas. On the back of our team of experts driving innovation and research across the development stages of a product, we are determined and prepared to explore new generics. Thus, achieving progress in business by contributing to the well-being of people.

## Capability High-points



### Research

We indulge in extensive-duty research before developing a new product.



### Formulation Research

We develop high-quality formulations, maintaining the highest levels of compliance.



### Analytical Research

We develop high-quality formulations, maintaining the highest levels of compliance.



### Quality

We maintain stringent control systems and procedures to ensure compliance with cGMP standards.



## R&D Centre: Key Highlights

- Experienced technical team (scientists, pharmacists) with multiple developments and patents to their credit
- Led by best-in-class equipment and systems for the development of complex APIs & formulations
- Complete in-house capabilities for analytical research, stability studies, process validation and improvements
- Robust quality assurance system for product development
- Para IV filing capability with different API polymorphs
- Strong in-house intellectual property management skills and expertise
- Demonstrated technology transfer capabilities and operating systems
- Approved by DSIR (Department of Scientific & Industrial Research), Government of India





## Location

Haridwar Unit II,  
Uttarakhand,  
India (Oncology)

### Area

35,000 sq. ft.

### Products

**Oncology formulation facility  
for manufacturing:**

Tablets  
Capsules  
Injectable  
Lyophilized



## Location

Haridwar unit I,  
Uttarakhand, India  
(General)

### Area

32,000 sq. ft.

### Products

Two-storied manufacturing unit for producing non-beta lactum tablets, non-beta lactum capsules, liquid orals, external ointments and more



## Chairman's Message



**Keeping in mind the challenges we encountered last year, we are pleased to note that the economy and humankind are recovering strongly. Our commitment to providing solutions has become stronger, strengthening our will to create high-quality formulations while adhering to stringent regulations. We strive to ensure the well-being and life of our customers through the solutions we provide. Hence, enhancing the quality of life for a healthy tomorrow.**



## Dear Shareholders,

I am pleased to share our performance and experience of 2021-22 in this Annual Report. The past year has been encouragingly hopeful, as we witnessed the recovery of the economies from the Covid-19 pandemic.

Following the three pandemic waves, the Indian economy finally rebounded favorably. The Indian economy grew to 8.7% in 2021-22, becoming one of the fastest-growing nations. Mass vaccination drives, greater mobility, privatisation, and the robust financial support provided by the Indian Government were the factors that drove this growth. Additionally, increased consumer spending and overall economic activity helped raise public spirits and healthcare awareness. Through various policies and budgetary allocations, the Indian Government substantially contributed to the country's growth story.

Given the developments and growth prospects in the industry, we remain optimistic in our journey of exploring possibilities while envisioning growth. We are confident of translating our determined efforts into a progressive performance. Thereby, strengthening our stakeholder relationships by offering better solutions to nurture the well-being of people.

During the year, despite the hiccups faced in the short term, we achieved significant growth while optimising our processes in line with our vision. We delivered a good financial performance, and recorded revenue of ₹ 115.44 Crores in 2021-22. The EBITDA stood at ₹ 25.28 Crores in 2021-22, whereas PAT was recorded to be ₹ 14.90 Crores.

With the expertise gathered over the years, we are confident of our calibre to launch new formulations as we explore better possibilities for providing relevant and long-term solutions. During the year, we launched 8 oncology products in domestic market and are further working on other molecules, which will help us strengthen our product portfolio and market position. As we continue research and development on and for new and better products, we are striving to emerge as a renowned player in the emerging markets.

Oncology is a fast-developing therapy field, and numerous revolutionary technologies that are currently under research, have the potential to change the way cancer is treated fundamentally. Between 2020 and 2025, the oncology market – which was valued at USD 143 Billion in 2019 – is anticipated to witness a CAGR of 12%. This increase in the segment's share is expected due to the rise in the number of cancer cases diagnosed each year, throughout the world.

We are dedicated to serve treatments to patients in this specialised market. Our cutting-edge plant in the Oral Solid Dosage Forms facility at Haridwar, supports us in this direction to fulfil our vision. Furthermore, we are working to validate it with the help of leading global regulatory agencies such as USFDA, EDQM, PMDA, and TGA, among others.

In the non-oncology segment, we will continue to focus on new generic products to strengthen our revenues and margins.

We nurture inclusion and diversity to foster creativity for innovation and quality performance. We ensure to be a 'great place to work' by contributing vigorously to the enterprise and, more broadly, to society. This includes embracing the power of diversity and leading the way to avoid a climate catastrophe.

With this, I would like to thank our employees for their resilience and our stakeholders for their trust in us even amid a challenging year. I'm grateful to our whole team, who showcased consistent dedication under trying circumstances. As we work to improve the lives of our customers, we are enthusiastic about the future and are prepared for the challenges ahead.

Best Wishes,  
**Rahul Bishnoi**  
Chairman



# Corporate Information

## Board of Directors

### Mr. Rahul Bishnoi

Chairman

### Dr. Vimal Kumar Shrawat

Non-Executive Director

### Mr. Ashwani Kumar Sharma

Non-Executive Director

### Mr. Suresh Kumar Singh

Non-Executive Director

### Mr. Sanjay Bansal

Non-Executive Director

### Mr. Harish Pande

Independent Director

### Mr. Arun Kumar

Independent Director

### Dr. Ravi Kumar Bansal

Independent Director

### Mrs. Sumita Dwivedi

Independent Director

### Mrs. Sangeeta Bishnoi

Independent Director

## Share Transfer Agent

M/s. Link Intime India Pvt. Ltd.  
Noble Heights, 1<sup>st</sup> Floor, Plot NH 2,  
C-1 Block LSC,  
Near Savitri Market, Janakpuri,  
New Delhi-110058

## Key Executives

### Chief Executive Officer

Mr. Rajesh Madan

### Company Secretary

Ms. Parul Choudhary

### Chief Financial Officer

Mr. Pratap Singh Rawat

### Statutory Auditors

M/s. Rai Qimat & Associates  
Chartered Accountants  
404, 4<sup>th</sup> Floor,  
DLF Galleria, Phase-IV, Gurugram-122009

### Cost Auditor

M/s. SPB & Co, Cost Accountants  
Lane No. 1, HN-33, 2<sup>nd</sup> Floor, East Guru Angad Nagar,  
Near Nirman Vihar, Scope Minar,  
Laxmi Nagar, Delhi-110092

### Internal Auditor

M/s. Cheena & Associates  
E-2, Upper Ground Floor, Arya Samaj Road, Uttam Nagar,  
New Delhi-110059

### Secretarial Auditor

M/s. AMJ & Associates  
F-2, Plot No-299, Sector-4,  
(Near Vaishali Metro Station)  
Vaishali, Ghaziabad, UP-201010

### Banker

IndusInd Bank  
Citi Bank N.A  
AU Small Finance Bank

### Medicamen Biotech Limited

CIN: L74899DL1993PLC056594  
Registered Office: 1506, Chiranjiv Tower,  
43, Nehru Place, New Delhi-110019

## NOTICE

NOTICE is hereby given that the Twenty Ninth Annual General Meeting of the **Medicamen Biotech Limited** will be held on Tuesday, the 27th day of September, 2022 at 11.00 a.m. at ISKCON Auditorium, Hare Krishna Hill, Sant Nagar Main Road, East of Kailash, New Delhi-110065 to transact the following business:-

### ORDINARY BUSINESS:-

1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON.**
2. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022, TOGETHER WITH THE REPORT OF THE AUDITORS THEREON.**
3. **TO DECLARE DIVIDEND ON THE EQUITY SHARES FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022.**
4. **TO APPOINT A DIRECTOR IN PLACE OF MR. SANJAY BANSAL (DIN: 00121667), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**
5. **TO APPOINT A DIRECTOR IN PLACE OF DR. VIMAL KUMAR SHRAWAT (DIN: 08274190), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**
6. **RE-APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

**"RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s Rai Qimat & Associates, Chartered Accountants (Firm Registration No 013152C), be and are hereby re-appointed as the Statutory Auditors of the Company for a second term of five (5) consecutive years, from the conclusion of this Annual General Meeting ('AGM') till the conclusion of the Thirty Forth (34<sup>th</sup>) AGM of the Company to be held in the year 2027, to examine and audit the accounts of the Company, at such remuneration plus applicable taxes and out-

of-pocket expenses, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors from time to time.'

**RESOLVED FURTHER THAT** the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

### SPECIAL BUSINESS:-

#### 7. **Ratification of Remuneration of Cost Auditors**

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

**"RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹ 1,50,000 plus applicable taxes and out-of-pocket expenses incurred in connection with the cost audit payable to SPB & Co., Cost Accountants (Firm Registration No. 102586), who are appointed by the Board of Directors of the Company on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct audit of the cost records maintained by the Company as prescribed under the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, for the financial year ending March 31, 2023.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

### NOTES:

1. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013, setting out material facts concerning the business under Item Nos. 7 of the Notice, is annexed hereto. The relevant details, pursuant to Regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting ("AGM") are also annexed.

## NOTICE (Contd.)

**2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF IN THE MEETING AND THE PROXY NEED NOT TO BE A MEMBER OF THE COMPANY. THE PROXY FORM DULY COMPLETED AND SIGNED SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.**

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total equity share of the Company may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

3. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
4. In case of joint holder attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. In respect of the matters pertaining to Bank details, ECS mandates, nomination, power of attorney, change in name/address, etc., the members are requested to approach:
  - a) the Company's Registrar and Share Transfer Agent i.e. M/s Link Intime India Private Limited, Noble Heights, 1st Floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058, quoting their Folio numbers, in case of shares held in physical form and
  - b) the respective Depository Participants, in case of shares held in electronic form.
6. All relevant documents referred in the Notice and the Explanatory Statements shall be open for inspection by the members at the Registered Office of the Company during the normal business hours (10.00 A.M to 5.00 P.M) on all working days (except Saturdays) upto the date of Annual General Meeting of the Company.
7. The Company has fixed Tuesday September 20, 2022 as the 'Record Date' for determining entitlement of Members to final dividend for the financial year ended March 31, 2022.
8. If the final dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend will be made on or before Wednesday, October 26, 2022 as under:
  - I. to all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the close of business hours on Tuesday September 20, 2022;
  - II. to all Members in respect of shares held in physical form after giving effect to valid transmission or transposition requests lodged with the Company as of the close of business hours on Tuesday September 20, 2022.
9. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs") in case the shares are held by them in electronic form and with Link Intime India Private Limited (LI IPL) in case the shares are held by them in physical form.
10. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5 available on [www.iepf.gov.in](http://www.iepf.gov.in). The Members/Claimants can file only one consolidated claim in a financial year as per the IEPF Rules.
11. 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 not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to

**NOTICE (Contd.)**

the Company or RTA.

**13.** Members may note that the Income Tax Act, 1961, (“the IT Act”) as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a company after April 1, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of final dividend. In order to enable us to determine the appropriate TDS rate as applicable, members are requested to submit the following documents in accordance with the provisions of the IT Act.

**14.** For resident shareholders, taxes shall be deducted at source under Section 194 of the IT Act as follows:

Members having valid PAN	10% or as notified by the Government of India
Members not having PAN/ valid PAN	20% or as notified by the Government of India

However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during Financial Year 2021-22 does not exceed ₹ 5,000 and also in cases where members provide Form 15G / Form 15H (applicable to individuals aged 60 years or more) subject to conditions specified in the IT Act.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their Country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. IST on September 20, 2022.

**15.** The route map directions to reach the venue of the showing Twenty-Ninth AGM is annexed.

**I. Voting through electronic means:**

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the

members using an electronic voting system from a place other than venue of the AGM (“remote e-voting”) will be provided by Link Intime India Private Limited (LI IPL)

1. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
2. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
3. The remote e-voting period commences on **September 24, 2022 (9:00 am) and ends on September 26, 2022 (5:00 pm)**. During this period members’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Tuesday September 20, 2022, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by LI IPL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
4. The process and manner for remote e-voting are as under:

**Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:**

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

**Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:**

**Login method for Individual shareholders holding securities in demat mode is given below:**

Individual Shareholders holding securities in demat mode with NSDL

Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com>

## NOTICE (Contd.)

either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

1. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com> Select «Register Online for IDeAS Portal» or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.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 i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

### **Individual Shareholders holding securities in demat mode with CDSL**

1. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or [www.cdslindia.com](http://www.cdslindia.com) and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on

LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
5. Individual Shareholders (holding securities in demat mode) login through their depository participants You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

### **Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:**

Individual Shareholders of the Company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on **"Sign Up"** under **'SHARE HOLDER'** tab and register with your following details: -



## NOTICE (Contd.)

### A. User ID:

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

### B. PAN:

Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

### C. DOB/DOI:

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

### D. Bank Account Number:

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*\*Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

*\*Shareholders holding shares in **NSDL form**, shall provide 'D' above*

- ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
  - ▶ Click "confirm" (Your password is now generated).
3. Click on 'Login' under '**SHARE HOLDER**' tab.
  4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.

### Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).

4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

### Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorized representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

### Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 – 4918 6000.

### Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 <a href="mailto:evoting@cDSLindia.com">helpdesk.evoting@cDSLindia.com</a> or contact at 022- 23058738 or 22-23058542-43.

## NOTICE (Contd.)

### Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

*In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.*

**User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate):** Your User ID is Event No + Folio Number registered with the Company

### Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

### GENERAL GUIDELINES FOR SHAREHOLDERS:

- A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper
- Mr. Manoj Kumar Jain, Practicing Company Secretary (Membership No. FCS- 5832) has been appointed as the Scrutinizer for providing facility to the Members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.
- The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company i.e., [www.medicamen.com](http://www.medicamen.com) and on the website of Link In Time India Limited immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited, Mumbai.
- All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9.30 am to 5.30 pm) on all working days, up to and including the date of the Annual General Meeting of the Company.
- Additional Information, pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by Institute of Company Secretaries of India, in respect of the Directors seeking appointment/ re-appointment, is annexed to the notice.

**NOTICE (Contd.)**

- The route map showing directions to reach to the venue of the 29<sup>th</sup> AGM is attached to this Notice as per the requirement of the Secretarial Standard-2 on "General Meeting"

**Contact Details:**

<p><b>Company :</b> Medicamen Biotech Limited Regd. Office: 1506, Chiranjiv Tower, 43, Nehru Place, New Delhi-110019 CIN: L74899DL1993PLC056594 E-mail ID: <a href="mailto:cs@medicamen.com">cs@medicamen.com</a> Website: <a href="http://www.medicamen.com">www.medicamen.com</a></p>	<p><b>Registrar and Transfer Agent:</b> Link Intime India Private Limited Noble Heights, 1st Floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058 Ph: 011-41410592/3/4 E-mail ID: <a href="mailto:insta.vote@linkintime.co.in">insta.vote@linkintime.co.in</a>/<a href="mailto:swapann@linkintime.co.in">swapann@linkintime.co.in</a> Website: <a href="https://linkintime.co.in">https://linkintime.co.in</a></p>
<p><b>Scrutinizer:</b> Mr. Manoj Kumar Jain, AMJ &amp; Associates, (Company Secretaries) F-2, Plot No-299, Sector-4, (Near Vaishali Metro Station) Vaishali, Ghaziabad, UP-201010 Ph : 0120-4138598, Mob : 9811593878 Email Id:- <a href="mailto:amj.associates@gmail.com">amj.associates@gmail.com</a> Website: <a href="http://www.amjassociates.in">www.amjassociates.in</a></p>	<p><b>E-Voting Agency:</b> Link Intime India Private Limited Noble Heights, 1st Floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058 Ph: 011-41410592/3/4 E-mail ID: <a href="mailto:insta.vote@linkintime.co.in">insta.vote@linkintime.co.in</a> Website: <a href="https://linkintime.co.in">https://linkintime.co.in</a></p>

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

The following explanatory statement sets out the material facts in respect of the special business mentioned in the accompanying notice:

**ITEM NO. 7: TO RATIFY THE REMUNERATION OF THE COST AUDITORS FOR THE FINANCIAL YEAR ENDING MARCH 31, 2023**

The Company is directed under the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended, to have the audit of its cost records conducted by a Cost Accountant. Further, in accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company.

The Board of Directors, on the recommendation of the Audit Committee, has approved the appointment of M/s SPB & Co. (Firm Registration No. 102586), as the Cost Auditors of the Company to conduct audit of the cost records of the Company for the financial year ending March 31, 2023, at a remuneration of ₹ 1,50,000 plus applicable taxes and out-of-pocket expenses.

Accordingly, consent of the Members is sought by way of an Ordinary Resolution as set out at Item No. 7 of the accompanying Notice for ratification of the remuneration amounting to ₹ 1,50,000 plus applicable taxes and out-of-pocket expenses payable to the Cost Auditors for the financial year ending March 31, 2023.

The Board commends the Ordinary Resolution set out at Item No. 7 of the accompanying Notice for the approval of the Members.

None of the Directors or KMP of the Company and their respective relatives are concerned or interested, financially or otherwise, in the Resolution set out at Item No. 7 of the accompanying Notice.

By the Order of the Board  
**Medicamen Biotech Limited**

Place: New Delhi  
Date: 10.08.2022

Sd/-  
**Rahul Bishnoi**  
Chairman  
DIN-00317960

## NOTICE (Contd.)

### Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting

[Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard - 2 on General Meetings]

<b>Name of the Director</b>	<b>Mr. Sanjay Bansal</b>
<b>DIN</b>	00121667
<b>Date of Birth</b>	12/02/1964
<b>Age</b>	58
<b>Date of first appointment on the Board</b>	27/02/2016
<b>Qualification</b>	Mr. Sanjay Bansal, B.Com. and a qualified Chartered Accountant
<b>Brief Resume and nature of expertise in functional areas</b>	He has rich experience of over 33 years in the field of finance, investments, taxation and international trade. He has extensively travelled across the globe and has attained exposure to various industries, including pharma. He has been the Director of Medicamen Biotech Limited, since inception and has been sharing his valuable insights for the betterment of the Company.
<b>Terms and condition of re-appointment</b>	N.A
<b>Details of remuneration last drawn (2021-2022)</b>	Nil
<b>Details of remuneration sought to be paid</b>	Nil
<b>Directorship in other Public Companies [excluding foreign Companies]</b>	Shivalik Rasayan Limited
<b>Memberships / Chairmanships of Committees in other Companies (excluding foreign companies)</b>	Shivalik Rasayan Limited <ul style="list-style-type: none"> <li>• Audit Committee</li> <li>• Nomination and Remuneration Committee</li> <li>• Stakeholder Relationship Committee</li> </ul>
<b>Listed entities from which the Director has resigned from Directorship in last three (3) years</b>	Nil
<b>Terms and conditions of appointments/ reappointment</b>	Re- appointment as Non- Executive Director
<b>No. of Shares held in the Company</b>	202813 ( 1.66 % as on 31.03.2022)

**NOTICE (Contd.)****Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting**

[Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard - 2 on General Meetings]

<b>Name of the Director</b>	<b>Dr. Vimal Kumar Shrawat</b>
<b>DIN</b>	08274190
<b>Date of Birth</b>	05/01/1962
<b>Age</b>	60
<b>Date of first appointment on the Board</b>	11/02/2019
<b>Qualification</b>	Dr. Shrawat holds degree of Ph.D. (Organic Synthesis-Medicinal Chemistry) from centre of advanced studies Department of Chemistry, University of Delhi, India, Post-Graduation (M.Sc.-Organic Chemistry) from Meerut University-India and B.Sc. (Chemistry & Botany) from Meerut University, India.
<b>Brief Resume and nature of expertise in functional areas</b>	<p>He has a vast experience of over 30 Years in Handling overall Active Pharmaceutical Ingredients (API), Formulation manufacturing, Intellectual Property Rights &amp; driving Research &amp; Development Activities - Organic Synthesis/ Intermediates/Bulk Drugs / Formulation Development.</p> <p>Dr. Shrawat has a experience of working in large Pharma industries like Shilpa Medicare Limited, Dabur Pharma Ltd (Dabur Pharma Ltd is renamed as Fresenius Kabi Oncology Limited), Ranbaxy Laboratories Ltd and Jubilant Organosys Ltd spanning across activities of R&amp;D, Pilot and Plant Productions, QA/QC, Administration, CRAMS, Project Management etc.</p>
<b>Terms and condition of re-appointment</b>	N.A
<b>Details of remuneration last drawn (2021-2022)</b>	Nil <sup>#</sup>
<b>Details of remuneration sought to be paid</b>	Nil
<b>Directorship in other Public Companies [excluding foreign Companies]</b>	Shivalik Rasayan Limited
<b>Memberships / Chairmanships of Committees in other Companies (excluding foreign companies)</b>	Nil
<b>Listed entities from which the Director has resigned from Directorship in last three (3) years</b>	Nil
<b>Terms and conditions of appointments/ reappointment</b>	Re- appointment as Non- Executive Director
<b>No. of Shares held in the Company</b>	NIL

<sup>#</sup> In line with the internal guidelines, no sitting fee or commission is paid to Dr. Vimal Kumar Shrawat since he draws remuneration from Shivalik Rasayan Limited, the Group Company

## DIRECTOR'S REPORT

Dear Shareholders,

Your Directors have pleasure in presenting their Twenty Ninth Annual Report of the Company together with the Audited Financial Statement for the financial year ended March 31, 2022.

### 1. FINANCIAL HIGHLIGHTS

(₹ In Lakhs)

Particulars	Standalone		Consolidated	
	2021-22	2020-21	2021-22	2020-21
Revenue from operations	11,544.52	11,014.65	11,544.52	11,271.61
Other Income	172.01	75.40	172.01	75.40
<b>Total Income</b>	<b>11,716.53</b>	<b>11,090.06</b>	<b>11,716.53</b>	<b>11,347.01</b>
Profit Before Finance Cost, Depreciation and Tax	2,527.55	2,033.49	2,526.62	1,997.77
Finance Cost	140.06	106.40	140.06	106.40
Depreciation	577.14	251.97	577.14	251.97
Profit before exceptional items and tax	1,810.35	1,675.12	1,809.42	1,639.40
Exceptional Items	-	-	-	-
<b>Profit Before Tax</b>	<b>1,810.35</b>	<b>1,675.12</b>	<b>1,809.42</b>	<b>1,639.40</b>
Provision for Tax	397.69	414.51	397.69	414.51
Deferred Tax	-77.98	11.94	-77.98	11.94
<b>Profit for the year</b>	<b>1,490.64</b>	<b>1,248.66</b>	<b>1,489.71</b>	<b>1,212.94</b>

### 2. PERFORMANCE REVIEW

On a consolidated basis, the revenue for 2022 was ₹ 11,716.53 Lakhs, higher by 3.26% over the previous year's revenue of ₹ 11,347.01 Lakhs. The profit after tax (PAT) attributable to shareholders for 2022 and 2021 was ₹ 1,489.71 Lakhs and 1,212.94 Lakhs respectively. The PAT attributable to shareholders for 2022 was registering a growth of 22.82% over the PAT of 2021.

On standalone basis, the revenue for 2022 was ₹ 11,716.53 Lakhs, higher by 5.65% over the previous year's revenue of ₹ 11,090.06 Lakhs. The profit after tax (PAT) attributable to shareholders for 2022 and 2021 was ₹ 1,490.64 Lakhs and 1,248.66 Lakhs respectively. The PAT attributable to shareholders for 2022 was registering a growth of 19.38% over the PAT of 2021.

### 3. CHANGE IN THE NATURE OF THE BUSINESS, IF ANY

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

### 4. MATERIAL CHANGES AFFECTING THE COMPANY

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this report. There have been no changes in the nature of business of the Company.

### 5. DIVIDEND

The Directors are pleased to recommend a dividend of ₹ 1 per share (i.e. 10%) on the Equity Shares of the Company of ₹ 10 each for the year ended March 31, 2022 (previous year ₹ 1 per share i.e. 10%). If the dividend, as recommended above, is declared at the ensuing Annual General Meeting ('AGM'), the total outflow towards dividend on Equity Shares for the year would be ₹ 122.16 Lakhs (previous year ₹ 122.16 Lakhs).

### 6. DIVIDEND DISTRIBUTION POLICY

Pursuant to Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Board of Directors of the Company have adopted a Dividend Distribution Policy which aims to maintain a balance between profit retention and a fair, sustainable and consistent distribution of profits among its Members. The said Policy is available on the website of the Company under the 'Investors' section at <https://www.medicamen.com/dividend-distribution-policy>.

### 7. TRANSFER TO RESERVES

The Board of Directors have decided to retain the entire amount of profits for 2021-22 in the profit and loss account.

## DIRECTOR'S REPORT (Contd.)

### 8. SHARE CAPITAL

The paid-up Equity Share Capital as on March 31, 2022 was ₹ 1,221.66 Lakhs. During the year under review, the Company has not issued any shares.

### 9. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

As on March 31, 2022 the Company has one wholly owned subsidiary "OPAL Pharmaceuticals Pty Ltd".

### 10. CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of the Company and its subsidiary is prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 ('Ind AS'). The Audited Consolidated Financial Statements together with the Auditor's Report thereon forms part of this Annual Report.

The Annual Financial Statements of the subsidiary and related detailed information will be made available to Members seeking information till the date of the AGM. They are also available on the website of the Company at <https://www.medicamen.com/>. The Consolidated Financial Statements reflect the operations of OPAL Pharmaceuticals Pty Limited

A report on the financial position of OPAL Pharmaceuticals Pty Ltd as per the Companies Act, 2013 ('the Act') is provided in Form AOC-1 which is attached to the financial statements.

### 11. CREDIT RATINGS

There were no changes in the credit ratings of the Company during the year under review. As on March 31, 2022, the Company had a short-term credit rating of CRISIL A3 and a long-term rating of CRISIL BBB- / Stable by CRISIL Limited for bank loan facilities aggregating to ₹ 42 Crores.

### 12. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year under review, the Company has not made any investment. Further, the Company has not given any loan or corporate guarantee or provided any security during the year.

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Act are given in the notes to the Financial Statements.

### 13. RELATED PARTY TRANSACTIONS

The Company formulated a Policy on Related Party Transactions in accordance with the Act and the SEBI

Listing Regulations including any amendments thereto for identifying, reviewing, approving and monitoring of Related Party Transactions ('RPTs'). The said Policy has been revised in line with the amended SEBI Listing Regulations and the same is available on the Company's website at <https://www.medicamen.com/RPTPolicy>.

All RPTs are placed before the Audit Committee for review and approval. Prior omnibus approval of the Audit Committee is obtained on an annual basis for the transactions which are planned/repetitive in nature. All the RPTs under Ind AS-24 have been disclosed in Standalone Financial Statements forming part of this Integrated Annual Report.

The RPTs entered into during the year under review were on arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Act read with the rules framed thereunder and the SEBI Listing Regulations. Further, the Company did not enter into any contracts or arrangements with related parties in terms of Section 188(1) and no material related party transactions were entered into during the year under review.

Accordingly, the disclosure of RPTs as required under Section 134(3)(h) of the Act in Form No. AOC-2 is not applicable to the Company for 2021-22. The information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are given in "Annexure B" in Form No. AOC-2 and the same forms part of this report.

In terms of Regulation 23 of the SEBI Listing Regulations, the Company submits details of RPTs on a consolidated basis, as per the format specified in the relevant accounting standards to the stock exchanges on a half-yearly basis.

### 14. RISK MANAGEMENT

The Company has a well defined risk management framework in place to identify, evaluate, monitor business risks and challenges across the Company as well as to identify new and emergent risks. The Company's success as an organization largely depends on its ability to identify opportunities and leverage them while mitigating the risks that arise while conducting its business.

The Risk Register is revisited periodically to ensure that the risks remain relevant at any point in time and corresponding mitigation measures are effective. This provides a proactive and value adding independent review process which enables maintaining the risk

## DIRECTOR'S REPORT (Contd.)

profile at an acceptable level in a rapidly changing environment. Further, for appropriate identification and mapping of risks, the Company designs a Risk Slate focussing on two parameters – likelihood of the incident/event and its impact on the business. Risks that fall under both these parameters are tagged as key risks for the purpose of timely tracking and preparing mitigation plans. During the year under review, the Risk Management Policy and Terms of Reference of the Risk Management Committee were revised in line with the SEBI Listing Regulations to, inter alia, set up strategic policies including focus on ESG related risks, cyber security risks and defining the role and responsibilities of the Risk Management Committee.

The Risk Management Committee is chaired by an Independent Director and the Chairperson of the Audit Committee is also a member of the said Committee. Further, the Board is apprised of any procedure that may impact the long-term plans of the Company.

The major risks forming part of the Risk Management process are linked to the audit universe and are also covered as part of the annual risk based audit plan.

### 15. INTERNAL FINANCIAL CONTROLS

The Company has a formal framework of Internal Financial Control in alignment with the requirement of Companies Act, 2013 and has also laid down specific responsibilities on the Board, Audit Committee, Independent Directors and Statutory Auditors with regard to Internal Financial Control.

Accordingly, the Company has a well-placed, proper and adequate Internal Financial Control system, which ensures:

- The orderly and efficient conduct of its business,
- 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.

The Board reviews the effectiveness of controls documented as part of Internal Financial Control framework, and take necessary corrective and preventive actions wherever weaknesses are identified as a result of such reviews. This review covers entity level controls, process level controls, fraud risk controls and Information Technology environment.

Based on this evaluation, no significant events had come to notice during the year that have materially

affected, or are reasonably likely to materially affect, our Internal Financial Control. The management has also come to a conclusion that the Internal Financial Control and other financial reporting was effective during the year and is adequate considering the business operations of the Company.

### 16. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Sections 134(3)(c) and 134(5) of the Act, the Directors, to the best of their knowledge and ability, confirm that for the year ended March 31, 2022:

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures;
- (ii) they have 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 at the end of the financial year and of the profit of the Company for that period;
- (iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) they have prepared the annual accounts on a going concern basis;
- (v) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- (vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### 17. GOVERNANCE, COMPLIANCE AND ETHICS

The Governance, Corporate Secretarial and Legal functions of the Company ensure maintenance of good governance within the organization. They assist the business in functioning smoothly by ensuring compliance and providing strategic business partnership in the areas including legislative expertise, corporate restructuring, regulatory changes and governance.

The Company has also adopted the governance guidelines on Board effectiveness to fulfil its responsibility towards its stakeholders. With a view



## DIRECTOR'S REPORT (Contd.)

to uphold human rights as an integral aspect of doing business, being committed to respect and protect human rights and remediate adverse human rights impact resulting from or caused by the Company's businesses, the Board adopted 'Business and Human Rights Policy' during the year under review.

In compliance with the SEBI Listing Regulations, the Corporate Governance Report and the Auditor's Certificate form part of this Integrated Annual Report.

### 18. MANAGEMENT DISCUSSION & ANALYSIS

Various business aspects including market conditions, business opportunities, challenges etc. have been discussed at length in the Management's Discussion and Analysis (MD&A), which forms part of this Annual Report.

### 19. BUSINESS RESPONSIBILITY REPORT (BRR)

The Listing Regulations mandate the inclusion of the BRR as part of the Annual Report for top 1,000 listed entities based on market capitalization. In accordance with the Listing Regulations, we have integrated BRR disclosures into our Annual Report.

### 20. DIRECTORS AND KEY MANAGERIAL PERSONNEL

#### Re-appointment:

In accordance with the provisions of Section 152 of the Act and in terms of Article 112(2) of the Articles of Association of the Company, Dr. Vimal Kumar Shrawat and Mr. Sanjay Bansal Non-Executive Directors of the Company, retires by rotation at the ensuing AGM and being eligible, offers himself for re-appointment

#### Independent Directors:

Mr. Harish Pande, Mr. Arun Kumar, Mrs. Sumita Dwivedi, Mrs. Sangeeta Bishnoi and Dr Ravi Kumar Bansal, Independent Directors of the Company, have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, the Board of Directors of the Company has taken on record the declaration and confirmation submitted by the Independent Directors after undertaking due assessment of the veracity of the same.

The Board is of the opinion that all Directors including the Independent Directors of the Company possess requisite qualifications, integrity, expertise and experience in the fields of science and technology, industry experience, strategy, finance and governance,

IT and digitalization, human resources, safety and sustainability, etc.

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company.

#### Key Managerial Personnel ('KMP'):

In terms of the provisions of Sections 2(51) and 203 of the Act, the following are the KMP of the Company:

- Mr. Rajesh Madan, CEO
- Mr. Pratap Singh Rawat, Chief Financial Officer
- Ms. Parul Choudhary, Company Secretary

#### Procedure for Nomination and Appointment of Directors:

The NRC is responsible for developing competency requirements for the Board based on the industry and strategy of the Company. The Board composition analysis reflects in-depth understanding of the Company, including its strategies, environment, operations, financial condition and compliance requirements.

The NRC is also responsible for reviewing the profile of potential candidates vis-à-vis the required competencies and meeting potential candidates, prior to making recommendations of their nomination to the Board.

#### Criteria for determining Qualifications, Positive Attributes and Independence of a Director.

The NRC has formulated the criteria for determining qualifications, positive attributes and independence of Directors in terms of provisions of Section 178(3) of the Act and Regulation 19 read with Part D of Schedule II to the SEBI Listing Regulations.

**Independence:** In accordance with the above criteria, a Director will be considered as an 'Independent Director' if he / she meets the criteria for Independence as laid down in the Act and Rules framed thereunder, as amended and Regulation 16(1)(b) of the SEBI Listing Regulations.

**Qualifications:** A transparent Board nomination process is in place that encourages diversity of thought, experience, knowledge, perspective, age and gender. It is also ensured that the Board has an appropriate blend of functional and industry expertise. While recommending the appointment of a Director, the NRC considers the manner in which the function and domain expertise of the individual will contribute to the overall skill-domain mix of the Board.

**Positive Attributes:** In addition to the duties as prescribed under the Act, the Directors on the Board of

## DIRECTOR'S REPORT (Contd.)

the Company are also expected to demonstrate high standards of ethical behaviour, strong interpersonal and communication skills and soundness of judgement. Independent Directors are also expected to abide by the 'Code for Independent Directors' as outlined in Schedule IV to the Act.

### **Annual evaluation of board performance and performance of its committees and directors:**

Pursuant to the applicable provisions of the Act and the SEBI Listing Regulations, the Board has carried out an annual evaluation of its own performance, performance of the Directors as well as the evaluation of the working of its Committees.

The NRC has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors.

### **Remuneration Policy**

The Company has adopted a Remuneration Policy for the Directors, KMP and other employees, pursuant to the provisions of the Act and the SEBI Listing Regulations and the same is available on the Company's website at <https://www.medicamen.com/NominationandremunerationPolicy>.

## **21. BOARD AND COMMITTEE MEETINGS**

Regular meetings of the Board and its Committees are conducted to discuss and approve various strategies, policies, financial matters and such other businesses. A calendar of Board and Committee Meetings to be held during the year was circulated in advance to the Directors.

### **a. Details of Board Meetings**

During the year under review, four (4) Board Meetings were held, details of which are provided in the Corporate Governance Report.

### **b. Composition of Audit Committee**

As on March 31, 2022, the Audit Committee comprised three (3) Members they all are Independent Directors. During the year, four (4) Audit Committee Meetings were held, details of which are provided in the Corporate Governance Report.

There have been no instances during the year when recommendations of the Audit Committee were not accepted by the Board.

### **c. Composition of Corporate Social Responsibility ('CSR') Committee**

During the year under review, the CSR Committee comprised four (4) Members out of which one (1)

was an Independent Director and two (2) were Non-Independent, Non-Executive Directors and (1) is Chief Executive Officer of the Company. During the year under review, four (4) CSR Committee Meetings were held, details of which are provided in the Corporate Governance Report.

There have been no instances during the year when recommendations of the CSR Committee were not accepted by the Board.

Details on other committees including their composition, number of meetings held and terms of reference are included in the Corporate Governance Report.

## **22. POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE**

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ('POSH Act') and the rules framed thereunder. Internal Committees have been set up to redress complaints received regarding sexual harassment. All persons whether employed as permanent, contractual, temporary or trainees are covered under this Policy. No complaints were pending at the beginning of 2021-22. Further, the Company did not receive any complaints of sexual harassment during the year under review and accordingly, there were no complaints pending as at the end of the financial year. The said Policy is available on the website of the Company at <https://www.medicamen.com/posh-policy>.

As an endeavour to educate and empower the women employees within the organization regarding POSH and their rights, virtual awareness sessions were also conducted during 2021-22.

## **23. VIGIL MECHANISM AND WHISTLEBLOWER POLICY**

The Company established a whistleblower policy in order to assure that the business is conducted with integrity and that the Company's financial information is accurate.

Details of the Vigil Mechanism and Whistle-blower Policy are made available on the Company's website at <https://www.medicamen.com/WhistleblowerPolicy>.

## DIRECTOR'S REPORT (Contd.)

### 24. AUDITORS

#### (1) Statutory Auditors

At the 24<sup>th</sup> AGM of the Company held on September 13, 2017, pursuant to the provisions of the Act and the Rules made thereunder, M/s Rai Qimat & Associates, Chartered Accountants, Delhi, (Firm Registration No. 013152C), were appointed as Statutory Auditors of the Company from the conclusion of the 24<sup>th</sup> AGM till the conclusion of the 29<sup>th</sup> AGM to be held in the year 2022.

The Audit Report of M/s Rai Qimat & Associates on the Financial Statements of the Company for 2021-22 forms part of this Integrated Annual Report. The Report does not contain any qualification, reservation, adverse remark or disclaimer.

The Board of Directors of the Company at its Meeting held on May 25, 2022, based on the recommendation of the Audit Committee, re-appointed M/s Rai Qimat & Associates as the Statutory Auditors of the Company pursuant to Section 139 of the Act for a second term of five (5) consecutive years i.e. from the conclusion of the 29<sup>th</sup> AGM till the conclusion of the 34<sup>th</sup> AGM to be held in the year 2027, subject to approval by the Members at the ensuing 29<sup>th</sup> AGM of the Company.

Accordingly, an Ordinary Resolution proposing the re-appointment of M/s Rai Qimat & Associates as the Statutory Auditors of the Company for a second term of five (5) consecutive years is set out in the Notice of the 29<sup>th</sup> AGM forming part of this Integrated Annual Report. The Company has received their written consent along with the eligibility certificate confirming that they satisfy the criteria provided under Section 141 of the Act and that the re-appointment, if made, shall be in accordance with the applicable provisions of the Act and rules framed thereunder.

#### (2) Secretarial Audit

Pursuant to provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Board has appointed M/s AMJ & Associates, a firm of Company Secretaries in practice to undertake the Secretarial Audit of the Company. The Secretarial Audit report for the financial year ended March 31, 2022 is annexed herewith as "Annexure A". The Secretarial Auditor report does not contain

any qualification, reservation, adverse remark or disclaimer.

#### (3) Cost Auditor

The Company is required under Section 148(1) of the Companies Act, 2013 read with Companies (Audit & Auditors') Rules, 2014 and the Companies (Cost Records and Audit) Amendments Rules, 2014, the Company is required to maintain the cost records in respect of its business and accordingly such accounts and records are made and maintained.

In terms of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the Audit Committee recommended and the Board of Directors appointed M/s SPB & Co., Cost Auditors (Firm Registration No. 102586), being eligible, to conduct Cost Audits relating to Drugs and Pharmaceuticals of the Company for the year ending March 31, 2023. The Company has received their written consent and confirmation that the appointment will be in accordance with the applicable provisions of the Act and rules framed thereunder.

The remuneration payable to Cost Auditors has been approved by the Board of Directors on the recommendation of the Audit Committee and in terms of the Act and Rules therein. The Members are therefore requested to ratify the remuneration payable to M/s SPB & Co., Cost Auditors as set out in the Notice of the 29<sup>th</sup> AGM of the Company. M/s SPB & Co., Cost Auditors, have confirmed that they are free from disqualification specified under Section 141(3) and proviso to Section 148(3) read with Section 141(4) of the Act and that their appointment meets the requirements of Section 141(3)(g) of the Act. They have further confirmed their independent status and an arm's length relationship with the Company. The remuneration payable to the Cost Auditors is required to be placed before the Members in a General Meeting for their ratification. Accordingly, a resolution for seeking Members' ratification for the remuneration payable to M/s SPB & Co is included in the Notice of the 29<sup>th</sup> AGM forming part of this Integrated Annual Report.

#### (4) Internal Auditor

Pursuant to provision of Section 138 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014. The Board of Directors based on the recommendation of the Audit

## DIRECTOR'S REPORT (Contd.)

Committee has re-appointed M/s Cheena & Associates, Cost Accountants (Firm Registration Number: 00397) as the Internal Auditors of your Company.

### 25. REPORTING OF FRAUDS BY AUDITORS

There are no Auditors' Qualifications or reservations or adverse remarks on the financial statements of the Company. The Auditors have not reported any frauds to the Audit Committee as prescribed under Section 143(12) of the Companies Act, 2013.

### 26. ANNUAL RETURN

Pursuant to Section 92(3) of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014 read with Section 134(3)(a) of the Act, the Annual Return in Form MGT-7 as on March 31, 2022 is available on the Company's website at <https://www.medicamen.com/MGT2022.htm>.

### 27. SECRETARIAL STANDARDS

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

### 28. PERFORMANCE EVALUATION

The formal annual evaluation of the performance of the Board as well as non-independent directors was undertaken by the Nomination and Remuneration Committee. The performance of Board Committees and of individual independent directors was undertaken by the Board members.

The manner of the evaluation of the Board and other Committees has been determined by the Nomination and Remuneration Committee as per SEBI circular dated January 5, 2017.

### 29. UNCLAIMED DIVIDEND

#### (a) Transfer to Investor Education and Protection Fund

Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividend, if not claimed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF").

Further, all the shares in respect of which dividend has remained unclaimed for seven consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares.

The details of unclaimed dividends and shares transferred to IEPF are as follows:

Financial Year	Amount of unclaimed dividend Transferred (₹)	Number of shares transferred
2009-10	2,87,303.25	1,34,393

Members/ claimants whose shares, unclaimed dividend, sale proceeds of fractional shares etc. have been transferred to the IEPF Demat Account or the Fund, as the case may be, may claim the shares or apply for refund by making an application to the IEPF Authority in Form IEPF- 5 (available on [iepf.gov.in](http://iepf.gov.in)) along with requisite fee as decided by the IEPF Authority from time to time. The Member/ Claimant can file only one consolidated claim in a financial year as per the IEPF Rules.

The following tables give information relating to various outstanding dividends and the dates by which they can be claimed by the shareholders from the Company's Registrar and Transfer Agent:

Financial Year	Date of Declaration	Last date for claiming unpaid Dividend
2017-18	02.08.2017	01.09.2024
2018-19	25.09.2019	25.10.2026
2019-20	25.09.2020	25.10.2027
2020-21	25.09.2021	25.10.2028

### 30. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant, material orders passed by the Regulators or Courts, which would impact the going concern status of the Company and its future operations.

### 31. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo

## DIRECTOR'S REPORT (Contd.)

stipulated under Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 is attached as **"Annexure E"** which forms part of this Report.

### 32. PARTICULARS OF EMPLOYEES AND REMUNERATION

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, disclosures pertaining to remuneration and other details are provided in the **"Annexure D"** to this Report.

### 33. CORPORATE SOCIAL RESPONSIBILITY

A report on CSR Activities as required under Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014 is enclosed herewith as **"Annexure – C"**. The Company has adopted Corporate Social Responsibility Policy containing the activities to be undertaken by the Company as part of its CSR programs. The CSR Policy is disclosed on the website of the Company [www.medicamen.com](http://www.medicamen.com)

### 34. LISTING ON STOCK EXCHANGES

The Company's shares are listed on BSE Limited since 1995 and last year on October 27, 2021 we got listed on the National Stock Exchange of India Limited as well.

### 35. HUMAN RESOURCE DEVELOPMENT

Attracting, enabling and retaining talent have been the cornerstone of the Human Resource function and the results underscore the important role that human capital plays in critical strategic activities such as growth.

The Company had total 357 employees as on March 31, 2022.

### 36. EXPORT HOUSE STATUS

Your Company enjoys the status of "One Star Export House"

### 40. POLICIES AS PER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Pursuant to requirements of provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has adopted the following policies currently which are available on the portal of the Company ([www.medicamen.com](http://www.medicamen.com)).

- Policy for Preservation of Documents
- Whistle Blower Policy

- Policy on Performance Evaluation
- Policy on Risk Management
- Policy on Remuneration of Directors and Key Managerial personal
- Policy on Archival of Documents
- Policy on Material Related Party Transactions
- Terms and condition of appointment of Independent Directors
- Policy on Sexual harassment of Women at Workplace
- Code of Insider Trading

### 41. GREEN INITIATIVE

Your Directors would like to draw your attention to section 20 of the Companies act, 2013 read with the Companies (Management and administration) Rules, 2014 as may be amended from time to time which permit the paperless compliances and also service of notice/documents (including annual report) through electronic mode to its shareholders.

Your Directors hereby once again appeal to all those members who have not registered their e mail address so far are requested to register their email address in respect of electronic holding with their concerned Depository participants and /or with the Company.

### 42. HEALTH SAFETY AND ENVIRONMENT

Your Company recognizes the protection and management of environments as one of the highest priorities and every effort is made to conserve and protect the environment. During the year, your Company continued its focus in creating as aesthetic, environment friendly, Industrial habitat in its factory unit, mobilizing support generating interest among staff and labors for maintaining hygienic and green surroundings. The Company obtained the necessary approval/Licenses from concerned Government Department/Pollution Control Board and related environment clearance safety clearance. The Company continues to focus on maintenance and performance improvement of related pollution control facility at its manufacturing locations.

### 43. CODE OF CONDUCT:

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day-to-day business operations of the Company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings / behaviors of any form and

## DIRECTOR'S REPORT (Contd.)

the Board has laid down the directives to counter such acts. The Code has been posted on the Company's website [www.medicamen.com](http://www.medicamen.com). The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders.

### 44. OTHER DISCLOSURES

- No significant material orders have been passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations
- No applications were made or any proceedings were pending against the Company under the Insolvency and Bankruptcy Code, 2016
- No deposits have been accepted from the public during the year under review and no amount on account of principal or interest on deposits from the public was outstanding as on March 31, 2022
- There has been no change in the nature of business of the Company as on the date of this Report
- There were no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this Report

### 45. ACKNOWLEDGEMENT

The Directors appreciate and value the contribution, dedication, hard work, and commitment made by all the employees and acknowledge the support extended by them during these challenging times.

The Directors would also like to place on record their appreciation for the continued co-operation and support received by the Company during the year from bankers, financial institutions, government authorities, farming community, business partners, shareholders, customers and other stakeholders. The Directors look forward to continuance of the supportive relations and assistance in the future.

The Directors deeply regret the losses suffered due to the Covid-19 pandemic and place on record their sincere appreciation to all the front-line workers and all who have gone beyond their duties in battling against the pandemic.

By the Order of the Board  
**Medicamen Biotech Limited**

Place: New Delhi  
Date: 10.08.2022

Sd/-  
**Rahul Bishnoi**  
Chairman  
DIN-00317960

# ANNEXURE-A

## SECRETARIAL AUDIT REPORT

### Form No. MR-3

#### For the Financial Year ended March 31, 2022

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

To,

The Members,

#### **Medicamen Biotech Limited**

1506, Chiranjiv Tower,

43, Nehru Place,

New Delhi-110019

We have conducted the secretarial audit of the compliance of applicable statutory provision and the adherence to good corporate practice by **MEDICAMEN BIOTECH LIMITED** (hereinafter called the Company). 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 our verification of the **MEDICAMEN BIOTECH LIMITED** 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 representative during the conduct of secretarial audit, We hereby report that in my opinion, the Company has during the audit period covering the financial year ended on **March 31, 2022** ('Audit Period') complied with the statutory provision 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 :

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **MEDICAMEN BIOTECH LIMITED** ("the Company") for the financial year ended on March 31, 2022 according to the provisions of:

- (I) The Companies Act 2013 (The Act) and the rules made thereunder;
- (II) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (III) The Depository 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, Overseas Direct Investment and External Commercial Borrowings;
- (V) The following Regulation and Guidelines prescribed under the Securities Exchange Board of India Act, 1992

('SEBI Act'):-

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation 2011;
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity Share) Regulations, 2021; **(Not applicable to the Company during the audit period)**
- e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulation, 2021; **(Not applicable to the Company during the audit period)**
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulation, 1993 regarding the Companies Act and dealing with client;
- g. Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the Company during the audit period) and**
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations 2018; **(Not applicable to the Company during the audit period)**

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

- a. Secretarial Standards issued by The Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meeting.
- b. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on the test check basis, Company has complied with the following laws as identified by the

## ANNEXURE-A (Contd.)

management applicable specifically to the Company:

- (a) The Drug and Cosmetic Act, 1940, and The Drug and Cosmetic Rules, 1945 (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.

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting Members' views are captured and recorded as part of the minutes.

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

Note: This report is to be read with our letter of even date which is annexed as '**ANNEXURE A-1**' and forms an integral part of this report.

**For AMJ & Associates  
Company Secretaries  
Firm Registration no. I2003DE389100**

Sd/-

**Manoj Kumar Jain**

(Proprietor)

C.P. No. : 5629

FCS No. : 5832

UDIN:F005832D000783774

Place: **Ghaziabad**

Date: **10.08.2022**



**ANNEXURE-A (Contd.)****'ANNEXURE A-1'**

To,  
The Members,  
**Medicamen Biotech Limited**  
1506, Chiranjiv Tower,  
43, Nehru Place,  
New Delhi-110019

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

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

**For AMJ & Associates**  
**Company Secretaries**  
**Firm Registration no. I2003DE389100**

Sd/-

**Manoj Kumar Jain**

(Proprietor)

C.P. No. : 5629

FCS No. : 5832

UDIN:F005832D000783774

Place: **Ghaziabad**

Date: **10.08.2022**

## ANNEXURE 'B'

### FORM NO AOC-2

[Pursuant to clause (h) of sub-section 3 of Section 134 of the Act and rule 8(2) of the Companies (Accounts) Rule, 2014]

**Form for Disclosure of particulars of contracts/arrangements/ entered into by the Company with related parties referred to in Sub-section 188 of the Companies Act, 2013 including arm's length transaction under third proviso thereto.**

- There are no contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 which are not at arm's length basis.
- During the financial year the Company has not entered in to any material contracts or arrangements. However, the following transactions are entered in term of section 188(1) of the Companies Act, 2013 at arm's length basis:

₹ In Lakhs

S. No	Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
1	Shivalik Rasayan Limited (Holding Company)	Rent received (₹ 14.16)	-	-	26.06.2021	Nil
2	Shivalik Rasayan Limited (Holding Company)	Sale of Goods/ services (₹ 0.19)	-	-	26.06.2021	Nil
3	Shivalik Rasayan Limited (Holding Company)	Expenses Reimbursement (₹ 58.04)	-	-	26.06.2021	Nil
4	Shivalik Rasayan Limited (Holding Company)	Purchase of Goods/ services (₹ 148.29)	-	-	26.06.2021	Nil
5	Ms. Kanchan Sharma (Related Person)	Rent Paid (₹ 4.10)	-	-	26.06.2021	Nil
6	M/s Chem Pharma Health Care Pvt Ltd (Related Company)	Professional Charges Paid (₹ 28.32)	-	-	26.06.2021	Nil
7	M/s Growel Remedies Limited (Related Company)	Advance paid / Received (₹150.00)	-	-	26.06.2021	Nil
8	M/s Opal Pharmaceuticals Pty Ltd (Wholly Owned Subsidiary)	Expenses Reimbursement (₹9.28)	-	-	26.06.2021	Nil
9	M/s Opal Pharmaceuticals Pty Ltd (Wholly Owned Subsidiary)	Advance Received (₹ 107.10)	-	-	26.06.2021	Nil

- All related party transactions entered during the year were at arm's length basis.
- Appropriate approvals have been taken from the Audit Committee and the Board for the related party transactions entered by the Company and advances paid have been adjusted against bills, wherever applicable

**For and on behalf of the Board**

Sd/-

**Rahul Bishnoi**

Chairman

(DIN 00317960)

Place: New Delhi

Date: 10.08.2022

# ANNEXURE 'C'

## ANNUAL REPORT ON CSR ACTIVITIES

[Pursuant to section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended]

### 1. BRIEF OUTLINE ON CSR POLICY OF THE COMPANY

Over the years, we have been focusing on sustainable business practices encompassing economic, environmental and social imperatives that not only cover business, but also the communities around us. Our Corporate Social Responsibility ("CSR") encompasses holistic community development and institution building, while shaping and sharing solutions that serve the development of businesses and communities.

Our CSR Policy aims to provide a dedicated approach to community development in the areas of improving healthcare infrastructure, supporting primary education, rehabilitating the destitute, abandoned women and children, preserving Indian art and culture, removing malnutrition, rural development, and contributing to serving the development of people by shaping a future with meaningful opportunities for all, thereby, accelerating the sustainable development of society while preserving the environment, and making our planet a better place today and safeguarding it for future generations.

The Company has framed a CSR Policy in compliance with the provisions of the Act, which is available on the Company's website and the web link for the same is provided in this report.

### 2. OBJECTIVES

Our broad objectives, as stated in our CSR Policy, include:

- Making a positive impact on society through economic development and reduction of our resource footprint
- Taking responsibility for the actions of the Company while also encouraging a positive impact through supporting causes concerning the environment, communities and our stakeholders.

### 3. FOCUS AREAS

- Promoting healthcare including preventive healthcare
- Destitute care and rehabilitation
- Promoting education, enhancing vocational skills

### 4. CSR ACTIVITIES

Corporate Social Responsibility (CSR) at Medicamen Biotech Limited stems from the ideology of providing sustainable value to the society in which the Company operates. It lays emphasis on contributing in the fields of healthcare, education, community welfare and other areas as prescribed under schedule VII of the Companies Act, 2013 towards development & upliftment of the underprivileged sections of the society.

- Supported COVID-19 relief measures
- Supported a foundation for destitute care and rehabilitation
- Contributed to Prime Minister National Relief Fund
- Contributed to schools for promoting education

### 5. COMPOSITION OF CSR COMMITTEE

The CSR committee of the Board is responsible for overseeing the execution of the Company's CSR Policy. The CSR committee comprises one Independent Director, and the CEO and two Non-Executive Directors as at the end of 2022:-

S. No	Name of the Director	Designation/Nature of Directorship	Number of meetings of CSR committee held during the year	Number of meetings of CSR committee attended during the year
1.	Harish Pande	Independent Director	4	4
2.	Suresh Kumar Singh	Non-Executive Director	4	2
3.	Sanjay Bansal	Non-Executive Director	4	4
4.	Rajesh Madan	Chief Executive Officer	4	4

**ANNEXURE 'C' (Contd.)**

**6. PROVIDE THE WEB-LINK WHERE COMPOSITION OF CSR COMMITTEE, CSR POLICY AND CSR PROJECTS APPROVED BY THE BOARD ARE DISCLOSED ON THE WEBSITE OF THE COMPANY:**

S. No	Particulars	Weblink
1.	CSR Committee	<a href="http://www.medicamen.com">www.medicamen.com</a>
2.	CSR Policy	<a href="http://www.medicamen.com">www.medicamen.com</a>

**7. PROVIDE THE DETAILS OF IMPACT ASSESSMENT OF CSR PROJECTS CARRIED OUT IN PURSUANCE OF SUB-RULE (3) OF RULE 8 OF THE COMPANIES (CORPORATE SOCIAL RESPONSIBILITY POLICY) RULES, 2014, IF APPLICABLE (ATTACH THE REPORT):**

During the year, the Company gave CSR contributions to trusts and organizations for funding their various programs and initiatives in the fields of healthcare, education, community welfare and others. There are no projects undertaken or completed for which the impact assessment report is applicable in terms of sub-rule 3 of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014.

**8. AVERAGE NET PROFIT OF THE COMPANY FOR LAST THREE FINANCIAL YEAR FOR THE PURPOSE OF THE COMPUTATION OF CSR:**

Year	PBT	Average
2020-21	16,75,12,147.00	16,95,92,472.67
2019-20	16,60,38,508.00	
2018-19	17,52,26,763.00	
<b>Total</b>	<b>50,87,77,418.00</b>	

**9. PRESCRIBED CSR EXPENDITURE (TWO PERCENT OF AVERAGE NET PROFIT OF THE COMPANY AS PER SECTION 135(5))**

Year	PBT	Average	2% Contribution
2020-21	16,75,12,147.00	16,95,92,472.67	33,91,849.45
2019-20	16,60,38,508.00		
2018-19	17,52,26,763.00		
<b>Total</b>	<b>50,87,77,418.00</b>		<b>33,91,849.45</b>

**10. DETAILS OF CSR SPENT DURING THE FINANCIAL YEAR**

- Total amount to be spent for the financial year: **₹ 33.92 Lakhs**
- Surplus arising out of the CSR projects or programs or activities of the previous financial years: **Nil**
- Amount required to be set-off for the financial year, if any: **Nil**
- Amount unspent: **Nil**
- Manner in which the amount spent during the financial year: **Annexed**

**11. (a) CSR AMOUNT SPENT OR UNSPENT FOR THE FINANCIAL YEAR:**

Total amount spent for the financial year(1) (in ₹ Lakhs)	Amount unspent				
	Total amount transferred to unspent CSR account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount (in ₹ Lakhs)	Date of transfer	Name of the fund	Amount	Date of transfer
₹ 33.92 Lakhs	Not applicable				

**(b) DETAILS OF CSR AMOUNT SPENT AGAINST ONGOING PROJECTS FOR THE FINANCIAL YEAR:**

S. No	Name of the project	Item from the list of activities in Schedule VII to the Act	Local Area (Yes/ No)	Location of the project		Project duration (in years)	Amount allocated for the project in fiscal 2022 (in ₹ Lakhs)	Amount spent in the current financial year (in ₹ Lakhs)	Amount transferred to unspent CSR account for the project as per Section 135(6) (in ₹ Lakhs)	Mode of implementation – Direct (Yes / No)	Mode of implementation – Through implementing agency	
				State	District						Name	CSR registration number
Not applicable												

## ANNEXURE 'C' (Contd.)

## (c) DETAILS OF CSR AMOUNT SPENT AGAINST OTHER THAN ONGOING PROJECTS FOR THE FINANCIAL YEAR:

S. No	Name of the project	Item from the list of activities in Schedule VII to the Act	Local Area (Yes/No)	Location of the project		Project duration (in years)	Amount allocated for the project in fiscal 2022 (in ₹ Lakhs)	Amount spent in the current financial year (in ₹ Lakhs)	Amount transferred to unspent CSR account for the project as per Section 135(6) (in ₹ Lakhs)	Mode of implementation – Direct (Yes / No)	Mode of implementation – Through implementing agency	
				State	District						Name	CSR registration number
Not applicable												

(d) Amount spent in administrative overheads: **NIL**(e) Amount spent on impact assessment, if applicable: **Not applicable**(f) Total amount spent for the financial year: ₹ **34.10 Lakhs**

(g) Details of excess amount for set-off are as follows:

In Lakhs

S. No	Particulars	Amount
1.	2% of average net profit of the Company as per Section 135(5)	₹ 33.92
2.	Total amount spent for the financial year	₹ 34.10
3.	Excess amount spent for the financial year [(ii)-(i)]	₹ 0.18
4.	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	Nil
5.	Amount available for set-off in succeeding financial years [(iii)-(iv)]	Nil

## 12. (A) DETAILS OF UNSPENT CSR AMOUNT FOR THE PRECEDING THREE FINANCIAL YEARS:

S. No	Preceding financial year	Amount transferred to unspent CSR account under Section 135 (6)	Amount spent in the reporting financial year	Location of the project		Project duration (in years)	Amount allocated for the project in fiscal 2022 (in ₹ Lakhs)
				Name of the fund	Amount		
Not applicable							

## (B) DETAILS OF CSR AMOUNT SPENT IN THE FINANCIAL YEAR FOR ONGOING PROJECTS OF THE PRECEDING FINANCIAL YEAR(S):

S. No	Project DID	Name of the Project	Financial year in which the project was commenced	Project duration(1)	Total amount allocated for the project (in ₹ Lakhs)	Amount spent on the project in the reporting financial year (in ₹ Crores)	Amount allocated for the project in fiscal 2022 (in ₹ Lakhs)	Cumulative amount spent at the end of reporting financial year (in ₹ Lakhs)	Status of the project – Completed / Ongoing
Not applicable									

13. DETAILS OF THE AMOUNT AVAILABLE FOR SET-OFF IN PURSUANCE OF SUB-RULE (3) OF RULE 7 OF THE COMPANIES (CORPORATE SOCIAL RESPONSIBILITY POLICY) RULES, 2014 AND AMOUNT REQUIRED FOR SET-OFF FOR THE FINANCIAL YEAR, IF ANY: **NIL**

14. IN CASE THE COMPANY HAD FAILED TO SPEND THE TWO PER CENT OF THE AVERAGE NET PROFIT OF THE LAST THREE FINANCIAL YEARS OR ANY PART THEREOF, THE COMPANY SHALL PROVIDE THE REASONS FOR NOT SPENDING THE AMOUNT IN ITS BOARD REPORT : **NIL**

## ANNEXURE 'C' (Contd.)

### 15. A RESPONSIBILITY STATEMENT OF THE CSR COMMITTEE THAT THE IMPLEMENTATION AND MONITORING OF CSR POLICY, IS IN COMPLIANCE WITH CSR OBJECTIVE AND POLICY OF THE COMPANY:

We hereby declare that implementation and monitoring of the CSR policy are in compliance with CSR objectives and CSR policy of the Company.

### 16. IN CASE OF CREATION OR ACQUISITION OF CAPITAL ASSET, FURNISH THE DETAILS RELATING TO THE ASSET SO CREATED OR ACQUIRED THROUGH CSR SPENT IN THE FINANCIAL YEAR:

S. No	Particulars	Applicable/Not applicable
1.	Date of Creation or Acquisition of the Capital Asset(S).	Not applicable
2.	Amount of CSR spent for creation or acquisition of capital asset	Not applicable
3.	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address, etc	Not applicable
4.	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).	Not applicable

### 17. SPECIFY THE REASON(S), IF THE COMPANY HAS FAILED TO SPEND TWO PER CENT OF THE AVERAGE NET PROFIT AS PER SECTION 135(5): NOT APPLICABLE

#### CSR COMMITTEE RESPONSIBILITY STATEMENT

Your CSR committee confirms that the implementation and monitoring of CSR policy is compliant with CSR objectives and policy of your Company.

For and on behalf of the Board of Directors

Place: New Delhi  
Date: 10.08.2022

Sd/-  
**Harish Pande**  
Chairman CSR Committee

### 10 (E). MANNER IN WHICH AMOUNT SPENT DURING THE FINANCIAL YEAR IS DETAILED BELOW (IN LAKHS):-

Sr. No	CSR Project or activities identified	Sector in which project is located	Project (or) Programs (1) Local Area or other (2) Specify the State and District where projects or programs was undertaken	Amount outlay (Budget) Project or program wise	Amount spent on the projects or program Subheads: 1.Direct 2.Expenditure Overheads	Cumulative Expenditure up to the reporting period	Amount spent: Direct or through Implementing agency
1.	Shri Jagatbharti Education and Charitable Trust	Promoting Education including Special education Clause (ii)	Delhi (Local Area)	23.00	23.00	20.00	Direct
2.	JITO Administrative Training Foundation (JATF)	Promoting Education including Special education Clause (ii)	Delhi	10.00	10.00	10.00	Direct
3.	Prime Minister National Relief Fund	NA	PAN India	1.01	1.01	1.01	Direct
<b>Total</b>				<b>34.10</b>	<b>34.10</b>	<b>34.10</b>	

## ANNEXURE 'D'

### PARTICULARS OF EMPLOYEE

We are a leading manufacturer of pharmaceuticals products. The remuneration and perquisites provided to our employees, including that of the Management, are on par with industry benchmarks. The nomination and remuneration committee continuously reviews the compensation of our CEO and other Key Managerial Personnel (KMP) to align both the short-term and long-term business objectives of the Company and to link compensation with the achievement of goals.

The details of remuneration to directors, KMP and other employees are in compliance with Rule 5 of Chapter XIII, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The information required under Section 197 of the act and the Rules made there-under, in respect of employees of the Company, is follows:-

- (a) **The ratio of the Remuneration of each Director to the Median Remuneration of the Employees of the Company for the financial year 2021-2022 as well as the percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary is as under;**

Name of Director/key Managerial Personnel	Ratio to median remuneration	% increase in remuneration over previous year
<b>Non-Executive Directors</b>		
Mr. Rahul Bishnoi	-	-
Mr. Sanjay Bansal	-	-
Mr. Ashwani Kumar Sharma	-	-
Dr Vimal Kumar Shrawat	-	-
Mr. Suresh Kumar Singh	-	-
<b>Executive Directors</b>	-	-
<b>Key Managerial Personnel</b>		
Mr. Rajesh Madan	16.26:1	6.38%
Mr. Pratap Singh Rawat	3.04:1	16.79%
Ms. Parul Choudhary	1.40:1	24.21%

- (b) **The percentage increase in Remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary or Manager, if any, in the financial year;**

Name of Person	% Increase in remuneration
Non-Executive Directors	
Mr. Rahul Bishnoi	
Mr. Sanjay Bansal	NA
Mr. Ashwani Kumar Sharma	

Name of Person	% Increase in remuneration
Dr Vimal Kumar Shrawat	NA
Mr. Suresh Kumar Singh	
<b>Executive Directors</b>	NA
<b>Key Managerial Personnel</b>	
Mr. Rajesh Madan	6.38%
Mr. Pratap Singh Rawat	16.79%
Ms. Parul Choudhary	24.21%

- (c) **The percentage increase in the Median Remuneration of Employees in the financial year :** 69.65%
- (d) **The number of Permanent Employees on the Rolls of Company:** Permanent Employees are 357 on 31.03.2022.
- (e) **Comparison of average percentile increase in salary of employees other than the managerial personnel and the percentile increase in the managerial remuneration :-**

Particulars	% change in remuneration
Average increase in salary of employees (other than managerial personnel)	67.06%
Average increase in remuneration of managerial personnel	9.11%

- (f) **The key parameters for any variable component of Remuneration availed by the Directors:** The Remuneration & Perquisites of Whole-Time Director was approved by the Board.
- (g) **Affirmation that the Remuneration is as per the Remuneration Policy of the Company**

The Company's Remuneration Policy is driven by the success and performance of the individual employees and the Company. Through its compensation package, the Company endeavors to attract, retain, develop and motivate a high performance staff. The Company follows a compensation mix of fixed pay, benefits and performance base variable pay. Individual performance pay is determined by business performance and the performance of the individuals measured through the annual appraisal process. The Company affirms Remuneration is as per the Remuneration Policy of the Company.

For and on behalf of the Board

Sd/-  
**Rahul Bishnoi**  
 Chairman  
 (DIN 00317960)

Place: New Delhi  
 Date: 10.08.2022

## ANNEXURE “E” TO BOARDS REPORT

INFORMATION AS PER SECTION 134(M) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014 READ WITH COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988 AND FORMING PART OF DIRECTORS' REPORT FOR THE YEAR ENDED MARCH 31, 2022

### CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

#### (A) CONSERVATION OF ENERGY

i.	<b>The steps taken or impact on conservation of energy</b>	Various initiatives such as replacement of energy inefficient equipment and heat recovery in AHUs which were undertaken in the previous year have been continued for this year also.
ii.	<b>The steps taken by the Company for utilising alternate sources of energy</b>	More usage of natural lights and ventilation is the basic concept on which new buildings are designed and constructed. Various Power saving devices viz. more efficient electric drives / lights fixtures- LED /machines and electronic appliances etc., are being installed.
iii.	<b>The capital investment on energy conservation equipment</b>	No significant capital investments on energy conservation equipment during the year.

#### Impact of the above measures

- Reduction in energy consumption and cost.
- Reduction in carbon foot print.
- Reduction in per unit production cost.

**Power factor is being monitored continuously as a part of energy conservation measures**

**Additional investment: no additional investment is made during the year**

#### POWER & FUEL CONSUMPTION:

##### Electricity Purchased:-

(₹ in Lakhs)

S. No	Electricity purchased	2021-22	2020-21
1	Units (in Lakhs)	47.02	24.42
2	Total Amount (₹ in Lakhs)	381.83	187.98
3	Rate/unit (₹)	8.12	7.70

##### Own Generation (D.G. Sets) :-

S. No	Own Generation	2021-22	2020-21
1	Units (in Lakhs)	2.35	1.17
2	Diesel oil (litres in Lakhs)	0.78	0.39
3	Cost / Units (₹)	29.14	23.77

##### PNG CONSUMPTION

S. No	PNG Consumption	2021-22
1	Units (in Lakhs)	1.63
2	Diesel oil (litres in Lakhs)	67.84
3	Cost / Units (₹)	41.68

#### (B) TECHNOLOGY ABSORPTION

<b>The efforts made towards technology absorption</b>	No major technology absorption from external sources during the year however there have been various internal technologies developed and used.
<b>The benefits derived like product improvement, cost reduction, product developments or import substitution</b>	Various innovations had led to increase in productivity and reduction of quality failures.
<b>The expenditure incurred on Research and Development</b>	₹ 2.5 Crore

#### Research and Development (R&D):

- Development of robust and cost effective formulations.
- Development of Novel drug delivery systems for existing and newer active drug substances.
- Analytical method development and validation.
- Regulatory affairs services for registration of products.
- Management of Intellectual Property Rights (IPR) for formulations and APIs.
- Ensuring the quality of research work by in-house Quality Assurance team.
- Development of products based on solid dispersion technology similar to innovator products.
- Installation of LIMS in QC laboratories.

#### (C) FOREIGN EXCHANGE EARNING & OUTGO

- Activities relating to initiatives taken for increasing exports are discussed in Management Discussion & Analysis in this annual report.



**ANNEXURE "E" TO BOARDS REPORT (Contd.)**

- b. Total foreign exchange earned in terms of actual inflow as well as outgo in terms of actual outflow during the year:

(₹ In Lakhs)

<b>S. No</b>	<b>Foreign exchange</b>	<b>2021-22</b>	<b>2020-21</b>
1	Total foreign exchange through exports	8399.01	8139.77
2	Total foreign exchange used:		
	a. For import of Raw Material	608.38	168.25
	b. Other including expenditure on travelling	276.11	132.71

**For and on behalf of the Board of directors**

Place: New Delhi  
Date: 10.08.2022

Sd/-  
**(Rahul Bishnoi)**  
Chairman  
DIN: 00317960

Sd/-  
**(Ashwani Kumar Sharma)**  
Director  
DIN: 00325634

# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

**Our prime focus is to reach quality oncology products to cancer patients in India for which we are committed to make it available in all the leading government and private cancer care centres.**

## 1. COMPANY PROFILE

Medicamen has three state of the art manufacturing plant to manufacture Pharmaceuticals formulations one is at Bhiwadi-Rajasthan and Two are at Haridwar-Uttarakhand called as Unit-I and Unit-II.

Bhiwadi Plant is spread over in a sprawling area of 20625 sqm, having approx. 12000 sqm of constructed area divided into different blocks. The Bhiwadi plant has got approval of 35 countries. **Block I** is "**Beta Lactum**" and can manufacture Tablets- 1 Million/day, Capsules- 1 Million/day and Dry Syrup-75000 bottles/day, **Block II** is "**Non-Beta Lactum**" and can manufacture Tablets- 10 Million/day, Capsules- 1 Million/day and Dry Syrup-75000 bottles/day, **Block III** is for Liquid Oral and ORS having capacity of manufacture 4000 Liter/Day and 2 Lakh Sachet/day respectively.

**Block IV** is dedicated for manufacturing Iron & Folic Acid formulation plant with a capacity of 1 Crore tablets per day, **Block V** is R&D Block and Block VI is known as Finished Goods Store.

Its second **Non-Oncology FDF** two stories manufacturing unit for producing general medicines is situated at Haridwar-Uttarakhand in a wide area of 32,000 sq. ft. This unit is dedicated for manufacturing Non beta lactum tablets, Non beta lactum capsules, Liquid Orals and External Ointments having capacity of manufacture of 10 Million/day, 1 Million/day, 5000 liters/day and 300 kgs/day respectively. During the year the plant has got WHO GMP approval.

Medicamen has its third State of Art **Oncology Formulations** Plant at Haridwar-Uttarakhand in a wide area of 35,000 sq. ft. which is dedicated for Oncology formulation. This plant aims to cater regulated market like US, EU, UK and Japan etc. This plant caters General Products like Tablets, Capsules, Injectable and Lyophilized.

## 2. ABOUT OUR BUSINESS

### Research & Development

MBL's Research & Development (R&D) is an ever-evolving centre for excellence and reinforces its belief in innovation and quality to magnify the Company's business aspiration. The focus of our R&D is to enhance innovation, process efficiency and manufacturing effectiveness in compliance with MBL's core values

and support the execution of business strategies. R&D supports the activities of our various businesses by developing breakthrough technologies in new products, analytical chemistry and establishing technologies at commercial scale. We have a highly experienced team of dedicated scientists focusing on development of variety of niche generic products across the spectrum of available dosage formulation technologies.

- **R&D team comprising of 75 scientists including 15 PhDs.**

The MBL's team comprising of research experts remain focused on developing solutions that address antimicrobial resistance, target delivery anticancer drugs and solutions for unmet medical needs in pain management.

### Oncology Formulations

MBL is focussing on Oncology therapeutics. The Pharma Oncology formulation plant at Haridwar which has commenced its operations in the months of March 2021. The oncology plant will start generating income from domestic operations and to exports to ROW markets after validations are completed. A team of highly experienced people has been recruited for marketing its oncology products in Domestic market. The portfolio for regulated market has already been finalized. The Management team at MBL has an extensive global experience & subject matter expertise and is passionate about fulfilling the vision of being the global leader in oncology generics.

MBL has firm plans & investments for global roll out of its oncology products, including in USA, Europe, Latin America, Asia Pacific, MENA, etc through a combination of own team and alliance partners. Major revenue/income from oncology plant will come after US FDA approval.

### 2021-22 business highlights

- MBL has invested substantially in R&D expansion and manufacturing of dosage forms for oncology products with a vision to be a global leader in oncology generics by offering cost effective products with best-in-class quality.
- During the year MBL Haridwar Unit –I has been granted WHO-GMP approval for Tablets, Liquid Orals and Ointments.
- MBL has completed the process validation of Bortezomib for regulated market. ANDA shall be filed after completion of 6 months stability study.
- The Company has launched domestic marketing of its Oncology products w.e.f January, 2022 for

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT (Contd.)

which company has already appointed a team of 20 experienced professionals.

- CDMO agreement with a European country
- R&D Development of products in full swing which are going to be off patented in next 5 years.

### 3. ECONOMY OVERVIEW

#### 3.1 Indian Economy

According to World Bank projections, India will continue to be the world's fastest-growing major economy in the medium term, from 2021 to 2024. According to the Economic Survey 2021-22, India's GDP will grow at 9.2% in 2022, up from a negative growth rate the previous year. India's increased capital expenditure is expected to boost the economy. The Union Budget 2022-23 increased the Capex budget by 35.4% to 7.5 trillion, or nearly 2.9% of GDP. The IMF expects India's prospects for 2023 to improve as credit growth improves and, eventually, investment and consumption.

India's response to the pandemic has been agile and decisive, with the government providing safety nets for vulnerable sections, while responding iteratively with policy support.

#### Outlook

India's broad range of fiscal, monetary, and health responses to the crisis aided its recovery, and several economic reforms are assisting in mitigating the crisis's long-term negative impact. With a strong financial system and a conducive economic budget in place to support the economic revival, the country appears well-positioned for a pick-up in private sector investment.

### 4. INDUSTRY OVERVIEW

#### 4.1 GENERICS MARKET

The generic global drugs market was valued at \$364.93 billion in 2021, and it is expected to reach \$468.79 billion by 2027, registering a CAGR of 4.27% during the forecast period of 2022-27.

COVID-19 severely impacted the generic drugs market during the early pandemic due to the lockdown restrictions and supply chain disruption. Later, there was increased demand for generic pharmaceuticals as the COVID-19 infections provided many opportunities for generic drug manufacturers to manufacture the drugs to treat this infection. The Food and Drug Administration received 121 requests for product development and pre-submission pre-abbreviated New Drug Application meetings in 2020. Increasing frequency of chronic diseases among the population

along with increasing initiatives by the regulatory bodies to control them in the countries of the region is a main driver growth of the APAC.

#### 4.2 INDIAN PHARMACEUTICAL SECTOR

Indian pharmaceutical industry is known for its generic medicines and low-cost quality medicines globally. Transformed over the years as a vibrant sector, presently Indian Pharma ranks third in pharmaceutical production by volume. Till end September 2021, total pharma export has been ₹ 87864 Crores (USD 11.88 Billion) as against total import of ₹ 33636 Crores (USD 4.66 Billion), thereby generating a trade surplus of ₹ 54228 Crores (USD 7.22 Billion). Major segments of Indian Pharmaceutical Industry include generic drugs, OTC medicines, bulk drugs, vaccines, contract research & manufacturing, biosimilars and biologics.

Indian pharmaceutical industry also plays significant role globally. India has the highest number of United States Food and Drug Administration (USFDA) compliant Pharma plants outside of USA. India is the largest supplier of generic medicines with 20% share in the global supply by manufacturing 60000 different generic brands across 60 therapeutic categories. Because of the low price and high quality, Indian medicines are preferred worldwide, thereby rightly making the country the "PHARMACY OF THE WORLD".

#### OVERVIEW OF INDIAN PHARMA EXPORT

For the period 2021-22, export of drugs and pharma products stood at US\$ 24.6 billion compared to USD 24.44 billion as of 2020-21. The Indian pharma industry witnessed exponential growth of 103% during 2014-22 from USD 11.6 billion to USD 24.6 billion. Pharma exports reported strong growth despite the pandemic-led global supply disruptions and geopolitical concerns during the last couple of years.

#### VALUE OF INDIAN PHARMA EXPORTS (IN USD BILLION)

Over the last five years, the value of pharma export has increased at a CAGR of 7% from USD 17.3 billion in 2018 to USD 24.6 billion in 2022. Intense price competitiveness and good quality services have helped pharma companies dominate the export market.

### 5. OUR STRATEGY

#### 5.1 Short term Strategy

- Leverage current portfolio
- Develop our own marketing distribution network in Africa

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT (Contd.)

### 5.2 Long-term strategy

#### Business

- Global player with specific focus on oncology
- Proactive portfolio de-risking, enhanced procurement and operational efficiency
- Widen portfolio and access new market opportunities
- Focus on talent attraction to support new growth projects

#### Capital

- Strong Balance sheet and Liquidity to weather unanticipated market conditions
- Committed to efficient capital allocation strategy to build value in long run

#### Regulatory and Compliance

- Maintain compliance and quality leadership
- Review of environmental, social and governance (ESG) measures under expanded leadership

#### QUALITY AND COMPLIANCE

We have established a well-defined validation and qualification structure to ensure that systems, facilities and processes are designed and developed in line with the needs of customers and to comply with regulatory requirements. Quality risk management procedures are established and followed for internal audits, failure inquiries and implementation of permanent corrective measures. We have also established training procedures and systems for the training and development of our employees with respect to regulatory guidance, new developments and internal procedures. We continue to improve our quality systems to ensure compliance with ever evolving regulations. We always strive to stay ahead of the curve to ensure compliance with regulations and meeting patient needs.

### 6. PRODUCT LAUNCHES

Despite the challenges that prevailed in 2021 owing to the pandemic, the R&D team successfully scaled up and launched the products which are expected to drive business growth in the current year.

**The Company has successfully launched its following 12 Oncology products in Domestic market:-**

• PAZOCAM Tablet	• LEDOMED Capsules
• LENVAMED Capsules	• CAPIVO Tablet
• DASAMED Tablets	• TEMO-GBM Capsule
• ETBMED Tablet	• RADIAMED CREAM
• RAXITINIB Tablet	• ABTMED Tablets
• AB-TAXOMED	• FASVIVO

MBL is working on a pipeline of 7 products which are under various stages of the development cycle addressing multiple oncology areas namely Prostate Cancer, Lung Cancer, Multiple Myeloma, Leukemia and Blood Cancer. Some of these products will be launched in the next 18-24 months.

• MEDIMUSTIN Inj.	• AZACAMEN Inj.
• PEMETOMED Inj.	• BUSMED Injection
• BORZOMED injection	• AFMED Tablets
• IMAMED Tablet	

### 7. RISKS AND CONCERNS

MBL has a robust and comprehensive framework for identification and mitigation of risks. The Risk Management Committee is responsible for reviewing the risk management processes and ensuring its effectiveness. The Committee considers risks that impact near-to-mid-to-long-term objectives. The Audit Committee has an additional oversight on financial risks and controls. The recent unfortunate geopolitical crisis in Europe have directly and indirectly impacted the global economy. Even the pharmaceuticals sector which withstood the Covid-19 related challenges effectively has been impacted due to such crisis. Although it is too early to predict the risks, MBL has been optimistic and cautious in managing the associated risks of this geopolitical situation.

### 8. SAFETY, HEALTH AND ENVIRONMENT

Safety in manufacturing is a key focus area. The Company is continuously developing and meeting higher benchmarks of using safer chemistry and processes to produce safe environment friendly products. Reducing the environmental impact by minimising generation of hazardous waste and effluents and reducing water consumption across manufacturing facilities is a key area of focus at MBL.

### 9. HUMAN RESOURCES

The Company has established a robust Human Resources ('HR') system that nurtures a high performing, conducive and inclusive work culture. It has well-documented and disseminated employee friendly policies to enhance transparency, create a sense of teamwork, oneness, trust among employees and align employees' interests with the organization's strategic goals. These policies assist in providing a holistic workplace environment and play a key role in right talent on-boarding, talent retention and leadership development. The Company has developed well-designed and documented policies such as

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT (Contd.)

Whistle blower Policy and POSH ('Prevention of Sexual Harassment') Policy in order to prevent discrimination and harassment and to discourage wrong practices. The Company ensures equal access to opportunities in the areas of recruitment, learning & development, career progression and advancement. This is regardless of gender, age, racial/ethnic background, religion or social status. The Company adheres to its Code of Conduct to strengthen the core values of doing business ethically. The Company has also adopted the Business & Human Rights Policy and is committed to Diversity & Inclusion.

compliance with the policies and procedures laid down by the management. The Company has implemented ERP systems with the aim of maximising automated control transactions and digitising all critical control processes. The Internal Audit function conducts periodic verification of controls for smooth and accurate operations. The Head-Internal Audit reports functionally to the Chairperson of the Audit Committee which approves the internal audit plan at the beginning of each fiscal year. The audit plan is aligned with critical business risks, new business endeavours as well as key process risks.

### 11. INTERNAL CONTROL SYSTEMS AND ADEQUACY

The internal financial control framework is commensurate with the size and operations of the business and is in-line with requirements of the regulations. MBL has laid down adequate procedures and policies to guide the operations of our business. Unit/functional heads are responsible for ensuring

For and on behalf of the Board

	Sd/-	Sd/-
	<b>(Rahul Bishnoi)</b>	<b>(Ashwani Kumar Sharma)</b>
Place: New Delhi	Chairman	Director
Date: 10.08.2022	DIN: 00317960	DIN: 00325634

# BUSINESS RESPONSIBILITY REPORT

## SECTION A: GENERAL DISCLOSURES

### MESSAGE FROM THE CHAIRMAN'S DESK

Corporates around the world are witnessing a paradigm shift in conducting business as usual. And the global pharmaceutical industry, that touches innumerable lives, is no exception to this reality. In such a scenario, business models must be willing to manage the emerging expectations of a wider set of stakeholders and address evolving priorities across the triple bottom-line. We are living in times where unpredictability is the new normal. From disruptive virus strains to political uncertainties, extreme climate conditions to fast technological changes, the future seems unforeseeable.

What we can see very clearly though is the importance of health - human, economic as well as environmental health. Sustainability of every resource will be the key to survive and thrive in the midst of volatility.

At MBL, we have always believed in growing at the intersection of business health, environmental stewardship, community wellbeing and stakeholder satisfaction. So while we take pride of expanding our global footprint and maximizing shareholder returns, what gives us genuine satisfaction is the fact that we are making medicines more accessible and affordable. While we retain our leadership status in speciality generics industry with relentless zeal, what we fiercely guard are our values and our commitment to put patients first.

We assume equal responsibility to all our stakeholders – be it patients, healthcare professionals, community, planet, regulatory bodies, suppliers, distributors, employees, or shareholders.

We also thank all the frontline warriors for their invaluable contribution in the fight against pandemic, our employees for their selfless and tireless efforts to serve the community and ensuring continued production of all medicines during this challenging period.

### SECTION A : GENERAL INFORMATION ABOUT THE COMPANY

1	<b>Corporate Identity Number (CIN) of the Company</b>	L74899DL1993PLC056594
2	<b>Name of the Company</b>	Medicamen Biotech Limited
3	<b>Registered Address</b>	1506, Chiranjiv Tower, 43, Nehru Place New Delhi South Delhi DL 110019 IN
4	<b>Website</b>	www.medicamen.com
5	<b>Email ID</b>	cs@medicamen.com
6	<b>Financial year reported</b>	April 01, 2021 to March 31, 2022
7	<b>Sector(s) that the Company is engaged in (industrial activity code-wise)</b>	NIC Code of product/service: 21001/21002 Manufacture of medicinal substances used in the manufacture of pharmaceuticals: antibiotics, endocrine products, basic vitamins; opium derivatives; sulpho drugs; serums and plasmas; salicylic acid, its salts and esters; glycosides and vegetable alkaloids; chemically pure sugar etc. and Manufacture of allopathic pharmaceutical preparations
8	<b>List three key products/services that the Company manufactures / provides (as in balance sheet)</b>	MBL manufactures formulations for anti-retroviral, oncology, cardio vascular, diabetic and hypertension, nutraceutical and other products. Key Products: Efavirenz, Tenofovir (TDF), Gemcitabine and Finished Dosage Forms (FDF) of these Products and Bio Technology

## BUSINESS RESPONSIBILITY REPORT (Contd.)

9	<b>Total number of locations where business activity is undertaken by the Company</b>	There are 3 manufacturing facilities and R&D Centre: <b>R&amp;D Centre &amp; Bhiwadi Plant:</b> SP-1192, A & B Phase-IV, Industrial Area, Distt Alwar, Bhiwadi-301019 (Rajasthan) <b>Haridwar Plant:</b> <b>Unit-I:</b> - Plot No 86 & 87, Sector 6A, IIE, Sidcul, Bhel, Ranipur, Haridwar-249403 <b>Unit-II:</b> - Plot No 84 & 85, Sector 6A, IIE, Sidcul, Bhel, Ranipur, Haridwar-249403
	<b>1. Number of international locations (Provide details of major 5)</b>	1
	<b>2. Number of national locations</b>	3
10	<b>Markets served by the Company - local / state /national / international</b>	The Company, in addition to marketing its products domestically, also markets its products globally over 40 countries. Around 80% of sales are generated from international markets.

## SECTION B : FINANCIAL DETAILS OF THE COMPANY

1	<b>Paid-up Capital (₹)</b>	₹ 12, 21, 66,000
2	<b>Total Turnover (₹)</b>	₹ 1,17,16,53,402
3	<b>Total Profit after Taxes (₹)</b>	₹ 14, 90, 64,063
4	<b>Total spending on Corporate Social Responsibility (CSR) as percentage of Profit after Tax (%)</b>	CSR spend during the financial year 2021-22 was ₹ 34.10 Lakhs (2.29%) of last three years average Profit After Tax on standalone basis)
5	<b>List of activities in which the above expenditure has been incurred</b>	<ul style="list-style-type: none"> <li>• Education</li> <li>• Health</li> <li>• Eradicating hunger, poverty and malnutrition etc.</li> </ul>

## SECTION C : OTHER DETAILS

1	<b>Does the Company have any Subsidiary Company/ Companies?</b>	Yes, the Company has one Wholly Owned Subsidiary located in Australia.
2	<b>Do the Subsidiary Company / Companies participate in the BR initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)</b>	The parent company undertakes majority of the BR initiatives
3	<b>Do any other entity / entities (e.g. suppliers, distributors etc.) that the Company does business with; participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity / entities? [Less than 30%, 30-60%, More than 60%]</b>	Entities like suppliers, distributors did not participate in the Company BR initiatives in the reporting period.

## SECTION D : BR INFORMATION

## BUSINESS RESPONSIBILITY REPORT (Contd.)

### 1. A. Details of the Director / Directors responsible for implementation of the BR (Business Responsibility) policy / policies

1.	DIN NUMBER	00317960
2.	NAME	Rahul Bishnoi
3.	DESIGNATION	Chairman

### B. Details of the BR head:

1.	DIN NUMBER	00317960
2.	NAME	Rahul Bishnoi
3.	DESIGNATION	Chairman
4.	TELEPHONE NUMBER	011-47589500
5.	EMAIL ID	cs@medicamen.com

### 2. Principle-wise (as per NVGs) BR policy/policies (Reply in Y/N)

#### Details of Compliance

S. No	Questions	Ethics	Product Lifecycle Sustainability	Employees Well being	Stakeholders engagement	Human rights	Environment	Policy Advocacy	Community Development	Customer Value
1.	Do you have policies for	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
2.	Has the policy being formulated in consultation with the relevant shareholders	All the policies have been formulated in consultation with the Management of the Company and are approved by the Board.								
3.	Does the policy confirm to any national/ international standards	All the policies are compliant with the respective principles of NVG guidelines.								
4.	Has the policy being approved by the Board? If Yes, has it been signed by MD/Owner/ CEO/appropriate Board Directors	All the policies have been approved by the Board and have been signed by the Chairman.								
5.	Does the Company have a specified committee of the Board/ Director/official to oversee the implementation of the policy	The Board has appointed Mr. Harish Pande, Independent Director - MBL, to oversee the policy implementation.								
6.	Indicate the link for the policy to be viewed on line	<a href="http://www.medicamen.com">www.medicamen.com</a>								



## BUSINESS RESPONSIBILITY REPORT (Contd.)

S. No	Questions	Ethics	Product Lifecycle Sustainability	Employees Well being	Stakeholders engagement	Human rights	Environment	Policy Advocacy	Community Development	Customer Value
7.	<b>Has the policy been formally communicated to all relevant internal and external stakeholders?</b>	The policies have been formally communicated to internal stakeholders. The external stakeholders will be communicated in due course.								
8.	<b>Does the Company have in house structure to implement the policies?</b>	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
9.	<b>Does the Company have a grievance redressal mechanism related to the policies to address stakeholders grievances related to policies?</b>	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
10.	<b>Has the Company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?</b>	It will be done in due course.								

The policies are framed as per the national standards applicable to India.

### 3. GOVERNANCE RELATED TO BR

1	<b>Indicate the frequency with which the Board of Directors, Committee of the Board or CEO assesses the BR performance of the Company:</b>	Annual
2	<b>Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?</b>	The BR report for FY21-22 is a part of the annual report and can also be accessed through the link: <a href="https://medicamen.com/investors">https://medicamen.com/investors</a> It is published annually.

### 4. PRINCIPLE-WISE PERFORMANCE

#### Principle 1 : Ethics, Transparency and Accountability

At MBL, our values of quality, reliability, consistency, innovation and trust are deeply embedded in our corporate culture and governance systems. We have a comprehensive governance framework that builds transparency, accountability, compliance focus and risk management into all our business endeavors. Our Code of Conduct (CoC) encapsulates our corporate spirit and standards for business ethics. Our Board of Directors and employees are expected to adhere to the standards set forth in the CoC in letter and spirit. Our CoC is accessible at <https://medicamen.com/policies/>. We have developed numerous corporate policies that anchor ethical, transparent and fair business practices. These policies can

## BUSINESS RESPONSIBILITY REPORT (Contd.)

be accessed at <https://medicamen.com/policies/>. The CoC and other corporate policies are periodically updated based on the emerging requirements and stakeholder feedback. In the reporting year, we received two stakeholder complaints, which were resolved satisfactorily.

**1. Does the policy relating to ethics, bribery and corruption cover only the Company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/ Contractors/NGOs /Others?**

The Company is committed to building a strong ethical organization. Currently, the policy relating to ethics, bribery and corruption cover only the Company. However, the Company has adopted a Code of Conduct policy which is applicable to all supervisory, executive and managerial employees of the Company including the board members and also covers subsidiaries as well but not extended to others vendors/others.

**2. How many stakeholders' complaints have been received in the past financial year and what percentage was satisfactorily resolved by the Management? If so, provide details thereof, in about 50 words or so.**

The Company had not received any investor complaints in FY 2021-22 and no complaint is pending for resolution as on March 31, 2022.

### Principle 2 : Product Life Cycle Sustainability

We produce a comprehensive, diverse and highly complementary portfolio of generic and specialty medicines, targeting a wide spectrum of chronic and acute treatments. Our product portfolio includes generics, speciality products, over the counter (OTC) products and formulations.

**1. List up to 3 products or services whose design has incorporated social or environmental concerns, risks, and/or opportunities.**

Carbon footprint study carried out for two of nature identical products Lamivudine & Dolutegravir

**2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product(optional):**

- **Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain?**
- **Reduction during usage by consumers (energy, water) has been achieved since the previous year?**

The Company has laid down standard operating procedures for the selection of its vendors, which is inclusive of sustainable sourcing aspects. Natural products sourcing are in accordance with Nogoya protocol and Biodiversity Act.

**3. Does the Company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof.**

The Company has laid down standard operating procedures for the selection of its vendors, which is inclusive of sustainable sourcing aspects. Natural products sourcing is in accordance with Nogoya protocol and Biodiversity Act.

**4. Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?**

The Company needs to follow certain procedures in terms of sourcing of materials and based on the availability preference will be given for the domestic sources. Contract workmen were engaged from the local community.

**5. Does the Company have a mechanism to recycle products and waste? If yes, what is the percentage of recycling of products and waste? Also, provide details thereof, in about 50 words or so.**

Yes, the Company has a mechanism to recycle or dispose waste materials. The solvents are recovered and reused wherever possible in the process.

### Principle 3 : Employee Wellbeing

Employees are the most valuable assets of an organization. They determine its success or failure. Our strong multi-cultural workforce has ensured that all our businesses do well. Culturally they come from diverse backgrounds, but they are united with our common purpose and values.

We nurture them by ensuring safe working conditions, providing advanced learning options and furthering career growth opportunities. Active engagement with employees across hierarchies enables camaraderie and feedback. Our evolving HR policies focus on 360° development of our employees and cover all requisites, right from recruitment to retention.

The key tenets of the policy are:

- Employee Engagement
- Continuous Learning
- Freedom of Association
- Health and Safety
- Equal Opportunity
- Recognition & Recreation

**1. Please indicate the total number of employees**

357 as on 31.03.2022

**BUSINESS RESPONSIBILITY REPORT (Contd.)****2. Please indicate the total number of employees hired on temporary/ contractual/casual basis.**

Nil

**3. Please indicate the number of permanent women employees**

33

**4. Please indicate the number of permanent employees with disabilities**

Nil

**5. Do you have an employee association that is recognized by the management?**

No

**6. What percentage of your permanent employees is member of this recognized employee association?**

Not applicable

**7. Please indicate the number of complaints relating to child labor, forced labor, involuntary labor, sexual harassment in the last financial year and pending, as on the end of the financial year.**

Nil

**8. What percentage of your under-mentioned employees were given safety & skill up-gradation training in the last year?**

	Head office	R&D	Unit-I	Unit-II
Permanent Employees	80	95	90	85
Permanent women employees	75	85	70	90
Casual/ Temporary/ Contractual employees	NA	NA	NA	NA
Employees with disabilities	NA	NA	NA	NA

**Principle 4 : Stakeholders engagement**

Over the years, we have focused on building strong and meaningful relationships with a diverse range of stakeholders. We believe that stakeholder centric approach is at the heart of enabling a socially relevant and future-oriented approach to business. Engagement with stakeholders improves decision-making and accountability. We have a comprehensive engagement mechanism in place to have a consistent and transparent dialogue with all our stakeholders. This not only helps in finding solutions to important matters, but also builds trust and understanding. Our stakeholder engagement mechanisms aim to foster inclusivity, accountability and responsibility. We have built customized engagement channels tailored to the distinct needs of each stakeholder groups. While we periodically engage with our stakeholders, in FY21 we engaged with our stakeholder through a structured approach with the objective of incorporating their inputs into our materiality assessment.

Our stakeholder engagement mechanism has three key pillars:

- Inclusivity
- Accountability
- Responsibility

**1. Has the Company mapped its internal and external stakeholders?**

Yes

**2. Out of the above, has the Company identified the disadvantaged, vulnerable & marginalized stakeholders?**

Yes

**3. Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.**

The Company implements all special protection rights such as Whistle blower mechanism, minority shareholders' rights etc. and implements all Corporate Governance Practices with highest standards so that all stakeholders gets their due share of benefits.

**Principle 5 : Human Rights**

At MBL, we are dedicated to safeguard the fundamental human rights of all our employees, partners and other stakeholders. We believe in the universal and fundamental nature of human rights and ensure our workforce is aligned to this belief. MBL is hence a firm believer of the principle of human rights protection and adheres to it, in letter and spirit. Our commitment to

## BUSINESS RESPONSIBILITY REPORT (Contd.)

human rights is substantiated by our Human Rights Policy which spans various principles ranging from freedom of association to freedom from harassment and applies across our operations. Our actions emanating from these policies speak louder than our intentions. Not only are we compliant with all the statutory laws and regulations, we have grievance redressal mechanisms in place for violations, if any. We have zero tolerance to child labor, forced labor or discrimination based on gender, caste, creed, religion, marital status, sexual orientation, among other factors. In the reporting year, there were no human rights violation complaints, relating either to child, forced and involuntary labor or discriminatory employment against the Company, or any sexual harassment complaint.

**1. Does the policy of the Company on human rights cover only the Company or extend to the group/joint ventures/suppliers/contractors/NGOs/others?**

Yes

**2. How many stakeholder complaints have been received in the past financial year and what per cent was satisfactorily resolved by the management?**

NIL

### Principle 6 : Environment

At MBL, we are dedicated to build capabilities and leverage our innovation-oriented approach to protect and rejuvenate our natural ecosystem. Being India's leading pharmaceutical company, we actively work towards minimizing our environmental footprint and contributing to global climate action efforts. Mounting environmental and climate change linked concerns have further prompted us to step-up our efforts in this regard. Over the years, the ethos of natural resource conservation has been progressively built into every facet of our business operation. Beyond eco-efficient operational innovation, we have also been cultivating an environmentally conscious mind set among our employees. We ensure strict adherence to all applicable environmental laws and regulations in our geographies of operation. While we ensure compliance, it is our constant endeavor to embrace a beyond compliance and proactive approach to environmental management. We have embraced an all-encompassing Environment, Health & Safety (EHS) policy that imbues our commitment to environmental conservation in our operational endeavors. Our environmental management system based on the concept of continuous improvement anchors our environmental stewardship. The management system enables an innovation-centric, participatory and locally customizable approach to achieving environmental performance excellence.

We have taken a host of initiatives to reduce the consumption of energy in our processes at all our manufacturing plants. This was achieved through optimizing the systems at various points, some of which are:

- Boiler economizer and air pre-heater installed for biomass fired boiler
- Heat pump installed for hot water generation
- Condensate recovery pump installed
- Energy efficient pumps installed
- Installation of air booster in compressed air line
- Removed primary and secondary system in chilling plant
- Installed closed loop system for chilled water circulation
- Motion sensor (electricity) installed to reduce energy consumption in close areas
- AHU centralized to reduce the power consumption
- Automated tube brushing usage to reduce scaling and reduce the energy
- Energy efficient motors provided to save energy consumption
- Replacement of HVLP lamps with LED lamps
- Using ETP RO water for makeup of Cooling Tower in Utility
- Reducing air compressor pressure on non-working days
- Replacement of existing conventional hot water system with Plate Heat Exchanger

**1. Does the policy cover only the Company or extends to the group/joint ventures/suppliers/contractors/NGOs/others?**

The Company and its group companies

**2. Does the Company have strategies/initiatives to address global environmental issues such as climate change, global warming, etc.?**

As part of the global warming and climate change, Company complies with avoiding use of ozone depleting chemicals CTC, EDC, CFC etc. This year we are taking climate risk assessment studies.

**3. Does the Company identify and assess potential environmental risks?**

Yes, New products are introduced after proper HAZOP and environmental impact assessment. Also company carries out aspect-impact study for all activities and based on the assessment necessary actions are initiated to control the environmental impact if any.

## BUSINESS RESPONSIBILITY REPORT (Contd.)

4. **Does the Company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so?**

No

5. **Has the Company undertaken any other initiatives on clean technology, energy efficiency, renewable energy etc.?**

Yes, to minimize power usage LED lights have been used and more efficient agitators, temperature controller for process cooling tower fans, VFD arrangement to screw compressors, chillers, AHUs etc. have been provided. Solar panels are installed at units to use renewable energy as well. To promote clean and green transportation we are using battery operated vehicle and electrical vehicle inside the plant.

6. **Are the emissions/waste generated by the Company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

Yes

7. **Number of show cause/legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as at the end of the financial years.**

Nil

### Principle 7 : Policy advocacy

1. **Is your company a member of any trade and chamber of association? If yes, Name only those major ones that your business deals with.**

No

2. **Have you advocated/lobbied through above associates for the advancement or improvement of public good? Yes/No; if yes, specify the broad areas.**

No, but the Company implements various CSR activities for the advancement or improvement of public good.

### Principle 8 : Community Development (CSR)

1. **Does the company have specified programs/initiatives/projects in pursuit of this policy? If yes, details thereof.**

Promoting Education, Health and sanitation. The Company collaborated with various NGOs for above purposes.

2. **Are the programs/projects undertaken through in-house team/own foundation/ external NGO/ government structures/any other organization?**

External NGOs

3. **Have you done any impact assessment of your initiative?**

No

4. **What is your Company's direct contribution to community development projects – amount and details of the projects undertaken?**

₹ 34.10 Lakhs, detailed CSR Projects have been provided in the Board's Report which forms part of Annual Report.

5. **Have you taken steps to ensure that this community development initiative is successfully adopted by the community?**

Yes

### Principle 9 : Customer value

1. **What percentage of customer complaints/consumer cases are pending as on the end of the financial year?**

Nil

2. **Does the Company display product information on the product label, over and above what is mandated as per local laws?**

Based on specific customer requirement

3. **Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior during the last five years and pending as on end of the financial year?**

Nil

4. **Did your Company carry out any consumer survey/ consumer satisfaction trends?**

Nil

# CORPORATE GOVERNANCE REPORT

## 1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

"Corporate governance is concerned with holding the balance between economic and social goals and between individual and communal goals. The governance framework is there to encourage the efficient use of resources and equally to require accountability for the stewardship of those resources. The aim is to align as nearly as possible the interests of individuals, corporations, and society."



Traditionally, stakeholders of a public limited company are defined in legal terms as its shareholders, debenture-holders, deposit-holders, and any other security holders. Our Company believes that in today's day and age, the definition of the stakeholders must be extended beyond what is stated in strictly legal terms and must include the society and constituents that have a stake in the functioning of the Company in the broader context of the ecosystem. After due consideration and deliberations by the Board Members, the Company has decided to adopt a broader definition of stakeholders to explicitly include the following entities in addition to its investors. This approach has also been adopted by the Board in view of its sustainability goals:

### 1. Society

The Company works in and for the community of people; without which it would have no relevance. Society is the very reason for its existence. Communities in different nations where the Company operates are considered as stakeholders in the Company. The Company shall strive hard to contribute to the well-being and prosperity of society.

### 2. Clients

The Company provides services to its clients because of which we earn our revenue. Their satisfaction and delight are important focus areas of the Company's operations. Therefore our clients are considered as our stakeholders.

### 3. Partners

Our partners help us deliver services to our clients. Partnerships are mutual and we believe that our success depends on the support we get from our partners. We must ensure the success of our partners and hence, we consider them as our stakeholders.

### 4. Suppliers

In the execution of our business, there are several products and services that the Company acquires from suppliers. The efficiency and effectiveness of our operations critically depend on the quality, efficiency, and effectiveness with which our suppliers provide products and services to us. We believe, it is our responsibility to ensure the long-term success of our suppliers. Therefore, the suppliers are considered stakeholders of our Company.

### 5. Employees and their Families

Everything that the Company does, is done by our employees. It is indeed their expertise, hard work, efficiency, and dedication that permit the Company to perform to the best of its abilities. Senior employees help us formulate our strategic thinking and our business approach and supervise all our operations. Our employees are supported by their families, and we are responsible for their wellbeing. Our employees and their families are important stakeholders of our Company.

### 6. Shareowners/Investors

Shareowners are the owners of the Company and are the traditional stakeholders in the Company. They are the reason for our existence and their ongoing support is essential for the existence of the Company. Therefore, they are our primary stakeholders.

### 7. Environment

It is a constant endeavor of the Company to conserve and preserve the environment. Over the years, the Company has focused on sustainable business practices encompassing economic, environmental, and social imperatives. The Company also works through Persistent

## CORPORATE GOVERNANCE REPORT (Contd.)

Foundation, to support projects in the areas of environmental sustainability and ecological balance.

The Company believes in raising the bar and upholding the highest standards of Corporate Governance as it enhances the long-term value of the Company for its stakeholders. Good governance is an essential ingredient of good business. The following report on the implementation of the Corporate Governance Practices is a sincere effort of the Company to follow the Corporate Governance Principles in its letter and spirit.

The Company is committed to the Code of Conduct which articulates values and ideals that guide and govern the conduct of the Company. The same is available on the website of the Company at [www.medicamen.com](http://www.medicamen.com). The Company's Corporate Governance philosophy is also reinforced through adoption of the Code of Conduct for Prevention of Insider Trading, Code of Corporate Disclosure Practices, Anti-Bribery & Anti-Corruption and Anti-Money Laundering Policies. The Company has also adopted the governance guidelines on Board effectiveness to fulfil its responsibilities towards its stakeholders.

The Company has adhered to the requirements stipulated under Regulations 17 to 27 read with Para C and D of Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') as applicable with regard to Corporate Governance.

## 2. BOARD OF DIRECTORS

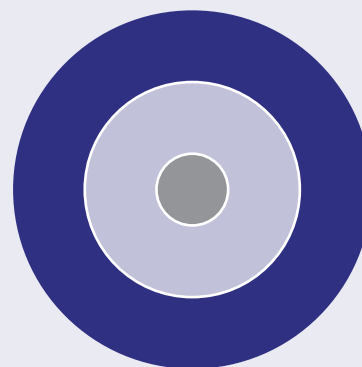
### a) Composition of the Board (As on March 31, 2022)

The Board of Directors of the Company is the highest governance authority within the management structure of the Company. Further, the Board of Directors of the Company is totally committed to the best practices for effective Corporate Governance.

The Board of Directors, along with its Committees, provides leadership and guidance to the management and directs and supervises the performance of the Company, thereby enhancing stakeholders' value. The Board has a fiduciary duty in ensuring that the rights of all stakeholders are protected. The Board composition is in

conformity with Regulation 17 of the SEBI Listing Regulations read with Sections 149 and 152 of the Act.

### Board Composition



■ 5 Non-Executive-Non Independent Director

■ 3 Non-Executive-Independent Director

■ 2 Women Independent Director

None of the Directors is related to each other and there are no inter se relationships between the Directors.

The Board currently comprises of 10 (Ten) Directors out of which 5 (Five) Directors are Non-Executive & Non Independent Directors, 5 (Five) are Independent Directors. The present strength of the Board reflects judicious mix of professionalism, competence and sound knowledge which enables the Board to provide effective leadership to the Company

Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI 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. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management.

The Company has an active, diverse, experienced and a well-informed Board. The Company currently has a right mix of Directors on the Board

## CORPORATE GOVERNANCE REPORT (Contd.)

who possess the requisite qualifications and experience in general corporate management, finance and other allied fields which enable them to contribute effectively to the Company in their capacity as Directors of the Company. Detailed profile of the Directors is available on the Company's website at <https://www.medicamen.com/>.

None of the Directors on the Board is a Member of more than 10 Committees and Chairperson of more than 5 Committees (Committees being Audit Committee and Stakeholders Relationship Committee as per Regulation 26(1) of the SEBI Listing Regulations), across all public companies in which he/she is a Director. The necessary disclosures regarding committee positions have been made by all the Directors.

None of the Directors hold office in more than 10 public companies as prescribed under Section 165(1) of the Act. No Director holds Directorships in more than 7 listed companies. Further, none of the Non-Executive Directors serve as Independent Director in more than 7 listed companies as required under the SEBI Listing Regulations. The

Managing Director & CEO does not serve as an Independent Director in any listed company.

During the year under review Four (4) Board Meetings were held on the following dates:

S. No	Date of the Meeting	Day
1	26.06.2021	Saturday
2	13.08.2021	Friday
3	03.11.2021	Wednesday
4	08.02.2022	Tuesday

The gap between two Meetings did not exceed 120 days. The necessary quorum was present for all the Board Meetings.

### Category and Attendance of Directors

The attendance of Directors at Board Meetings held during the financial year under review, categories of Directors as also the number of Directorships/ Chairpersonships and Committee positions held by them in other public limited companies and the names of the listed entities where they hold directorship and the category of such directorship as on March 31, 2022 are given below:

S. No	Name, Designation and DIN of Director	No of Board Meetings attended during the year (Total 4 meetings)	No. of other Directorships in other public limited companies*		No. of Committee position in other public limited companies**		Directorship in other listed entities	
			Chairperson	Director	Chairperson	Member	Name of the Listed entity	Category of Directorship
<b>Non-Independent, Non- Executive Directors</b>								
1.	Mr. Rahul Bishnoi Chairman and Director DIN: 00317960	4	1	-	-	-	Shivalik Rasayan Limited	Chairman
2.	Dr. Vimal Kumar Shrawat Director DIN: 08274190	3	-	1	-	-	Shivalik Rasayan Limited	Executive-Non Independent (MD)
3.	Mr. Suresh Kumar Singh Director DIN: 00318015	2	-	1	-	1	Shivalik Rasayan Limited	Executive-Non Independent
4.	Mr. Sanjay Bansal Director DIN: 00121667	4	-	1	-	1	Shivalik Rasayan Limited	Non-Executive-Non Independent
5.	Mr. Ashwani Kumar Sharma Director DIN: 00325634	3	-	1	-	-	Shivalik Rasayan Limited	Executive-Non Independent
<b>Independent, Non- Executive Directors</b>								
6.	Mr. Harish Pande Director DIN: 01575625	4	-	1	2	-	Shivalik Rasayan Limited	Independent, Non- Executive Directors



## CORPORATE GOVERNANCE REPORT (Contd.)

S. No	Name, Designation and DIN of Director	No of Board Meetings attended during the year (Total 4 meetings)	No. of other Directorships in other public limited companies*		No. of Committee position in other public limited companies**		Directorship in other listed entities	
			Chairperson	Director	Chairperson	Member	Name of the Listed entity	Category of Directorship
7.	Mr. Arun Kumar Director DIN: 07031730	3	-	1	-	2	Shivalik Rasayan Limited	Independent, Non- Executive Directors
8.	Ms. Sumita Dwivedi Director 08218640	4	-	1	-	2	Shivalik Rasayan Limited	Independent, Non- Executive Directors
9.	Ms. Sangeeta Bishnoi Director DIN: 08288998	2	-	1	-	2	Shivalik Rasayan Limited	Independent, Non- Executive Directors
10.	Dr. Ravi Kumar Bansal Director DIN: 08462513	2	-	1	-	2	Shivalik Rasayan Limited	Independent, Non- Executive Directors

**Notes:**

- Excludes Directorship/Chairmanship in Private Limited Companies, Foreign Companies, Government Bodies, Companies registered under Section 8 of the Act and Alternate directorship
- Represents Chairpersonship/Membership of Audit and Stakeholder Relationship Committees in all public limited companies as required under Regulation 26 (1)(b) of the SEBI Listing Regulations

The Twenty Eight Annual General Meeting ('AGM') of the Company for the Financial Year ('FY') 2020-21 was held on September 25, 2021 at ISKCON Auditorium, Hare Krishna Hill, Sant Nagar Main Road, East of Kailash, New Delhi-110065.

**Shareholding of Directors as on March 31, 2022**

Mr. Sanjay Bansal, Non-Executive-Non-Independent Director, holds 2, 02,813 Equity Shares (1.66%) of the Company. No other Director holds any shares in the Company. During the year under review, the Company has not issued any convertible instruments.

**Board Meetings and Procedure**

The internal guidelines for Board / Committee meetings facilitate the decision making process at the meetings of the Board/Committees in an informed and efficient manner. Board Meetings are governed by structured agenda. All major agenda items are backed by comprehensive background information to enable the Board to take informed decisions. The Company Secretary in consultation with the Senior Management prepares the detailed agenda for the meetings. Agenda papers and Notes on Agenda are circulated to the Directors, in advance, in the defined Agenda format. All material information are being circulated along with Agenda papers for

facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the Agenda, the same is tabled before the meeting with specific reference to this effect in the Agenda. In special and exceptional circumstances, additional or supplementary item(s) on the Agenda are permitted. In order to transact some urgent business, which may come up after circulation agenda papers, the same is placed before the Board by way of Table Agenda or Chairman's Agenda. Frequent and detailed deliberation on the agenda provides the strategic roadmap for the future growth of the Company.

Minimum 4 (Four) Board meetings are held every year. Apart from the above, additional Board meetings are convened by giving appropriate notice to address the specific needs of the Company. In case of business exigencies or urgency of matters, resolutions are also passed by way of circulation.

Detailed presentations are made at the Board / Committee meetings covering Finance and operations of the Company, business environment, all business areas of the Company including business opportunities, business strategy and the risk management practices before taking on record the quarterly / half yearly / annual financial results of the Company.

## CORPORATE GOVERNANCE REPORT (Contd.)

The required information as enumerated in Part A of Schedule II to SEBI Listing Regulations is made available to the Board of Directors for discussions and consideration at every Board Meetings. The Board periodically reviews compliance reports of all laws applicable to the Company as required under Regulation 17(3) of the SEBI Listing Regulations. The important decisions taken at the Board / Committee meetings are communicated to departments concerned promptly. Action taken report on the decisions taken at the meeting(s) is placed at the immediately succeeding meeting of the Board / Committee for noting by the Board / Committee.

4 (Four) Board Meetings were held during the financial year 2021-22. The Company has held at least one Board meeting in every quarter to review the Company's operations and financial performance and the gap between two meetings did not exceed one hundred and twenty days. The necessary quorum was present in all the meetings. Leave of absence was granted to the concerned directors who could not attend the respective board meeting on request. The dates on which the Board Meetings were held during 2021-22 are as follows:

### **JUNE 26, 2021, AUGUST 13, 2021, NOVEMBER 03, 2021 AND FEBRUARY 08, 2022**

The details of attendance of Directors at the Board Meetings held during 2020-21 and at the last Annual General Meeting held on September 25, 2021 are as under:

S. No	Name of Directors	No. of Meetings		Attendance at last AGM
		Held during the tenure	Attended	
1.	Mr. Rahul Bishnoi DIN: 00317960	4	4	Yes
2.	Dr. Vimal Kumar Shrawat DIN: 08274190	4	3	Yes
3.	Mr. Suresh Kumar Singh DIN: 00318015	4	2	No
4.	Mr. Harish Pande DIN: 01575625	4	4	Yes
5.	Mr. Ashwani Kumar Sharma DIN: 00325634	4	3	Yes
6.	Mr. Sanjay Bansal DIN: 00121667	4	4	Yes
7.	Mr. Arun Kumar DIN: 07031730	4	3	No
8.	Ms. Sumita Dwivedi DIN: 08218640	4	4	No
9.	Ms. Sangeeta Bishnoi DIN: 08288998	4	2	No
10.	Dr. Ravi Kumar Bansal DIN: 08462513	4	2	No

During the year, the Board of Directors accepted all recommendations of the Committees of the Board, which were statutory in nature and required to be recommended by the Committee and approved by the Board of Directors. Hence, the Company is in compliance of condition of clause 10 (j) of schedule V of the SEBI Listing Regulations.

At Board Meetings, the Directors & CEO apprise the Board on the overall performance of the Company to enable the Board to discharge its responsibilities effectively and take informed decisions. The Board also, inter alia, reviews the strategy, annual business plan and capital expenditure budgets, quarterly/half-yearly/annual financial results, compliance reports on all laws applicable to the Company, EHS (Environment, Health and Safety) performance, people process matters and minutes of the Meetings of Committees of the Board. Additionally, the Board is kept informed of all major events, including information listed under Part A of Schedule II to the SEBI Listing Regulations. Basis the business requirements, members of the Senior Leadership are invited to attend the Board and Committee

## CORPORATE GOVERNANCE REPORT (Contd.)

Meetings, which brings in requisite accountability and provides developmental inputs.

### Independent Directors

Independent Directors play a vital role in the governance processes of the Board by enhancing corporate credibility and governance standards. Their increased presence in the boardroom has been hailed as a harbinger for striking a right balance between individual, economic and social interests. The Company currently has three Non-executives, Independent Directors which comprises 50% of the total strength of the Board of Directors. The maximum tenure of the Independent Directors is in accordance with the Act and SEBI Listing Regulations.

All Independent Directors of the Company have been appointed as per the provisions of the Act and the SEBI Listing Regulations. Formal letters of appointment have been issued to Independent Directors. As required by Regulation 46 of the SEBI Listing Regulations, the terms and conditions of their appointment are disclosed on the Company's website at <https://www.medicamen.com//>.

In the opinion of the Board, the Independent Directors fulfil the conditions of independence specified in the Act and the SEBI Listing Regulations and are independent of the Management.

The appointment/re-appointment of Independent Directors is carried out in a structured manner in accordance with the provisions of the Act and the SEBI Listing Regulations. The Charter of the Nomination and Remuneration Committee ('NRC') provides for identification of candidates based on certain laid down criteria and takes into consideration the need for diversity of the Board and accordingly makes its recommendations to the Board.

### Meeting of Independent Directors

During the year under review, a separate Meeting of the Independent Directors of the Company was held on February 08, 2022 as required under Schedule IV to the Act (Code for Independent Directors) and Regulation 25(3) of the SEBI Listing Regulations. At the Meeting, the Independent Directors:

- Reviewed the performance of Non-Independent Directors and the Board as a whole;

- Reviewed the performance of the Chairman of the Company, taking into account the views of the Managing Director & CEO and Non-Executive Directors; and
- Assessed the quality, quantity and timeliness of flow of information between the Company's Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The Meeting was attended by all the Independent Directors as on that date and Mr. Harish Pande chaired the said Meeting.

### Familiarization Programme for Independent Directors

The Company has an orientation programme upon induction of new Directors as well as other initiatives to update the existing Directors on a continuous basis.

The Company also has an ongoing familiarization programme for its Independent Directors with the objective of familiarising them with the Company, its operations, strategies and business model, nature of the industry and environment in which it operates, functions, policies and procedures of the Company, the regulatory environment applicable to it, etc. The Board is provided with all the documents required and/or sought by them to have a good understanding of the Company, its business model and various operations and the industry of which it is a part.

The Board is also regularly informed about significant developments in the industry, geopolitical issues, regulatory changes and other developments that impact the Company.

During the year under review, an offsite strategy Board Meeting was organized which provided the Board an opportunity to comprehend the Company's footprint in the industry and provide a good perspective of the future opportunities/challenges. The Meeting focussed on the Company's future strategy and covered various areas of business functions.

### Re-appointment of Director

As required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2, particulars of the Director seeking re-appointment are given in the Explanatory Statement to the Notice of the Annual General Meeting ('AGM') forming part of this Annual Report.

## CORPORATE GOVERNANCE REPORT (Contd.)

### Key Skills, Expertise and Competencies of the Board

The Company aims to cultivate a broad spectrum of demographic attributes and characteristics in the boardroom that elevates the Board's effectiveness to provide foresight and add value to the decision-making process. The Board of the Company comprises leaders and experts in their respective fields for achieving the objectives of the Company while operating effectively, responsibly and sustainably.

The Members bring in the required skills, competence and expertise to the Board. The Directors are appointed based on well-defined selection criteria. The NRC considers, inter alia, key skills, qualifications, expertise and competencies, whilst recommending to the Board the candidature for appointment of Director. The Board of Directors, based on the recommendations of the NRC, identified the following core key skills/expertise/ competencies of Directors as required in the context of business of the Company for its effective functioning which are currently possessed by the Board Members of the Company and mapped against each of the Directors:

The following is the list of core skills / competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available within the Board Members:

<b>Business Leadership</b>	Leadership experience including in areas of business development, strategic planning, succession planning, driving change and long-term growth and guiding the Company and its senior management towards its vision and values.
<b>Financial Expertise</b>	Knowledge and skills in accounting, finance, treasury management, tax and financial management of large corporations with understanding of capital allocation, funding and financial reporting processes.
<b>Risk Management</b>	Ability to understand and assess the key risks to the organization, legal compliances and ensure that appropriate policies and procedures are in place to effectively manage risk.
<b>Global Experience</b>	Global mindset and staying updated on global market opportunities, competition experience in driving business success around the world with an understanding of diverse business environments, economic conditions and regulatory frameworks
<b>Merger &amp; Acquisition</b>	Ability to assess 'build or buy' & timing of decisions, analyse the fit of a target with the Company's strategy and evaluate operational integration plans
<b>Corporate Governance &amp; ESG</b>	Experience in implementing good corporate governance practices, reviewing compliance and governance practices for a sustainable growth of the Company and protecting stakeholders interest
<b>Technology &amp; Innovations</b>	Experience or knowledge of emerging areas of technology such as digital, artificial intelligence, cyber security, data centre, data security etc.

## CORPORATE GOVERNANCE REPORT (Contd.)

In the table below, the specific areas of focus or expertise of individual board members have been highlighted.

Name of Director	Areas of Skills/ Expertise						
	Business Leadership	Financial Expertise	Risk Management	Global Experience	Corporate Governance & ESG	Merger & Acquisition	Technology & Innovation
Mr. Rahul Bishnoi	√	√	√	√	√	√	√
Dr. Vimal Kumar Shrawat	√	×	√	√	√	×	√
Mr. Suresh Kumar Singh	√	√	√	√	√	√	√
Mr. Harish Pande	√	√	√	√	√	√	√
Mr. Ashwani Kumar Sharma	√	√	√	√	√	√	√
Mr. Sanjay Bansal	√	√	√	√	√	√	√
Mr. Arun Kumar	√	√	√	√	√	×	√
Ms. Sumita Dwivedi	√	√	√	√	√	×	√
Ms. Sangeeta Bishnoi	√	×	√	√	√	×	√
Dr. Ravi Kumar Bansal	√	×	√	√	√	×	√

**Note - Each Director may possess varied combinations of skills/ expertise within the described set of parameters and it is not necessary that all Directors possess all skills/ expertise listed therein.**

### Directors' induction and familiarization

All new Independent Directors are taken through a detailed induction and familiarization program when they join the Board of your Company. The induction program is an exhaustive one that covers the history and culture of MBL, background of the Company and its growth, various milestones in the Company's existence since its incorporation, the present structure and an overview of the businesses and functions. Deep dives and immersion sessions are conducted by senior executives on their respective ports/ business units. Key aspects that are covered in these sessions include:

- Industry / market trends
- The Company's performance
- Growth Strategy
- Overview of business operation

### Board and Director Evaluation and Criteria for Evaluation

Criteria for evaluation of individual Directors include aspects such as attendance and contribution at the Board/Committee Meetings. Criteria for evaluation of the Committees of the Board are broadly based on the Guidance Note on Board Evaluation issued by SEBI which inter

alia, included a questionnaire on the structure of Board, Meetings of the Board and the functions of Board and Management after considering aspects of the Board's composition, functioning, obligations and governance.

The Company follows a practice of implementing each of the observations from the annual evaluation by calendarising its implementation through the Action Taken Report that is reviewed by the Board of Directors from time to time.

The action areas identified in the process are being implemented to ensure a better interface at the Board/Management level.

In terms of the requirement of the Act and the SEBI Listing Regulations, during the year under review, the Board has carried out an annual performance evaluation of its own performance, performance of the Directors as well as the evaluation of the working of its Committees. The exercise was led by the Chairman of the NRC along with the Chairman of the Board.

The overall functioning of the evaluation process reflected a high degree of engagement amongst the Board members and their freedom to express views on matters transacted at the Meetings.

The procedure followed for the performance

## CORPORATE GOVERNANCE REPORT (Contd.)

evaluation of the Board, its Committees and Individual Directors is detailed in the Board's Report.

### 3. COMMITTEES OF THE BOARD

The Board Committees play a vital role in ensuring sound Corporate Governance practices. The Committees are constituted to handle specific activities and ensure speedy resolution of the diverse matters. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles under which are considered to be performed by members of the Board, as a part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The minutes of the meetings of all the Committees are placed before the Board for review. As on date, the Board has established the following Committees:

- A. Audit Committee
- B. Nomination and Remuneration Committee
- C. Stakeholders' Relationship Committee
- D. Corporate Social Responsibility Committee
- E. Risk Management Committee

#### A. Audit Committee

The Audit Committee acts as a link among the Management, the Statutory Auditors, Internal Auditors and the Board of Directors to oversee the financial reporting process of the Company. The Committee's purpose is to oversee the quality and integrity of accounting, auditing and financial reporting process including review of the internal audit reports and action taken report.

##### Terms of Reference:

The powers, role and terms of reference of the Audit Committee covers the areas as contemplated under SEBI Listing Regulations as amended from time to time and Section 177 of the Companies Act, 2013. The brief terms of reference of Audit Committee are as under:

- Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- Discuss and review with the Management, the annual/half-yearly/quarterly financial statements and the limited review report/ auditor's report thereon, before submission to the Board for approval

- Review of the Company's accounting policies, internal accounting and financial controls, risk management policies and such other matters
- Discuss with the 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
- Hold timely discussions with the statutory auditors regarding critical accounting policies and practices and significant financial reporting issues and judgements made
- Recommend to the Board the appointment, re-appointment and if required, the replacement or removal of statutory auditors, remuneration and terms of appointment of auditors, fixation of audit fees and to approve payment for any other services rendered by the statutory auditors
- Review and monitor the auditor's independence, qualification and performance and effectiveness of audit process
- Review with the management, performance of the statutory and internal auditors
- Review the adequacy of the internal audit function and the adequacy and efficacy of the internal control systems
- Evaluate internal financial controls and risk management systems
- Review the related party transactions including any subsequent modification to the related party transactions and review the functioning of the Whistleblower Mechanism
- Review the effectiveness of the system for monitoring compliance with laws and regulations and oversee compliance with legal and regulatory requirements, including the Tata Code of Conduct for the Company and its subsidiaries
- Approve the appointment of the Chief Financial Officer after assessing the qualifications, experience and background of the candidate
- Consider and comment on the rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders

All the items listed in Section 177 of the Act and Regulation 18(3) read with Part C of Schedule II to

## CORPORATE GOVERNANCE REPORT (Contd.)

the SEBI Listing Regulations are covered in the terms of reference of the Audit Committee.

Further, pursuant to Regulation 18(2)(c) of the SEBI Listing Regulations, the Audit Committee is empowered to investigate any activity within its terms of reference, seek information it requires from any employee, obtain outside legal or other independent professional advice and secure attendance of outsiders with relevant expertise, if considered necessary. Apart from the above, the Audit Committee also exercises the role and powers entrusted upon by the Board of Directors from time to time and as mandated under the applicable rules / regulations / laws.

### Meetings, Attendance & Composition of the Audit Committee:

During the financial year 2021-22, 4 (Four) meetings of the Audit Committee were held. The intervening gap between two meetings did not exceed one hundred and twenty days.

June 26, 2021, August 13, 2021, November 03, 2021, and February 08, 2022.

The Composition of the Audit Committee and details of attendance of the members at the meetings held during the year are given below:

S. No	Name of Directors	Category	No. of Meetings	
			Held during the tenure	Attended
1.	Mr. Harish Pande	Non-Executive & Independent Director	4	4
2.	Mr. Arun Kumar	Non-Executive & Independent Director	4	3
3.	Ms. Sumita Dwivedi	Non-Executive & Independent Director	4	4

The gap between two Audit Committee Meetings did not exceed 120 days. The necessary quorum was present at the above Meetings.

During the year under review, the Independent Directors on the Audit Committee also held a separate one-on-one meeting with the Statutory Auditors to obtain their inputs on significant matters, controls, concerns and opinions, if any, relating to their respective areas of audit.

The Audit Committee reviewed the key audit findings covering operational, financial and compliance areas, internal financial controls and financial reporting systems, related party transactions, functioning of the whistleblower mechanism. The minutes of each Audit Committee Meeting are placed at the next Meeting of the Board after they are confirmed by the Committee. Actions arising from the previous meetings are reviewed at subsequent meetings of the Audit Committee.

All members of the Audit Committee have accounting and financial management knowledge and expertise / exposure, either on through their educational qualification or experience or work experience. The Chief Financial Officer, representatives of Statutory Auditors, Internal Audit and Finance & Accounts department are invited to the meetings of the Audit Committee.

Ms. Parul Choudhary, Company Secretary and Compliance Officer, acts as a Secretary of the Committee.

The Chairman of the Audit Committee attended the last Annual General Meeting (AGM) held on September 25, 2021 to answer the shareholders' queries.

### B. Nomination and Remuneration Committee

The Nomination and Remuneration Committee ('NRC') functions in accordance with Section 178 of the Act, Regulation 19 of the SEBI Listing Regulations and its Charter as adopted by the Company. The NRC is responsible for evaluating the balance of skills, experience, independence, diversity and knowledge on the Board and for drawing up selection criteria, ongoing succession planning and appointment procedures for both internal and external appointments. Further, the Committee is also responsible for formulating policies as to remuneration, performance evaluation, Board diversity, etc. in line with the Act and the SEBI Listing Regulations. The terms of reference of the NRC, inter alia, includes:

#### Terms of reference:

The powers, role and terms of reference of Committee covers the areas as contemplated under the Listing Regulations and Section 178 of the Act. The brief terms of reference of Nomination and Remuneration Committee are as under:

- Recommend to the Board the setup and composition of the Board, including formulation of the criteria for determining qualifications, positive attributes and independence of a Director

## CORPORATE GOVERNANCE REPORT (Contd.)

- Evaluate the balance of skills, knowledge and experience on the Board and prepare a description of the role and capabilities required of an independent director
- Recommend to the Board the appointment or re-appointment of Directors, KMPs and executive team and support the Board for review and refresh of the Committees
- Carry out the evaluation of every Director's performance and support the Board and Independent Directors in the evaluation of the performance of the Board, its Committees and individual Directors
- Oversee the performance review process for the KMP and executive team with the view that there is an appropriate cascading of goals and targets across the Company
- On an annual basis, recommend to the Board the remuneration payable to Directors, KMP and executive team of the Company
- Review HR and People strategy and its alignment with the business strategy periodically or when a change is made to either and review the efficacy of HR practices

### Meeting, Attendance & Composition of the Nomination & Remuneration Committee:

During 2021-22, 4 (Four) meetings of the Nomination & Remuneration Committee were held on June 26, 2021, August 13, 2021, November 03, 2021, and February 08, 2022.

The Composition of the Nomination & Remuneration Committee and details of attendance of the members at the meeting held during the year are given below:

S. No	Name of Directors	Category	No. of Meetings	
			Held during the tenure	Attended
1.	Mr. Harish Pande	Non-Executive & Independent Director	4	4
2.	Mr. Arun Kumar	Non-Executive & Independent Director	4	3
3.	Ms. Sumita Dwivedi	Non-Executive & Independent Director	4	4

The Quorum of the Committee is of two members.

The Board of Directors review the Minutes of the Nomination & Remuneration Committee Meetings at its subsequent Board Meetings.

Ms. Parul Choudhary, Company Secretary and Compliance Officer, acts as a Secretary of the Committee.

Mr. Harish Pande, Chairman of the NRC, was present at the AGM of the Company held on September 25, 2021.

### Remuneration Policy:

The remuneration policy of the Company is directed towards rewarding performance, based on review of achievements on a periodic basis. The Company endeavours to attract, retain, develop and motivate the high-calibre executives and to incentivize them to develop and implement the Group's Strategy, thereby enhancing the business value and maintain a high performance workforce. The policy ensures that the level and composition of remuneration of the Directors is optimum.

#### i) Remuneration to Non-Executive Directors

The remuneration by way of commission to

the Non-Executive Independent Directors is decided by the Board of Directors based on their participation and contribution in the affairs of the Company as well as the valuable time spent on Company's matters. However, the Company is not paying any sitting fees and reimbursement of expenses incurred for attending each meeting of the Board of Director and Audit Committee as sitting fees for attending meetings of other Committees.

#### ii) Performance Evaluation Criteria for Independent Directors:

The performance evaluation criteria for independent directors are determined by the Nomination and Remuneration committee. An indicative list of factors that may be evaluated include participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behaviour and judgement.



## CORPORATE GOVERNANCE REPORT (Contd.)

### ii) Remuneration to Executive Directors

The remuneration of the Executive Directors is recommended by the Nomination and Remuneration Committee based on criteria such as industry benchmarks, the Company's performance vis-à-vis the industry, responsibilities shouldered, performance/track record, macro-economic review on remuneration packages of heads of other organizations and is decided by the Board of Directors. On the recommendation of the Nomination and Remuneration Committee, the remuneration paid / payable is approved by the Board of Directors and by the members in the General Meeting in terms of provisions applicable from time to time.

The Company pays remuneration by way of salary, perquisites and allowances (fixed component), incentive remuneration and/or commission (variable components) to its Executive Directors within the limits prescribed under the Companies Act, 2013 and approved by the shareholders.

There is no separate provision for payment of severance fees under the resolutions governing the appointment of Executive Chairman, Managing Director and Executive Director.

The Company has not granted stock options to the Managing Director / Executive Director or Employees of the Company.

The Executive Directors are not being paid sitting fees for attending any meetings of the Board of Directors and its Committee thereof.

#### Details of Remuneration:

##### i) Non-Executive Directors:

The details of Remuneration, sitting fees and commission paid to Non-Executive Directors during the financial year 2021-22 are as under:

S. No	Name of Directors	Commission	Sitting Fees	Total
1.	Mr. Rahul Bishnoi	-	-	-
2.	Dr. Vimal Kumar Shrawat	-	-	-
3.	Mr. Suresh Kumar Singh	-	-	-
4.	Mr. Harish Pande	-	-	-
5.	Mr. Ashwani Kumar Sharma	-	-	-
6.	Mr. Sanjay Bansal	-	-	-
7.	Mr. Arun Kumar	-	-	-
8.	Ms. Sumita Dwivedi	-	-	-
9.	Ms. Sangeeta Bishnoi	-	-	-
10.	Dr. Ravi Kumar Bansal	-	-	-

##### ii) Executive Directors:

Details of remuneration paid to Executive Director during the financial year 2021-22 are as under: **NIL**

##### iii) Details of shares of the Company held by Directors as on March 31, 2022 are as under:

Mr. Sanjay Bansal holds 202813 Equity Shares of the Company. Except above, none of Directors of the Company holds equity shares of the Company in their individual capacity. The Company does not have any Employees' Stock Option Scheme and there is no separate provision for payment of Severance Fees.

Except above, none of Directors of the Company holds equity shares of the Company in their individual capacity. The Company does not have any Employees' Stock Option Scheme and there is no separate provision for payment of Severance Fees.

### C. Stakeholders' Relationship Committee

The Stakeholders Relationship Committee ('SRC') looks into various aspects of interest of shareholders. The Committee ensures in servicing and protecting the interests of shareholders, maintaining cordial investor relations and overseeing the mechanism to review and redress investors' grievances.

The terms of reference of the SRC, inter alia, include:

## CORPORATE GOVERNANCE REPORT (Contd.)

### Terms of Reference:

1. Review statutory compliance relating to all security holders
2. Review measures taken for effective exercise of voting rights by shareholders
3. Oversee compliances in respect of dividend payments and transfer of unclaimed amounts to the Investor Education and Protection Fund
4. Oversee compliances in respect of transfer of shares to the Investor Education and Protection Fund in accordance with the provisions of the Act and Rules made thereunder, as applicable from time to time
5. Review the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company
6. Review movements in shareholding and ownership structures of the Company
7. Ensure setting of proper controls, review adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agents and oversee performance of the Registrar and Share Transfer Agents
8. Recommend measures for overall improvement of the quality of investor services

As a part of good corporate governance practice, the Company places before the committee a certificate of Registrar & Transfer Agent confirming the details of complaints received and their disposal during the quarter.

### Meeting, Attendance & Composition of the Stakeholders' Relationship Committee:

During the financial year 2021-22, 10 (Ten) meetings of the said Committee were held on:-

17/05/2021, 17/07/2021, 08/11/2021, 03/01/2022, 17/01/2022, 14/02/2022, 07/03/2022, 09/03/2022, 29/03/2022 and 30/03/2022

The Composition of the Stakeholders' Relationship Committee and details of attendance of the members at the meetings held during the year are given below:

S. No	Name of Directors	Category	No. of Meetings	
			Held during the tenure	Attended
1.	Mr. Harish Pande	Non-Executive & Independent Director	10	10
2.	Mr. Arun Kumar	Non-Executive & Independent Director	10	-
3.	Ms. Sumita Dwivedi	Non-Executive & Independent Director	10	10

Ms Parul Choudhary, Company Secretary and Compliance Officer, acts as a Secretary of the Committee.

The Chairman of the Stakeholders' Relationship Committee attended the last Annual General Meeting (AGM) held on September 25, 2021 to answer the shareholders' queries.

The Minutes of the Shareholders' Relationship Committee are reviewed by the Board of Directors at the subsequent Board Meeting.

### Details of complaints received and redressed during the year:

Number of complaints received and resolved during the year under review is as under:

Opening Balance	During the year		Pending Complaints
Nil	0	0	Nil

The investor complaints have been appropriately addressed and resolved to the satisfaction of the shareholders. The correspondence identified as investor complaints are letters received through statutory / regulatory bodies.

### Name, Designation and Address of Compliance Officer

#### Ms. Parul Choudhary

Company Secretary

#### Medicamen Biotech Limited

1506, Chiranjiv Tower, 43, Nehru Place, New Delhi-110019

Tel: + 011-47589500

Email: cs@medicamen.com

## CORPORATE GOVERNANCE REPORT (Contd.)

### D. Corporate Social Responsibility ("CSR") Committee

The Corporate Social Responsibility ('CSR') Committee of the Company is constituted in accordance with the provisions of Section 135 of the Act. In line with the amended Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company revised its CSR Policy and Charter of the CSR Committee during the year under review.

#### Terms of Reference

Terms of reference of the Committee, inter alia, includes the following:

1. Formulate and recommend to the Board the CSR policy containing guiding principles for selection, implementation and monitoring of CSR activities as specified under Schedule VII of the Act
2. Recommend the amount to be spent on the CSR activities
3. Oversee the Company's conduct with regard to its corporate and societal obligations and its reputation as a responsible corporate citizen
4. Oversee activities impacting the quality of life of various stakeholders
5. Formulate and recommend to the Board (including any revisions thereto), an annual action plan in pursuance of the CSR policy and have an oversight over its implementation
6. Review the impact assessment carried out for the projects of the Company as per the requirements of the law
7. Attend to such other matters and functions as may be prescribed from time to time

#### Meeting, Attendance & Composition of the CSR Committee:

During the year under review, Committee met 4 (Four) time on 26/06/2021, 20/09/2021, 03/11/2021 and 08/02/2022. The composition of the Committee and details of the attendance of the members at the meetings held during the year are given below:

S. No	Name of Directors	Category	No. of Meetings	
			Held during the tenure	Attended
1.	Mr. Harish Pande	Non-Executive & Independent Director	4	4
2.	Mr. Sanjay Bansal	Non-Executive & Independent Director	4	4
3.	Mr. Suresh Kumar Singh	Non-Executive & Independent Director	4	2

#### CSR Policy:

The CSR Policy of the Company is available on its website (<http://www.medicamen.com/>). The Quorum of the Committee is of two members. The Annual Report on CSR activities for 2021-22 forms part of the Board's Report, as an Annexure. Ms. Parul Choudhary, Company Secretary and Compliance Officer, acts as a Secretary of the Committee.

The Minutes of the CSR Committee are reviewed by the Board of Directors at the subsequent Board Meeting.

### E. Risk Management Committee:

The Risk Management is headed by Mr. Harish Pande, Independent Director of the Company and the following are the other members:

Mr. Arun Kumar

Mrs. Sumita Dwivedi

The Risk Management Committee shall review the Risk Management Plan of the Company at periodic intervals and takes steps to identify and mitigate the risks involved.

During the year, The Risk Management Committee met twice on November 03, 2021 and February 08, 2022.

#### Sustainability Governance

The Company believes that sustainable and long-term growth of every stakeholder depends upon the judicious and effective use of available resources and consistent endeavour to achieve excellence in business along with active participation in the growth of society, building of environmental balances and significant contribution in economic growth. We regularly evaluate our Sustainability performance and are well placed to achieve our targets in a responsible and sustainable manner.

## 4. SUBSIDIARY COMPANIES

Regulation 16 of the SEBI Listing Regulations defines a 'material subsidiary' to mean a subsidiary, whose income or net worth exceeds 10% of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding

## CORPORATE GOVERNANCE REPORT (Contd.)

income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year.

In addition to the above, Regulation 24 of the SEBI Listing Regulations requires that at least one Independent Director on the Board of Directors of the listed entity shall be a Director on the Board of Directors of an unlisted material subsidiary, whether incorporated in India or not.

For more effective governance, the Company monitors performance of subsidiary companies, inter alia, by following means:

1. Financial statements, in particular investments made by unlisted subsidiary companies, are reviewed quarterly by the Company's Audit Committee.
2. A statement, wherever applicable, of all significant transactions and arrangements entered into by the Company's subsidiaries is presented to the Board of the Company at its meetings.

### 5. WHISTLE BLOWER POLICY

The Company has adopted a whistle blower policy and has established the necessary vigil mechanism for employees and directors to report concerns about unethical behaviour. No person has been denied access to the chairman of the Audit Committee. The said policy is uploaded on the website of the Company at <http://www.medicamen.com/>. During the year under review, there were no cases of whistle blower.

### 6. GENERAL BODY MEETINGS

#### a) Annual General Meetings:

The date, time and location of the Annual General Meetings held during the preceding 3 years and special resolutions passed thereat are as follows:

Date	Year	Venue	Time	No. of Special Resolutions passed
25.09.2019	2018-19	ISKCON Auditorium, Hare Krishna Hill, Sant Nagar Main Road, East of Kailash, New Delhi-110065	11.00 A.M.	<ul style="list-style-type: none"> <li>• Consent of Members for Increase in the limits applicable for making Investments / Extending Loans and Giving Guarantees or providing securities in connection with Loans to Persons /Bodies Corporate</li> <li>• Approval of Loans, Investments, Guarantee Or Security Under Section 185 of Companies Act, 2013</li> <li>• Appointment of Mr. Rajesh Kumar Chauhan (DIN:08340413) as a Whole-Time Director</li> <li>• To approve the continuation of directorship of Mr. Arun Kumar (DIN:07031730) as an Independent Director of the Company and for the purpose, to pass with or without modification the following resolution, which will be proposed as special resolution</li> </ul>
25.09.2020	2019-20	1506, Chiranjiv Tower 43, Nehru Place, New Delhi-110019	10.00 A.M.	<ul style="list-style-type: none"> <li>• Re-appointment of Mr. Harish Pande (DIN: 01575625) as Non-Executive Independent Director of the Company.</li> <li>• Re-appointment of Mr. Suresh Kumar Singh (DIN: 00318015) as Non-Executive Director of the Company.</li> </ul>

## CORPORATE GOVERNANCE REPORT (Contd.)

Date	Year	Venue	Time	No. of Special Resolutions passed
25.09.2021	2020-21	ISKCON Auditorium, Hare Krishna Hill, Sant Nagar Main Road, East of Kailash, New Delhi-110065	11.00 A.M.	<ul style="list-style-type: none"> <li>To approve alteration of Object Clause of Memorandum of Association in agreement with the provisions of Companies Act, 2013</li> <li>To approve alteration of Liability Clause of Memorandum of Association in agreement with the provisions of Companies Act, 2013</li> <li>To approve alteration of Articles of Association in agreement with the provisions of Companies Act, 2013</li> </ul>

**b) Whether special resolutions were put through postal ballot last year, details of voting pattern:**

All resolutions moved at the last AGM were passed by the requisite majority of Members. No Extraordinary General Meeting of the Members was held during the year. During the year under review, no resolution was put to vote through Postal Ballot. Further, no special resolution is being proposed to be passed through Postal Ballot. None of the businesses proposed to be transacted at the ensuing AGM requires passing of a special resolution through Postal Ballot.

**7. OTHER DISCLOSURES**

S. No.	Particulars	Regulations	Details	Website link for details/policy
a)	Related party transactions	Regulation 23 of SEBI Listing Regulations	During the year under review, there were no material significant related party transactions entered into by the Company with Promoters, Directors, KMPs, Senior Management or other designated persons which may have a potential conflict with the interest of the Company at large. All related party transactions entered into during the year were on arms' length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Act and SEBI Listing Regulations.	<a href="http://www.medicamen.com">www.medicamen.com</a>
b)	Policy on Archival	As per Listing regulations	The Company has Policy on Archival which is available on the website of the Company.	<a href="http://www.medicamen.com">www.medicamen.com</a>
c)	Policy on Preservation of Documents	Regulation 9 of SEBI Listing Regulations	Policy on Preservation of Documents as required under Regulation 9 of the SEBI Listing Regulations is available on the website of the Company	<a href="http://www.medicamen.com">www.medicamen.com</a>
d)	Policy on determination of Materiality	Regulation 30 of SEBI Listing Regulations	Policy on determination of Materiality for disclosure of events or information as per Regulation 30 of the SEBI Listing Regulations is available on the website of the Company.	<a href="http://www.medicamen.com">www.medicamen.com</a>

**CORPORATE GOVERNANCE REPORT (Contd.)**

<b>S. No.</b>	<b>Particulars</b>	<b>Regulations</b>	<b>Details</b>	<b>Website link for details/policy</b>
e)	Dividend Distribution Policy	Regulation 43A of the SEBI Listing Regulations	A regular Dividend has been returned to shareholders through Final Dividend every year.	<a href="http://www.medicamen.com">www.medicamen.com</a>
f)	Statutory Compliance, Penalties and Strictures	Schedule V (C) 10(b) to the SEBI Listing Regulations	The Company is in compliance with the requirements of the Stock Exchanges, SEBI and Statutory Authorities on all matters related to the capital markets. No penalty or strictures were imposed on the Company by these authorities during the last three years.	
g)	CEO/CFO Certification	Regulation 17(8) read with Part B of Schedule II to the SEBI Listing Regulations	The CEO and the Chief Financial Officer have certified to the Board in accordance with Regulation 17(8) read with Part B of Schedule II to the SEBI Listing Regulations pertaining to CEO/CFO certification for the financial year ended March 31, 2022. The Certificate forms part of this Report.	<a href="http://www.medicamen.com">www.medicamen.com</a>
h)	Reconciliation of Share Capital Audit Report	Regulation 76 of SEBI Depositories and Participants Regulations, 2018	A qualified practicing Company Secretary carried out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") and the total issued and listed equity share capital. The audit report confirms that the total issued / paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.	<a href="http://www.medicamen.com">www.medicamen.com</a>
i)	Code of Conduct	Regulation 17 of SEBI Listing Regulations	The Members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them during the year ended March 31, 2022. The Annual Report of the Company contains a certificate by the Chief Financial Officer and Managing Director, on the compliance declarations received from Independent Directors, Non-Executive Directors and Senior Management.	
j)	Terms of Appointment of Independent Directors	Regulation 46 of SEBI Listing Regulations and Section 149 read with Schedule IV of the Act	Terms and conditions of appointment/ re-appointment of Independent Directors are available on the Company's website	<a href="http://www.medicamen.com">www.medicamen.com</a>

## CORPORATE GOVERNANCE REPORT (Contd.)

S. No.	Particulars	Regulations	Details	Website link for details/policy
k)	Familiarization Program	Regulations 25(7) and 46 of SEBI Listing Regulations	Details of familiarization program imparted to Independent Directors are available on the Company's website.	<a href="http://www.medicamen.com">www.medicamen.com</a>
k)	Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2018	Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014	The policy of POSH have been maintained and available on the Company's website.	<a href="http://www.medicamen.com">www.medicamen.com</a>
l)	Whistle blower Policy and Vigil Mechanism		The Company has a Whistle blower Policy and Vigil Mechanism in place to enable its Directors, employees and stakeholders to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairperson of the Audit Committee. It is affirmed that no personnel of the Company has been denied access to the Audit Committee. The Policy is available on the website of the Company.	<a href="http://www.medicamen.com">www.medicamen.com</a>
m)	Code of Conduct for Prevention of Insider Trading	As per SEBI (Prohibition of Insider Trading) Regulations, 2015 ('the Code').	The Company has adopted the Code of Conduct for Prevention of Insider Trading under the SEBI (Prohibition of Insider Trading) Regulations, 2015 ('the Code'). The Code lays down guidelines for procedures to be followed and disclosures to be made by insiders while trading in the securities of the Company.	<a href="http://www.medicamen.com">www.medicamen.com</a>

**a) Investor Services**

M/s. Link Intime India Private Limited are acting as Registrar & Share Transfer Agent of the Company. They have adequate infrastructure and VSAT connectivity with both the depositories, which facilitate better and faster services to the investors.

**Name, Designation and Address of the Compliance Officer:**

Ms. Parul Choudhary, Company Secretary and Compliance Officer.

**Medicamen Biotech Limited**

1506, Chiranjiv Tower, 43  
Nehru Place, New Delhi-110019  
Tel No. (011) 47589500  
E-mail ID: cs@medicamen.com

**b) Disclosure in relation to the Sexual Harassment of Women at workplace (prevention, prohibition & redressal) Act, 2013:**

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, your Company has constituted Internal Complaints Committee which is responsible for redressal of complaints related to sexual harassment. Details of complaints received during the year under review are as under:

## CORPORATE GOVERNANCE REPORT (Contd.)

Particulars	No of Complaints
Number of complaints filed during the financial year	-
Number of complaints disposed off during the financial year	-
Number of complaints pending as on the end of the financial year	-

**c) Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditors and all entities in the network firm / network entity of which the statutory auditor is a part, is given below:**

(in Lakhs)

Payment to Statutory Auditors	2021-22
Audit fees & Tax Audit Fees	2,75,000
Cost Audit Fees	1,34,784
Reimbursement of Expenses	10,800
<b>Total</b>	<b>4,20,584</b>

**d) Accounting treatment in preparation of Financial Statements**

The Financial Statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 and other relevant provisions of the Act.

**e) Details of utilization of funds**

The Company has not raised any funds through Preferential Allotment or Qualified Institutional Placement as specified under Regulation 32 (7A) of the SEBI Listing Regulations during the year under review.

**f) Loans and advances in the nature of loans to firms/companies in which Directors are interested**

The Company has not given any loans or advances to any firm / company in which its Directors are interested.

**g) Acceptance of recommendations of all Committees**

In terms of the SEBI Listing Regulations, there have been no instances during the year when recommendations of any of the Committees were not accepted by the Board.

**h) Fees paid to Statutory Auditors:**

A total fee of ₹ 2,75,000 Lakhs (plus applicable taxes and out of pocket expenses) was paid by the Company for all services to M/s Rai Qimat & Associates, Statutory Auditors for 2021-22 and all entities in the network firm/entity of which they are part.

i) The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses b) to (i) of sub – regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has obtained a certificate affirming the compliances from FCS Mr. Manoj Kumar Jain, Proprietor of M/s. AMJ & Associates, Practising Company Secretaries and the same is attached to this Report.

FCS Mr. Manoj Kumar Jain, Proprietor of M/s. AMJ & Associates, Practising Company Secretaries has also submitted a certificate confirming that none of the Directors of the Company is debarred or disqualified by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such authority from being appointed or continuing as Director of the Company and the same is also attached to this Report.

j) As required under Regulation 36(3) of the SEBI Listing Regulations, particulars of Director seeking re-appointment at the forthcoming AGM are given herein and in the Annexure to the Notice of the 29<sup>th</sup> AGM to be held on September 27, 2022.

k) The Company complies with all applicable secretarial standards.

## 9. MEANS OF COMMUNICATION

The Company follows a robust process to seamlessly communicate with its stakeholders and investors thereby honouring their commitment towards the Company's vision. Prompt and efficient communication with the investor community/external constituencies enables them to be aware of the Company's business activities, strategy and future prospects. For this purpose, the Company provides multiple channels of communications through the following ways:

**a) Stock Exchange Intimations**

All price-sensitive information and matters that are material to shareholders are disclosed to the respective Stock Exchanges where the securities of the Company are listed. All submissions to the Exchanges including Shareholding Pattern and



## CORPORATE GOVERNANCE REPORT (Contd.)

Corporate Governance Report are made through the respective electronic filing systems. Material events or information as detailed in Regulation 30 of the SEBI Listing Regulations are disseminated on the Stock Exchanges by filing them with the National Stock Exchange of India Limited ('NSE') through NEAPS / NSE digital portal and with BSE Limited ('BSE') through BSE Listing centre.

They are also displayed on the Company's website at [www.medicamen.com](http://www.medicamen.com).

### b) Financial Results

The quarterly/half-yearly/annual financial results are published within the timeline stipulated under SEBI Listing Regulations. The results are also uploaded on NSE and BSE through their respective portals. The financial results are published within the time stipulated under the SEBI Listing Regulations in newspapers viz. Financial Express (in English) and Jansatta (in Hindi). They are also published on the website of the Company at <https://www.medicamen.com/>.

### c) Analyst/Investor Meets

The Chairman/Directors of the company periodically meet or have conference calls with institutional investors and analysts. Official news releases, presentations made to institutional investors and analysts are uploaded on NSE and BSE through their respective portals and also made available on the website of the Company at [www.medicamen.com](http://www.medicamen.com).

### d) Company's Website

In order to make the corporate website user-friendly with a great communication mix and

enable ease of navigation and better accessibility to the information, the Company has redesigned its corporate website wherein comprehensive information such as the Company's business and operations, policies, stock exchange intimations, press releases, etc. can be accessed. The 'Investors' tab on the website provides information relating to financial performance, annual reports, corporate governance reports, policies, general meetings, credit rating, details of unclaimed dividend and shares transferred to IEPF, frequently asked questions and presentations made to analysts at the AGM.

### e) Other Communication to Shareholders during the year

Furnishing of PAN, KYC details and Nomination details by physical shareholders: Pursuant to SEBI Circulars dated November 3, 2021 and December 14, 2021, the Company has sent a communication to its physical shareholders for furnishing details of PAN, email address, mobile number, bank account details and nomination details.

Folios wherein any of the above cited details/documents are not available, on or after April 1, 2023, or any such date as may be prescribed, shall be frozen as per the aforesaid Circulars.

## 10. GENERAL SHAREHOLDER INFORMATION

### a. Company Registration Details:

The Company is registered in the NCT of Delhi, India. The Corporate Identity Number allotted to the Company by the Ministry of Corporate Affairs is L74899DL1993PLC056594.

### b. Annual General Meeting:

Day and Date	Time	Venue
Tuesday, September 27, 2022	11.00 A.M.	ISKCON Auditorium, Hare Krishna Hill, Sant Nagar Main Road, East of Kailash, New Delhi-110065

### c. Registered Office:

1506, Chiranjiv Tower, 43, Nehru Place, New Delhi-110019

### d. Financial Calendar for 2022-23:

Financial year is April 1 to March 31 and financial results will be declared as per the following schedule:

Particulars	Tentative Schedule
<b>Quarterly Results</b>	
Quarter ending on June 30, 2022	2nd week of August, 2022
Quarter ending on September 30, 2022	2nd week of November, 2022
Quarter ending on December 31, 2022	2nd week of February, 2023
Annual Result of 2022-23	4th week of May, 2023

## CORPORATE GOVERNANCE REPORT (Contd.)

### e. Book Closure Date:

The Register of Members and Share Transfer Books of the Company will be closed from Wednesday, September 21, 2022 to Tuesday, September 27, 2022 (both days inclusive) for the purpose of 29<sup>th</sup> Annual General Meeting.

### f. Listing on Stock Exchanges:

#### (a) The Equity Shares of the Company are listed with the following stock exchanges:

Name of Stock Exchange	Address	Code
Bombay Stock Exchange Limited (BSE)	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	531146
National Stock Exchange Limited (NSE)	Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051	MEDICAMEQ

The Company has paid the listing fees to these Stock Exchanges for 2021-22 and 2022-23.

#### (b) Depositories:

Name of Stock Exchange	Address
National Securities Depository Limited (NSDL)	Trade World, 4 <sup>th</sup> Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013.
Central Depository Services (India) Limited (CDSL)	Phiroze Jeejeebhoy Towers, 28 <sup>th</sup> Floor, Dalal Street, Mumbai- 400 023

**The Shares of the Company are traded compulsorily in Demat Segments.**

**The ISIN allotted to the Company's Equity Shares under the depository system is INE646B01010.**

**The Company has not issued any shares with differential voting rights.**

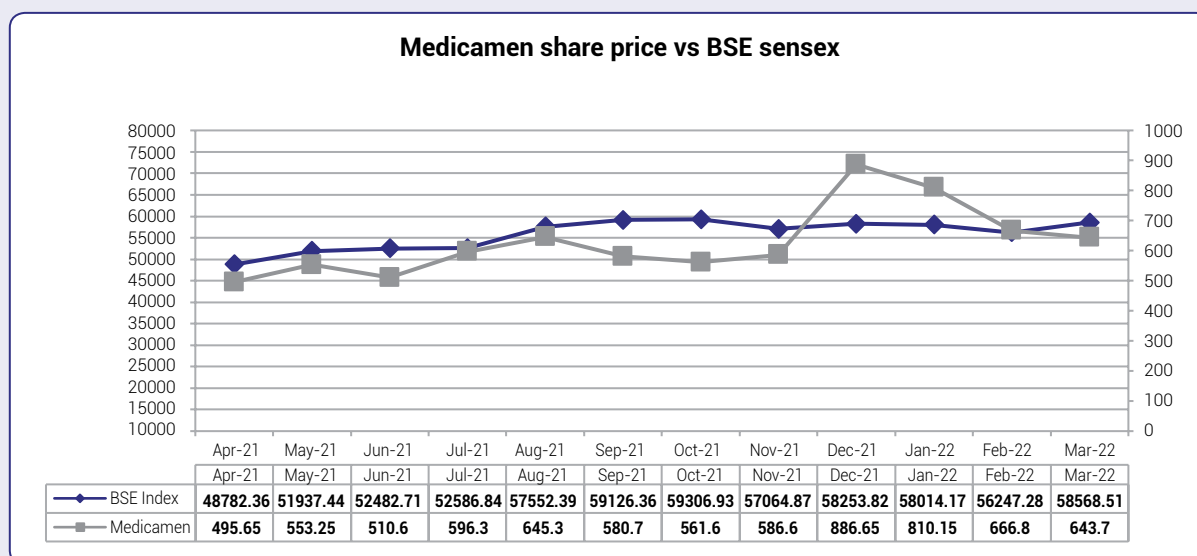
## MARKET INFORMATION:

### a. Market Price Data: Equity Shares during the period April 1, 2021 to March 31, 2022 at the BSE Limited (BSE) are given below:-

Month	BSE			
	High	Low	No. of shares traded	No. of Trades
Apr-21	480.05	495.65	78129	2799
May-21	460	553.25	140310	5167
Jun-21	505	510.6	124073	4338
Jul-21	505	596.3	222806	4861
Aug-21	569	645.3	331199	7678
Sep-21	578	580.7	138426	3859
Oct-21	495.55	561.6	191918	5628
Nov-21	551	586.6	151512	10812
Dec-21	582	886.65	334564	28114
Jan-22	767.6	810.15	141795	16401
Feb-22	584	666.8	88633	10935
Mar-22	598.5	643.7	49753	6456

## CORPORATE GOVERNANCE REPORT (Contd.)

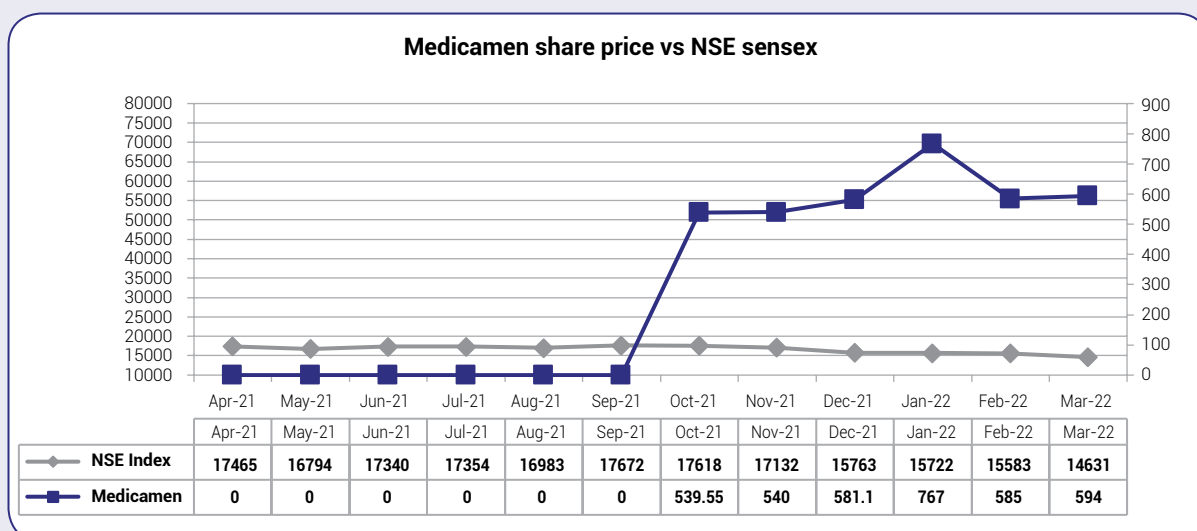
## b. Performance of the Company's Share Price in comparison to BSE and Nifty Sensex



## c. Market Price Data: Equity Shares during the period April 1, 2021 to March 31, 2022 at the NSE Limited (NSE) are given below:-

Month	BSE			
	High	Low	No. of shares traded	No. of Trades
Apr-21	-	-	-	-
May-21	-	-	-	-
Jun-21	-	-	-	-
Jul-21	-	-	-	-
Aug-21	-	-	-	-
Sep-21	-	-	-	-
Oct-21	574.3	539.55	10808	1037
Nov-21	738	540	298169	22437
Dec-21	1091.8	581.1	1858808	112877
Jan-22	1005	767	524805	49025
Feb-22	898.7	585	309975	30921
Mar-22	704.5	594	265642	23394

## d. Performance of the Company's Share Price in comparison to BSE and Nifty Sensex



[Source: This information is compiled from the data available on the website of BSE and NSE]

## CORPORATE GOVERNANCE REPORT (Contd.)

### REGISTRARS AND TRANSFER AGENTS

M/s. Link Intime India Private Limited is appointed as Registrar and Transfer (R&T) Agents of the Company for both Physical and Demat Shares. The address is given below:

Name and Address	:	Link Intime India Private Limited Noble Heights, 1st Floor, Plot NH 2, C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi - 110058
Telephone	:	+91 11 49411000
Fax	:	+91 11 4141 0591
Email	:	delhi@linkintime.co.in
Website	:	<a href="https://linkintime.co.in/">https://linkintime.co.in/</a>

Shareholders are requested to correspond directly with the R & T Agent for transfer / transmission of shares, change of address, queries pertaining to their shares, dividend etc.

### SHARE TRANSFER SYSTEM:

In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, the Company has stopped accepting any fresh transfer requests for securities held in physical form. Accordingly, securities of listed companies can be transferred only in dematerialized form.

Dematerialization of holdings will, inter alia, curb fraud in physical transfer of securities by unscrupulous entities and improve ease, convenience and safety of transactions for investors.

Further, SEBI has, vide its circular dated January 25, 2022, mandated companies to issue its securities in demat form only while processing various service requests such as issue of duplicate share certificates, sub-division, consolidation, transmission, etc. to enhance ease of dealing in securities markets by investors. 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 <https://medicamen.com/>.

In view of the aforesaid, Members who are holding shares in physical form are hereby requested to convert their holdings in electronic mode to avail various benefits of dematerialization.

### SECRETARIAL AUDIT AND OTHER CERTIFICATES

- M/s. AMJ & Associates, Practicing Company Secretaries, have conducted the Secretarial Audit of the Company for 2021-22. Their Audit Report confirms that the Company has complied with its Memorandum and Articles of Association, the applicable provisions of the Act and the Rules made thereunder, SEBI Listing Regulations, applicable SEBI Regulations and other laws applicable to the Company. The Secretarial Audit Report forms part of the Board's Report as an Annexure
- Pursuant to Regulation 40(9) of the SEBI Listing Regulations, a yearly certificate has been issued as on March 31, 2022 by M/s. AMJ & Associates, Practicing Company Secretaries, certifying due compliance of share transfer formalities by the Company
- M/s. AMJ & Associates, Practicing Company Secretaries, carries out a quarterly Reconciliation of Share Capital Audit, to reconcile the total admitted capital with NSDL and Central Depository Services (India) Limited ('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)
- In accordance with the SEBI Circular dated February 8, 2019 read with Regulation 24A of the SEBI Listing Regulations, the Company has obtained an Annual Secretarial Compliance Report from M/s. AMJ & Associates, Practicing Company Secretaries, confirming compliances with all applicable SEBI Regulations, Circulars and Guidelines for the year ended March 31, 2022
- M/s. AMJ & Associates, Practicing Company Secretaries has issued a certificate confirming 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 SEBI/MCA or any such statutory authority. The said Certificate is annexed to this Report on Corporate Governance.

## CORPORATE GOVERNANCE REPORT (Contd.)

## DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2022

## a. Distribution of Shareholding as on March 31, 2022:

Range in Numbers	No. of Shareholders	No. of Shares	% of total equity
Up to 500	8630	6,45,733	5.2857
501 to 1000	429	3,38,590	2.7716
1001 to 2000	250	3,69,755	3.0267
2001 to 3000	84	2,14,134	1.7528
3001 to 4000	56	1,95,770	1.6025
4001 to 5000	24	1,12,819	0.9235
5001 to 10000	73	5,22,346	4.2757
10001 and Above	83	98,17,453	80.3616
<b>TOTAL</b>	<b>9,629</b>	<b>1,22,16,600</b>	<b>100.000</b>

## b. Categories of equity shareholding as on March 31, 2022:

Category	No of Equity Shares Held	Percentage of holding
Clearing Members	16023	0.1312
Corporate Bodies (Promoter Co)	5326095	43.5972
Foreign Company	1340000	10.9687
Foreign Portfolio Investors (Corporate)	48483	0.3969
Hindu Undivided Family	453511	3.7123
Investor Education And Protection Fund	116893	0.9568
NBFCs registered with RBI	500	0.0041
Non Resident (Non Repatriable)	54686	0.4476
Non Resident Indians	61500	0.5034
Other Bodies Corporate	288252	2.3595
Overseas Corporate Bodies	315500	2.5826
Body Corporate - Ltd Liability Partnership	4375	0.0358
Public	4190782	34.304
<b>Total</b>	<b>1,22,16,600</b>	<b>100.000</b>

## c. Shares in Physical and Demat form as on March 31, 2022:

Category	No of Shares	(%)
In Physical Form	82,860	0.68
In Dematerialized Form	1,21,33,740	99.32
<b>Total</b>	<b>1,22,16,600</b>	<b>100.000</b>

## d. No. of shareholders whose shares as on March 31, 2022 are in physical and Demat form:

Category	No of Shareholders	Holding
In Physical Form	334	82,860
In Dematerialized Form	9295	1,21,33,740
<b>Total</b>	<b>9629</b>	<b>1,22,16,600</b>

## CORPORATE GOVERNANCE REPORT (Contd.)

**e. Debenture Trustees (for privately placed debentures):** None

**f. Outstanding GDRs/ADRs/Warrants or any convertible instruments conversion date and likely impact on equity:**

The Company does not have any outstanding ADRs/GDRs/Warrants or any Convertible Instruments.

**g. Commodity Price Risk or Foreign Exchange Risk and Hedging Activities:**

**Commodity Price Risk and Hedging Activities:**

The Company purchases a variety of commodities related to raw materials and finished products and the associated commodity price risks is managed through commercial negotiation with customers and suppliers. The Company does not have any exposure hedged through Commodity derivatives.

**Foreign Exchange Risk and Hedging Activities:**

During the year under review, the Company has managed foreign exchange risk and hedged to the extent considered necessary. Net open exposures are reviewed regularly and covered through forward contracts. The details of foreign currency exposure are disclosed in the Standalone Financial Statements.

**h. Credit Rating**

During the year under review, there were no changes in the credit ratings of the Company. As on March 31, 2022, the Company had a short-term credit rating of CRISIL A3 and a long-term rating of CRISIL BBB-/Stable by CRISIL Limited for bank loan facilities aggregating to ₹ 42 Crores.

**i. Transfer to Investor Education and Protection Fund:**

**a) Transfer of unclaimed dividend**

Members are hereby informed that under the Act, the Company is required to transfer the dividend which remains unpaid or unclaimed for a period of seven consecutive years or more, to the Investor Education and Protection Fund ('IEPF'). Accordingly, an Unclaimed Dividend of ₹ 2,87,303.25 for 2009-2010 which remained unpaid or unclaimed was transferred to the IEPF Authority in 2016-17.

The following tables give information relating to various outstanding dividends and the dates by which they can be claimed by the shareholders from the Company's Registrar and Transfer Agent:

Financial Year	Date of Declaration	Last date for claiming unpaid Dividend
2017-18	02.08.2017	01.09.2024
2018-19	25.09.2019	25.10.2026
2019-20	25.09.2020	25.10.2027
2020-21	25.09.2021	25.10.2028
2021-22	27.09.2022	27.10.2029

Members who have not encashed the dividend warrants so far in respect of the aforesaid period(s) are requested to make their claim to Link In Time India Private Limited (RTA), well in advance of the above due dates.

As per the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended ('IEPF Rules'), the Company has uploaded the information in respect of unclaimed dividends as on the date of the previous AGM i.e. September 25, 2021 (28<sup>th</sup> AGM) on the website of IEPF at [www.iepf.gov.in](http://www.iepf.gov.in) and on the website of the Company at <http://www.medicamen.com/unclaimeddividend>.

**b) Transfer of unclaimed dividend**

Pursuant to the provisions of Sections 124 and 125 of the Act read with the IEPF Rules, all the shares on which dividends remain unpaid or unclaimed for a period of seven consecutive years or more shall be transferred to the demat account of the IEPF Authority as notified by the MCA. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares. Accordingly, the Company has transferred 1, 34,393 Equity Shares of face value of ₹ 10 each to the demat account of the IEPF Authority during 2016-17.

## CORPORATE GOVERNANCE REPORT (Contd.)

### c) Claim from IEPF Authority

Members/Claimants whose shares and unpaid/unclaimed dividends, sale proceeds of fractional shares, etc. have been transferred to the IEPF Authority can claim the same by making an application to the IEPF Authority in e-Form IEPF-5 (available at [www.iepf.gov.in](http://www.iepf.gov.in)) and sending duly signed physical copy of the same to the Company along with requisite documents as prescribed in the instruction kit of

No claims shall lie against the Company in respect of the dividends/shares so transferred.

### j. Site Locations:

**Registered Office:** 1506, Chiranjiv Tower, 43 Nehru Place, New Delhi- 110019

**Bhiwadi Plant:** SP-1192, A & B Phase-IV, Industrial Area, Distt Alwar, Bhiwadi-301019 (Rajasthan)

#### Haridwar Plant:

**Unit-I:-** Plot No 86 & 87, Sector 6A, IIE, Sidcul, Bhel, Ranipur, Haridwar-249403

**Unit-II:-** Plot No 84 & 85, Sector 6A, IIE, Sidcul, Bhel, Ranipur, Haridwar-249403

### k. Address for correspondence:

Ms. Parul Choudhary, Company Secretary & Compliance Officer

#### Medicamen Biotech Limited

1506, Chiranjiv Tower, 43

Nehru Place, New Delhi-110019

Tel No. (011) - 47589500

E-mail: [cs@medicamen.com](mailto:cs@medicamen.com)

### l. For transfer/dematernalization of shares, change of address of members and other queries:

Name and Address	:	Link Intime India Private Limited Noble Heights, 1st Floor, Plot NH 2, C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi - 110058
Telephone	:	+91 11 49411000
Fax	:	+91 11 4141 0591
Email	:	<a href="mailto:delhi@linkintime.co.in">delhi@linkintime.co.in</a>
Website	:	<a href="https://linkintime.co.in/">https://linkintime.co.in/</a>

### m. Non-mandatory Requirements:

The non-mandatory requirements have been adopted to the extent and in the manner as stated under the appropriate headings detailed below:

#### a. The Board:

The Non-Executive Chairman during the financial year 2021-22 was not reimbursed any expenses for maintenance of the Chairman's office or performance of his duties.

#### b. Shareholders Right:

The quarterly/ half-yearly and annual financial results of your Company are published in newspapers and posted on Company's Medicamen Biotech Limited website [www.medicamen.com](http://www.medicamen.com). The same are also available on the sites of stock exchanges where the shares of the Company are listed i.e. [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).

#### c. Modified opinion(s) audit report:

The Company already has a regime of unqualified financial statements. Auditors have raised no qualification on the financial statements.

## CORPORATE GOVERNANCE REPORT (Contd.)

### CEO/CFO CERTIFICATION

#### IN RESPECT OF FINANCIAL STATEMENTS AND CASH FLOW STATEMENT (PURSUANT TO REGULATION 17(8) OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

We have reviewed the Financial Statements and the Cash Flow Statement for the year ended March 31, 2022 and we hereby certify and confirm the following to the best of our knowledge and belief:

- a. The Financial Statements and Cash Flow Statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
- b. The Financial Statements and the Cash Flow Statement together present a true and fair view of the affairs of the Company and are in compliance with existing accounting standards, applicable laws and regulations.
- c. There are no transactions entered in to by the Company during the year ended March 31, 2022 which are fraudulent, illegal or violative of Company's Code of Conduct.
- d. We accept responsibility for establishing and maintaining internal controls for Financial Reporting and we have evaluated the effectiveness of these internal control systems of the Company pertaining to financial reporting. Deficiencies noted, if any, are discussed with the Auditors and Audit Committee, as appropriate, and suitable actions are taken to rectify the same.
- e. There have been no significant changes in the above-mentioned internal controls over financial reporting during the relevant period.
- f. That there have been no significant changes in the accounting policies during the relevant period.
- g. We have not noticed any significant fraud particularly those involving the management or an employee having a significant role in the Company's internal control system over Financial Reporting.

Place: New Delhi  
Date: 10.08.2022

Sd/-  
**(Rajesh Madan)**  
Chief Executive Officer

Sd/-  
**(Pratap Singh Rawat)**  
Chief Financial Officer

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### DECLARATION REGARDING AFFIRMATION OF CODE OF CONDUCT

To  
**The Members of Medicamen Biotech Limited**

### DECLARATION BY THE CHAIRMAN

I, Rahul Bishnoi, Chairman of Medicamen Biotech Limited hereby declare that all the members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended March 31, 2022

**For Medicamen Biotech Limited**

Place: New Delhi  
Date: 10.08.2022

Sd/  
**Rahul Bishnoi**  
Chairman



## CORPORATE GOVERNANCE REPORT (Contd.)

### PRACTICING COMPANY SECRETARIES' CERTIFICATE ON CORPORATE GOVERNANCE

#### To The Members of Medicamen Biotech Limited

We have examined the compliance of the conditions of Corporate Governance by **Medicamen Biotech Limited** ('the Company') for the year ended on March 31, 2022, as stipulated under Regulation 17 to 27, clauses (b) to (i) and (t) of sub-regulations (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2022.

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

#### For AMJ & Associates

Company Secretaries  
Firm Registration no. I2003DE389100

Sd/-

**Manoj Kumar Jain**

(Proprietor)

C.P. No. : 5629

FCS No. : 5832

Place: Ghaziabad

Date: 10.08.2022

**CORPORATE GOVERNANCE REPORT (Contd.)**

**NO DISQUALIFICATION CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE**

To,  
The Members of  
**M/s Medicamen Biotech Limited**  
1506, Chiranjiv Tower, 43  
Nehru Place, New Delhi-110019

I have examined the relevant registers, records, forms, returns and disclosures received from the directors of **Medicamen Biotech Limited having CIN: L74899DL1993PLC056594** and having registered office at **1506, Chiranjiv Tower, 43, Nehru Place, New Delhi - 110019, India** (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 Clause 10(i) of the Securities Exchange Board of India (Listing Obligation 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 **31st March, 2022**, 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.

<b>Sr. No.</b>	<b>Name of the Directors</b>	<b>Director Identification Number</b>	<b>Date of appointment in the Company</b>	<b>DIN Status</b>
1.	Rahul Bishnoi	00317960	31/12/2015	Approved
2.	Ravi Kumar Bansal	08462513	30/05/2019	Approved
3.	Dr. Vimal Kumar Shrawat	08274190	11/02/2019	Approved
4.	Suresh Kumar Singh	00318015	31/12/2015	Approved
5.	Ashwani Kumar Sharma	00325634	31/12/2015	Approved
6.	Sanjay Bansal	00121667	27/02/2016	Approved
7.	Harish Pande	01575625	31/12/2015	Approved
8.	Arun Kumar	07031730	27/02/2016	Approved
9.	Sumita Dwivedi	08218640	13/11/2018	Approved
10.	Sangeeta Bishnoi	08288998	11/02/2019	Approved

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.

**For AMJ & Associates**  
(Company Secretaries)  
Firm Registration no. I2003DE389100

Sd/-  
**(Manoj Kumar Jain)**  
Proprietor  
C.P. No. – 5629  
FCS No. -5832

Place: Ghaziabad  
Date: 10.08.2022

UDIN: F005832D000783675

# **FINANCIAL STATEMENTS**

# INDEPENDENT AUDITOR'S REPORT

To  
the Members of  
**Medicamen Biotech Limited**

## Report on the Audit of the Standalone Financial Statements

### Opinion

We have audited the accompanying standalone financial statements of **Medicamen Biotech Limited** ("the Company"), which comprise the Standalone Balance sheet as at March 31, 2022, the Statement of Profit and Loss, including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

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

### Key Audit Matters

We have determined that there are no key Audit Matters to communicate in our report.

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

The Company's Board of Directors is responsible for the other information. The other information comprises

the information included in the Annual report but does not include the standalone financial statements and our auditor's report thereon. 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 will 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 identified above when it becomes available and, in doing so, consider whether such other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

### Responsibilities of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

## INDEPENDENT AUDITOR'S REPORT (Contd.)

### Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

1. 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.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future

events or conditions may cause the Company to cease to continue as a going concern.

5. 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 for the financial year ended March 31, 2022 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 of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure 1**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report 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;

## INDEPENDENT AUDITOR'S REPORT (Contd.)

- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) The Balance Sheet, the Statement of Profit and Loss, including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- (e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- (g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 2(u)(v) to the standalone financial statements;
  - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv.
    - A.** The Management has represented that, to the best of its knowledge and belief no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other 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 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(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
    - C.** Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to

**INDEPENDENT AUDITOR'S REPORT (Contd.)**

believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- D.** The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act

**for Rai Qimat & Associates**  
Chartered Accountants  
Firm Registration No.: 013152C

**Qimat Rai Garg**  
Partner  
M. No.080857  
UDIN: 22080857AJOVQX7962

Place: Gurugram  
Date: 25.05.2022

## **ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' OF OUR REPORT OF EVEN DATE**

### **IN TERMS OF THE INFORMATION AND EXPLANATIONS SOUGHT BY US AND GIVEN BY THE COMPANY AND THE BOOKS OF ACCOUNT AND RECORDS EXAMINED BY US IN THE NORMAL COURSE OF AUDIT AND TO THE BEST OF OUR KNOWLEDGE AND BELIEF, WE STATE THAT**

- (i) In respect of its Property, Plant and Equipment:
- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipment.
  - (b) All fixed assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. As informed, no material discrepancies were noticed on verification during the year.
  - (c) According to the information and explanations given by the management, the title deeds of immovable properties included in property, plant and equipment are held in the name of the company.
- (ii) The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii)(a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities given in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.
- (v) The Company has not accepted any 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) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013 and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
- (vii) (a) Undisputed statutory dues including provident fund, employees state insurance, income tax, duty of custom, goods and service tax, cess and other statutory dues have generally been regularly deposited with the appropriate authorities.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, duty of custom, goods and service tax, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (viii) The Company did not have any outstanding loans or borrowing dues in respect of a financial institution or bank or to government or dues to debenture holders during the year.
- (ix) According to the information and explanations given by the management, the Company has not raised any money by way of initial public offer / further public offer / debt instruments and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no fraud on the company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) According to the information and explanations given by the management, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (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 and hence not commented upon.
- (xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable Indian Accounting Standards.



**ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' OF OUR REPORT OF EVEN DATE (Contd.)**

- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the company and, not commented upon.
- (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 him as referred to in section 192 of Companies Act, 2013.
- (xvi) 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.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and 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 the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) (a) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.
- (b) In respect of ongoing projects, the company does not have any unspent corporate social responsibility (CSR) amount as at the end of the previous financial year and also at the end of the current financial year. Hence, reporting under this clause is not applicable for the year

**for Rai Qimat & Associates**  
Chartered Accountants  
Firm Registration No.: 013152C

Sd/-  
**Qimat Rai Garg**  
Partner

Place: Gurugram  
Date: 25.05.2022

M. No.080857  
UDIN: 22080857AJOVQX7962

## **ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF MEDICAMEN BIOTECH LIMITED**

### **REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")**

#### **Opinion**

We have audited the internal financial controls of **Medicamen Biotech Limited** ("the Company") as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at March 31 2022, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about

whether adequate internal financial controls with reference to these standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

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

#### **Meaning of Internal Financial Controls with Reference to these Financial Statements**

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

#### **Inherent Limitations of Internal Financial Controls with Reference to these Standalone Financial Statements**

Because of the inherent limitations of internal financial with reference to these standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud

**ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF MEDICAMEN BIOTECH LIMITED (Contd.)**

may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to these standalone financial statements to future periods are subject to the risk that the internal financial control with reference to these 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 system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the criteria for internal

financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**for Rai Qimat & Associates**Chartered Accountants  
Firm Registration No.: 013152C

Sd/-

**Qimat Rai Garg**

Partner

M. No.080857

Place: Gurugram

Date: 25.05.2022

UDIN: UDIN: 22080857AJOVQX7962



# STANDALONE BALANCE SHEET

AS AT MARCH 31, 2022

(Amount in ₹)

Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
<b>I. ASSETS</b>			
<b>Non-current assets</b>			
Property, Plant and Equipment	3	92,11,73,000	89,43,49,486
Other Intangible Assets	4	35,98,392	20,41,625
Capital work-in-progress	5	-	-
<b>Financial Assets</b>			
Investments	6	2,06,13,600	2,06,13,600
Trade Receivables		-	-
Loans & Advance	7	86,52,231	77,54,712
Deferred Tax Assets (net)	8	49,63,913	(28,34,189)
Other non-current assets	9	8,81,69,072	7,55,96,537
<b>Total Non Current Assets</b>		<b>1,04,71,70,208</b>	<b>99,75,21,771</b>
<b>Current assets</b>			
Inventories	10	27,00,96,803	5,20,37,963
<b>Financial Assets</b>			
Investments		-	-
Trade Receivables	11	61,17,84,611	49,75,35,108
Cash and cash equivalents	12	3,81,49,034	3,08,44,141
Loans & Advance	13	5,26,38,449	7,13,95,433
Other Current Assets	14	23,71,61,370	27,25,14,456
<b>Total Current Assets</b>		<b>1,20,98,30,267</b>	<b>92,43,27,101</b>
<b>TOTAL ASSETS</b>		<b>2,25,70,00,475</b>	<b>1,92,18,48,872</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share Capital	15	12,21,66,000	12,21,66,000
Other Equity	16	1,35,82,12,421	1,22,13,64,953
<b>Total Equity</b>		<b>1,48,03,78,421</b>	<b>1,34,35,30,953</b>
<b>Non-current liabilities</b>			
Financial Liabilities			
Borrowings	17	5,07,36,337	6,40,46,190
Provisions	18	1,45,94,075	1,15,55,343
Deferred Tax Liabilities (net)	19	-	-
Other non-current liabilities		-	-
<b>Total Non Current Liabilities</b>		<b>6,53,30,412</b>	<b>7,56,01,533</b>
<b>Current Liabilities</b>			
Financial Liabilities			
Borrowings	20	19,27,49,168	10,92,86,511
Trade payables	21	41,73,82,937	29,57,63,989
Other Current liabilities	22	5,02,89,916	4,99,11,519
Provisions	23	82,31,936	63,02,909
Current tax liabilities (Net)	24	4,26,37,685	4,14,51,458
<b>Total Current Liabilities</b>		<b>71,12,91,642</b>	<b>50,27,16,386</b>
<b>TOTAL EQUITY &amp; LIABILITIES</b>		<b>2,25,70,00,475</b>	<b>1,92,18,48,872</b>
Significant Accounting Policies	1 & 2		

As per our report of even date attached

**FOR RAI QIMAT & ASSOCIATES**

Chartered Accountants

Firm Regn. No. 013152C

**For and on behalf of the Board**

**Medicamen Biotech Limited**

Sd/-

**CA QIMAT RAI GARG**

Partner

M.No.: 080857

Sd/-

**PARUL CHOUDHARY**

Company Secretary

(ACS : 44157)

Sd/-

**PRATAP SINGH RAWAT**

Chief Financial Officer

(PAN: AGIPR9421J)

Sd/-

**ASHWANI KUMAR SHARMA**

Director

(DIN: 00325634)

Sd/-

**RAHUL BISHNOI**

Chairman

(DIN: 00317960)

Place : Gurugram

Date : 25.05.2022

# STANDALONE STATEMENT OF PROFIT & LOSS ACCOUNT

FOR THE PERIOD APRIL 1, 2021 TO MARCH 31, 2022

(Amount in ₹)

Particulars	Note No.	For the year ended March 31, 2022	For the year ended March 31, 2021
<b>I. Revenue from operations:</b>			
Sale of Products	25	1,08,29,07,720	1,08,15,26,134
Other Operating Revenues		7,15,44,642	1,99,39,289
		<b>1,15,44,52,362</b>	<b>1,10,14,65,423</b>
<b>II. Other Income</b>	26	1,72,01,040	75,40,458
<b>III. Total Revenue (I + II)</b>		<b>1,17,16,53,402</b>	<b>1,10,90,05,881</b>
<b>IV. Expenditure</b>			
Cost of Materials Consumed	27	55,69,06,752	65,83,61,882
Changes in inventories of finished goods and work-in-progress	28	(3,33,62,702)	1,04,05,764
Employee benefits expense	29	14,50,18,832	8,79,16,569
Finance Costs	30	1,40,05,670	1,06,40,106
Depreciation and amortization expense	31	5,77,14,228	2,51,97,131
Other expense	32	24,69,25,264	14,57,53,182
Corporate Social Responsibilities (CSR) Expenses	33	34,10,000	32,19,100
<b>Total Expense</b>		<b>99,06,18,044</b>	<b>94,14,93,734</b>
<b>V. Profit before exceptional items and tax (III-IV)</b>		18,10,35,358	16,75,12,147
<b>VI. Exceptional Items</b>		-	-
<b>VII. Profit/(loss) before tax (V-VI)</b>		18,10,35,358	16,75,12,147
<b>VIII. Tax expense:</b>			
(1) Current tax		3,97,69,392	4,14,51,458
(2) Deferred tax		(77,98,102)	11,94,264
<b>Total Tax Expenses</b>		<b>3,19,71,290</b>	<b>4,26,45,722</b>
<b>IX. Profit (Loss) for the period from continuing Operations (VII-VIII)</b>		14,90,64,068	12,48,66,425
<b>X Earnings per Equity Share:- Basic &amp; Diluted</b>		12.20	10.22
<b>XI Weighted average number of Equity Shares</b>		1,22,16,600	1,22,16,600

As per our report of even date attached

**FOR RAI QIMAT & ASSOCIATES**Chartered Accountants  
Firm Regn. No. 013152C**For and on behalf of the Board**  
**Medicamen Biotech Limited**

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
<b>CA QIMAT RAI GARG</b>	<b>PARUL CHOUDHARY</b>	<b>PRATAP SINGH RAWAT</b>	<b>ASHWANI KUMAR SHARMA</b>	<b>RAHUL BISHNOI</b>
Partner	Company Secretary	Chief Financial Officer	Director	Chairman
M.No.: 080857	(ACS : 44157)	(PAN: AGIPR9421J)	(DIN: 00325634)	(DIN: 00317960)

Place : Gurugram

Date : 25.05.2022

# STANDALONE CASH FLOW STATEMENT

FOR THE PERIOD APRIL 1, 2021 TO MARCH 31, 2022

(Amount in ₹)

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) after tax from continuing operations	14,90,64,068	12,48,66,425
<b>Non-cash adjustment to reconcile profit before tax to net cash flows</b>		
Provision for Taxation	3,97,69,392	4,14,51,458
Adjustment for Deffered Tax	(77,98,102)	11,94,264
Financial Charges	1,40,05,670	1,06,40,106
Loss/(profit) on sale of fixed assets	(12,112)	(27,501)
Depreciation/amortization on continuing operation	5,77,14,228	2,51,97,131
Interest income	(13,54,077)	(15,33,089)
<b>Operating profit before working capital changes</b>	<b>25,13,89,067</b>	<b>20,17,88,794</b>
<b>MOVEMENT OF WORKING CAPITAL</b>		
Increase/(decrease) in trade payables	12,16,18,948	(2,38,08,996)
Increase / (decrease) in long-term provisions	30,38,732	9,52,350
Increase / (decrease) in short-term provisions	(3,66,54,138)	(4,59,83,918)
Increase/(decrease) in other current liabilities	3,78,397	(60,33,159)
Decrease/(increase) in trade receivables	(11,42,49,503)	(5,82,34,184)
Decrease/(increase) in inventories	(21,80,58,840)	11,75,37,046
Decrease / (increase) in long-term loans and advances	(8,97,519)	(14,81,799)
Decrease / (increase) in short-term loans and advances	1,87,56,984	1,43,73,731
Decrease/(increase) in other current assets	6,73,53,086	2,75,42,713
Decrease/(increase) in other Non-current assets	(1,25,72,535)	(5,22,55,781)
Direct taxes paid	(3,20,00,000)	(4,46,00,000)
<b>Net cash flow from/ (used in) operating activities (A)</b>	<b>4,81,02,679</b>	<b>12,97,96,797</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of fixed assets, including intangible assets and CWIP	(8,60,82,397)	(17,96,59,137)
Interest received	13,54,077	15,33,089
<b>Net cash flow from/(used in) investing activities (B)</b>	<b>(8,47,28,320)</b>	<b>(17,81,26,048)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES :</b>		
Long-term borrowings net of repayment / Repayment of Long Term Borrowings	(1,33,09,853)	4,04,61,078
Proceeds from short-term borrowings	8,34,62,657	3,31,29,217
Interest paid	(1,40,05,670)	(1,06,40,106)
Dividends paid on Equity Shares	(1,22,16,600)	(61,08,299)
<b>Net cash flow from/(used in) in financing activities (C)</b>	<b>4,39,30,534</b>	<b>5,68,41,890</b>
Net increase/(decrease) in cash and cash equivalents (A + B + C)	73,04,893	85,12,639
Cash and cash equivalents at the beginning of the year	3,08,44,141	2,23,31,502
<b>Cash and cash equivalents at the end of the year</b>	<b>3,81,49,034</b>	<b>3,08,44,141</b>

As per our report of even date attached

**FOR RAI QIMAT & ASSOCIATES**

Chartered Accountants  
Firm Regn. No. 013152C

**For and on behalf of the Board**

**Medicamen Biotech Limited**

Sd/-  
**CA QIMAT RAI GARG**  
Partner  
M.No.: 080857

Sd/-  
**PARUL CHOUDHARY**  
Company Secretary  
(ACS : 44157)

Sd/-  
**PRATAP SINGH RAWAT**  
Chief Financial Officer  
(PAN: AGIPR9421J)

Sd/-  
**ASHWANI KUMAR SHARMA**  
Director  
(DIN: 00325634)

Sd/-  
**RAHUL BISHNOI**  
Chairman  
(DIN: 00317960)

Place : Gurugram

Date : May 25, 2022

## STATEMENT OF CHANGES IN EQUITY

### A: EQUITY SHARE CAPITAL

#### AS ON March 31, 2022

Balance at the beginning of the current reporting period	Changes in Equity share capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in Equity share capital during the Current year	Balance at the end of Current reporting Period
12,21,66,000	-	-	-	12,21,66,000

#### AS ON March 31, 2021

Balance at the beginning of the current reporting period	Changes in Equity share capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in Equity share capital during the Current year	Balance at the end of Current reporting Period
12,21,66,000	-	-	-	12,21,66,000

### B: OTHER EQUITY

#### AS ON March 31, 2022

Particulars	Share application money pending Allotment	Equity components of compound Financial Instruments	Reserves & Surplus				Debt instruments through other Comprehensive Income	Equity instruments through other Comprehensive Income	Money Received against Share warrants	Total as at March 31, 2022
			Capital Reserves	Securities Premium	Other Reserves (Specify Nature)	Retained Earnings				
Balance at the beginning of the current reporting period	-	-	-	67,70,44,996	-	54,43,19,957	-	-	-	1,22,13,64,953
Changes in Accounting Policy or prior period errors	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-	-	-	-	-	-
<b>Total Comprehensive income for the current year</b>	-	-	-	<b>67,70,44,996</b>	-	<b>54,43,19,957</b>	-	-	-	<b>1,22,13,64,953</b>
Dividend	-	-	-	-	-	1,22,16,600	-	-	-	1,22,16,600
Transfer to Retained Earnings	-	-	-	-	-	-	-	-	-	-
Addition/ Changes in Reserves	-	-	-	-	-	14,90,64,068	-	-	-	14,90,64,068
<b>Balance at the end of the current reporting period</b>	-	-	-	<b>67,70,44,996</b>	-	<b>68,11,67,425</b>	-	-	-	<b>1,35,82,12,421</b>

## STATEMENT OF CHANGES IN EQUITY (Contd.)

AS ON March 31, 2021

Particulars	Share application money pending Allotment	Equity components of compound Financial Instruments	Reserves & Surplus				Debt instruments through other Comprehensive Income	Equity instruments through other Comprehensive Income	Money Received against Share warrants	Total as at March 31, 2021
			Capital Reserves	Securities Premium	Other Reserves (Specify Nature)	Retained Earnings				
<b>Balance at the beginning of the current reporting period</b>	-	-	-	67,70,44,996	-	42,55,61,831	-	-	-	<b>1,10,26,06,827</b>
Changes in Accounting Policy or prior period errors	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-	-	-	-	-	-
<b>Total Comprehensive income for the current year</b>	-	-	-	<b>67,70,44,996</b>	-	<b>42,55,61,831</b>	-	-	-	<b>1,10,26,06,827</b>
Dividend	-	-	-	-	-	61,08,299	-	-	-	<b>61,08,299</b>
Transfer to Retained Earnings	-	-	-	-	-	-	-	-	-	-
Addition/ Changes in Reserves	-	-	-	-	-	12,48,66,425	-	-	-	<b>12,48,66,425</b>
<b>Balance at the end of the current reporting period</b>	-	-	-	<b>67,70,44,996</b>	-	<b>54,43,19,957</b>	-	-	-	<b>1,22,13,64,953</b>

As per our report of even date attached

### FOR RAI QIMAT & ASSOCIATES

Chartered Accountants  
Firm Regn. No. 013152C

**For and on behalf of the Board  
Medicamen Biotech Limited**

Sd/-  
**CA QIMAT RAI GARG**  
Partner  
M.No.: 080857

Sd/-  
**PARUL CHOUDHARY**  
Company Secretary  
(ACS : 44157)

Sd/-  
**PRATAP SINGH RAWAT**  
Chief Financial Officer  
(PAN: AGIPR9421J)

Sd/-  
**ASHWANI KUMAR SHARMA**  
Director  
(DIN: 00325634)

Sd/-  
**RAHUL BISHNOI**  
Chairman  
(DIN: 00317960)

Place : Gurugram

Date : 25.05.2022



# NOTES TO STANDALONE FINANCIAL STATEMENTS

## FOR THE YEAR ENDED ON MARCH 31, 2022

### 1. CORPORATE INFORMATION

The Company is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognized stock exchanges in India. The registered office of the Company is located at 1506, Chiranjiv Tower, 43, Nehru Place, New Delhi-110019. The Company is engaged in manufacturing of Finished Dosage Forms (FDF) and its manufacturing facilities are situated at SP-1192, A & B Phase-IV, Industrial Area, Distt Alwar, Bhiwadi-301019 (Rajasthan) and Plot No 86 & 87, Sector 6A, IIE, Sidcul, Bhel, Ranipur, Haridwar-249403 and Oncology formulation manufacturing facility situated at Plot No 84 & 85, Sector 6A, IIE, Sidcul, Bhel, Ranipur, Haridwar-249403. The Company is fully equipped with world class R&D facility.

### 2. SIGNIFICANT ACCOUNTING POLICIES

#### 2.1 Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ('Ind AS'), under the historical cost basis except for certain financial instruments which are measured at fair values at the end of each reporting period as explained in the accounting policies below, the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) and guidelines issued by Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

#### 2.2 Current versus non-current classification

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

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

All other assets are classified as non-current.

#### A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading

- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

#### 2.3 Foreign currencies

The financial statements are presented in Indian rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates.

Transactions in foreign currencies are initially recorded by the Company at its functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognized in Statement of Profit and Loss.

#### 2.4 Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- 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

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)

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 are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level 1:** Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- **Level 2:** Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- **Level 3:** Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

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

The Company determines the appropriate valuation techniques and inputs for fair value measurements. In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available. Where level 1 inputs are not available, the Company engages third party qualified valuers to perform the valuation. Any change in the fair value of each asset and liability is also compared with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

### 2.5 Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received

or receivable, net of returns and allowances, trade discounts and volume rebates after taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

The Company derives revenues primarily from manufacture and export of Pharmaceuticals products.

### 2.6 Dividends

Revenue is recognized when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

Final Dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors. The entity recognized the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognized those past transactions or events. The Finance Act, 2020 has repealed the Dividend Distribution Tax (DDT). The Company is now required to pay/distribute dividend after deducting applicable taxes. The remittance of dividends outside India is governed by Indian law on foreign exchange and is also subject to withholding tax at applicable rates.

### 2.7 Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income. Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income ("OCI") or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provision where appropriate.

### 2.8 Deferred tax

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

Deferred tax liabilities are recognized for all taxable temporary differences.

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

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

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

### 2.9 Property, plant and equipment

Capital work-in-progress, property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the

period during which such expenses are incurred.

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance or extends its estimated useful life.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

1. Factory Buildings	:	30 Years
2. Lease Hold Land	:	99 Years
3. Plant Equipment	:	5 to 20 Years
4. Furniture and Fixtures	:	10 Years
5. Vehicles	:	3 to 10 Years
6. Computers	:	3 to 6 Years

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognized.

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

### 2.10 Intangible assets

Costs relating to software, which is acquired, are capitalized and amortized on a straight-line basis over their estimated useful lives of 5 to 10 Years.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit or loss when the asset is derecognized.

Amortization method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

### 2.11 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)

cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

### 2.12 Inventories

Inventories are valued at the lower of cost and net realizable value. Costs incurred in bringing each product to its present location and conditions are accounted for as follows:

**Raw materials:** Materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

**Finished goods and work-in-progress:** cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity.

**Stores, spares and packing materials:** are valued at the lower of cost and net realizable value, net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

### 2.13 Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

### 2.14 Retirement and other employee benefits

#### **Short-term obligations**

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 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.

#### **Other long-term employee benefit obligations**

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

#### **Post-employment obligations**

The Company operates the following post-employment scheme:

- (a) defined benefit plans such as gratuity; and
- (b) defined contribution plans such as provident fund.

#### **Bonus plans**

The Company recognizes a liability and an expense for bonuses. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

### 2.15 Investments in subsidiaries

In respect of equity investments, the entity prepares separate financial statements and account for its investments in subsidiary at cost, net of impairment if any.

### 2.16 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

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

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)

### 2.17 Trade receivables

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

### 2.18 Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

### 2.19 Contributed equity

Equity shares are classified as equity.

### 2.20 Earnings per share

*Basic earnings per share*

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

### 2.21 Contingent Liabilities

In the opinion of the Board of Directors, adequate provisions have been made in the accounts for all known liabilities. The value of current assets, loans and advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the balance sheet, unless otherwise stated.

### 2.22 New standards and interpretations not yet adopted

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from April 1, 2022, as below:

#### Ind AS 103 – Reference to Conceptual Framework

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the

Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Company does not expect the amendment to have any significant impact in its financial statements.

#### Ind AS 16 – Proceeds before intended use

The amendments mainly prohibit an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while the Company is preparing the asset for its intended use. Instead, an entity will recognize such sales proceeds and related cost in profit or loss. The Company does not expect the amendments to have any impact in its recognition of its property, plant and equipment in its financial statements.

#### Ind AS 37 – Onerous Contracts - Costs of Fulfilling a Contract

The amendments specify that the "cost of fulfilling" a contract comprises the "costs that relate directly to the contract". Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labor, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the Company does not expect the amendment to have any significant impact in its financial statements.

#### Ind AS 109 – Annual Improvements to Ind AS (2021)

The amendment clarifies which fees an entity includes when it applies the "10 percent" test of Ind AS 109 in assessing whether to derecognize a financial liability. The Company does not expect the amendment to have any significant impact in its financial statements.

#### Ind AS 116 – Annual Improvements to Ind AS (2021)

The amendments remove the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration. The Company does not expect the amendment to have any significant impact in its financial statements.

### 2.23 CSR EXPENSES:

During the year Company incurred ₹ 34.10 Lakhs under CSR activities, as prescribed under section 135 of the Companies' Act 2013, (₹ 32.19 Lakhs for previous year)

**NOTES TO STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)**

**2.24 Value of Imports & Exports and expenditure in Foreign Currency**

Particulars	Amount In ₹ Lakhs 2021-22	Amount In ₹ Lakhs 2020-21
Value of Imports Calculated on C.I.F. basis	₹ 608.38	₹ 168.25
Value of Exports Calculated on F.O.B. basis: (Excluding Domestic Sales for Export)	₹ 8399.01	₹ 8139.77
Expenditure in Foreign Currency	₹ 276.11	₹ 132.71

**2.25 Related Party Disclosures**

Related party disclosure as required by Ind AS-24: Related Party Disclosures' notified by the Companies (Accounting Standard) Rules, 2006 are given below:

**(i) Associate Concern**

Sr. No.	Name	Status
1)	M/s Shivalik Rasayan Limited	Holding Company
2)	M/s Growel Remedies Limited	Related Company
3)	Ms. Kanchan Sharma	Related Person
4)	M/s Chem Pharma Health Care Private Limited	Related Company
5)	M/s Opal Pharmaceuticals Pty Limited, Australia	Subsidiary Company

**(ii) Directors & Key Managerial Personnel**

Sr. No.	Name	Designation
1)	Mr. Rahul Bishnoi	Chairman
2)	Mr. Rajesh Madan	Chief Executive Officer
3)	Dr. Vimal Kumar Shrawat	Director
4)	Mr. Suresh Kumar Singh	Director
5)	Mr. Ashwani Kumar Sharma	Director
6)	Mr. Harish Pande	Director
7)	Mr. Sanjay Bansal	Director
8)	Ms. Sumita Dwivedi	Director
9)	Ms. Sangeeta Bishnoi	Director
10)	Mr. Arun Kumar	Director
11)	Mr. Ravi Kumar Bansal	Director
12)	Mr. Pratap Singh Rawat	Chief Financial Officer
13)	Ms. Parul Choudhary	Company Secretary

**(iii) Transactions with the Associate Concern and Key Managerial Personnel during the year:**

(Amount in Lakhs)

	2021-22	2020-21
<b>(i) Transactions with Associate Concern</b>		
<b>M/s Shivalik Rasayan Limited</b>		
Sales of Goods/ Service	0.19	1.50
Rent Received	14.16	14.16
Expenses Reimbursement	58.04	59.45
Purchase of Goods / Service	148.29	132.31
<b>Ms. Kanchan Sharma</b>		
Rent Paid	4.10	4.10
<b>M/s Chem Pharma Health Care Private Limited</b>		
Professional Charges Paid	28.32	28.32
<b>M/s Growel Remedies Limited</b>		
Purchase of Goods / Service	-	35.17
Advance paid /Received	150.00	150.00
<b>M/s Opal Pharmaceuticals Pty Limited</b>		
Expenses Reimbursement	9.28	16.05
Advance paid	-	142.10
Advance received	107.10	-

**NOTES TO STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)**

(Amount in Lakhs)

	2021-22	2020-21
<b>(ii) Remuneration to Key Management Personnel</b>		
Mr. Rajesh Madan ( CEO )	53.04	49.86
Mr. Pratap Singh Rawat ( CFO )	10.90	9.33
Ms. Parul Choudhary ( CS )	5.10	4.26

The Company has during the year paid total managerial remuneration within limit under Section 197 read with schedule V of the Companies Act, 2013 of ₹ 69.04 Lakhs (Previous year ₹ 63.45 Lakhs).

**(iv) Closing Balance Associate Concern at year end**

(Amount in Lakhs)

Particulars	2021-22	2020-21
M/s Shivalik Rasayan Limited	110.13	Nil
M/s Growel Remedies Limited	Nil	150.00
M/s Opal Pharmaceuticals Pty Limited	78.67	176.49

**2.26 Contingent liabilities not provided for in respect of:**

(Amount in Lakhs)

S No.	Particulars	2021-22	2020-21
1.	Import Letter of credit USD 1,64,988.15 (Previous Year Nil)	₹ 125.39	Nil
2.	Inland Letter of Credit	₹ 158.42	₹ 214.33
3.	Foreign Guarantee USD 3,65,132.00 (Previous Year USD 2,42,371.00)	₹ 277.19	₹ 177.87
4.	Inland Guarantee	₹ 24.11	₹ 80.81

As per our report of even date attached

**FOR RAI QIMAT & ASSOCIATES**

Chartered Accountants  
Firm Regn. No. 013152C

**For and on behalf of the Board  
Medicamen Biotech Limited**

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
<b>CA QIMAT RAI GARG</b>	<b>PARUL CHOUDHARY</b>	<b>PRATAP SINGH RAWAT</b>	<b>ASHWANI KUMAR SHARMA</b>	<b>RAHUL BISHNOI</b>
Partner	Company Secretary	Chief Financial Officer	Director	Chairman
M.No.: 080857	(ACS : 44157)	(PAN: AGIPR9421J)	(DIN: 00325634)	(DIN: 00317960)

Place : Gurugram  
Date : 25.05.2022

**NOTES TO STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)**

**3. STANDALONE PROPERTY PLANT & EQUIPMENT**

(Amount in ₹)

Particulars	Cost As on April 1, 2021	Additions	Disposals	Cost as on March 31, 2022	Accumulated Depreciation as at April 1, 2021	Depreciations	Disposals	Accumulated Depreciation as at March 31, 2022	Net carrying Amount as at March 31, 2022
Land (Leasehold)& Site Development Bhiwadi	75,24,845	-	-	75,24,845	18,52,053	-	-	18,52,053	56,72,792
Land (Leasehold)& Site Development Hardwar	18,98,785	-	-	18,98,785	4,46,435	87,715	-	5,34,150	13,64,635
Building & Civil Construction	34,19,45,135	2,83,33,468	-	37,02,78,603	6,37,61,731	94,46,970	-	7,32,08,701	29,70,69,902
Plant & Machinery	48,92,94,010	1,82,30,723	1,07,635	50,74,17,098	6,40,34,894	2,28,26,476	67,853	8,67,93,517	42,06,23,581
A.C.Plant	8,48,68,829	32,48,731	-	8,81,17,560	3,55,50,718	52,44,181	-	4,07,94,899	4,73,22,661
E.T.Plant	1,07,37,647	-	-	1,07,37,647	19,00,790	12,12,521	-	31,13,311	76,24,336
Boiler	55,17,758	23,01,633	-	78,19,391	22,94,456	4,61,490	-	27,55,946	50,63,445
Die & Moulds	68,55,811	1,44,7,933	-	83,03,744	36,00,750	4,61,037	-	40,61,787	42,41,957
Generator Set	68,61,212	4,23,877	-	72,85,089	57,74,091	1,28,945	-	59,03,036	13,82,053
Water System	74,52,675	16,64,774	-	91,17,449	12,97,445	5,32,530	-	18,29,975	72,87,474
Weight Machine	38,96,547	7,57,160	-	46,53,707	13,75,243	2,47,040	-	16,22,283	30,31,424
Lift	21,02,850	-	-	21,02,850	4,41,121	2,22,370	-	6,63,491	14,39,359
Furniture & Fixtures	3,62,28,011	1,09,97,807	6,969	4,72,18,849	1,93,67,247	25,59,163	6,621	2,19,19,789	2,52,99,060
Cycles	10,429	-	-	10,429	9,994	-	-	9,994	435
Vehicle	1,30,02,307	5,00,000	-	1,35,02,307	64,91,069	18,43,751	-	83,34,820	51,67,487
Office Equipments	70,36,979	6,33,028	-	76,70,007	57,49,929	5,12,940	-	62,62,869	14,07,138
Refrigerator	82,942	1,66,740	-	2,49,682	55,885	3,674	-	59,559	1,90,123
Computers	1,64,98,898	39,13,932	87,150	2,03,25,680	97,82,109	28,90,345	82,792	1,25,89,662	77,36,018
Quality Control Equipments	6,71,36,422	95,55,488	-	7,66,91,910	1,37,74,917	57,37,773	-	1,95,12,690	5,71,79,220
Electric Installation	4,10,17,484	14,13,452	-	4,24,30,936	1,80,59,213	23,01,823	-	2,03,61,036	2,20,69,900
<b>Total</b>	<b>1,14,99,69,576</b>	<b>8,35,88,746</b>	<b>2,01,754</b>	<b>1,23,33,56,568</b>	<b>25,56,20,090</b>	<b>5,67,20,744</b>	<b>1,57,266</b>	<b>31,21,83,568</b>	<b>92,11,73,000</b>



**NOTES TO STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)**

Particulars	(Amount in ₹)									
	Cost As on April 1, 2020	Additions	Disposals	Cost as on March 31, 2021	Accumulated Depreciation as at April 1, 2020	Depreciation	Disposals	Accumulated Depreciation as at March 31, 2021	Net carrying Amount as at March 31, 2021	
Land (Leasehold)& Site Development Bhiwadi	75,24,845	-	-	75,24,845	17,82,151	69,902	-	18,52,053	56,72,792	
Land (Leasehold)& Site Development Haridwar	18,98,785	-	-	18,98,785	4,28,622	17,813	-	4,46,435	14,52,350	
Building & Civil Construction	20,47,71,535	13,71,73,600	-	34,19,45,135	5,79,96,379	57,65,352	-	6,37,61,731	27,81,83,404	
Plant & Machinery	15,22,79,910	34,46,43,841	76,29,741	48,92,94,010	6,31,51,768	62,94,494	54,11,368	6,40,34,894	42,52,59,116	
A.C.Plant	6,49,31,936	1,99,36,893	-	8,48,68,829	3,13,87,603	41,63,115	-	3,55,50,718	4,93,18,111	
E.T.Plant	92,92,487	14,45,160	-	1,07,37,647	8,42,160	10,58,630	-	19,00,790	88,36,857	
Boiler	47,29,672	7,88,086	-	55,17,758	20,59,597	2,34,859	-	22,94,456	32,23,302	
Die & Moulds	56,87,135	11,68,676	-	68,55,811	31,95,074	4,05,676	-	36,00,750	32,55,061	
Generator Set	61,87,722	6,73,490	-	68,61,212	57,73,836	255	-	57,74,091	10,87,121	
Water System	28,64,203	45,88,472	-	74,52,675	11,21,046	1,76,399	-	12,97,445	61,55,230	
Weight Machine	21,76,950	17,19,597	-	38,96,547	12,57,810	1,17,433	-	13,75,243	25,21,304	
Lift	4,63,697	16,39,153	-	21,02,850	4,40,512	609	-	4,41,121	16,61,729	
Furniture & Fixtures	3,02,90,255	59,37,756	-	3,62,28,011	1,78,00,094	15,67,153	-	1,93,67,247	1,68,60,764	
Cycles	10,429	-	-	10,429	9,994	-	-	9,994	435	
Vehicle	1,23,96,817	6,05,490	-	1,30,02,307	56,28,598	8,62,471	-	64,91,069	65,11,238	
Office Equipments	66,90,079	3,46,900	-	70,36,979	52,30,003	5,19,926	-	57,49,929	12,87,050	
Refrigerator	69,382	13,560	-	82,942	55,098	787	-	55,885	27,057	
Computers	1,08,91,972	56,06,926	-	1,64,98,898	88,44,374	9,37,735	-	97,82,109	67,16,789	
Quality Control Equipments	2,56,34,466	4,15,01,956	-	6,71,36,422	1,21,23,881	16,51,036	-	1,37,74,917	5,33,61,505	
Electric Installation	2,19,44,820	1,90,72,664	-	4,10,17,484	1,73,55,328	7,03,885	-	1,80,59,213	2,29,58,271	
<b>Total</b>	<b>57,07,37,097</b>	<b>58,68,62,220</b>	<b>76,29,741</b>	<b>1,14,99,69,576</b>	<b>23,64,83,928</b>	<b>2,45,47,530</b>	<b>54,11,368</b>	<b>25,56,20,090</b>	<b>89,43,49,486</b>	

**NOTES TO STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)**



**4. STANDALONE INTANGIBLE ASSETS**

(Amount in ₹)

Particulars	Cost As on April 1, 2021	Additions	Disposals	Cost as on March 31, 2022	Accumulated Depreciation as at April 1, 2021	Depreciation	Disposals	Accumulated Depreciation as at March 31, 2022	Net carrying Amount as at March 31, 2022
Intangible (software)	66,71,358	25,50,250	-	92,21,608	46,29,732	9,93,484	-	56,23,216	35,98,392
<b>Total</b>	<b>66,71,358</b>	<b>25,50,250</b>	<b>-</b>	<b>92,21,608</b>	<b>46,29,732</b>	<b>9,93,484</b>	<b>-</b>	<b>56,23,216</b>	<b>35,98,392</b>

(Amount in ₹)

Particulars	Cost As on April 1, 2020	Additions	Disposals	Cost as on March 31, 2021	Accumulated Depreciation as at April 1, 2020	Depreciation	Disposals	Accumulated Depreciation as at March 31, 2021	Net carrying Amount as at March 31, 2021
Intangible (software)	66,71,358	-	-	66,71,358	39,80,132	6,49,600	-	46,29,732	20,41,625
<b>Total</b>	<b>66,71,358</b>	<b>-</b>	<b>-</b>	<b>66,71,358</b>	<b>39,80,132</b>	<b>6,49,600</b>	<b>-</b>	<b>46,29,732</b>	<b>20,41,625</b>

As per our report of even date attached

**FOR RAI QIMAT & ASSOCIATES**

Chartered Accountants  
Firm Regn. No. 013152C

Sd/-  
**CA QIMAT RAI GARG**  
Partner  
M.No.: 080857

Place : Gurugram  
Date : 25.05.2022

**For and on behalf of the Board  
Medicamen Biotech Limited**

Sd/-  
**PARUL CHOUDHARY**  
Company Secretary  
(ACS : 44157)

Sd/-  
**PRATAP SINGH RAWAT**  
Chief Financial Officer  
(PAN: AGIPR9421J)

Sd/-  
**ASHWANI KUMAR SHARMA**  
Director  
(DIN: 00325634)

Sd/-  
**RAHUL BISHNOI**  
Chairman  
(DIN: 00317960)

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)

### 5. CAPITAL WORK IN PROGRESS

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Project in progress -	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

#### Aging for Capital Work in Progress as at 31.03.2022

Project in progress	Value ₹
Less than 1 year	-
1-2 years	-
2-3 years	-
More than 3 years	-
<b>Total</b>	<b>-</b>

#### Aging for Capital Work in Progress as at 31.03.2021

Project in progress	Value ₹
Less than 1 year	-
1-2 years	-
2-3 years	-
More than 3 years	-
<b>Total</b>	<b>-</b>

### 6. INVESTMENT- NON-CURRENT

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Opal Pharmaceuticals Pty. Limited	2,06,13,600	2,06,13,600
<b>Total</b>	<b>2,06,13,600</b>	<b>2,06,13,600</b>

### 7. LOANS AND ADVANCES - NON-CURRENT

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Considered Good		
Security Deposits	86,52,231	77,54,712
<b>Total</b>	<b>86,52,231</b>	<b>77,54,712</b>

### 8. DEFERRED TAX LIABILITY / (ASSETS) NET

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
DEFERRED TAX LIABILITY / (ASSETS) NET	49,63,913	(28,34,189)
<b>Total</b>	<b>49,63,913</b>	<b>(28,34,189)</b>

**NOTES TO STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)**

(Amount in ₹)

Particulars	Opening Balance as on April 1, 2021	Recognized in Profit & Loss 2021-22	Closing Balance as on March 31, 2022
<b>Deferred Tax Assets/(Liabilities) in relation to</b>			
Property, Plant and Equipment and Intangible Assets	(81,02,064)	64,19,041	(16,83,023)
Provision for Employee Benefit Obligation			
Retirement Benefits	45,28,816	11,25,348	56,54,164
Expenditure incurred-allowable in future	7,39,059	2,53,713	9,92,772
<b>DEFERRED TAX LIABILITY / (ASSETS) NET</b>	<b>(28,34,189)</b>	<b>77,98,102</b>	<b>49,63,913</b>

(Amount in ₹)

Particulars	Opening Balance as on March 31, 2020	Recognized in Profit & Loss 2020-21	Closing Balance as on March 31, 2021
<b>Deferred Tax Assets/(Liabilities) in relation to</b>			
Property, Plant and Equipment and Intangible Assets	(65,97,913)	(15,04,151)	(81,02,064)
Provision for Employee Benefit Obligation			
Retirement Benefits	42,03,970	3,24,846	45,28,816
Expenditure incurred-allowable in future	7,54,018	(14,959)	7,39,059
<b>DEFERRED TAX LIABILITY / (ASSETS) NET</b>	<b>(16,39,925)</b>	<b>(11,94,264)</b>	<b>(28,34,189)</b>

**9. OTHER ASSETS- NON CURRENT**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Considered Good</b>		
<b>Miscellaneous Expenditure (to the extent not written off or adjusted)</b>		
Pre-Operative Expenses (Haridwar-Unit- II)	7,73,72,147	6,66,07,238
Product Registration /Development	1,07,96,925	89,89,299
<b>Total</b>	<b>8,81,69,072</b>	<b>7,55,96,537</b>

**10. INVENTORIES**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Finished Goods	5,21,60,803	2,51,39,267
Work In Process	1,15,77,314	52,36,148
Raw Material	11,58,35,653	1,79,92,191
Packing Material	8,80,12,142	17,94,295
Stores and Spares	25,10,891	18,76,062
<b>Total</b>	<b>27,00,96,803</b>	<b>5,20,37,963</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)

### 11. TRADE RECEIVABLES

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Considered Good	61,17,84,611	49,75,35,108
<b>Total</b>	<b>61,17,84,611</b>	<b>49,75,35,108</b>

Ageing for Trade Receivables - Current outstanding as at March 31,2022 is as follows

Undisputed Trade Receivables : Considered Good Ageing	Value (₹)
Not Due	38,23,78,587
less than 6 month	12,46,07,128
6 months -1 years	8,03,09,125
1 - 2 years	1,01,60,499
2 - 3 years	31,59,921
More than 3 years	1,11,69,351
<b>Total</b>	<b>61,17,84,611</b>

Ageing for Trade Receivable - Current outstanding as at March 31,2021 is as follows

Undisputed Trade Receivables : Considered Good Ageing	Value (₹)
Not Due	36,38,47,762
less than 6 month	7,75,96,248
6 months-1 years	1,40,26,638
1 - 2 years	1,57,78,876
2 - 3 years	74,92,689
More than 3 years	1,87,92,895
<b>Total</b>	<b>49,75,35,108</b>

### 12. CASH AND CASH EQUIVALENTS

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Cash in hand	1,80,338	1,15,872
<b>Balance with banks</b>		
- In Current Accounts	80,79,050	86,39,856
- In Fixed Deposit Accounts	2,98,89,646	2,20,88,413
<b>Total</b>	<b>3,81,49,034</b>	<b>3,08,44,141</b>

### 13. LOANS & ADVANCES - CURRENT

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Considered Good</b>		
Advance for Capital Assets	2,14,34,670	1,19,65,357
Advances to Suppliers	1,00,73,238	4,09,39,621
Prepaid Expenses	73,53,421	42,57,104
Advances Staff and Others	1,07,12,389	1,01,18,620
Earnest Money Deposit	30,64,731	41,14,731
<b>Total</b>	<b>5,26,38,449</b>	<b>7,13,95,433</b>

**NOTES TO STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)**

**14. OTHER CURRENT ASSETS**

(Amount in ₹)

Particulars	As at	
	March 31, 2022	March 31, 2021
Advance Income Tax Paid	3,20,00,000	4,59,05,422
Income Tax Refundable	85,43,298	-
Tax Deducted at Source	4,33,592	12,51,265
TCS Recoverable (Goods)	6,86,732	1,37,156
MEIS & Focus Marketing Scheme receivable	1,94,66,430	1,94,66,430
Duty Drawback Receivable	29,03,861	31,23,804
Balance with Statutory Authorities (GST Recoverable)	17,31,27,457	20,26,30,379
<b>Total</b>	<b>23,71,61,370</b>	<b>27,25,14,456</b>

**15. EQUITY SHARE CAPITAL**

The Authorized, Issued, Subscribed and Fully Paid-up share capital consist of the following

(Amount in ₹)

Particulars	As at	
	March 31, 2022	March 31, 2021
<b>- Authorized Share Capital</b>		
1,50,00,000 Equity Shares of ₹ 10/- each [Previous Year : 1,50,00,000 Equity Shares of ₹ 10/- each]	15,00,00,000	15,00,00,000
<b>- Issued, Subscribed and Paid up</b>		
1,22,16,600 Equity Shares of ₹ 10/- each fully paid-up. [Previous Year [ 1,22,16,600 Equity Shares of ₹ 10/- each]	12,21,66,000	12,21,66,000
<b>Total</b>	<b>12,21,66,000</b>	<b>12,21,66,000</b>

(Amount in ₹)

- Reconciliation of Shares:		As at March 31, 2022	
Equity	Nos	Amount	
<b>Opening Share Capital</b>	1,22,16,600	12,21,66,000	
Addition	-	-	
<b>Closing</b>	<b>1,22,16,600</b>	<b>12,21,66,000</b>	

(Amount in ₹)

- Reconciliation of Shares:		As at March 31, 2021	
Equity	Nos	Amount	
<b>Opening Share Capital</b>	1,22,16,600	12,21,66,000	
Addition	-	-	
<b>Closing</b>	<b>1,22,16,600</b>	<b>12,21,66,000</b>	

**Details of Share held by Shareholders holding more than 5% of the aggregate shares of the Company**

(Amount in ₹)

Equity Shares		As at March 31, 2022		As at March 31, 2021	
Name of Shareholder	Relationship	Number of Shares	% of Shareholding	Number of Shares	% of Shareholding
Shivalik Rasayan Limited	Holding Company	51,26,095	41.96%	51,05,095	41.79%
Pharamadanica A/S	Share Holder	13,40,000	10.97%	13,40,000	10.97%

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)

### Disclosure of Shareholding of Promoters

(Amount in ₹)

Equity Shares		As at March 31, 2022		As at March 31, 2021	
Name of Shareholder	Relationship	Number of Shares	% of Shareholding	Number of Shares	% of Shareholding
Shivalik Rasayan Limited	Holding Company	51,26,095	41.96%	51,05,095	41.79%
Growel Remedies Limited	Related Party	2,00,000	1.64%	3,72,044	3.05%

### 16. RESERVES AND SURPLUS

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>(i) Share Premium Reserve</b>		
As per Last Balance Sheet	67,70,44,996	67,70,44,996
Addition During the year	-	-
<b>Total</b>	<b>67,70,44,996</b>	<b>67,70,44,996</b>
<b>(ii) PROFIT AND LOSS ACCOUNT</b>		
As per Last Balance Sheet	54,43,19,957	42,55,61,831
Add: Profit for the year	14,90,64,068	12,48,66,425
	<b>69,33,84,025</b>	<b>55,04,28,256</b>
Less: Dividend Paid for 2019-20	-	61,08,299
Less: Dividend Paid for 2020-21	1,22,16,600	-
	<b>68,11,67,425</b>	<b>54,43,19,957</b>
<b>Closing Balance</b>	<b>1,35,82,12,421</b>	<b>1,22,13,64,953</b>

### 17. LONG TERM BORROWINGS

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Secured</b>		
Term Loans From AU Small Finance Bank	5,07,36,337	6,39,15,207
Vehicle Loan from IDBI Bank Limited	-	1,30,983
<b>Total</b>	<b>5,07,36,337</b>	<b>6,40,46,190</b>

- Secured by way Hypothecation over the Moveable & Immovable Plant & Machineries both current and future at Haridwar plant situated at Plot No. B4 & B5, Sector 6A, IIE, SIDCUL, Haridwar, Uttarakhand
- Secured by way of Hypothecation of vehicles

(Amount in ₹)

Secured Loan from Bank	Closing as on March 31, 2022	Current 2021-22	Non-Current 2021-22
Term Loans From AU Small Finance Bank	6,50,22,061	1,42,85,724	5,07,36,337
Vehicle Loan from IDBI Bank Limited	1,87,728	1,87,728	-
	<b>6,52,09,789</b>	<b>1,44,73,452</b>	<b>5,07,36,337</b>

**NOTES TO STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)**

(Amount in ₹)

<b>Secured Loan from Bank</b>	<b>Closing as on March 31, 2021</b>	<b>Current 2020-21</b>	<b>Non-Current 2020-21</b>
Term Loans From AU Small Finance Bank	7,82,00,931	1,42,85,724	6,39,15,207
Vehicle Loan from IDBI Bank Limited	7,05,951	5,74,968	1,30,983
	<b>7,89,06,882</b>	<b>1,48,60,692</b>	<b>6,40,46,190</b>

**18. PROVISIONS NON- CURRENT**

(Amount in ₹)

<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at March 31, 2021</b>
<b>Provision for Employee Benefits obligations</b>		
Provision for Gratuity Payable	1,09,77,652	92,71,164
Provision for Leave Encashment Payable	36,16,423	22,84,179
<b>Total</b>	<b>1,45,94,075</b>	<b>1,15,55,343</b>

(Amount in ₹)

<b>Provision for Employee Benefits obligations</b>	<b>Closing as on March 31, 2022</b>	<b>Current 2021-22</b>	<b>Non-Current 2021-22</b>
Provision for Gratuity Payable	1,54,42,987	44,65,335	1,09,77,652
Provision for Leave Encashment Payable	39,73,781	3,57,358	36,16,423
	<b>1,94,16,768</b>	<b>48,22,693</b>	<b>1,45,94,075</b>

(Amount in ₹)

<b>Provision for Employee Benefits obligations</b>	<b>Closing as on March 31, 2021</b>	<b>Current 2020-21</b>	<b>Non-Current 2020-21</b>
Provision for Gratuity Payable	1,30,42,358	37,71,194	92,71,164
Provision for Leave Encashment Payable	25,09,893	2,25,714	22,84,179
	<b>1,55,52,251</b>	<b>39,96,908</b>	<b>1,15,55,343</b>

**19. DEFERRED TAX LIABILITY**

(Amount in ₹)

<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at March 31, 2021</b>
Deferred Tax Liability	-	-
<b>TOTAL Deferred Tax Liabilities (Net)</b>	<b>-</b>	<b>-</b>

**20. CURRENT FINANCIAL LIABILITIES: BORROWINGS**

(Amount in ₹)

<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at March 31, 2021</b>
<b>From Banks</b>		
<b>Indusind Bank Limited</b>		
Cash Credit	8,40,92,638	10,92,86,511
Secured by way of First Charge on entire Fixed Assets and Current Assets of the Bhiwadi Plant both present and future.		
<b>From Citi Bank N.A.</b>		
Cash Credit	9,66,56,530	-
Packing Credit	1,20,00,000	-
Secured by way of First Charge on entire Fixed Assets and Current Assets of the Bhiwadi Plant both present and future.		
<b>Total</b>	<b>19,27,49,168</b>	<b>10,92,86,511</b>



**NOTES TO STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)**

**21. TRADE PAYABLES**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>(a) Trade Payables</b>		
For Goods	37,74,98,994	24,80,81,246
For Expenses	1,00,80,846	3,08,93,283
<b>Total</b>	<b>38,75,79,840</b>	<b>27,89,74,529</b>

**Aging for Trade Payable - Current outstanding as at March 31, 2022 is as follows**

(Amount in ₹)

Trade Payable	MSME	Others	Total
Not Due	8,79,74,938	18,84,54,575	27,64,29,513
less than 6 month	-	7,76,35,163	7,76,35,163
6 months-1 years	-	3,27,32,035	3,27,32,035
1 - 2 years	-	7,83,129	7,83,129
2 - 3 years	-	-	-
More than 3 years	-	-	-
<b>Total</b>	<b>8,79,74,938</b>	<b>29,96,04,902</b>	<b>38,75,79,840</b>

**Aging for Trade Payable - Current outstanding as at March 31, 2021 is as follows**

(Amount in ₹)

Trade Payable	MSME	Others	Total
Not Due	3,64,51,977	14,54,44,907	18,18,96,884
less than 6 month	-	9,17,41,652	9,17,41,652
6 months-1 years	-	48,30,213	48,30,213
1 - 2 years	-	5,05,780	5,05,780
2 - 3 years	-	-	-
More than 3 years	-	-	-
<b>Total</b>	<b>3,64,51,977</b>	<b>24,25,22,552</b>	<b>27,89,74,529</b>

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>(b) Other Trade Payable</b>		
Expenses Payables	1,53,95,438	1,20,38,296
Advances from Customers	1,44,07,659	47,51,164
<b>TOTAL "B"</b>	<b>2,98,03,097</b>	<b>1,67,89,460</b>
<b>TOTAL " A+B "</b>	<b>41,73,82,937</b>	<b>29,57,63,989</b>

**22. OTHER CURRENT LIABILITIES**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Creditors for Capital Goods	1,05,69,065	3,11,21,576
Statutory Dues	41,05,317	29,17,435
Current maturities of long term debt	1,44,73,452	1,48,60,692
Deposits- Security Deposits	4,00,000	4,00,000
Unclaimed dividends	7,93,108	6,11,816
Other Current Liability (Cheque issued but not presented)	1,99,48,974	-
<b>Total</b>	<b>5,02,89,916</b>	<b>4,99,11,519</b>

**NOTES TO STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)**

**23. SHORT TERM PROVISIONS**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Provision for Employee Benefits</b>		
- Leave Encashment	3,57,358	2,25,714
- Gratuity	44,65,335	37,71,194
- Bonus	34,09,243	23,06,001
<b>Total</b>	<b>82,31,936</b>	<b>63,02,909</b>

**24. CURRENT TAX LIABILITIES (NET)**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
- Provision for Taxation	4,26,37,685	4,14,51,458
<b>Total</b>	<b>4,26,37,685</b>	<b>4,14,51,458</b>

**25. SALE OF FINISH GOODS**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Sale of Finish Goods	1,08,29,07,720	1,08,15,26,134
	-	-
<b>Other Operating Revenues</b>		
Sale from Operation	7,15,44,642	1,99,39,289
<b>Total</b>	<b>1,15,44,52,362</b>	<b>1,10,14,65,423</b>

**26. OTHER INCOME**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Interest received from Fixed Deposit	13,54,077	15,33,089
Foreign Exchange Rate Difference	1,44,89,608	47,09,373
Rent received	12,00,000	12,00,000
Other non-operating income	75,586	14,818
Profit on Sale of investment/Assets	16,894	41,697
Insurance Charged Recoverd	64,875	41,481
<b>Total</b>	<b>1,72,01,040</b>	<b>75,40,458</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)

### 27. COST OF MATERIAL CONSUMED

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Raw Material Consumed</b>		
Opening Stock	1,79,92,191	8,27,58,051
Add: Purchases	56,63,89,484	39,97,75,350
	<b>58,43,81,675</b>	<b>48,25,33,401</b>
Less : Closing Stock	11,58,35,653	1,79,92,191
<b>Raw Material Consumed</b>	<b>46,85,46,022</b>	<b>46,45,41,210</b>
<b>Packing Material Consumed</b>		
Opening Stock	17,94,295	4,42,62,340
Add: Purchases	17,45,87,377	15,15,02,740
Design and Printing on P.M.	(8,800)	1,076
	<b>17,63,72,872</b>	<b>19,57,66,156</b>
Less : Closing Stock	8,80,12,142	17,94,295
	<b>8,83,60,730</b>	<b>19,39,71,861</b>
<b>TOTAL-COST OF MATERIAL CONSUMED</b>	<b>55,69,06,752</b>	<b>65,85,13,071</b>
Less: Sample Sale	-	1,51,189
<b>NET-COST OF MATERIAL CONSUMED</b>	<b>55,69,06,752</b>	<b>65,83,61,882</b>

### 28. CHANGES IN INVENTORY OF FINISHED GOODS AND WORK IN PROCESS

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Opening Stock</b>		
Work-in Process	52,36,148	85,14,418
Finished Goods	2,51,39,267	3,22,66,761
Stock In Trade	-	-
	<b>3,03,75,415</b>	<b>4,07,81,179</b>
<b>Less : Closing Stock</b>		
Work-in-Process	1,15,77,314	52,36,148
Finished Goods	5,21,60,803	2,51,39,267
Stock In Trade	-	-
	<b>6,37,38,117</b>	<b>3,03,75,415</b>
<b>Stock Decreased /(Increased)</b>	<b>(3,33,62,702)</b>	<b>1,04,05,764</b>

**NOTES TO STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)**

**29. EMPLOYEE BENEFITS EXPENSES**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Salaries & Allowances	11,63,61,764	6,97,54,001
Contribution to P.F and E.S.I.C.	84,49,388	58,23,583
Workmen and Staff Welfare Expenses	2,02,07,680	1,23,38,985
<b>Total</b>	<b>14,50,18,832</b>	<b>8,79,16,569</b>

**30. FINANCE COSTS**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Interest Expense</b>		
Interest on Working Capital	1,37,68,015	79,67,394
Interest on Car Loan	56,745	69,280
Interest Others	1,80,910	26,03,432
<b>Total</b>	<b>1,40,05,670</b>	<b>1,06,40,106</b>

**31. DEPRECIATION / AMORTIZATION**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
On Tangible Assets	5,67,20,744	2,45,47,531
On In-Tangible Assets	9,93,484	6,49,600
<b>Total</b>	<b>5,77,14,228</b>	<b>2,51,97,131</b>

**32. OTHER EXPENSES**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Manufacturing Expenses</b>		
Labour Charges	4,01,91,130	3,37,29,825
Power, Fuel & Water	5,82,34,614	2,65,65,722
Consumable Stores	26,40,915	54,39,693
Freight & Cartage Inwards	31,78,713	21,28,563
Analysis & Testing Charges	1,70,49,648	57,86,026
Laboratories Expenses	1,05,12,992	68,57,499
Effluent Treatment Expenses	2,37,445	1,98,160
<b>Repair &amp; Maintenance</b>		
- Building	71,96,494	67,01,999
- Machines & Electricals	42,68,525	53,82,595
- Others (Office Equipment's & Computers)	70,64,053	42,15,001
Other Manufacturing Expenses	4,56,726	3,86,906
<b>Total "A"</b>	<b>15,10,31,255</b>	<b>9,73,91,989</b>
<b>Administrative, Selling &amp; Other Expenses</b>		
Legal & Professional Charges	66,38,410	37,50,262
Consultancy Charges	57,07,531	3,84,985
Security Services Charges	41,59,216	28,30,773
House Keeping Expenses	26,94,667	21,30,780
Rate & Taxes	11,27,696	2,60,125
Rent Paid	25,27,202	21,61,746
Registration Charges	69,06,725	30,70,970
Bank Charges	53,99,595	44,75,117
Travelling & Conveyance	37,73,327	14,42,331
Membership & Subcription Expenses	5,39,221	5,66,227

**NOTES TO STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED ON MARCH 31, 2022 (Contd.)**

(Amount in ₹)

<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at March 31, 2021</b>
Filling Fee Expenses	16,910	48,760
Books & Periodicals Expenses	29,585	140
Diwali Expenses	9,24,840	7,18,874
Charity & Donation	5,00,000	2,10,200
Electricity & Water Expenses -HO	3,90,790	2,62,160
Tax Paid on Assessment	20,454	4,32,625
Destruction Expenses	17,23,471	3,56,381
Office & General Expenses	12,93,484	5,42,532
Software Subscription Charges	5,29,235	7,73,582
Communication Expenses	20,33,421	16,52,960
Printing & Stationery Expenses	41,50,585	26,65,917
Vehicle Running Expenses	10,84,410	8,40,175
Loss on Sale of Fixed Assets	4,782	14,196
Board & Secretarial expenses	27,77,427	7,87,722
Distribution Expenses	1,37,251	16,78,017
Discount Allowed	1,29,775	1,75,691
Business Promotion Expenses	10,16,398	4,26,183
Commission on Sales	78,91,747	37,20,550
Advertisement Expenses	35,84,341	1,39,411
Freight & Cartage Outward	1,97,47,863	1,01,46,752
Pre-Operative Expenses Written Off	68,32,484	-
<b>Insurance</b>		
-- Vehicles	1,46,093	1,40,625
-- Stocks & Building	9,12,160	9,68,122
-- Others	1,22,329	73,088
<b>Auditors' Remuneration</b>		
Cost Audit Fee	1,34,784	1,34,784
GST Audit Fee	-	1,00,000
Audit Fees	2,75,000	2,75,500
Out- of pocket expenses	10,800	2,930
<b>Total "B"</b>	<b>9,58,94,009</b>	<b>4,83,61,193</b>
<b>Total "A+B"</b>	<b>24,69,25,264</b>	<b>14,57,53,182</b>

**33. CORPORATE SOCIAL RESPONSIBILITIES (CSR EXPENSES)**

(Amount in ₹)

<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at March 31, 2021</b>
CSR Expenses	34,10,000	32,19,100
<b>Total</b>	<b>34,10,000</b>	<b>32,19,100</b>

As per our report of even date attached

**FOR RAI QIMAT & ASSOCIATES**Chartered Accountants  
Firm Regn. No. 013152C**For and on behalf of the Board  
Medicamen Biotech Limited**

Sd/- <b>CA QIMAT RAI GARG</b> Partner M.No.: 080857	Sd/- <b>PARUL CHOUDHARY</b> Company Secretary (ACS : 44157)	Sd/- <b>PRATAP SINGH RAWAT</b> Chief Financial Officer (PAN: AGIPR9421J)	Sd/- <b>ASHWANI KUMAR SHARMA</b> Director (DIN: 00325634)	Sd/- <b>RAHUL BISHNOI</b> Chairman (DIN: 00317960)
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Place : Gurugram  
Date : 25.05.2022

# INDEPENDENT AUDITOR'S REPORT

To  
the Members of  
**Medicamen Biotech Limited**

## Report on the Audit of the Consolidated Financial Statements

### Opinion

We have audited the accompanying consolidated financial statements of **Medicamen Biotech Limited** (hereinafter referred to as "the Holding Company"), its subsidiaries **M/s Opal Pharmaceuticals Pty Ltd.**, (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the consolidated Balance Sheet as at March 31 2022, the consolidated Statement of Profit and Loss, including Other Comprehensive Income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of significant 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 accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at March 31, 2022, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

### Basis for Opinion

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

### Key Audit Matters

We have determined that there are no Key Audit Matters to communicate in our report.

### Information other than the Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report but does not include the consolidated financial statements and our auditor's report thereon. 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 will 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 identified above when it becomes available and, in doing so, consider whether such other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

### Responsibilities of Management for the Consolidated Financial Statements

The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant

## INDEPENDENT AUDITOR'S REPORT (Contd.)

to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the Companies included in the Group are responsible for assessing the ability of the Group 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.

That respective Board of Directors of the Companies included in the Group is also responsible for overseeing the financial reporting process of the Group.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has

adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors, 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. We remain solely responsible for our audit opinion.

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 and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit

## INDEPENDENT AUDITOR'S REPORT (Contd.)

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 for the financial year ended March 31, 2022 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 Matters

We did not audit the financial statements of wholly owned subsidiary, whose financial statements considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have 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 these subsidiaries and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

### Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries/ associates, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

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

- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, including Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2022 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding company, is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated financial statements of the Holding Company, refer to our separate Report in "Annexure 1" to this report;
- (g) In our opinion the managerial remuneration for the year ended March 31, 2022 has been paid / provided by the Holding Company, to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, as noted in the 'Other matter' paragraph:
  - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its associate.
  - ii. The Company has made provision, as required under the applicable law or accounting standards,



**INDEPENDENT AUDITOR'S REPORT (Contd.)**

- for material foreseeable losses, if any, on long-term contracts including derivative contracts;
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act
- (i) The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group in its consolidated financial statements;
- (j) Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts to the consolidated financial statements in respect of such items as it relates to the Group ;
- (k) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, during the year ended March 31, 2022.
- (l) The dividend declared or paid during the year by the Holding Company and its subsidiary/ Associate companies incorporated in India are in compliance with section 123 of the Act.

**for Rai Qimat & Associates**  
Chartered Accountants  
Firm Registration No.: 013152C

**Qimat Rai Garg**  
Partner

Place: Gurugram  
Date: 25.05.2022

M. No.080857  
UDIN: 22080857AJOVQX7962

## **ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF MEDICAMEN BIOTECH LIMITED**

### **REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")**

#### **Opinion**

In conjunction with our audit of the consolidated financial statements of **Medicamen Biotech Limited** (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2022, we have audited the internal financial controls over financial reporting with reference to consolidated financial statements of the Holding Company, as of that date.

In our opinion, the Holding Company have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31 March 2022, based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting with reference to these consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, both, issued by Institute of Chartered Accountants of India, and deemed to be prescribed under

section 143(10) of the Act, 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 with reference to these consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

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

#### **Meaning of Internal Financial Controls with reference to these Consolidated Financial Statements**

A company's internal financial control over financial reporting with reference to these consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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

**ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF MEDICAMEN BIOTECH LIMITED (Contd.)**

the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls with reference to these Consolidated Financial Statements**

Because of the inherent limitations of internal financial controls with reference to these 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 these consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to these 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 to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other

Matters paragraph below, the Parent and its subsidiary companies which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the criteria for internal financial control over financial reporting 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.

**for Rai Qimat & Associates**  
Chartered Accountants  
Firm Registration No.: 013152C

**Qimat Rai Garg**  
Partner

Place: Gurugram  
Date: 25.05.2022

M. No.080857  
UDIN: 22080857AJOVQX7962

# CONSOLIDATED BALANCE SHEET

AS AT MARCH 31, 2022

(Amount in ₹)

Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
<b>I. ASSETS</b>			
<b>Non-current assets</b>			
Property, Plant and Equipment	3	92,11,73,000	89,43,49,486
Other Intangible Assets	4	35,98,392	20,41,625
Capital work-in-progress	5	-	-
<b>Financial Assets</b>			
Investments	6	-	-
Trade Receivables		-	-
Loans & Advance	7	86,52,231	77,54,712
Deferred Tax Assets (net)	8	49,63,913	(28,34,189)
Other non-current assets	9	8,81,69,072	7,55,96,537
<b>Total Non Current Assets</b>		<b>1,02,65,56,608</b>	<b>97,69,08,171</b>
<b>Current assets</b>			
Inventories	10	27,00,96,803	5,20,37,963
<b>Financial Assets</b>			
Investments		-	-
Trade Receivables	11	63,22,35,317	52,54,74,184
Cash and cash equivalents	12	3,82,48,136	3,89,06,434
Loans & Advance	13	5,26,38,449	7,13,95,433
Other Current Assets	14	23,71,61,370	27,25,14,456
<b>Total Current Assets</b>		<b>1,23,03,80,075</b>	<b>96,03,28,470</b>
<b>TOTAL ASSETS</b>		<b>2,25,69,36,683</b>	<b>1,93,72,36,641</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share Capital	15	12,21,66,000	12,21,66,000
Other Equity	16	1,34,25,32,001	1,20,67,29,481
<b>Total Equity</b>		<b>1,46,46,98,001</b>	<b>1,32,88,95,481</b>
<b>Non-current liabilities</b>			
Financial Liabilities			
Borrowings	17	5,07,36,337	6,40,46,190
Provisions	18	1,45,94,075	1,15,55,343
Deferred Tax Liabilities (net)	19	-	-
Other non-current liabilities		-	-
<b>Total Non Current Liabilities</b>		<b>6,53,30,412</b>	<b>7,56,01,533</b>
<b>Current Liabilities</b>			
Financial Liabilities			
Borrowings	20	19,27,49,168	10,92,86,511
Trade payables	21	43,29,99,565	32,21,13,623
Other Current liabilities	22	5,02,89,916	4,90,41,428
Provisions	23	82,31,936	63,02,909
Current tax liabilities (Net)	24	4,26,37,685	4,59,95,156
<b>Total Current Liabilities</b>		<b>72,69,08,270</b>	<b>53,27,39,627</b>
<b>TOTAL EQUITY &amp; LIABILITIES</b>		<b>2,25,69,36,683</b>	<b>1,93,72,36,641</b>
Significant Accounting Policies	1 & 2		

As per our report of even date attached

**FOR RAI QIMAT & ASSOCIATES**

Chartered Accountants  
Firm Regn. No. 013152C

**For and on behalf of the Board**

**Medicamen Biotech Limited**

Sd/-  
**CA QIMAT RAI GARG**  
Partner  
M.No.: 080857

Sd/-  
**PARUL CHOUDHARY**  
Company Secretary  
(ACS : 44157)

Sd/-  
**PRATAP SINGH RAWAT**  
Chief Financial Officer  
(PAN: AGIPR9421J)

Sd/-  
**ASHWANI KUMAR SHARMA**  
Director  
(DIN: 00325634)

Sd/-  
**RAHUL BISHNOI**  
Chairman  
(DIN: 00317960)

Place : Gurugram  
Date : 25.05.2022

# CONSOLIDATED STATEMENT OF PROFIT & LOSS ACCOUNT

FOR THE PERIOD APRIL 1, 2021 TO MARCH 31, 2022

(Amount in ₹)

Particulars	Note No.	For the year ended March 31, 2022	For the year ended March 31, 2021
<b>I. Revenue from operations:</b>			
Sale of Products	25	1,08,29,07,720	1,10,72,21,538
Other Operating Revenues		7,15,44,642	1,99,39,289
		<b>1,15,44,52,362</b>	<b>1,12,71,60,827</b>
<b>II. Other Income</b>	26	1,72,01,040	75,40,458
<b>III. Total Revenue (I + II)</b>		<b>1,17,16,53,402</b>	<b>1,13,47,01,285</b>
<b>IV. Expenditure</b>			
Cost of Materials Consumed	27	55,69,06,752	68,42,01,306
Changes in inventories of finished goods and work-in-progress	28	(3,33,62,702)	1,04,05,764
Employee benefits expense	29	14,50,18,832	9,00,43,022
Finance Costs	30	1,40,05,670	1,06,40,106
Depreciation and amortization expense	31	5,77,14,228	2,51,97,131
Other expense	32	24,70,18,678	14,70,54,735
Corporate Social Responsibilities (CSR) Expenses	33	34,10,000	32,19,100
<b>Total Expense</b>		<b>99,07,11,458</b>	<b>97,07,61,164</b>
<b>V. Profit before exceptional items and tax (III-IV)</b>		18,09,41,944	16,39,40,121
<b>VI. Exceptional Items</b>		-	-
<b>VII. Profit/(loss) before tax (V-VI)</b>		18,09,41,944	16,39,40,121
<b>VIII. Tax expense:</b>			
(1) Current tax		3,97,69,392	4,14,51,458
(2) Deferred tax		(77,98,102)	11,94,264
<b>Total Tax Expenses</b>		<b>3,19,71,290</b>	<b>4,26,45,722</b>
<b>IX. Profit (Loss) for the period from continuing Operations (VII-VIII)</b>		14,89,70,654	12,12,94,399
<b>X. Earnings per equity share:- Basic &amp; Diluted</b>		12.19	9.93
<b>XI. Weighted average number of equity Shares</b>		1,22,16,600	1,22,16,600

As per our report of even date attached

**FOR RAI QIMAT & ASSOCIATES**Chartered Accountants  
Firm Regn. No. 013152C**For and on behalf of the Board  
Medicamen Biotech Limited**

Sd/-

**CA QIMAT RAI GARG**

Partner

M.No.: 080857

Sd/-

**PARUL CHOUDHARY**

Company Secretary

(ACS : 44157)

Sd/-

**PRATAP SINGH RAWAT**

Chief Financial Officer

(PAN: AGIPR9421J)

Sd/-

**ASHWANI KUMAR SHARMA**

Director

(DIN: 00325634)

Sd/-

**RAHUL BISHNOI**

Chairman

(DIN: 00317960)

Place : Gurugram

Date : 25.05.2022



# CONSOLIDATED CASH FLOW STATEMENT

FOR THE PERIOD APRIL 1, 2021 TO MARCH 31, 2022

(Amount in ₹)

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) after tax from continuing operations	14,89,70,654	12,12,94,399
<b>Non-cash adjustment to reconcile profit before tax to net cash flows</b>		
Provision for Taxation	3,97,69,392	4,14,51,458
Adjustment for Deferred Tax	(77,98,102)	11,94,264
Financial Charges	1,40,05,670	1,06,40,106
Loss/(profit) on sale of fixed assets	(12,112)	(27,501)
Depreciation/amortization on continuing operation	5,77,14,228	2,51,97,131
Interest income	(13,54,077)	(15,33,089)
<b>Operating profit before working capital changes</b>	<b>25,12,95,653</b>	<b>19,82,16,768</b>
<b>MOVEMENT OF WORKING CAPITAL</b>		
Increase/(decrease) in trade payables	11,08,85,942	(5,16,99,044)
Increase / (decrease) in long-term provisions	30,38,732	9,52,350
Increase / (decrease) in short-term provisions	(4,11,97,836)	(2,80,987)
Increase/(decrease) in other current liabilities	12,48,488	(1,00,97,114)
Decrease/(increase) in trade receivables	(10,67,61,133)	(2,58,92,177)
Decrease/(increase) in inventories	(21,80,58,840)	11,75,37,046
Decrease / (increase) in long-term loans and advances	(8,97,519)	(14,81,799)
Decrease / (increase) in short-term loans and advances	5,07,56,984	1,43,73,731
Decrease/(increase) in other current assets	3,53,53,086	(1,70,57,287)
Decrease/(increase) in other Non-Current Assets	(1,25,72,535)	(5,22,55,781)
Direct taxes paid	(3,20,00,000)	(4,46,00,000)
<b>Net cash flow from/ (used in) operating activities (A)</b>	<b>4,10,91,022</b>	<b>12,77,15,706</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of fixed assets, including intangible assets and CWIP	(8,60,82,397)	(17,96,59,137)
Interest received	13,54,077	15,33,089
<b>Net cash flow from/(used in) investing activities (B)</b>	<b>(8,47,28,320)</b>	<b>(17,81,26,048)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES :</b>		
Capital Reserve	(9,51,534)	15,46,960
Long-term borrowings net of repayment / Repayment of Long Term Borrowings	(1,33,09,853)	4,04,61,078
Proceeds from short-term borrowings	8,34,62,657	3,31,29,217
Interest paid	(1,40,05,670)	(1,06,40,106)
Dividends paid on Equity Shares	(1,22,16,600)	(61,08,299)
<b>Net cash flow from/(used in) in financing activities (C)</b>	<b>4,29,79,000</b>	<b>5,83,88,850</b>
Net increase/(decrease) in cash and cash equivalents (A + B + C)	(6,58,298)	79,78,508
Cash and cash equivalents at the beginning of the year	3,89,06,434	3,09,27,926
<b>Cash and cash equivalents at the end of the year</b>	<b>3,82,48,136</b>	<b>3,89,06,434</b>

As per our report of even date attached

**FOR RAI QIMAT & ASSOCIATES**

Chartered Accountants

Firm Regn. No. 013152C

**For and on behalf of the Board**

**Medicamen Biotech Limited**

Sd/-  
**CA QIMAT RAI GARG**  
Partner  
M.No.: 080857

Sd/-  
**PARUL CHOUDHARY**  
Company Secretary  
(ACS : 44157)

Sd/-  
**PRATAP SINGH RAWAT**  
Chief Financial Officer  
(PAN: AGIPR9421J)

Sd/-  
**ASHWANI KUMAR SHARMA**  
Director  
(DIN: 00325634)

Sd/-  
**RAHUL BISHNOI**  
Chairman  
(DIN: 00317960)

Place : Gurugram

Date : 25.05.2022

# STATEMENT OF CHANGES IN EQUITY

## PART OF CONSOLIDATED ACCOUNTS

### A: EQUITY SHARE CAPITAL

AS ON March 31, 2022

Balance at the beginning of the current reporting period	Changes in Equity share capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in Equity share capital during the Current year	Balance at the end of Current reporting Period
12,21,66,000	-	-	-	12,21,66,000

AS ON March 31, 2021

Balance at the beginning of the current reporting period	Changes in Equity share capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in Equity share capital during the Current year	Balance at the end of Current reporting Period
12,21,66,000	-	-	-	12,21,66,000

### B: OTHER EQUITY

AS ON March 31, 2022

Particulars	Share application money pending Allotment	Equity components of compound Financial Instruments	Reserves & Surplus				Debt instruments through other Comprehensive Income	Effective Portion of Cash Flow Hedges	Money Received against Share warrants	Total as at March 31, 2022
			Capital Reserves	Securities Premium	Other Reserves (Specify Nature)	Retained Earnings				
Balance at the beginning of the current reporting period	-	-	(2,13,85,747)	67,70,44,996	-	55,10,70,232	-	-	-	1,20,67,29,481
Changes in Accounting Policy or prior period errors	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-	-	-	-	-	-
<b>Total Comprehensive income for the current year</b>	-	-	<b>(2,13,85,747)</b>	<b>67,70,44,996</b>	-	<b>55,10,70,232</b>	-	-	-	<b>1,20,67,29,481</b>
Dividend	-	-	-	-	-	1,22,16,600	-	-	-	1,22,16,600
Transfer to Retained Earnings	-	-	-	-	-	-	-	-	-	-
Addition/ Changes in Reserves	-	-	(9,51,534)	-	-	14,89,70,654	-	-	-	14,80,19,120
<b>Balance at the end of the current reporting period</b>	-	-	<b>(2,23,37,281)</b>	<b>67,70,44,996</b>	-	<b>68,78,24,286</b>	-	-	-	<b>1,34,25,32,001</b>

**STATEMENT OF CHANGES IN EQUITY  
PART OF CONSOLIDATED ACCOUNTS (Contd.)**

**AS ON March 31, 2021**

Particulars	Share application money pending Allotment	Equity components of compound Financial Instruments	Reserves & Surplus				Debt instruments through other Comprehensive Income	Effective Portion of Cash Flow Hedges	Money Received against Share warrants	Total as at March 31, 2021
			Capital Reserves	Securities Premium	Other Reserves (Specify Nature)	Retained Earnings				
<b>Balance at the beginning of the current reporting period</b>	-	-	(2,29,32,707)	67,70,44,996	-	43,58,84,132	-	-	-	<b>1,08,99,96,421</b>
Changes in Accounting Policy or prior period errors	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-	-	-	-	-	-
<b>Total Comprehensive income for the current year</b>	-	-	<b>(2,29,32,707)</b>	<b>67,70,44,996</b>	-	<b>43,58,84,132</b>	-	-	-	<b>1,08,99,96,421</b>
Dividend	-	-	-	-	-	61,08,299	-	-	-	<b>61,08,299</b>
Transfer to Retained Earnings	-	-	-	-	-	-	-	-	-	-
Addition/ Changes in Reserves	-	-	15,46,960	-	-	12,12,94,399	-	-	-	<b>12,28,41,359</b>
<b>Balance at the end of the current reporting period</b>	-	-	<b>(2,13,85,747)</b>	<b>67,70,44,996</b>	-	<b>55,10,70,232</b>	-	-	-	<b>1,20,67,29,481</b>

As per our report of even date attached

**FOR RAI QIMAT & ASSOCIATES**

Chartered Accountants  
Firm Regn. No. 013152C

**For and on behalf of the Board  
Medicamen Biotech Limited**

Sd/-  
**CA QIMAT RAI GARG**  
Partner  
M.No.: 080857

Sd/-  
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Chief Financial Officer  
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Sd/-  
**ASHWANI KUMAR SHARMA**  
Director  
(DIN: 00325634)

Sd/-  
**RAHUL BISHNOI**  
Chairman  
(DIN: 00317960)

Place : Gurugram

Date : 25.05.2022



# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## FOR THE YEAR ENDED MARCH 31, 2022

### 1. CORPORATE INFORMATION

The **consolidated** financial statements comprise financial statements of Medicamen Biotech Limited (the 'Company') and its subsidiary (collectively, the 'Group') for the year ended March 31, 2022. The Company is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The Company's shares are listed on BSE Limited and National Stock Exchange of India Limited in India. The registered office of the Company is located at 1506, Chiranjiv Tower, 43, Nehru Place, New Delhi- India. The Group is principally engaged in Generic Finished dosage forms (FDF) and Research & development services to cater to the needs of the global pharmaceutical industry.

### 2. SIGNIFICANT ACCOUNTING POLICIES

#### 2.1 (A) BASIS OF PREPARATION

- (a) The financial statements of the Group have been prepared in accordance with Indian Accounting Standards ('Ind AS'), under the historical cost except for certain financial instruments which are measured at fair values at the end of each reporting period as explained in the accounting policies below, the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) and guidelines issued by Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

The consolidated financial statements have been prepared on a historical cost except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in accounting policies below.

The financial statements are presented in Indian Rupees and all values are in Rupees, except otherwise indicated.

#### (b) BASIS OF CONSOLIDATION

The Consolidated financial statements comprise the financial statements of the Group as at March 31, 2022 and March 31, 2021.

Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and

has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

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

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)

member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

### Associates / Subsidiary

Sr. No.	Name	Status	Units	Holding %
1	OPAL Pharmaceuticals Pty Limited-Australia	Wholly owned Subsidiary	100	100%

### (B) CONSOLIDATION PROCEDURE:

- i) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries.
- ii) Eliminate the carrying amount of the parent's investment in subsidiary and the parent's portion of equity of subsidiary. Business combinations policy explains how to account for any related goodwill.
- iii) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognized in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.
- iv) Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests.
- v) When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

### 2.2 Summary of significant accounting policies

In accordance with Ind-AS 101 provisions related to first time adoption, the Group has elected to apply Ind AS accounting for business combinations prospectively from April 01, 2015. As such, Indian GAAP balances relating to business combinations entered into before that date, including goodwill, have been carried forward with minimal adjustment. Similarly, such first time adoption exemption is also adopted for associate.

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration

transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognized at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognized and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.
- Liabilities or equity instruments related to share based payment arrangements of the acquiree or share based payments arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date.
- When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.
- If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognized in profit or loss or OCI.
- Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognized for non-

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)

controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognizes the gain directly in equity as capital reserve, without routing the same through OCI.

- After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.
- A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognized in Statement of Profit and Loss. An impairment loss recognized for goodwill is not reversed in subsequent periods.
- Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

### 2.3 Investment in associates:

An associate is an entity over which the Group has significant influence. Significant influence is the power

to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies. The results and assets and liabilities of associate are incorporated in these Consolidated Financial Statements using the equity method of accounting, except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with Ind AS 105 – Non-current Assets Held for Sale and Discontinued Operations.

### 2.4 Current versus non-current classification

The Group presents assets and liabilities in the Balance Sheet based on current/non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

The Group classifies all other liabilities as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

### 2.5 Foreign currencies

The Group's consolidated financial statements are presented in Indian rupees, which is also the parent company's functional currency. For each entity the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. The Group uses the direct method of consolidation and on disposal of a foreign operation the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)

### 2.6 Transactions and balances

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

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

Exchange differences arising on settlement or translation of monetary items are recognized in profit or loss except with the exception of exchange differences arising on monetary items that forms part of a reporting entity's net investment in a foreign operation are recognized in profit or loss in the separate financial statements of the reporting entity or the individual financial statements of the foreign operation, as appropriate. In the financial statements that include the foreign operation and the reporting entity, such exchange differences are recognized initially in OCI. These exchange differences are reclassified from equity to profit or loss on disposal of the net investment.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively).

### 2.7 Group companies

On consolidation, the assets and liabilities of foreign operations are translated into functional currency at the rate of exchange prevailing at the reporting date and their Statements of Profit or Loss are translated at exchange rates prevailing at the dates of the transactions. For practical reasons, the Group uses an average rate to translate income and expense items, if the average rate approximates the exchange rates at the date of transactions. The exchange differences arising on translation for consolidation are recognized in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognized in Statement of Profit and Loss.

### 2.8 Fair value measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- 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 are available to measure fair value, maximising the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)

The Company's chief financial officer determines the appropriate valuation techniques and inputs for fair value measurements. In estimating the fair value of an asset or a liability, the Group uses market-observable data to the extent it is available. Where level 1 inputs are not available, the Group engages third party qualified valuers to perform the valuation. Any change in the fair value of each asset and liability is also compared with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

### 2.9 Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates after taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The Group derives revenues primarily from manufacture and sale of Generic Finished dosage forms (FDF) and Contract Research services (together called as "Pharmaceuticals")

### 2.10 Dividends

Revenue is recognized when the Group's right to receive the payment is established, which is generally when shareholders approve the dividend.

Final Dividend on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors. The entity recognized the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognized those past transactions or events. The Finance Act, 2020 has repealed the Dividend Distribution Tax (DDT). The Company is now required to pay/distribute dividend after deducting applicable taxes. The remittance of dividends outside India is governed by Indian law on foreign exchange and is also subject to withholding tax at applicable rates.

### 2.11 Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax

laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income. Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### 2.12 Deferred tax

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

Deferred tax liabilities are recognized for all taxable temporary differences.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits (MAT Credit) and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

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

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)

taxation authority.

### 2.13 Property, plant and equipment

Capital work-in-progress, Property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the Statement of Profit and Loss for the period during which such expenses are incurred.

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance or extends its estimated useful life.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

1. Factory Buildings	:	30 Years
2. Lease Hold Land	:	99 Years
3. Plant Equipment	:	5 to 20 Years
4. Furniture and Fixtures	:	10 Years
5. Vehicles	:	3 to 10 Years
6. Computers	:	3 to 6 Years

The Group, based on technical assessment and management estimate, depreciates certain items of plant and equipment and vehicles over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognized.

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

### 2.14 Intangible assets

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

Cost relating to software, which is acquired are capitalized and amortized on a straight-line basis over their estimated useful lives of 5 to 10 years.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

Amortization method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

### 2.15 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

### 2.16 Inventories

Inventories are valued at the lower of cost and net realizable value. Costs incurred in bringing each product to its present location and conditions are accounted for as follows:

**Raw materials:** Materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

**Finished goods and work-in-progress:** cost includes cost of direct materials and labor and a proportion of manufacturing overheads based on the normal operating capacity.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)

**Stores, spares and packing materials:** are valued at the lower of cost and net realizable value, net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

### 2.17 Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

### 2.18 Retirement and other employee benefits

#### **Short-term obligations**

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 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.

#### **Other long-term employee benefit obligations**

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least

twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

#### **Post-employment obligations**

The Company operates the following post-employment scheme:

- (a) defined benefit plans such as gratuity; and
- (b) defined contribution plans such as provident fund.

#### **Bonus plans**

The Company recognizes a liability and an expense for bonuses. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

### 2.19 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

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

### 2.20 Trade receivables

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

### 2.21 Trade and other payables

These amounts represent liabilities for goods and services provided to the group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

### 2.22 Contributed equity

Equity shares are classified as equity.

### 2.23 Earnings per share

#### (i) *Basic earnings per share*

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the group
- by the weighted average number of equity

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)

shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

### 2.24 Contingent Liabilities

In the opinion of the Board of Directors, adequate provisions have been made in the accounts for all known liabilities. The value of current assets, loans and advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the balance sheet, unless otherwise stated.

### 2.25 New standards and interpretations not yet adopted

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from April 1, 2022, as below:

#### Ind AS 103 – Reference to Conceptual Framework

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Company does not expect the amendment to have any significant impact in its financial statements.

#### Ind AS 16 – Proceeds before intended use

The amendments mainly prohibit an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while the Company is preparing the asset for its intended use. Instead, an entity will recognize such sales proceeds and related cost in profit or loss. The Company does not expect the amendments to have any impact in its recognition of its property, plant and equipment in its financial statements.

#### Ind AS 37 – Onerous Contracts - Costs of Fulfilling a Contract

The amendments specify that the "cost of fulfilling" a contract comprises the "costs that relate directly to the contract". Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the Company does not expect the amendment to have any significant impact in its financial statements.

#### Ind AS 109 – Annual Improvements to Ind AS (2021)

The amendment clarifies which fees an entity includes when it applies the "10 percent" test of Ind AS 109 in assessing whether to derecognize a financial liability. The Company does not expect the amendment to have any significant impact in its financial statements.

#### Ind AS 116 – Annual Improvements to Ind AS (2021)

The amendments remove the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration. The Company does not expect the amendment to have any significant impact in its financial statements.

As per our report of even date attached

#### FOR RAI QIMAT & ASSOCIATES

Chartered Accountants  
Firm Regn. No. 013152C

**For and on behalf of the Board  
Medicamen Biotech Limited**

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
<b>CA QIMAT RAI GARG</b>	<b>PARUL CHOUDHARY</b>	<b>PRATAP SINGH RAWAT</b>	<b>ASHWANI KUMAR SHARMA</b>	<b>RAHUL BISHNOI</b>
Partner	Company Secretary	Chief Financial Officer	Director	Chairman
M.No.: 080857	(ACS : 44157)	(PAN: AGIPR9421J)	(DIN: 00325634)	(DIN: 00317960)

Place : Gurugram  
Date : 25.05.2022



**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)**

**3. CONSOLIDATED PROPERTY PLANT & EQUIPMENT**

(Amount in ₹)

Particulars	Cost As on April 1, 2021	Additions	Disposals	Cost as on March 31, 2022	Accumulated Depreciation as at April 1, 2021	Depreciation	Disposals	Accumulated Depreciation as at March 31, 2022	Net carrying Amount as at March 31, 2022
Land (Leasehold) & Site Development Bhiwadi	75,24,845	-	-	75,24,845	18,52,053	-	-	18,52,053	56,72,792
Land (Leasehold) & Site Development Haridwar	18,98,785	-	-	18,98,785	4,46,435	87,715	-	5,34,150	13,64,635
Building & Civil Construction	34,19,45,135	2,83,33,468	-	37,02,78,603	6,37,61,731	94,46,970	-	7,32,08,701	29,70,69,902
Plant & Machinery	48,92,94,010	1,82,30,723	1,07,635	50,74,17,098	6,40,34,894	2,28,26,476	67,853	8,67,93,517	42,06,23,581
A.C.Plant	8,48,68,829	32,48,731	-	8,81,17,560	3,55,50,718	52,44,181	-	4,07,94,899	4,73,22,661
E.T.Plant	1,07,37,647	-	-	1,07,37,647	19,00,790	12,12,521	-	31,13,311	76,24,336
Boiler	55,17,758	23,01,633	-	78,19,391	22,94,456	4,61,490	-	27,55,946	50,63,445
Die & Moulds	68,55,811	14,47,933	-	83,03,744	36,00,750	4,61,037	-	40,61,787	42,41,957
Generator Set	68,61,212	4,23,877	-	72,85,089	57,74,091	1,28,945	-	59,03,036	13,82,053
Water System	74,52,675	16,64,774	-	91,17,449	12,97,445	5,32,530	-	18,29,975	72,87,474
Weight Machine	38,96,547	7,57,160	-	46,53,707	13,75,243	2,47,040	-	16,22,283	30,31,424
Lift	21,02,850	-	-	21,02,850	4,41,121	2,22,370	-	6,63,491	14,39,359
Furniture & Fixtures	3,62,28,011	1,09,97,807	6,969	4,72,18,849	1,93,67,247	25,59,163	6,621	2,19,19,789	2,52,99,060
Cycles	10,429	-	-	10,429	9,994	-	-	9,994	435
Vehicle	1,30,02,307	5,00,000	-	1,35,02,307	64,91,069	18,43,751	-	83,34,820	51,67,487
Office Equipments	70,36,979	6,33,028	-	76,70,007	57,49,929	5,12,940	-	62,62,869	14,07,138
Refrigerator	82,942	1,66,740	-	2,49,682	55,885	3,674	-	59,559	1,90,123
Computers	1,64,98,898	39,13,932	87,150	2,03,25,680	97,82,109	28,90,345	82,792	1,25,89,662	77,36,018
Quality Control Equipments	6,71,36,422	95,55,488	-	7,66,91,910	1,37,74,917	57,37,773	-	1,95,12,690	5,71,79,220
Electric Installation	4,10,17,484	14,13,452	-	4,24,30,936	1,80,59,213	23,01,823	-	2,03,61,036	2,20,69,900
<b>Total</b>	<b>1,14,99,69,576</b>	<b>8,35,88,746</b>	<b>2,01,754</b>	<b>1,23,33,56,568</b>	<b>25,56,20,090</b>	<b>5,67,20,744</b>	<b>1,57,266</b>	<b>31,21,83,568</b>	<b>92,11,73,000</b>

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)**



Particulars	Cost As on April 1, 2020	Additions	Disposals	Cost as on March 31, 2021	Accumulated Depreciation as at April 1, 2020	Depreciation	Disposal	Accumulated Depreciation as at March 31, 2021	Net carrying Amount as at March 31, 2021
Land (Leasehold) & Site Development Bhiwadi	75,24,845	-	-	75,24,845	17,82,151	69,902	-	18,52,053	56,72,792
Land (Leasehold) & Site Development Haridwar	18,98,785	-	-	18,98,785	4,28,622	17,813	-	4,46,435	14,52,350
Building & Civil Construction	20,47,1,535	13,71,73,600	-	34,19,45,135	5,79,96,379	57,65,352	-	6,37,61,731	27,81,83,404
Plant & Machinery	15,22,79,910	34,46,43,841	76,29,741	48,92,94,010	6,31,51,768	62,94,494	54,11,368	6,40,34,894	42,52,59,116
A.C.Plant	6,49,31,936	1,99,36,893	-	8,48,68,829	3,13,87,603	41,63,115	-	3,55,50,718	4,93,18,111
E.T.Plant	92,92,487	14,45,160	-	1,07,37,647	8,42,160	10,58,630	-	19,00,790	88,36,857
Boiler	47,29,672	7,88,086	-	55,17,758	20,59,597	2,34,859	-	22,94,456	32,23,302
Die & Moulds	56,87,135	11,68,676	-	68,55,811	31,95,074	4,05,676	-	36,00,750	32,55,061
Generator Set	61,87,722	6,73,490	-	68,61,212	57,73,836	255	-	57,74,091	10,87,121
Water System	28,64,203	45,88,472	-	74,52,675	11,21,046	1,76,399	-	12,97,445	61,55,230
Weight Machine	21,76,950	17,19,597	-	38,96,547	12,57,810	1,17,433	-	13,75,243	25,21,304
Lift	4,63,697	16,39,153	-	21,02,850	4,40,512	609	-	4,41,121	16,61,729
Furniture & Fixtures	3,02,90,255	59,37,756	-	3,62,28,011	1,78,00,094	15,67,153	-	1,93,67,247	1,68,60,764
Cycles	10,429	-	-	10,429	9,994	-	-	9,994	435
Vehicle	1,23,96,817	6,05,490	-	1,30,02,307	56,28,598	8,62,471	-	64,91,069	65,11,238
Office Equipments	66,90,079	3,46,900	-	70,36,979	52,30,003	5,19,926	-	57,49,929	12,87,050
Refrigerator	69,382	13,560	-	82,942	55,098	787	-	55,885	27,057
Computers	1,08,91,972	56,06,926	-	1,64,98,898	88,44,374	9,37,735	-	97,82,109	67,16,789
Quality Control Equipments	2,56,34,466	4,15,01,956	-	6,71,36,422	1,21,23,881	16,51,036	-	1,37,74,917	5,33,61,505
Electric Installation	2,19,44,820	1,90,72,664	-	4,10,17,484	1,73,55,328	7,03,885	-	1,80,59,213	2,29,58,271
<b>Total</b>	<b>57,07,37,097</b>	<b>58,68,62,220</b>	<b>76,29,741</b>	<b>1,14,99,69,576</b>	<b>23,64,83,928</b>	<b>2,45,47,530</b>	<b>54,11,368</b>	<b>25,56,20,090</b>	<b>89,43,49,486</b>

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)**

**4. CONSOLIDATED INTANGIBLE ASSETS**

(Amount in ₹)

Particulars	Cost As on April 1, 2021	Additions	Disposals	Cost as on March 31, 2022	Accumulated Depreciation as at April 1, 2021	Depreciation	Disposals	Accumulated Depreciation as at March 31, 2022	Net carrying Amount as at March 31, 2022
Intangible (software)	66,71,358	25,50,250	-	92,21,608	46,29,732	9,93,484	-	56,23,216	35,98,392
<b>Total</b>	<b>66,71,358</b>	<b>25,50,250</b>	<b>-</b>	<b>92,21,608</b>	<b>46,29,732</b>	<b>9,93,484</b>	<b>-</b>	<b>56,23,216</b>	<b>35,98,392</b>

(Amount in ₹)

Particulars	Cost As on April 1, 2020	Additions	Disposals	Cost as on March 31, 2021	Accumulated Depreciation as at April 1, 2020	Depreciation	Disposals	Accumulated Depreciation as at March 31, 2021	Net carrying Amount as at March 31, 2021
Intangible (software)	66,71,358	-	-	66,71,358	39,80,132	6,49,600	-	46,29,732	20,41,625
<b>Total</b>	<b>66,71,358</b>	<b>-</b>	<b>-</b>	<b>66,71,358</b>	<b>39,80,132</b>	<b>6,49,600</b>	<b>-</b>	<b>46,29,732</b>	<b>20,41,625</b>

As per our report of even date attached

**FOR RAI QIMAT & ASSOCIATES**

Chartered Accountants  
Firm Regn. No. 013152C

Sd/-  
**CA QIMAT RAI GARG**  
Partner  
M.No.: 080857

Sd/-  
**PARUL CHOUDHARY**  
Company Secretary  
(ACS : 44157)

Sd/-  
**PRATAP SINGH RAWAT**  
Chief Financial Officer  
(PAN: AGIPR9421J)

Sd/-  
**ASHWANI KUMAR SHARMA**  
Director  
(DIN: 00325634)

Sd/-  
**RAHUL BISHNOI**  
Chairman  
(DIN: 00317960)

**For and on behalf of the Board  
Medicamen Biotech Limited**

Place : Gurugram  
Date : May 25, 2022

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)**

**5. CAPITAL WORK IN PROGRESS**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Project in progress -	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**Aging for Capital Work in Progress as at March 31, 2022**

Project in progress	Project in progress
Less than 1 year	-
1-2 years	-
2-3 years	-
More than 3 years	-
<b>Total</b>	<b>-</b>

**Aging for Capital Work in Progress as at March 31, 2021**

Project in progress	Project in progress
Less than 1 year	-
1-2 years	-
2-3 years	-
More than 3 years	-
<b>Total</b>	<b>-</b>

**6. INVESTMENT- NON-CURRENT**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Subsidry & Associates	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**7. LOANS AND ADVANCES - NON-CURRENT**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Considered Good		
Security Deposits	86,52,231	77,54,712
<b>Total</b>	<b>86,52,231</b>	<b>77,54,712</b>

**8. DEFERRED TAX LIABILITY / (ASSETS) NET**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
DEFERRED TAX LIABILITY / (ASSETS) NET	49,63,913	(28,34,189)
<b>Total</b>	<b>49,63,913</b>	<b>(28,34,189)</b>

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)**

(Amount in ₹)

Particulars	Opening Balance as on April 1, 2021	Recognized in Profit & Loss 2021-22	Closing Balance as on March 31, 2022
<b>Deferred Tax Assets/(Liabilities) in relation to</b>			
Property, Plant And Equipment and Intangible Assets	(81,02,064)	64,19,041	(16,83,023)
Provision for Employee Benefit Obligation			
Retirement Benefits	45,28,816	11,25,348	56,54,164
Expenditure incurred-allowable in future	7,39,059	2,53,713	9,92,772
<b>DEFERRED TAX LIABILITY / (ASSETS) NET</b>	<b>(28,34,189)</b>	<b>77,98,102</b>	<b>49,63,913</b>

(Amount in ₹)

Particulars	Opening Balance as on March 31, 2020	Recognized in Profit & Loss 2020-21	Closing Balance as on March 31, 2021
<b>Deferred Tax Assets/(Liabilities) in relation to</b>			
Property, Plant And Equipment and Intangible Assets	(65,97,913)	(15,04,151)	(81,02,064)
Provision for Employee Benefit Obligation			
Retirement Benefits	42,03,970	3,24,846	45,28,816
Expenditure incurred-allowable in future	7,54,018	(14,959)	7,39,059
<b>DEFERRED TAX LIABILITY / (ASSETS) NET</b>	<b>(16,39,925)</b>	<b>(11,94,264)</b>	<b>(28,34,189)</b>

**9. OTHER ASSETS- NON CURRENT**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Considered Good</b>		
<b>Miscellaneous Expenditure (to the extent not written off or adjusted)</b>		
Pre-Operative Expenses (Haridwar-Unit- II)	7,73,72,147	6,66,07,238
Product Registration /Development	1,07,96,925	89,89,299
<b>Total</b>	<b>8,81,69,072</b>	<b>7,55,96,537</b>

**10. INVENTORIES**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Finished Goods	5,21,60,803	2,51,39,267
Work In Process	1,15,77,314	52,36,148
Raw Material	11,58,35,653	1,79,92,191
Packing Material	8,80,12,142	17,94,295
Stores and Spares	25,10,891	18,76,062
<b>Total</b>	<b>27,00,96,803</b>	<b>5,20,37,963</b>

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)**

**11. TRADE RECEIVABLES**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Considered Good	63,22,35,317	52,54,74,184
<b>Total</b>	<b>63,22,35,317</b>	<b>52,54,74,184</b>

**Aging for Trade Receivables - Current outstanding as at March 31, 2022 is as follows**

Undisputed Trade Receivables : Considered Good	Value (₹)
Not Due	38,23,78,587
less than 6 month	12,46,07,128
6 months- -1 years	8,03,09,125
1 - 2 years	3,06,11,205
2 - 3 years	31,59,921
More than 3 years	1,11,69,351
<b>Total</b>	<b>63,22,35,317</b>

**Aging for Trade Receivables - Current outstanding as at March 31, 2021 is as follows**

Undisputed Trade Receivables : Considered Good	Value (₹)
Not Due	36,38,47,762
less than 6 month	7,75,96,248
6 months- -1 years	4,19,65,714
1 - 2 years	1,57,78,876
2 - 3 years	74,92,689
More than 3 years	1,87,92,895
<b>Total</b>	<b>52,54,74,184</b>

**12. CASH AND CASH EQUIVALENTS**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Cash in hand	1,86,027	1,21,522
<b>Balance with banks</b>		
- In Current Accounts	81,72,463	1,66,96,499
- In Fixed Deposit Accounts	2,98,89,646	2,20,88,413
<b>Total</b>	<b>3,82,48,136</b>	<b>3,89,06,434</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)

### 13. LOANS & ADVANCES - CURRENT

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Considered Good</b>		
Advance for Capital Assets	2,14,34,670	1,19,65,357
Advances to Suppliers	1,00,73,238	4,09,39,621
Prepaid Expenses	73,53,421	42,57,104
Advances Staff and Others	1,07,12,389	1,01,18,620
Earnest Money Deposit	30,64,731	41,14,731
<b>Total</b>	<b>5,26,38,449</b>	<b>7,13,95,433</b>

### 14. OTHER CURRENT ASSETS

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Advance Income Tax Paid	3,20,00,000	4,59,05,422
Income Tax Refundable	85,43,298	-
Tax Deducted at Source	4,33,592	12,51,265
TCS Recoverable (Goods)	6,86,732	1,37,156
MEIS & Focus Marketing Scheme receivable	1,94,66,430	1,94,66,430
Duty Drawback Receivable	29,03,861	31,23,804
Balance with Statutory Authorities (GST Recoverable)	17,31,27,457	20,26,30,379
<b>Total</b>	<b>23,71,61,370</b>	<b>27,25,14,456</b>

### 15. EQUITY SHARE CAPITAL

The Authorized, Issued, Subscribed and Fully paid up share capital consist of the following

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>- Authorized Share Capital</b>		
1,50,00,000 Equity Shares of ₹ 10/- each [Previous Year : 1,50,00,000 Equity Shares of ₹ 10/- each]	15,00,00,000	15,00,00,000
<b>- Issued, Subscribed and Paid up</b>		
1,22,16,600 Equity Shares of ₹ 10/- each fully paid-up. [Previous Year [ 1,22,16,600 Equity Shares of ₹ 10/- each]	12,21,66,000	12,21,66,000
<b>Total</b>	<b>12,21,66,000</b>	<b>12,21,66,000</b>

- Reconciliation of Shares:	As at March 31, 2022		As at March 31, 2021	
	Nos	Amount	Nos	Amount
<b>Equity</b>				
<b>Opening Share Capital</b>	12216600	12,21,66,000	12216600	12,21,66,000
Addition	-	-	-	-
<b>Closing</b>	<b>12216600</b>	<b>12,21,66,000</b>	<b>12216600</b>	<b>12,21,66,000</b>

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)**

**Details of Share held by Shareholders holding more than 5% of the aggregate shares of the Company**

(Amount in ₹)

Equity Shares		As at March 31, 2022		As at March 31, 2021	
Name of Shareholder	Relationship	Number of Shares	% of Shareholding	Number of Shares	% of Shareholding
Shivalik Rasayan Limited	Holding Company	5126095	41.96%	5105095	41.79%
Pharamadanica A/S	Share Holder	1340000	10.97%	1340000	10.97%

**Disclosure of Shareholding of Promoters**

(Amount in ₹)

Equity Shares		As at March 31, 2022		As at March 31, 2021	
Name of Shareholder	Relationship	Number of Shares	% of Shareholding	Number of Shares	% of Shareholding
Shivalik Rasayan Limited	Holding Company	5126095	41.96%	5105095	41.79%
Growel Remedies Limited	Related Party	200000	1.64%	372044	3.05%

**16. RESERVES AND SURPLUS**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>(i) Share premium Reserve</b>		
As per Last Balance Sheet	67,70,44,996	67,70,44,996
Addition During the year	-	-
<b>Total</b>	<b>67,70,44,996</b>	<b>67,70,44,996</b>
<b>(ii) PROFIT AND LOSS ACCOUNT</b>		
As per Last Balance Sheet	55,10,70,232	43,58,84,132
Add: Profit for the year	14,89,70,654	12,12,94,399
	<b>70,00,40,886</b>	<b>55,71,78,531</b>
Less: Dividend Paid for 2019-20	-	61,08,299
Less: Dividend Paid for 2020-21	1,22,16,600	-
	<b>68,78,24,286</b>	<b>55,10,70,232</b>
<b>Capital Reserve</b>		
As per Last Balance Sheet	(2,13,85,747)	(2,29,32,707)
During the year	(9,51,534)	15,46,960
<b>Closing Balance</b>	<b>(2,23,37,281)</b>	<b>(2,13,85,747)</b>
<b>Closing Balance</b>	<b>1,34,25,32,001</b>	<b>1,20,67,29,481</b>

**17. LONG TERM BORROWINGS**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Secured Loan from Bank</b>		
Term Loans From AU Small Finance Bank	5,07,36,337	6,39,15,207
Vehicle Loan from IDBI Bank Limited	-	1,30,983
<b>Total</b>	<b>5,07,36,337</b>	<b>6,40,46,190</b>

- Secured by way Hypothecation over the movable and immovable Plant & Machineries both current and future at Haridwar Unit-II plant situated at plot No. 84 & 85, Sector 6A, IIE, SIDCUL, Haridwar, Uttarakhand



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)

### 2. Secured by way of Hypothecation of vehicles

(Amount in ₹)

Secured Loan from Bank	Closing as on March 31, 2022	Current 2021-22	Non-Current 2021-22
Term Loans From AU Small Finance Bank	6,50,22,061	1,42,85,724	5,07,36,337
Vehicle Loan from IDBI Bank Limited	1,87,728	1,87,728	-
	<b>6,52,09,789</b>	<b>1,44,73,452</b>	<b>5,07,36,337</b>

(Amount in ₹)

Secured Loan from Bank	Closing as on March 31, 2021	Current 2020-21	Non-Current 2020-21
Term Loans From AU Small Finance Bank	7,82,00,931	1,42,85,724	6,39,15,207
Vehicle Loan from IDBI Bank Limited	7,05,951	5,74,968	1,30,983
	<b>7,89,06,882</b>	<b>1,48,60,692</b>	<b>6,40,46,190</b>

### 18. PROVISIONS NON- CURRENT

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Provision for Employee Benefits obligations</b>		
Provision for Leave Encashment Payable	36,16,423	22,84,179
Provision for Gratuity Payable	1,09,77,652	92,71,164
<b>Total</b>	<b>1,45,94,075</b>	<b>1,15,55,343</b>

(Amount in ₹)

Provision for Employee Benefits obligations	Closing as on March 31, 2022	Current 2021-22	Non-Current 2021-22
Provision for Leave Encashment Payable	39,73,781	3,57,358	36,16,423
Provision for Gratuity Payable	1,54,42,987	44,65,335	1,09,77,652
	<b>1,94,16,768</b>	<b>48,22,693</b>	<b>1,45,94,075</b>

(Amount in ₹)

Provision for Employee Benefits obligations	Closing as on March 31, 2021	Current 2020-21	Non-Current 2020-21
Provision for Leave Encashment Payable	25,09,893	2,25,714	22,84,179
Provision for Gratuity Payable	1,30,42,358	37,71,194	92,71,164
	<b>1,55,52,251</b>	<b>39,96,908</b>	<b>1,15,55,343</b>

### 19. DEFERRED TAX LIABILITY

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Deferred Tax Liability	-	-
<b>TOTAL Deferred Tax Liabilities (Net)</b>	<b>-</b>	<b>-</b>

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)**

**20. CURRENT FINANCIAL LIABILITIES: BORROWINGS**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>From Banks</b>		
<b>Indusind Bank Limited</b>		
Cash Credit	8,40,92,638	10,92,86,511
Secured by way of First Charge on entire Fixed Assets and Current Assets of the Bhiwadi Plant both present and future.		
<b>From Citi Bank N.A.</b>		
Cash Credit	9,66,56,530	-
Packing Credit	1,20,00,000	-
Secured by way of First Charge on entire Fixed Assets and Current Assets of the Bhiwadi Plant both present and future.		
<b>Total</b>	<b>19,27,49,168</b>	<b>10,92,86,511</b>

**21. TRADE PAYABLES**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>(a) Trade Payables</b>		
For Goods	39,31,15,622	27,43,37,844
For Expenses	1,00,80,846	3,08,93,283
<b>TOTAL "A"</b>	<b>40,31,96,468</b>	<b>30,52,31,127</b>

**Aging for Trade Payable - Current outstanding as at March 31, 2022 is as follows**

(Amount in ₹)

Trade Payable	MSME	Others	Total
Not Due	8,79,74,938	18,84,54,575	27,64,29,513
less than 6 month	-	8,91,40,550	8,91,40,550
6 months-1 years	-	3,27,32,035	3,27,32,035
1 - 2 years	-	48,94,370	48,94,370
2 - 3 years	-	-	-
More than 3 years	-	-	-
<b>Total</b>	<b>8,79,74,938</b>	<b>31,52,21,530</b>	<b>40,31,96,468</b>

**Aging for Trade Payable - Current outstanding as at March 31, 2022 is as follows**

(Amount in ₹)

Trade Payable	MSME	Others	Total
Not Due	3,64,51,977	14,54,44,907	18,18,96,884
less than 6 month	-	11,79,98,250	11,79,98,250
6 months-1 years	-	48,30,213	48,30,213
1 - 2 years	-	5,05,780	5,05,780
2 - 3 years	-	-	-
More than 3 years	-	-	-
<b>Total</b>	<b>3,64,51,977</b>	<b>26,87,79,150</b>	<b>30,52,31,127</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>(b) Other Trade Payable</b>		
Expenses Payables	1,53,95,438	1,21,31,332
Advances from Customers	1,44,07,659	47,51,164
<b>TOTAL "B"</b>	<b>2,98,03,097</b>	<b>1,68,82,496</b>
<b>TOTAL " A+B "</b>	<b>43,29,99,565</b>	<b>32,21,13,623</b>

### 22. OTHER CURRENT LIABILITIES

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Creditors for Capital Goods	1,05,69,065	3,11,21,576
Statutory Dues	41,05,317	20,47,344
Current maturities of long term debt	1,44,73,452	1,48,60,692
Deposits- Security Deposits	4,00,000	4,00,000
Unclaimed dividends	7,93,108	6,11,816
Other Current Liability (Cheque issued but not presented)	1,99,48,974	-
<b>Total</b>	<b>5,02,89,916</b>	<b>4,90,41,428</b>

### 23. SHORT TERM PROVISIONS

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Provision for Employee Benefits</b>		
- Leave Encashment	3,57,358	2,25,714
- Gratuity	44,65,335	37,71,194
- Bonus	34,09,243	23,06,001
<b>Total</b>	<b>82,31,936</b>	<b>63,02,909</b>

### 24. CURRENT TAX LIABILITIES (NET)

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
- Provision for Taxation	4,26,37,685	4,59,95,156
<b>Total</b>	<b>4,26,37,685</b>	<b>4,59,95,156</b>

### 25. SALE OF FINISH GOODS

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Sale of Finish Goods	1,08,29,07,720	1,10,72,21,538
<b>Other Operating Revenues</b>		
Sale from Operation	7,15,44,642	1,99,39,289
<b>Total</b>	<b>1,15,44,52,362</b>	<b>1,12,71,60,827</b>

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)**

**26. OTHER INCOME**

Particulars	(Amount in ₹)	
	As at March 31, 2022	As at March 31, 2021
Interest received from Fixed Deposit	13,54,077	15,33,089
Foreign Exchange Rate Difference	1,44,89,608	47,09,373
Rent received	12,00,000	12,00,000
Other non-operating income	75,586	14,818
Profit on Sale of Investments/Assets	16,894	41,697
Insurance Charged Recoverd	64,875	41,481
<b>Total</b>	<b>1,72,01,040</b>	<b>75,40,458</b>

**27. COST OF MATERIAL CONSUMED**

Particulars	(Amount in ₹)	
	As at March 31, 2022	As at March 31, 2021
<b>Raw Material Consumed</b>		
Opening Stock	1,79,92,191	8,27,58,051
Add: Purchases	56,63,89,484	42,56,14,774
	<b>58,43,81,675</b>	<b>50,83,72,825</b>
Less : Closing Stock	11,58,35,653	1,79,92,191
<b>Raw Material Consumed</b>	<b>46,85,46,022</b>	<b>49,03,80,634</b>
<b>Packing Material Consumed</b>		
Opening Stock	17,94,295	4,42,62,340
Add: Purchases	17,45,87,377	15,15,02,740
Design and Printing on P.M.	(8,800)	1,076
	<b>17,63,72,872</b>	<b>19,57,66,156</b>
Less : Closing Stock	8,80,12,142	17,94,295
	<b>8,83,60,730</b>	<b>19,39,71,861</b>
<b>TOTAL-COST OF MATERIAL CONSUMED</b>	<b>55,69,06,752</b>	<b>68,43,52,495</b>
Less: Sample Sale	-	1,51,189
<b>NET-COST OF MATERIAL CONSUMED</b>	<b>55,69,06,752</b>	<b>68,42,01,306</b>

**28. CHANGES IN INVENTORY OF FINISHED GOODS AND WORK IN PROCESS**

Particulars	(Amount in ₹)	
	As at March 31, 2022	As at March 31, 2021
<b>Opening Stock</b>		
Work-in Process	52,36,148	85,14,418
Finished Goods	2,51,39,267	3,22,66,761
Stock In Trade	-	-
	<b>3,03,75,415</b>	<b>4,07,81,179</b>
<b>Less : Closing Stock</b>		
Work-in-Process	1,15,77,314	52,36,148
Finished Goods	5,21,60,803	2,51,39,267
Stock In Trade	-	-
	<b>6,37,38,117</b>	<b>3,03,75,415</b>
<b>Stock Decreased /(Increased)</b>	<b>(3,33,62,702)</b>	<b>1,04,05,764</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)

### 29. EMPLOYEE BENEFITS EXPENSES

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Salaries & Allowances	11,63,61,764	7,18,80,454
Contribution to P.F and E.S.I.C.	84,49,388	58,23,583
Workmen and Staff Welfare Expenses	2,02,07,680	1,23,38,985
<b>Total</b>	<b>14,50,18,832</b>	<b>9,00,43,022</b>

### 30. FINANCE COSTS

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Interest Expense</b>		
Interest on Working Capital	1,37,68,015	79,67,394
Interest on Car Loan	56,745	69,280
Interest Others	1,80,910	26,03,432
<b>Total</b>	<b>1,40,05,670</b>	<b>1,06,40,106</b>

### 31. DEPRECIATION / AMORTIZATION

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
On Tangible Assets	5,67,20,744	2,45,47,531
On In-Tangible Assets	9,93,484	6,49,600
<b>Total</b>	<b>5,77,14,228</b>	<b>2,51,97,131</b>

### 32. OTHER EXPENSES

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Manufacturing Expenses</b>		
Labour Charges	4,01,91,130	3,37,29,825
Power, Fuel & Water	5,82,34,614	2,65,65,722
Consumable Stores	26,40,915	54,39,693
Freight & Cartage Inwards	31,78,713	21,28,563
Analysis & Testing Charges	1,70,49,648	57,86,026
Laboratories Expenses	1,05,12,992	68,57,499
Effluent Treatment Expenses	2,37,445	1,98,160
<b>Repair &amp; Maintenance</b>		
- Building	71,96,494	67,01,999
- Machines & Electricals	42,68,525	53,82,595
- Others (Office Equipment's & Computers)	70,64,053	42,15,001
Other Manufacturing Expenses	4,56,726	3,86,906
<b>Total "A"</b>	<b>15,10,31,255</b>	<b>9,73,91,989</b>

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Administrative, Selling &amp; Other Expenses</b>		
Legal & Professional Charges	66,38,410	38,35,015
Consultancy Charges	57,07,531	3,99,224
Security Services Charges	41,59,216	28,30,773
House Keeping Expenses	26,94,667	21,30,780
Rate & Taxes	12,15,307	2,60,125
Rent Paid	25,27,202	21,61,746
Registration Charges	69,06,725	42,25,052
Bank Charges	54,05,396	44,75,117
Travelling & Conveyance	37,73,327	14,42,331
Membership & Subcription Expenses	5,39,221	5,66,227
Filling Fee Expenses	16,910	48,760
Books & Periodicals Expenses	29,585	140
Diwali Expenses	9,24,840	7,18,874
Charity & Donation	5,00,000	2,10,200
Electricity & Water Expenses -HO	3,90,790	2,62,160
Tax Paid on Assessment	20,454	4,32,625
Destruction Expenses	17,23,471	3,56,381
Office & General Expenses	12,93,484	5,91,011
Software Subscription Charges	5,29,235	7,73,582
Communication Expenses	20,33,421	16,52,960
Printing & Stationery Expenses	41,50,585	26,65,917
Vehicle Running Expenses	10,84,410	8,40,175
Loss on Sale of Fixed Assets	4,782	14,196
Board & secretarial expenses	27,77,427	7,87,722
Distribution Expenses	1,37,251	16,78,017
Discount Allowed	1,29,775	1,75,691
Business Promotion Expenses	10,16,398	4,26,183
Commission on Sales	78,91,747	37,20,550
Advertisement Expenses	35,84,341	1,39,411
Freight & Cartage Outward	1,97,47,863	1,01,46,752
Pre-Operative Expenses Written Off	68,32,484	-
<b>Insurance</b>		
-- Vehicles	1,46,093	1,40,625
-- Stocks & Building	9,12,160	9,68,122
-- Others	1,22,329	73,088
<b>Auditors' Remuneration</b>		
Cost Audit Fee	1,34,784	1,34,784
GST Audit Fee	-	1,00,000
Audit Fees	2,75,000	2,75,500
Out- of pocket expenses	10,800	2,930
<b>Total "B"</b>	<b>9,59,87,423</b>	<b>4,96,62,746</b>
<b>Total "A+B"</b>	<b>24,70,18,678</b>	<b>14,70,54,735</b>

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2022 (Contd.)**

**33. CORPORATE SOCIAL RESPONSIBILITIES (CSR EXPENSES)**

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
CSR Expenses	34,10,000	32,19,100
<b>Total</b>	<b>34,10,000</b>	<b>32,19,100</b>

As per our report of even date attached

**FOR RAI QIMAT & ASSOCIATES**

Chartered Accountants  
Firm Regn. No. 013152C

**For and on behalf of the Board  
Medicamen Biotech Limited**

Sd/- <b>CA QIMAT RAI GARG</b> Partner M.No.: 080857	Sd/- <b>PARUL CHOUDHARY</b> Company Secretary (ACS : 44157)	Sd/- <b>PRATAP SINGH RAWAT</b> Chief Financial Officer (PAN: AGIPR9421J)	Sd/- <b>ASHWANI KUMAR SHARMA</b> Director (DIN: 00325634)	Sd/- <b>RAHUL BISHNOI</b> Chairman (DIN: 00317960)
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Place : Gurugram

Date : 25.05.2022

## FORM AOC-1

**Medicamen Biotech Limited**  
**For the year ended March 31, 2022**

[Statement pursuant to first proviso to sub-section (3) of Section 129 of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014 in the prescribed Form AOC-1 containing salient features of the financial statement of subsidiaries/ associate companies/joint ventures]

**PART "A": SUBSIDIARY**

(₹ In actuals)

Sl No	Particulars	Name of the Subsidiary OPAL Pharmaceuticals Pty Ltd
1.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Yes July to June
2.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Reporting Currency: AUD Exchange Rate :56.50
3.	Share Capital	5650
4.	Reserves & Surplus	-
5.	Total Assets	36001369.00
6.	Total Liabilities (excluding Share Capital and Reserves & Surplus)	35995719.00
7.	Investments	-
8.	Turnover	25695404.00
9.	Profit / loss before taxation	(3572026.00)
10.	Provision for taxation	-
11.	Profit after taxation	(8115724.00)
12.	Proposed Dividend	-
13.	% of shareholding	100

**Notes:-**

- Indian rupee equivalents of the figures given in foreign currencies in the accounts of the subsidiary companies are based on the exchange rates as on March 31, 2022.
- Reporting period of the above subsidiary is not same as that of the Holding Company.
- Part B of the Annexure is not applicable as there are no associate companies/ joint ventures of the Company as on March 31, 2022

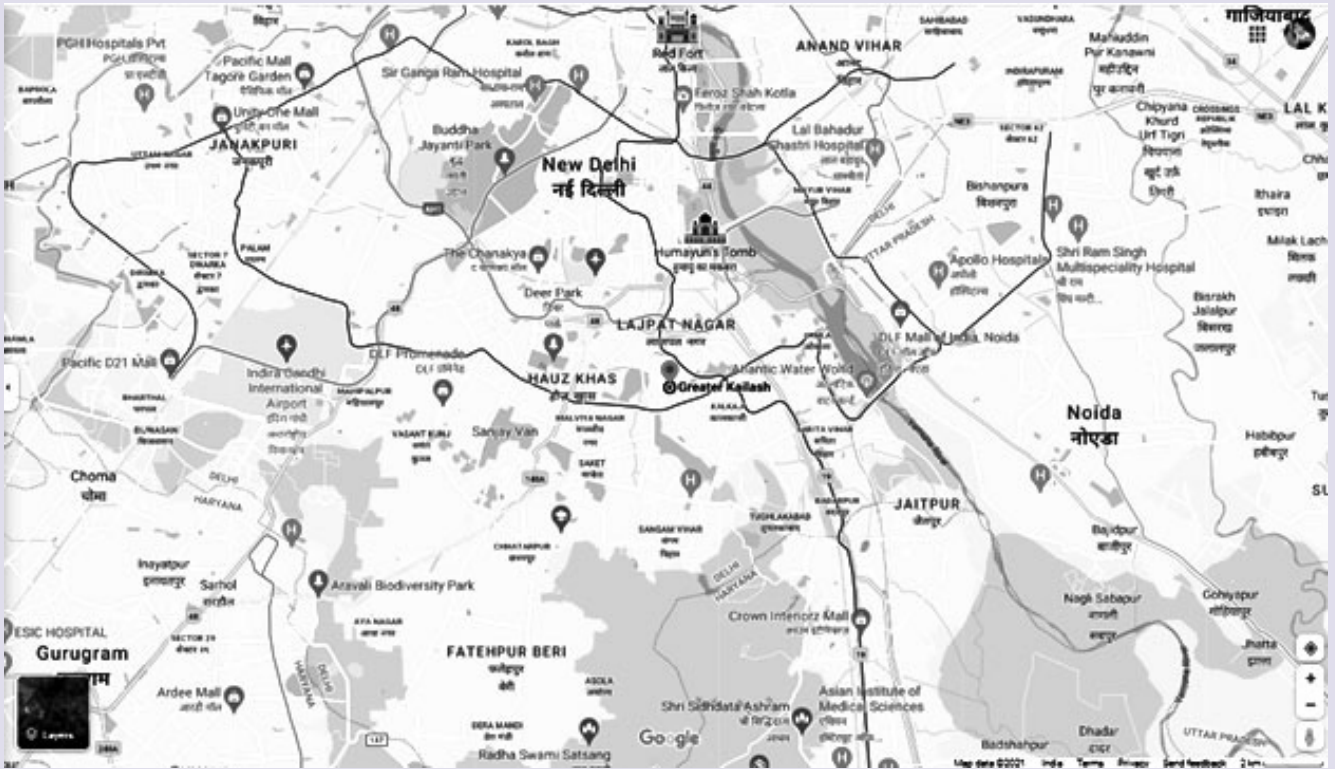
**For and on behalf of the Board**

Place: New Delhi  
Date : 10.08.2022

Sd/-  
**Rahul Bishnoi**  
Chairman  
(DIN 00317960)



## ROUTE MAP



**MEDICAMEN BIOTECH LIMITED**

**Registered Office:** 1506, Chiranjiv Tower, 43, Nehru Place, New Delhi - 110019

**Ph:** 011-47589500, **CIN:** L74899DL1993PLC056594

**Website:** www.medicamen.com, **E-mail:** cs@medicamen.com

**ATTENDANCE SLIP**

Members or their proxies are requested to present this form for admission at the Entrance of the Meeting Hall, duly signed in accordance with their specimen signatures registered with the Company.

<b>Client ID No.</b>	
<b>DP ID No.</b>	

<b>Regd Folio No.*</b>	
<b>No. of Shares</b>	

<b>Name of the Shareholder</b>	
<b>Address of the Shareholder</b>	

I/ We hereby record my/ our presence at the **29<sup>th</sup> Annual General Meeting** of the Company held on Tuesday, the 27<sup>th</sup> day of September, 2022 at 11.00 A.M. at ISKCON Auditorium, Hare Krishna Hill, Sant Nagar Main Road, East of Kailash, New Delhi-110065.

Please (✓) in the box

MEMBER PROXY

<b>Signature of the Shareholder/ proxy</b>

\*Applicable for investor holding shares in physical form.

**MEDICAMEN BIOTECH LIMITED**

**Registered Office:** 1506, Chiranjiv Tower, 43, Nehru Place, New Delhi - 110019

**Ph:** 011-47589500, **CIN:** L74899DL1993PLC056594

**Website:** www.medicamen.com, **E-mail:** cs@medicamen.com

**FORM NO. MGT-11**

**PROXY FORM**

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

**Name of the Member(s)**

**Registered Address**

**E-mail ID**

**Folio No. / Client ID No.**

I/We, being the Member(s) of \_\_\_\_\_ shares of the above named Company, hereby appoint

1. Name: \_\_\_\_\_ E-mail Id: \_\_\_\_\_

Address: \_\_\_\_\_ Signature: \_\_\_\_\_

\_\_\_\_\_, or failing him/her

1. Name: \_\_\_\_\_ E-mail Id: \_\_\_\_\_

Address: \_\_\_\_\_ Signature: \_\_\_\_\_

\_\_\_\_\_, or failing him/her

1. Name: \_\_\_\_\_ E-mail Id \_\_\_\_\_

Address: \_\_\_\_\_ Signature: \_\_\_\_\_

\_\_\_\_\_, or failing him/her

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/our behalf at the Twenty Ninth Annual General Meeting of the Company, to be held on Tuesday, the 27<sup>th</sup> day of September, 2022 at 11.00 A.M. at ISKCON Auditorium, Hare Krishna Hill, Sant Nagar Main Road, East of Kailash, New Delhi-110065 and at any adjournment thereof in respect of such resolutions as is indicated below:

<b>Item No</b>	<b>Resolution</b>
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon.
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon.
3.	To declare dividend on the Equity Shares for the financial year ended March 31, 2022.
4.	To appoint a Director in place of Mr. Sanjay Bansal (DIN: 00121667), who retires by rotation and being eligible, offers himself for re-appointment.

<b>Item No</b>	<b>Resolution</b>
5	To appoint a Director in place of Dr. Vimal Kumar Shrawat (DIN: 08274190), who retires by rotation and being eligible, offers himself for re-appointment.
6	Re-appointment of Statutory Auditors of the Company for a second term of five (5) consecutive years, from the conclusion of this Annual General Meeting ('AGM') till the conclusion of the Thirty Forth (34th) AGM of the Company to be held in the year 2027
7	To ratify the Remuneration of the Cost Auditors for the Financial Year ending March 31, 2022

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2022

Signature of Shareholder: \_\_\_\_\_ Signature of Proxy holder(s): \_\_\_\_\_

**Notes:**

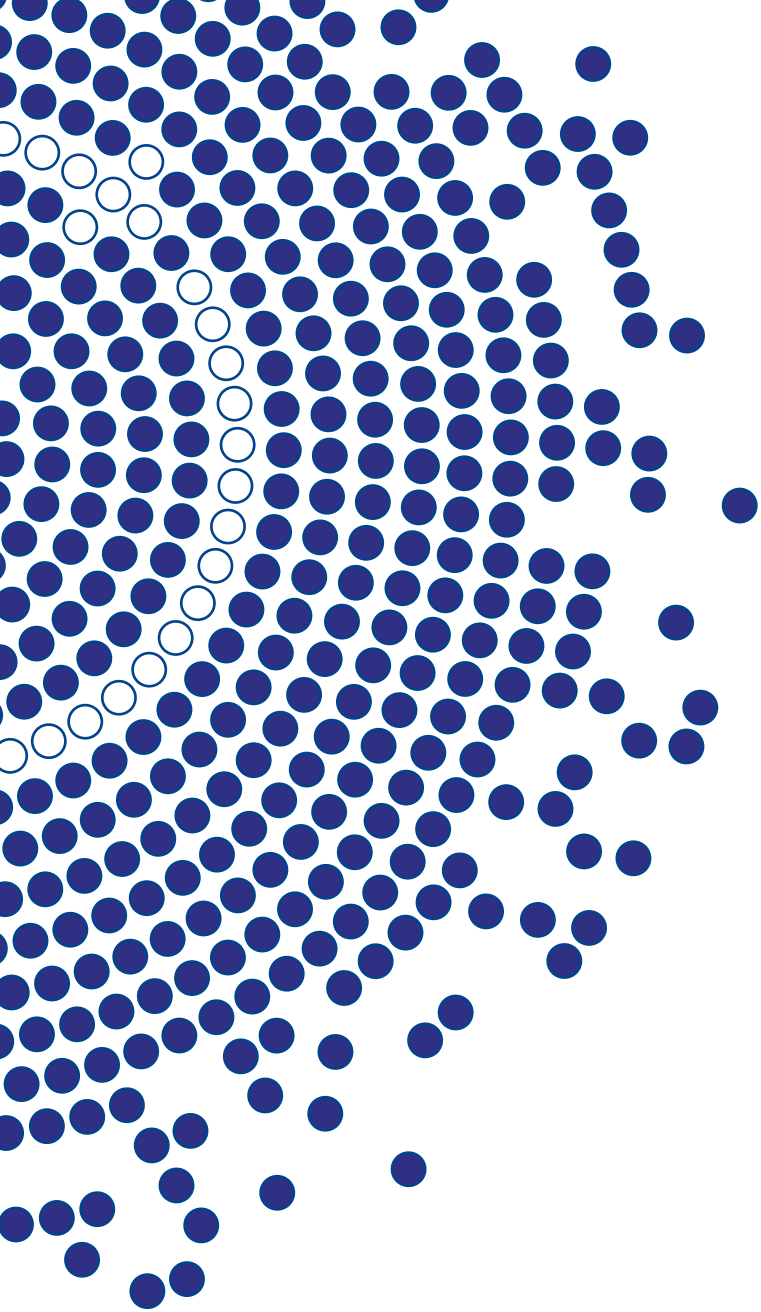
1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statements and Notes, please refer to the Notice of 29th Annual General Meeting.
3. The Company reserves its right to ask for identification of the proxy.
4. The proxy form should be signed across the Revenue Stamp as per specimen signature(s) registered with the Company / depository participant.

**Affix  
Revenue  
Stamp**









## MEDICAMEN BIOTECH LIMITED

**Registered Office:**

1506, Chiranjiv Tower  
43, Nehru Place, New Delhi 110 019  
Tel:-011 4758 9500  
Website: [www.medicamen.com](http://www.medicamen.com)

**Bhiwadi Factory:**

Sp-1192A & B Phase-IV, Industrial Area  
Bhiwadi 301 019, Dist. Alwar  
Bhiwadi (Rajasthan)

Haridwar : UNIT-I: 86 & 87, Sector-6A, IIE,  
SIDCUL, BHEL, Ranipur,  
Haridwar 249 403, Uttarakhand

Haridwar : UNIT-II: 84 & 85, Sector-6A, IIE,  
SIDCUL, BHEL, Ranipur  
Haridwar 249 403, Uttarakhand