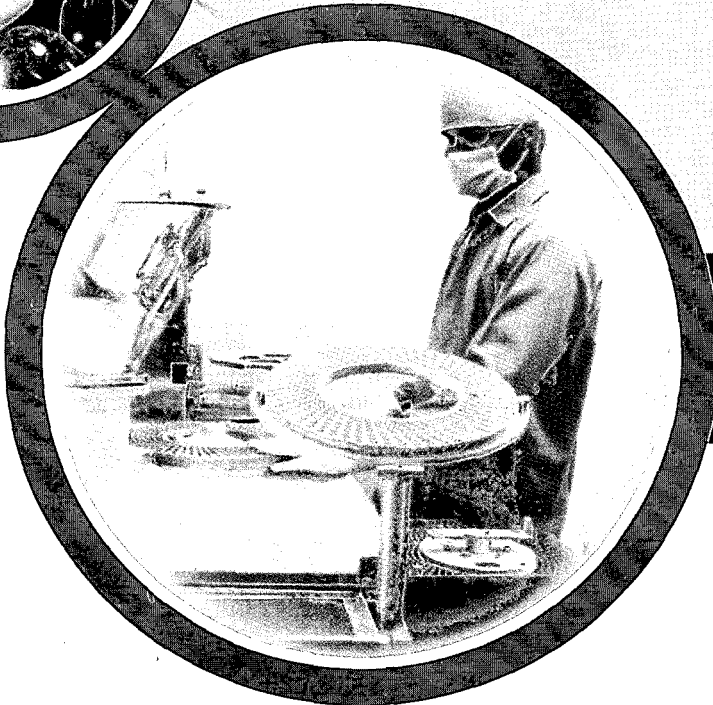
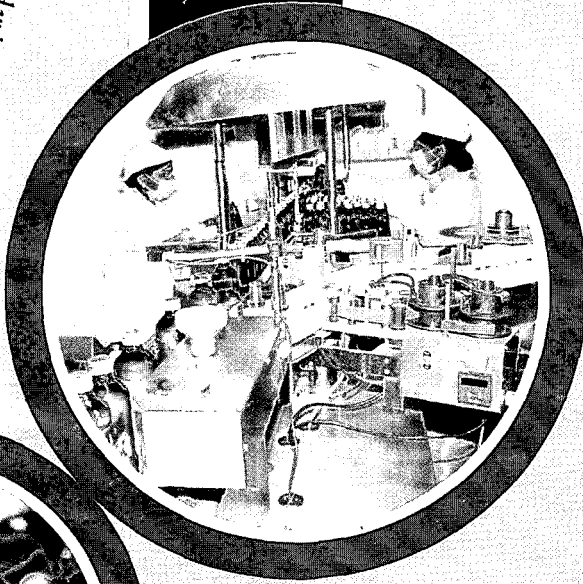




**2008-2009**

**16<sup>th</sup> ANNUAL REPORT**



**MEDICAMEN Biotech Ltd.**



## Message from Managing Director



Dear Shareholders,

On this day, I congratulate you for your company having achieved its sales target of Rs 90 crore for the year 2008-09. Sales at Haridwar plant doubled during the year and are expected to further improve by 50% in the next year. Our company has launched prescription selling division for the first time with its area of initial operation in Delhi, Uttarakhand and Haryana, and we expect to expand the operations in the coming year.

However, with recession and global slowdown in the world economy, the pharmaceutical industry has also been affected and so has our company. Rising material cost and production expenditure further reduced the profit level at quiet low. We have projected a sales target of Rs. 110 crores for the year 2009-10, with the hope that market will recover and cost & expenditure will become stable.

I know that despite challenging market, our company will rebound with your support and confidence.

**Bal Kishan Gupta**

Managing Director

**BOARD OF DIRECTORS**

Mr. B.K.Gupta (Managing Director)  
Mr. Kim Ginnerup  
Mr. Ashok Nayyar  
Mr. Sanjay Bansal  
Mr.Vidyashankar G.  
Mr. Ashutosh Gupta  
Mr.Rajinder Kr. Gupta  
Dr. M. L. Parnami

**COMPANY SECRETARY**

Ms. Sharmila Chhikara

**AUDITORS**

M/s'ASHOK SHARMA & ASSOCIATES  
Chartered Accountants  
311, Deep Shikha,  
8, Rajindra Place,  
New Delhi-110 008

**BANKERS**

UNION BANK OF INDIA  
Industrial Finance Branch,  
Connaught Circus, New Delhi.

**REGISTERED OFFICE**

10, Community Centre No.2,  
Ashok Vihar, Phase-II,  
Delhi - 110 052.

**FACTORIES**

Unit-1  
SP-1192 (A&B), Phase-IV,  
R.I.I.C.O., Industrial Area,  
Bhiwadi, RAJASTHAN

Unit-2  
Plot No. 86 & 87, Sector 6A,  
Industrial Estate, IIE, Hardwar  
UTTARAKHAND.

**SHARE TRANSFER AGENT**

M/s. Link Intime India Pvt. Ltd.  
A-40, IInd Floor,  
Naraina Industrial Area,  
Phase-II, Near Batra Banquet Hall,  
New Delhi-110028

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## NOTICE

**NOTICE** is hereby given that the Sixteenth Annual General Meeting of the Company will be held at The Little Theater Group, Copernicus Marg, New Delhi-110001 on Tuesday, 15<sup>th</sup> September 2009 at 12.00 Noon to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as on 31<sup>st</sup> March 2009 and the Profit and Loss Account for the year ended as on that date together with the reports of the Auditors and Directors thereon.
2. To appoint a Director in place of Mr. Kim Poul Ginnerup who retires by rotation and being eligible offer himself for re-appointment.
3. To appoint a Director in place of Mr. Vidyashanker G who retires by rotation and being eligible offer himself for re-appointment.
4. To appoint the Auditors & fix their remuneration.

### SPECIAL BUSINESS

5. To consider and if thought fit to ratify and pass with or without modification (s) the following resolution as an ordinary resolution:

**"RESOLVED THAT** consent of the members be and is hereby accorded to the contribution made by the board vide its resolution dated 30th June 2008, for the welfare of society to charitable institutions not directly related to the business of the Company or the welfare of its employee, in kind i.e. medicine valued not exceeding Rs. 25 Lacs, in aggregate in financial year

2008-09 which is in excess of fifty thousand rupees or five percent of the average net profits as determined in accordance with the provision of Section 349 and 350 of the Companies Act, 1956"

6. To consider and if thought fit to pass with or without modification (s) the following resolution as an ordinary resolution:

**"RESOLVED THAT** pursuant to Section 293 (1)(e) and other applicable provision of the Companies Act, 1956 approval of shareholders be and is hereby accorded to contribute for the welfare of society to charitable Institutions not directly related to the business of the Company or the welfare of its employee, in kind i.e. medicine valued not exceeding Rs. 40 Lacs each in aggregate in financial year 2009-10 which is in excess of fifty thousand rupees or five percent of the average net profits as determined in accordance with the provision of Section 349 and 350 of the Companies Act, 1956."

### NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. The proxy form duly completed and signed should be deposited at the Registered Office of the Company not later than 48 hours before the meeting.
3. The Register of Member and Share Transfer Books of the Company will remain closed from 9<sup>th</sup> September 2009 to 15<sup>th</sup> September 2009 (both days inclusive).

4. Members are requested to immediately notify any change in their address, to the Company or to its Share Transfer Agent, M/s Link Intime India Pvt. Ltd., A-40, 2<sup>nd</sup> Floor, Naraina Industrial Area, Phase-II, Near Batra Banquet Hall, New Delhi-110028, quoting their Folio numbers. In case of dematerialized shares; notify to the respective Depository Participant.

5. Information pursuant to Clause 49 of Listing Agreement for re-appointment of directors: -

At the ensuing Annual General Meeting, Mr. Kim Poul Ginnerup and Mr. Vidyashankar G, directors of the Company retire by rotation and being eligible, offer themselves for re-appointment. The information/details to be provided for the aforesaid Directors under the Code of Corporate Governance are as under:

(a) **Mr. Kim Poul Ginnerup, M Sc. (Economics and Business Administration)**, Copenhagen Business School, a Danish National having more than 20 years of experience in pharmaceutical industry at international level working as Group CEO & Managing Director of M/s. Missionpharma A/s, Denmark.

(b) **Mr. Vidyashankar G**, Bachelor of Commerce, Diploma in Import & Export, having more than 18 years of experience in logistics of pharmaceuticals now associated with Indian operation of M/s Missionpharma A/S & M/s PharmaDanica A/S.

**By the Order of the Board**

Sd/-

**B K Gupta**

**Managing Director**

**Place: Delhi**

**Date: 31.07.2009**

## **EXPLANATORY STATEMENT**

Pursuant to Section 173(2) of the Companies Act, 1956 the following explanatory statements set out the material facts relating to items No. 5 & 6 mentioned in the special business.

### **ITEM NO. 5**

As per our Company's policy on social responsibility, the Company vide board resolution dated 30th June 2008 has donated medicines to the tune of Rs. 25 lacs in the financial year 2008-09, which is left out in the Company's stock once the orders have been met. Since the provision of Sec 293(1)(e) of the Companies Act, 1956 requires that donation in excess of fifty thousand rupees, or five per cent, of its average net profits of preceding three financial year determined in accordance with the provisions of Section 349 and 350 of the Companies Act, 1956, approval of general body by way of ordinary resolution is required, thus the matter is proposed for ratification by the members in the best interest of the Company in the forthcoming annual general meeting.

None of the Directors is concerned or interested in the resolution proposed under item No-5.

### **ITEM NO. 6**

On account of social responsibility board at its meeting held on 31<sup>st</sup> July 2009 decided subject to the approval of the members at the general meeting to donate in financial year 2009-10 the excess/ odd lots of medicines left in stock after completion of

the order. Generally your Company manufactures the medicines as per specific requirement of the purchasers. It happens sometimes that after completion of the order some stock is left with the Company whose cost has already been covered in the part of the order. For such specific stocks buyers are generally not available. So it was decided to use such medicines for the noble cause. And, as such donation is in excess of fifty thousand rupees, or five per cent, of its average net profits of preceding three years determined in accordance with the provisions of Section 340 and 350 of the Companies Act, 1956 approval of general body by way of ordinary resolution is required pursuant to Section 293(1) (e) of the Companies Act, 1956 and hence resolution is proposed and recommended to be passed in the best interest of the Company.

None of the Directors is concerned or interested in the resolution proposed under item No-6

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### INDUSTRY STRUCTURE & DEVELOPMENT

The Pharmaceutical industry in India has gone a long way and today 70% of the country's formulations, chemicals etc. is met by indigenous production. There are about 250 large units and about 8000 small scale units which form the core of the pharmaceutical industry in India. These units produce the complete range of pharmaceutical formulations i.e. medicines ready for consumption by patients and about 350 bulk drugs i.e. chemicals having therapeutic value and used for production of pharmaceutical formulations. Indian pharma industry is likely to clock 12-13% growth in 2009 against earlier projections of 15% due to the global economic melt down. Although global pharma growth has been declining in the past 5 years but there is a little impact on India and it will see a double-digit top line growth. The Indian pharmaceutical industry is a success story providing employment for millions and ensuring that essential drugs at affordable price are available to the vast population of this subcontinent.

### DISCUSSION ON FINANCIAL PERFORMANCE W.R.T. OPERATIONAL PERFORMANCE

Due to the steep rise in the establishment and other manufacturing cost the profitability of the company has gone down despite the fact that the volume has increased. Our major turnover comes from export business. After the establishment of Tax Free Zone, the pharma units in other parts of the country are striving hard to enter the export market thereby creating an intense competitive atmosphere for your company which was earlier getting better price. This situation may adversely affect the business

quantum of the company in the medium term and long term prospective. Your company has therefore formed a core group comprising all members from our foreign partners and the company itself to meet quarterly to take note of the latest threats and to suggest remedial measures so that the business prospects of the company are least disturbed.

### **SEGMENTWISE / PRODUCTWISE PERFORMANCE**

As in the last financial year your company did a big contract for Anti Filariasis medicines awarded by the Govt. of India during the financial year under review. Although, the company participated in a number of new projects of the Govt., but their finalisation could not be done during the financial year due to uncertainty in the formation of the new Govt. As usual Anti bacterial products like Cotrimoxazole, Nystatin and Anti Biotics like Amoxycillin remained the strong products of the company and around 1/3<sup>rd</sup> of the sale was attributed to this segment.

### **OPPORTUNITIES AND THREATS**

As per new guidelines of WHO your company has started construction of another new building in the Bhiwadi plant for exclusive production of Cefalosporins because the production of Betalactam and Cefalosporins have been separated under the new guidelines. Many small players may not go for this separate block because of the finance involved and your company sees a big opportunity in getting the contract work in this plant for export. Your company is going to take-up implementation of the first floor in Hardwar plant to increase the capacities of the existing plant by more than 50% and the company expects to cross the benchmark of Rs.100 crores during the financial year 2009-10 with the addition of these 2 sections. Regarding threats as explained above the

competition is acute, input and establishment cost is becoming high day-by-day and the company is under pressure as far as the profitability is concerned. Besides, the company requires continuous capital expenditure to meet the ever expanding increase volume to sustain in the market.

### **OUTLOOK**

The Hardwar plant has doubled the sale during the current year and is expected to further improve its sale by 50% in the next financial year. It has achieved the breakeven point already and in the years to come it is going to generate profit. With the addition of 2 new blocks the company can produce goods worth Rs.500 crores per year. The company is planning to automatise its machinery so that the manufacturing cost is reduced to a great extent and the profitability is improved. Your company has entered into prescription market for the first time and it has launched its products in Delhi & Uttarakhand to start with and a team of Medical Representatives, Area Manager, Regional Manager and Marketing Manager has been appointed to look after this division. This prescription market will give fruits within a period of 3 years when it is expected to reach its breakeven point.

### **RISKS & CONCERN**

As explained above the companies situated in Non Tax Free Zone has also established in Tax Free Zone, and all are striving to enter the export business and giving a tough fight to your company in the international market which may further affect the profitability and business quantum of the company. Exchange rate variation has also remained a cause of concern for your company and during the first quarter the company had suffered on this account also.

## INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has initiated adequate internal control procedure commensurate with the nature of its business and size of its operations. An Audit committee consisting of three independent, non-executive directors is in place; internal Audit is conducted by independent audit firm on quarterly basis, which covers all the key areas of operations. All significant audit observations and follow up actions thereon are reported to the audit committee. The Audit committee met four times during the financial year under review.

## HUMAN RESOURCES

Your Company's industrial relations continued to be harmonious during the year under review. Your Company is striving hard to retain the skilled manpower since the turnover has increased manifold in the industry. Your Company conducts regular in-house training programs for employees at all levels. The focus is on maintaining employee motivation at a high level with stress on leadership development.

## CAUTIONARY STATEMENT

Estimate and expectations stated in this Management Discussion and Analysis may be "forward-looking statement" within the meaning of applicable securities laws and regulations. Actual result could differ materially from those expressed or implied. Important factors that could make difference to your Company's operations include economic conditions in the government regulations, tax laws, other statutes and other incidental factors.

## **DIRECTOR'S REPORT**

To the Members,  
Your Directors have pleasure in presenting their Sixteenth Annual Report together with the Audited Accounts for the financial year ended 31<sup>st</sup> March 2009

## FINANCIAL HIGHLIGHT

Particulars	(Rs. In Laes)	
	2008-2009	2007-2008
Turnover	8633.51	7693.28
Other Income	9.86	50.04
Expenditure	8225.95	7313.15
Profit before Interest, Depreciation & Preliminary Expenditure written off	417.42	430.17
Interest	138.70	153.05
Depreciation	103.35	89.48
Profit/(Loss) before Tax	175.37	187.64
Less : Provision for Deferred Tax	9.74	7.09
Provision for Taxation-current	20.49	22.25
Provision for Fringe Benefit Tax	9.10	7.25
Provision for Taxation-Previous Year	(1.69)	0.05
Profit/(Loss) available for appropriation	137.73	151.00
Profit/(Loss) brought forward	356.10	205.10
From the previous year		
Profit/(Loss) carried over to Balance Sheet	493.83	356.10

## PERFORMANCE

During the year under review your Company had a turnover of Rs. 86.34-Crores as compared to Rs. 76.93 Crores last year. It registered a growth of around 12.23%. Further, your Company had carried forward Rs. 137.73 Lakhs of net profit to the balance sheet.

Despite unpredicted increase in input cost such as material, labour and fuel charges your Company could manage to earn net profit of Rs. 137.73 Lakhs as compared to Rs. 151.00 Lakhs in 2007-08. The domestic sale decreased by 15.8%. There was around 23.07% increase in export turnover.



**FINANCE**

With the start of new plant at Haridwar and upgradation of Biwadi plant the liquidity remained tight. Your Company had fully paid off the loan of M/s Missionpharma A/S Denmark.

**THE NEW PROJECT AT HARIDWAR**

Haridwar Plant became operational last year & it is devoted for domestic, institutional and contract manufacturing business.

**ETHICAL MARKETING**

Last year your company had planned for entering into Ethical Marketing once sales target of 100 Crores is achieved and since the company is near about achieving the target, your company had initiated steps to set up its prescription market. Recruitment of the marketing personnel had been made and your company is initially focusing on three states i.e. Delhi, Uttrakhand & Haryana with limited product basket to start upon. Your company proposes to enter other states & enlarge its product base once it has achieved a considerable success in these states. The division would break-even in three years.

**CORPORATE GOVERNANCE**

A detailed Corporate Governance Report is included in this annual report as per Clause 49 of Listing Agreement. The Company has obtained a certificate from the Auditors of the Company regarding compliance of conditions of Corporate Governance. The same is annexed to this Report.

**DIRECTORS**

Mr. Kim Poul Ginnerup, director of the Company

is liable to retire by rotation at the ensuing Annual General Meeting and is eligible for re-appointment. The board recommends his re-appointment.

Mr. Vidyashankar G, director of the Company is liable to retire by rotation at the ensuing Annual General Meeting and is eligible for re-appointment. The board recommends his reappointment.

**DIRECTOR'S RESPONSIBILITY STATEMENT**

Pursuant to Section 217 (2AA) of the Companies Act, 1956, the Directors confirm that:

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed;
- (ii) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company for the financial year ended on 31<sup>st</sup> March 2009 and of the Profit and Loss Account for the period.
- (iii) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the directors have prepared the annual accounts on a going concern basis.

**AUDITORS AND AUDITOR'S REPORT**

The Auditors of the Company M/s Ashok Sharma & Associates retire at the ensuing Annual General Meeting and being eligible for re-appointment have given their consent to be

re-appointed. The Company has obtained certificate from them to the effect that their re-appointment if made shall be within the limits specified under section 224(1-B) of the Companies Act, 1956

The Auditors' report is self-explanatory and does not require any further clarification.

### **PERSONNEL**

The industrial relations during the year have remained cordial. However the attrition rate has increased due to shortage of technical people in the industry. The exodus of technical people to tax free zone was a cause of concern. The Company had devised an effective retention policy to cope with the challenge. The information pursuant to Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 is annexed hereto and forms part of this Report.

### **DEPOSIT**

The Company has not accepted or invited deposits from public within the meaning of Section 58-A of the companies Act, 1956 during the year under review.

### **ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE**

The information pursuant to Section 217(1)(e) of the Companies Act, 1956 read together with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 is annexed hereto and forms part of this Report.

### **ACKNOWLEDGEMENT**

Your director's place their appreciation and gratitude for the help and co-operation extended

to the Company by the Government Agencies, Union Bank of India, Medical Profession, dealers, customers, suppliers and shareholders. The board also places their appreciation for the dedicated performance rendered by the employees of the Company.

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

Sd/-  
(B K Gupta)  
Managing Director

Place: Delhi  
Date: 31.07.2009

Sd/-  
(Ashutosh Gupta)  
Director

**ANNEXURE "A"**

INFORMATION PURSUANT TO SECTION 217(2A) OF THE COMPANIES ACT, 1956 READ WITH COMPANIES (PARTICULARS OF EMPLOYEES) RULES, 1975 AND FORMING PART OF DIRECTORS' REPORT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2009.

Sr. No.	Name	Designation/Nature of Duties	Age (Yrs)	Gross Remuneration (Rs.)	Qualification	Experience (Yrs)	Date of Appointment	Last Employment
1.	B.K.Gupta	Managing Director	56	36,06,409	Graduate	22	07/11/1994	Government Job

**ANNEXURE "B"**

INFORMATION AS PER SECTION 217 (1)(e) OF THE COMPANIES ACT, 1956 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 31<sup>ST</sup> MARCH, 2009

**(A) CONSERVATION OF ENERGY**

- (a) Power factor is being monitored continuously as a part of energy conservation measures;
- (b) Additional investment: no additional investment is made during the year;
- (c) Savings in energy: Savings due to
  - (i) Power factor improvement
  - (ii) Maintenance of proper voltage, proper load distribution:
  - (iii) Periodical servicing & checking the equipments to avoid damage/burning.

**POWER & FUEL CONSUMPTION:**

<b>Electricity Purchased</b>	<b>2008-09</b>	<b>2007-08</b>
(i) Units (in lacs)	20.15	15.83
(ii) Total Amount (Rs in lacs)	88.02	73.48
(iii) Rate/unit(Rs)	4.04	4.64
<b>Own Generation (D.G.Sets)</b>	<b>2008-09</b>	<b>2007-08</b>
(i) Units (in Lacs)	1.23	1.17
(ii) Diesel oil (litres in lacs)	0.45	0.36

**(B) TECHNOLOGY ABSORPTION**

The Company has devised a fully computerized quality control division monitoring the production process and R&D activities.

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

	<b>2008-09</b>	<b>2007-08</b>
		(Rs. In Lacs)
(i) Total foreign exchange through exports	6166.34	5044.37
(ii) Total foreign exchange used:		
(a) For import of Raw Material	668.00	849.79
(b) Other including expenditure on travelling	6.08	9.10

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

Sd/-

Sd/-

**Place: Delhi**  
**Date: 31.07.2009**

**(B K Gupta)**  
**Managing Director**

**(Ashutosh Gupta)**  
**Director**

**CEO & CFO  
CERTIFICATION**

- a. We have reviewed financial statement and the cash flow statement for the year ended 31<sup>st</sup> March 2009 and certify, to the best of our knowledge and belief, that;
- i. these statements present a true and fair view of the Company's affairs, and are in compliance with existing accounting standards, applicable laws and regulations;
  - ii. these statements do not contain any materially untrue statement, or omit any material fact, or contain statements that might be misleading;
  - iii. no transactions entered into by the Company during the year were fraudulent, illegal or violative of the Company's code of conduct and no instances of fraud took place;
  - iv. we accept responsibility for establishing and maintaining internal controls for financial reporting;
  - v. we have evaluated the effectiveness of the internal control systems of the Company, and have disclosed to the auditors and the Audit committee, deficiencies in the design of operation of internal controls, if any, of which we are aware and have taken steps to rectify the same, wherever found;
  - vi. significant changes in internal control over financial reporting , as well as changes in accounting policies, if any , have been intimated to the auditors and the Audit Committee, and been disclosed in the notes to the financial statements;
- b. We further declare, in compliance to clause 49.1(D)(ii) to listing Agreement, that all the board members and senior management personnel have affirmed compliance with the code of conduct of the Company.

Delhi: 31.07.2009

Sd/-  
(Bal Kishan Gupta)  
Managing Director

Sd/-  
(Rajesh Kumar Gupta)  
Chief Financial Officer

## **ASHOK SHARMA & ASSOCIATES**

### **CHARTERED ACCOUNTANTS**

311, "DEEP SHIKHA",  
RAJENDRA PLACE,  
NEW DELHI 110 008  
TEL : 25769764

#### **AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE**

#### **TO THE MEMBERS OF MEDICAMEN BIOTECH LTD.**

We have examined the compliance of conditions of corporate governance by Medicamen Biotech Ltd. (the Company) for the year ended on 31<sup>st</sup> March, 2009 as stipulated in clause 49 of the Listing Agreement of the Company with the stock exchange.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the 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 we certify that Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

We state that no investor grievances are pending for a period exceeding one month against the Company as per the Share Transfer cum Investor Grievance Committee.

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

**For ASHOK SHARMA & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**

Sd/-

**(AMIT KUMAR)**  
**PARTNER**

**PLACE: DELHI**  
**DATE: 31/07/2009**

## REPORT ON CORPORATE GOVERNANCE

### 1. MEDICAMEN'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's philosophy of Corporate Governance is aimed at assisting the management of the Company in the efficient conduct of its business and in meeting its obligations to the stakeholders, and is guided by a strong emphasis on transparency, accountability and integrity. For several years the Company has adopted a codified Corporate Governance Charter, which is in line with the best practices as well as meets all the relevant legal and regulatory requirements. All Directors and employees are bound by Code of Conduct that sets out the fundamental standards to be followed in all actions carried out on behalf of the Company.

### 2. BOARD OF DIRECTORS

The Board has strength of 8 directors as on 31<sup>st</sup> March 2009. The Board comprises of 2 Executive Directors, 3 Non-Executive Directors and 3 Independent Directors. None of the Directors on the Board is a member of more than 10 Committees and Chairman of more than 5 committees across all companies in which he is a Director.

The Composition of the Board of Directors as on 31<sup>st</sup> March 2009 is in conformity with the revised clause 49 of the Listing Agreement. The details of the Board of Directors as on 31<sup>st</sup> March 2009 are as under:

#### (a) Promoter & Executive Directors:

**Mr. Bal Kishan Gupta**, is Managing Director and founder of the Company and has over two decades of experience in managing & controlling various industrial activities. Under his able leadership Medicamen has grown from a small firm to a multi product industrial house. He is also a director in M/s.Medicamen Organics Ltd.

**Mr. Ashutosh Gupta**, Bachelor of Business Administration. Having more than 7 years of experience in the field of marketing & distribution of pharmaceuticals. He also holds office as director in M/s.Medicamen Organics Ltd. He was appointed as Whole Time Director with effect from 1<sup>st</sup> April 2006.

#### (b) Non-Executive Director:

**Mr. Sanjay Bansal**, B Com, FCA having more than 15 years of experience in the field of Accounts, Finance and Banking activities. He shares his valued experiences with the Company as and when warranted. He is director of the Company since inception.

**Mr. Kim Poul Ginnerup**, M Sc.(Economics and Business Administration), Copenhagen Business School, a Danish National having more than 20 years of experience in pharmaceutical industry at international level working as Group CEO & Managing Director of M/s. Missionpharma A/s, Denmark.

**Mr. Vidyashandar G**, Bachelor of Commerce, Diploma in Import & Export, having more than 18 years of experience in logistics of pharmaceuticals now associated with Indian operation of M/s Missionpharma A/S & M/s PharmaDanica A/S.

**(c) Independent Non-Executive Director:**

**Mr. Ashok Nayyar**, a Bachelor from Delhi University, having more than 16 years of experience in Pharmaceutical market & Pharma marketing consultancy.

**Mr. Rajinder Kumar Gupta, M.Com, CAIIB (Distn.), AIB (IB, London)** a retired Banker having more than 30 years experience in the area of corporate credit, now involved in corporate financial consultancy.

**Dr. M L. Parnami, M D**, a practicing orthopedic surgeon of repute with more than 17 years of association in medical & healthcare activities.

**(d) Meetings**

Five Board Meetings were held during the year on 30-04-2008, 30-06-2008, 31-07-2008, 31-10-2008 and 31-01-2009 and the gap between two Board meetings did not exceed four months. The last annual general meeting was held on 01-09-2008.

**Attendance of Directors at Board Meeting & at the last Annual General Meeting is as under:**

<b>Name of Director</b>	<b>Board Meeting Attended</b>	<b>AGM</b>
Bal Kishan Gupta	5	Yes
Ashok Nayyar	5	Yes
Sanjay Bansal	5	Yes
Ashutosh Gupta	5	Yes
Rajinder Gupta	5	Yes
Kim Ginnerup	2	-
Vidyshankar G	1	-
Dr. M L Parnami	4	-

**Board's Processes**

The information as required under Annexure I to Clause 49 of the Listing Agreement is made available to the Board. The agenda and the papers for consideration at the Board meeting are circulated at least seven days prior to the meeting. Adequate information is circulated as part of the Board papers and is also made available at the Board meeting to enable the Board to take informed decisions.



It has always been the Company's policy and practice that apart from matters requiring Board's approval by statute and as per the code of Corporate Governance, all major operational and financial decisions, feedback reports, human resource issues and minutes of all committee meetings are placed before the Board for informed discussion and decision.

**(e) Code of Conduct for Directors & Senior Management:**

A code of Conduct as applicable to the Directors and Senior Management team has been approved by the Board of Directors at their meeting held on 24<sup>th</sup> Day of October 2003. The Managing Director (CEO in terms of Clause 49) of the Company hereby affirms that all the Directors and Members of the Senior Management team have complied with the aforesaid code for the year ended 31<sup>st</sup> March 2009.

**3. AUDIT COMMITTEE**

**(i) Constitution of Audit Committee**

Ashok Nayyar (Chairman of the Committee)  
Rajinder Kumar Gupta  
Dr. M L Parnami

Non Executive Independent Director  
Non Executive Independent Director  
Non Executive Independent Director

**(ii) Functions of Audit Committee**

- (a) Review of Annual Financial Statements before submission to the Board; especially with regard to the changes in accounting policies and practices, major accounting entries, significant adjustments arising out of audit, the going concern assumption, compliance with accounting standards, compliance with stock exchange & legal requirements concerning financial statements and Related party transactions,
- (b) Discussion with Auditors regarding their observation on accounts.
- (c) Review of half yearly results before submission to the Board.
- (d) Discussion with Auditors regarding adequacy & compliance of internal control system.
- (e) Recommendation on appointment and removal of external auditor, fixation of audit fee, out of pocket expenses and payment of other services.
- (f) Other compliances of Companies Act and Stock Exchange.

**(iii) Powers of Audit Committee**

- (a) To investigate into any activity within its terms of reference.
- (b) Full access to information contained in the Company records
- (c) To seek information from any employee
- (d) Access to external professional advice
- (e) To bind the Board with its audit report on financial management.

**(iv) Review of information by Audit Committee**

The Audit Committee shall mandatorily review the following information:-

- (a) Management discussion and analysis of financial conditions and results of operations;
- (b) Statement of significant related party transaction as submitted by management;
- (c) Management letters/ letters of internal control weakness issued by the statutory auditors;
- (d) Internal Audit Reports relating to internal control weakness; and
- (e) The appointment, removal and terms of remuneration of the Internal Auditors.

#### **(v) Meetings and Attendance**

During the year 4 meetings of the Audit Committee were held on 30-06-2008, 31-07-2008, 31-10-2008 and 31-01-2009 and were attended by all the Committee Members except by Dr. M L Parnami the meeting held on 31-10-2008.

#### **4. REMUNARATION COMMITTEE**

The remuneration committee reviews and makes recommendation on annual salaries, perquisites, performance-linked bonus/commission and other conditions of employment of Executive Director and Managing Director. The remuneration committee consists of the following directors:

1. Mr. Rajinder Kumar Gupta
2. Mr. Ashok Nayyar
3. Mr. Vidyashankar G.

A Meeting of the remuneration committee was held on 30-04-2008, and was attended by all the members.

#### **5. DIRECTORS REMUNERATION**

The remuneration of the Managing Director is fixed and paid as per the agreement and approval for the payment of remuneration in excess of the ceiling limits prescribed by Government under Section II of Part II of Schedule XIII of the Companies Act 1956 has been obtained. The Government vide its letter dated 24<sup>th</sup> June, 2009, has approved the payment of remuneration to managing director for the financial year 2008-09. An application for payment of increased remuneration in terms of the agreement shall be filed once the accounts have been adopted by the members in the forthcoming annual general meeting. The sitting fees of Rs.10,000/- per meeting is paid to the non-executive directors for attending the board meetings. The remuneration paid to Directors for the period from 1<sup>st</sup> April 2008 to 31<sup>st</sup> March 2009:

Name of Director	Consolidated Salary	Perquisites and other benefits	Retirement Benefit	Commission/ Others	Total
Mr. B.K Gupta	3060000	126236	244800	175373	3606409
Mr. Ashutosh Gupta	1200000	17838	86400	131529	1435767
Mr. Ashok Nayyar	--	--	--	--	--
Mr. Sanjay Bansal	--	--	--	--	--
Mr. Kim Poul Ginnerup	--	--	--	--	--
Mr. Vidyashankar Gopalakrishna	--	--	--	--	--
Mr. Rajinder Kumar Gupta	--	--	--	--	--
Dr. Munishwar Lal Parnami	--	--	--	--	--

## 6. SHAREHOLDERS COMMITTEE

### (i) Constitution of the Committee

Sh. Ashok Nayyar. (Chairman of the Committee)  
 Sh. B K Gupta  
 Sh. Ashutosh Gupta

Non Executive Director  
 Managing Director  
 Executive Director

### (ii) Shareholders Matters

Ms. Sharmila Chhikara, ACS, Company Secretary is heading the Shares Department of the Company. During the year 2008-2009, all the complaints & queries are amicably settled with in one month from its receipt. As on date no share transfer is pending.

## 7. GENERAL BODY MEETINGS

The details of last three Annual General Meetings held at Delhi on 28-09-2006, 07-09-2007 and 01-09-2008 all at Shah Auditorium, 2, Rajnivas Marg, Civil Lines, Delh-110054. All resolutions at these meetings were passed by show of hands.

Date	Year	Venue	Time
28-09-2006	2006	Shah Auditorium,	10.00 A.M.
07-09-2007	2007	Shree Delhi Gujrati Samaj, 2, Rajnivas	12.00 P.M.
01-09-2008	2008	Marg, Civil Lines, Deili-110054	12.00 P.M.

## 8. DISCLOSURES

There were no transactions of the Company of material nature with related parties that may have potential conflict with the interest of the Company at large. No penalties or strictures were imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

## 9. MEANS OF COMMUNICATION

Annual reports of the Company are sent to every shareholder of the Company. Half-yearly/ Quarterly results are normally published in Pioneer, Business Standard and Veer Arjun newspapers and copies thereof are sent to the Stock Exchanges as per Listing Agreement. Further the Company has filled the quarterly and annual financial results and the share holding patterns in SEBIEDIFAR web site ([www.sebiedifar.nic.in](http://www.sebiedifar.nic.in)) maintained by National Informatic Centre. To enable investors to register their complaints through a single exclusive e-mail id, the company has designated new mail id viz: [cs@medicamen.com](mailto:cs@medicamen.com)

## 10. GENERAL SHAREHOLDER INFORMATION

AGM: Date, Time & Venue	15-09-2009; 12.00 PM; The Little Theater Group, Copernicus Marg, New Delhi-110001
Financial Calendar	1 <sup>st</sup> April 2008 to 31 <sup>st</sup> March 2009. The quarterly results of the Company were approved by the board of directors at their meeting held on 31-07-2008, 31-10-2008, 31-01-2009 and 30-06-2009 i.e. first quarter – end July, 2 <sup>nd</sup> Quarter –end October, 3 <sup>rd</sup> Quarter- end January, 4 <sup>th</sup> Quarter-end June.
Date of Book Closure	9 <sup>th</sup> September 2009 to 15 <sup>th</sup> September 2009 (both days inclusive)
Dividend Payment Date	No Dividend proposed
Stock Exchange Listing	Mumbai Stock Exchange
Stock Code	The Stock Exchange, Mumbai – 531146

### Market Price Data & Performance Comparison

Month	High		Low	
	Share Price	Sensex	Share Price	Sensex
April, 2008	16.64	17480.74	11.26	15297.96
May, 2008	16.50	17735.70	13.31	16196.02
June, 2008	15.43	16632.72	11.62	13405.54
July, 2008	14.39	15130.09	10.55	12514.02
August, 2008	14.50	15579.78	11.50	14002.43
September, 2008	14.15	15107.01	9.85	12153.55
October, 2008	12.59	13203.86	8.00	7697.39
November, 2008	9.05	10945.41	6.75	8316.39
December, 2008	10.15	10188.54	6.88	8467.43
January, 2009	9.32	10469.72	7.14	8631.60
February, 2009	9.75	9724.87	7.66	8619.22
March, 2009	10.63	10127.09	7.70	8047.17

Registrar & Transfer Agent	Link Intime India Pvt. Ltd., A-40, IInd Floor, Naraina Industrial Area, Phase-II, Near Batra Banquet Hall, New Delhi-110028			
Share Transfer System	All transfers received in order are processed & returned within 30 days.			
Dematerialization of Shares and Liquidity	Trading in dematerialized form w.e.f. 27-02-2001 Connectivity with CDSL & NSDL on 15-11-2000. As on 31/03/2009 out of the total equity shareholding, 66262730 equity shares are in Demat mode consisting of 85.81% of total equity share. ISIN No. INE646B01010; Shares traded at BSE			
Distribution of Share Holding as on 31-03-2009	Directors and their Relatives	2877624 Shares	37.27%	
	Body Corporate	1399835 Shares	18.13%	
	Non resident Indians	241377 Shares	3.13%	
	Others	3202788 Shares	41.47%	
	Total	7721624 Shares	100.00%	
Nominal Value of Shares	Shareholders		Shares	
	Number	% to total	Amount (in Rs.)	% to total
Up to Rs. 5000	2905	76.13	4937970	6.40
5001 10000	372	9.75	3237080	4.19
10001 20000	188	4.93	3068510	3.97
20001 30000	136	3.56	3450400	4.47
30001 40000	37	0.97	1340410	1.73
40001 50000	48	1.25	2280730	2.95
50001 100000	63	1.65	4915240	6.37
100001 & above	67	1.76	53985900	69.92
Total	3817	100.00	77216240	100.00
Pending GDRs, ADRs etc.	Nil			
Plant Location	<ul style="list-style-type: none"> <li>• SP-1192, A&amp;B, Phase-IV, Industrial Area, Bhiwadi-301019, Rajasthan</li> <li>• Plot No-86 &amp; 87, Sector-6A, SIDCUL, IIE, Haridwar.</li> </ul>			
Correspondence Address	Medicamen Biotech Ltd. 10, Community Centre No-2, Ashok Vihar, Phase-II, New Delhi-110052.			

**ASHOK SHARMA & ASSOCIATES  
CHARTERED ACCOUNTANTS**

**311, "DEEPSHIKHA",  
8, RAJENDRA PLACE,  
NEW DELHI 110 008  
PHONE 2576 9764**

To,  
The Members of Medicamen Biotech Limited

1. We have audited the attached balance sheet of M/s Medicamen Biotech Limited, as at 31<sup>st</sup> March 2009, the profit and loss account and cash flow statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's Management. Our responsibility is to express an opinion on these *financial statements based on our audit.*
2. We conducted our audit in accordance with the Auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of any material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to above, we report that:
  - (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (ii) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
  - (iii) The balance sheet, profit and loss account and cash flow statement dealt with by this report are in agreement with the books of account
  - (iv) In our opinion, the balance sheet, profit and loss account and cash flow statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;

- (v) On the basis of written representations received from the directors, as on 31<sup>st</sup> March 2009 and taken on record by the Board of directors, we report that none of the directors is disqualified as on 31<sup>st</sup> March 2009 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956,
- (vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.
- (a) in the case of the balance sheet, of the state of affairs of the company as at 31<sup>st</sup> March 2009;
- (b) in the case of the profit and loss account, of the profit for the year ended on that date; and
- (c) in the case of the cash flow statement, of the cash flows for the year ended on that date.

**For ASHOK SHARMA & ASSOCIATES  
CHARTERED ACCOUNTANTS**

**PLACE : NEW DELHI  
DATE : 30/06/2009**

**(AMIT KUMAR)  
PARTNER  
MEMBERSHIP NO. : 500805**

## **ASHOK SHARMA & ASSOCIATES CHARTERED ACCOUNTANTS**

**311, "DEEPSHIKHA",  
8, RAJENDRA PLACE,  
NEW DELHI 110 008  
PHONE 2576 9764**

### **Annexure**

Medicamen Biotech Limited  
(As referred to in paragraph 3 of our report of even date)

- (i) (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) These fixed assets have been physically verified by the management at regular intervals considering the size of the company and nature of assets. No material discrepancies have been noticed on such verification.
- (c) No disposal of a substantial part of fixed assets of the company has taken place during the year.
- (ii) (a) As explained to us, the inventory was physically verified by the management at reasonable intervals during the year.
- (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and the discrepancies noticed on such physical verification between the physical stocks and the book records were not material and have been adequately dealt within the books of accounts.
- (iii) (a) The Company has not granted any loan to companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. The Loan earlier taken by the Company outstanding at year end are Rs.12.00 lacs as against Rs.79.58 lacs at the end of last year.
- (b) Rate of interest and other terms & conditions of the loan taken by the company are prima facie not prejudicial to the interest of the company. The loan taken from the Director is free of interest.
- (c) The principal and interest are paid in time.



- (d) There is no overdue amount of loan taken from the companies or other parties listed in the register maintained under Section 301 of Companies Act, 1956.
- (iv) The company has adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of stores, raw-materials including components, plant & machinery, equipment and other assets, and for sale of goods. We have not come across any major weakness in internal control.
- (v) (a) The transactions which needed to be entered into the register in pursuance of Section 301 of Companies Act, 1956 has been duly entered.
- (b) During the year under consideration the Company has made Sales of Rs.10,03,028/- to Medicamen Organics Limited, a group company, Rs.34,80,67,223/- to Missionpharma A/s and Rs.25,65,60,561/- to Missionpharma Logistics (India) Pvt. Ltd, companies in which director is director/CEO. These sales were made at prevailing market price and the terms and conditions of the sale are not prejudicial to the interest of the company.

During the year under consideration the Company has made Purchases of Rs.1,44,670/- from Medicamen Organics Limited, a group company, Rs.1,18,69,740/- from Missionpharma A/s and Rs.1,26,36,525/- from Missionpharma Logistics (India) Pvt. Ltd., companies in which director is director/CEO. These purchases were made at prevailing market price and the terms and conditions of the purchase are not prejudicial to the interest of the company.

- (vi) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public within the meaning of sections 58A and 58AA of the Companies Act, 1956 and the rules framed there under.
- (vii) The Company has appointed a firm of Chartered Accountants to carry out its internal audit function. In our opinion, the internal audit system is commensurate with the size of the Company and nature of its business.
- (viii) It is informed by the management that cost records as required under section 209 (1) (d) of the Companies Act, 1956 are properly maintained but the same are not provided to us for our examination.
- (ix) (a) According to the records of the Company, the Company is generally regular in depositing undisputed applicable statutory dues including provident fund, employees' state insurance, income tax, sales tax, custom duty, excise duty, cess with the appropriate authorities.
- (b) According to the information and explanations given to us, there are no undisputed amounts payable in respect of such statutory dues which have remained outstanding as at 31.03.2009, for a period of more than six months from the date they became payable. However, the Company is late in depositing TDS payment in some cases.
- (c) According to the information and explanation given to us, there is no disputed amount.
- (x) The company has no accumulated losses at the end of the financial year and it has not incurred

cash losses during the current financial year and the immediately preceding such financial year.

- (xi) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution or bank.
- (xii) According to the information and explanations given to us, in cases the Company has granted loans and advances on the basis of security by way of pledge of shares, the Company has maintained adequate documents and records. However the Company has not made any such loan and advances during the year and has no such outstanding at the year end.
- (xiii) The provisions of any special statute applicable to chit fund, nidhi's or mutual benefit fund / societies are not applicable to Company.
- (xiv) The company is not dealing in or trading in shares, securities, debentures or other investments and hence, requirement of paragraph 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xv) According to the information and explanation given to us the Company has not given any guarantee for loan taken by others from banks or financial institutions.
- (xvi) On the basis of information and explanations given to us the Company has applied term loan, taken during the year, for the purpose for which obtained.
- (xvii) On the basis of an overall examination of Balance sheet and cash flow of the Company and the information and explanations given to us, we report that there are no funds raised on a short-term basis, which have been used for long-term purposes and no long-term funds have been used for short term requirement except working capital requirements of the Company.
- (xviii) During the year, the Company has not issued and allotted any shares.
- (xix) Since the Company does not have any debentures, the question of creation of securities for debentures does not arise.
- (xx) Since the Company has not raised any money from public issue, this clause is not applicable.
- (xxi) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the company was noticed or reported during the year.

**For ASHOK SHARMA & ASSOCIATES  
CHARTERED ACCOUNTANTS**

**(AMIT KUMAR)  
PARTNER**

**MEMBERSHIP NO. : 500805**

**PLACE : NEW DELHI  
DATE : 30/06/2009**

**BALANCE SHEET AS AT 31.03.2009**

PARTICULARS	SHDL	31.03.2009	31.03.2008
<b>SOURCES OF FUNDS</b>			
<b>1. Shareholders' Funds</b>			
(a) Share Capital	01	77,216,240.00	77,216,240.00
(b) Reserve & Surplus	02	3,005,122.00	3,005,122.00
(c) Profit & Loss Account		49,383,528.89	35,610,173.30
		129,604,890.89	115,831,535.30
<b>2. Loan Funds</b>			
(a) Secured Loans	03	86,529,740.44	126,750,085.74
(b) Unsecured Loans	04	1,200,000.00	7,958,437.50
		4,296,557.11	3,322,509.11
<b>3. Deferred Taxation Effect of Timing Differences</b>			
<b>TOTAL (Rs.)</b>		221,631,188.44	253,862,567.65
<b>APPLICATION OF FUNDS</b>			
<b>1. Fixed Assets</b>			
(a) Gross Block	05	237,649,083.06	220,593,539.08
(b) Less : Depreciation		56,945,867.44	49,532,116.46
(c) Net Block		180,703,215.62	171,061,422.62
(d) Capital Work in Progress		2,474,456.00	3,181,413.00
<b>2. Current Assets, Loans &amp; Advances 06</b>			
<b>(a) Current Assets</b>			
i. Inventories		73,751,691.00	79,810,126.00
ii. Sundry Debtors		149,808,571.93	216,952,950.48
iii. Cash & Bank Balances		8,905,079.10	6,705,976.44
<b>(b) Loans &amp; Advances</b>			
i. Advances		36,402,776.08	35,747,992.02
(c) Security Deposits		6,059,766.00	4,255,761.00
		2,74,927,884.11	343,472,805.94
Less : Current Liabilities & Provisions	07	236,474,367.29	263,853,073.91
<b>Net Current Assets</b>		38,453,516.82	79,619,732.03
<b>TOTAL (Rs.)</b>		221,631,188.44	253,862,567.65

Notes to Accounts & Accounting policies 08

**For Ashok Sharma & Associates**  
Chartered Accountants

For & on behalf of the Board of Directors

**Amit Kumar**  
Partner

**Sharmila Chhikara**  
Company Secretary

**B.K.Gupta**  
Managing Director

**Ashutosh Gupta**  
Director

Place : Delhi  
Date : 30.06.2009

**PROFIT & LOSS ACCOUNT AS AT 31.03.2009**

PARTICULARS	SHDL	31.03.2009	31.03.2008
<b>I. INCOMES</b>			
Turnover(Gross)	A	867,248,947.15	796,202,157.00
Less: Excise Duty		3,897,536.42	26,873,765.00
		-----	-----
Turnover(Net)		863,351,410.73	769,328,392.00
Other Incomes	B	986,209.72	5,004,247.55
		-----	-----
<b>TOTAL (Rs.)</b>		<b>864,337,620.45</b>	<b>774,332,639.55</b>
		=====	=====
<b>II. EXPENDITURES</b>			
Cost of Goods Sold	C	687,444,767.50	634,741,805.92
Administrative, Selling & Other Expenses	D	134,125,932.81	96,421,847.07
Interest		13,869,825.55	15,305,463.47
Loss on Sale of Assets		1,024,042.00	151,319.00
		-----	-----
<b>TOTAL (Rs.)</b>		<b>836,464,567.86</b>	<b>746,620,435.46</b>
		=====	=====
Profit/(Loss) before Depreciation		27,873,052.59	27,712,204.09
Depreciation		10,335,788.00	8,947,968.00
Profit/(Loss) before Tax		17,537,264.59	18,764,236.09
Less : Provision for Deferred Tax		974,048.00	709,264.00
Provision for Taxation - Current		2,049,160.00	2,225,000.00
Fringe Benefit Tax		910,000.00	725,000.00
Provision for Taxation - Previous Year		(169,299.00)	4,847.00
Net Profit/(Net Loss) after tax		13,773,355.59	15,100,125.09
Brought Forward Profit/(Loss) from previous year		35,610,173.30	20,510,048.21
Net Profit/(Net Loss) carried over to Balance Sheet		49,383,528.89	35,610,173.30

**For Ashok Sharma & Associates  
Chartered Accountants**
**For & on behalf of the Board of Directors**
**Amit Kumar  
Partner**
**Sharmila Chhikara  
Company Secretary**
**B.K.Gupta  
Managing Director**
**Ashutosh Gupta  
Director**
**Place : Delhi  
Date : 30.06.2009**

**SCHEDULE FORMING PART OF THE BALANCE SHEET**

P A R T I C U L A R S	SHDL	31.03.2009	31.03.2008
<b>1</b>	<b>SHARE CAPITAL</b>	(Rs.)	(Rs.)
	Authorised		
	80,00,000 Equity shares of Rs. 10.00 each	80,000,000.00	80,000,000.00
	Issued, Subscribed & Paid-up		
	77,21,624 (77,21,624) Equity shares of Rs.10.00 each fully paid up	77,216,240.00	77,216,240.00
		77,216,240.00	77,216,240.00
<b>2</b>	<b>RESERVES &amp; SURPLUS</b>		
	General Reserve	1,150.00	1,150.00
	Share Premium	3,003,972.00	3,003,972.00
		3,005,122.00	3,005,122.00
<b>3</b>	<b>SECURED LOANS</b>		
	Union Bank of India - Term Loan	19,333,338.00	26,543,205.00
	Union Bank of India-WCTL	12,083,346.00	17,083,338.00
	Union Bank of India - Working Capital	53,153,242.95	79,997,591.33
	Vehicle Loan	1,959,813.49	3,125,951.41
		86,529,740.44	126,750,085.74
	<u>Securities</u>		
	A) Term Loan & Working Capital Facilities from Union Bank of India are secured against:		
	I) First Charge on entire Fixed Assets and Current Assets of the Company both present & future.		
	II) Personal Guarantee of two Directors and relative of one Director.		
	III) 11,61,200 Equity shares of the company held by the Managing Director.		
	B) Vehicle loans are secured against Hyp. of vehicles.		
<b>4</b>	<b>UNSECURED LOANS</b>		
	- From Directors	1,200,000.00	1,200,000.00
	- From others (ECB)	--	6,758,437.50
		1,200,000.00	7,958,437.50

05. Schedule of Fixed Assets											
As on 31.03.2009											
S. No.	Description	Balance As on 01.04.08	Gross Block Additions During The Period	Sale/Disposal During the Period	Balance As On 31.03.09	Depreciation As on 01.04.08	Depreciation During The period	Block Adjustment During The period	Total As On 31.03.09	Net Block W.D.V. As On 31.03.09	W.D.V. As On 31.03.08
1	Land (Lease Hold) & Site Development- Hardwar	1898785.00	-	-	1898785.00	41971.00	21,098	-	63069.00	1835716.00	1856814.00
2	Land (Lease Hold) & Site Development- Bhiwadi	7524845.00	-	-	7524845.00	1022061.00	76,009	-	1098070.00	6426775.00	6502784.00
3	Building & Civil Construction	67685955.69	5469805	-	73155760.69	14927698.45	2275373	-	17203071.45	55952689.24	52758257.24
4	Plant & Machinery	74688213.82	3195568	2,700,000	75183781.82	18849024.13	3605536	1,642,303	20812257.13	54371524.69	55839189.69
5	Die & Moulds	1906726.00	598074	-	2504800.00	96842.00	104646	-	201488.00	2303312.00	1809884.00
6	A.C.Plant	20287020.39	5063794	-	25350814.39	2998639.28	1122821	-	4121460.28	21229354.11	17288381.11
7	Boiler	1005138.81	-	-	1005138.81	222880.92	47744	-	270624.92	734513.89	782257.89
8	Electric installation	12581512.17	1079543	-	13661055.17	2555475.13	624944	-	3180419.13	10480636.04	10026037.04
9	Quality Control	2887775.50	1813458	-	4701233.50	436284.90	168332	-	604616.90	4096616.60	2451490.60
10	Weight Machine	1016128.20	146719	-	1162847.20	159794.00	53533	-	213327.00	949520.20	856334.20
11	Generator Set	4046964.48	178500	-	4225464.48	1099006.91	199200	-	1298206.91	2927257.57	2947957.57
12	Water System	708585.51	171779	-	880364.51	240475.74	44177	-	284652.74	595711.77	468109.77
13	Refrigerator	49382.00	-	-	49382.00	16368.52	2607	-	18975.52	30406.48	33013.48
14	E.T.Plant	520222.00	-	-	520222.00	35947.00	27468	-	63415.00	456807.00	484275.00
15	Furniture & Fixtures	11078181.94	1047499	-	12125680.94	2469495.16	741329	-	3210824.16	8914856.78	8808686.78
16	Office Equipments	1640755.00	838499	-	2479254.00	365509.48	125321	-	490830.48	1988423.52	1275245.52
17	Safe	13966.40	-	-	13966.40	10884.88	884	-	11768.88	2197.52	3081.52
18	Cycles	12257.50	-	-	12257.50	8757.94	867	-	9624.94	2632.56	3499.56
19	vehicle	7733707.67	44517	-	7778224.67	2175642.53	735165	-	2910807.53	4867417.14	5558065.14
20	Computers	2843719.00	1387523	1,279,734.02	2951507.98	1783607.49	336708	1,279,734.02	840581.47	2110926.51	1060111.51
21	Lift	463697.00	-	-	463697.00	15750.00	22026	-	37776.00	425921.00	447947.00
	<b>Total</b>	<b>220593539.08</b>	<b>21035278.00</b>	<b>3979734.02</b>	<b>237649083.06</b>	<b>49532116.46</b>	<b>10335788.00</b>	<b>2922037.02</b>	<b>56945867.44</b>	<b>180703215.62</b>	<b>171061422.62</b>
	Previous Year	150946639.61	72075461.00	2428561.53	220593539.08	42614390.99	8947968.00	2030242.53	49532116.46	171061422.62	108332248.62

**SCHEDULE FORMING PART OF THE BALANCE SHEET**

P A R T I C U L A R S	S H D L	31.03.2009	31.03.2008
		(Rs.)	(Rs.)
<b><u>Capital Work in Progress (Pending Capitalisation)</u></b>			
Building / Machine/ Furniture & Fixtures.		30,307.00	80,790.00
ERP Project		1,977,695.00	1,977,695.00
Advances to Suppliers (Bhiwadi)		294,654.00	478,022.00
Advances to Suppliers (Haridwar)		171,800.00	644,906.00
		-----	-----
		2,474,456.00	3,181,413.00
		=====	=====

**6 CURRENT ASSETS, LOANS & ADVANCES**

**(a) Current Assets**

**i. Inventories**

- Raw Material	33,981,372.00	27,980,807.00
- Packing Material	17,520,657.00	25,010,267.00
- Finished Goods	12,038,215.00	12,142,896.00
- Work in progress	9,074,161.00	14,237,180.00
- Stores & Spares	1,137,286.00	438,976.00
	-----	-----
	73,751,691.00	79,810,126.00
	=====	=====

**ii. Sundry Debtors**

(Unsecured and considered good)

Debts outstanding (exceeding six months.)	5,242,597.64	3,649,952.69
Other Debts	144,565,974.29	213,302,997.79
	-----	-----
	149,808,571.93	216,952,950.48
	=====	=====

**SCHEDULE FORMING PART OF THE BALANCE SHEET**

<b>PARTICULARS</b>	<b>SHDL</b>	<b>31.03.2009</b>	<b>31.03.2008</b>
		(Rs.)	(Rs.)
<b>iii. Cash &amp; Bank Balances</b>			
Cash in hand (as per books and certified by the management )		1,303,873.59	1,474,695.59
Balance with scheduled Banks in :-			
Current Accounts		470,416.51	3,376,485.85
Fixed Deposits Accounts		7,130,789.00	1,854,795.00
		8,905,079.10	6,705,976.44
		8,905,079.10	6,705,976.44
<b>(b) Loans &amp; Advances</b>			
i. Advances receivable in cash or kind or for value to be received		36,402,776.08	35,747,992.02
		36,402,776.08	35,747,992.02
		36,402,776.08	35,747,992.02
<b>(c) Securities (Deposits)</b>		6,059,766.00	4,255,761.00
<b>7 CURRENT LIABILITIES &amp; PROVISIONS</b>			
<b>(a) Current Liabilities</b>			
i. Sundry Creditors		141,392,212.29	216,214,018.91
ii. Other Liabilities		45,346,687.70	32,154,849.10
iii. Advances from Customers		41,104,430.30	9,566,471.90
iv. Provision for Gratuity		4,166,121.00	3,266,711.00
v. Provision for Leave Encashment		1,774,108.00	426,023.00
vi. Provision for Bonus		641,648.00	0.00
vii. Provision for Taxation		2,049,160.00	2,225,000.00
		236,474,367.29	263,853,073.91
		236,474,367.29	263,853,073.91



**SCHEDULES FORMING PART OF THE PROFIT & LOSS ACCOUNT**

PARTICULARS	SHDL	31.03.2009	31.03.2008
		(Rs.)	(Rs.)
<b>A. <u>Turnover</u></b>			
Sales - Domestic		243,457,256.15	289,137,854.00
- Export		623,791,691.00	506,860,923.00
		867,248,947.15	795,998,777.00
Job Work Charges		0.00	203,380.00
		867,248,947.15	796,202,157.00
<b>B. <u>Other Income</u></b>			
Exchange Variation		0.00	4,738,159.34
Misc. Income		710,406.72	213,624.21
<b><u>Interest (Income)</u></b>			
Bank		219,635.00	52,464.00
Others		56,168.00	0.00
		986,209.72	5,004,247.55
<b>C. <u>Cost of Goods Sold</u></b>			
<b>Cost of Manufactured Goods Sold</b>			
Raw Material Consumed	E	512,517,682.50	490,143,084.66
Packing Material Consumed	F	124,923,469.00	97,574,420.55
Other Manufacturing Expenses	H	44 881 089.00	38,240,578.71
Cost of Production		682,322,240.50	625,958,083.92
Less :			
Samples		341,133.00	200,382.00
Increase (Decrease) in Stock	G	(5,267,700.00)	(8,984,104.00)
Sub Total	A	687,248,807.50	634,741,805.92
<b><u>Cost of Goods Traded</u></b>			
Opening Stock		0.00	0.00
Purchases		195,960.00	0.00
Less :			
Closing Stock		0.00	0.00
Sub Total		195,960.00	0.00
<b>TOTAL</b>		687,444,767.50	634,741,805.92

**SCHEDULES FORMING PART OF THE PROFIT & LOSS ACCOUNT**

PARTICULARS	SHDL	31.03.2009	31.03.2008
<b>D Administrative, Selling &amp; Other Expenses</b>		(Rs.)	(Rs.)
<b>Administrative Expenses</b>			
Establishment Expenses		858,810.00	839,772.00
Registration Charges		490,501.00	610,123.00
Bank Charges		4,819,685.92	3,829,171.75
Travelling & Conveyance		9,064,689.00	7,204,226.00
Fee & Subscription		322,396.00	528,054.00
Miscellaneous Expenses		6,930,927.78	4,440,656.00
Communication Expenses		3,574,584.38	3,154,817.19
Printing & Stationery		2,264,638.00	1,917,239.00
Vehicle Running Expenses		2,289,630.00	1,638,006.00
Director Remuneration		5,042,176.00	4,009,618.00
Share Listing & Transfer Expenses		100,621.00	120,994.00
<b>Selling &amp; Distribution Expenses</b>			
Advertisement		397,744.00	247,359.00
Bad Debts - Trade		10,808,790.31	394,098.00
Distribution Expenses		4,743,704.00	6,198,570.28
C & F Expenses		1,576,851.00	1,453,200.00
Business Promotion Expenses		953,378.00	742,650.00
Exchange Variation		3,783,053.42	0.00
Commission on Sales		8,078,813.00	10,520,187.00
Freight & Cartage Outward		14,020,546.95	7,927,894.95
Packing & Forwarding		557,211.00	10,954.00
Rent		614,600.00	4,63,800.00
<b>Repair &amp; Maintenance</b>			
- Building		1,431,832.00	1,652,772.00
- Machines & Electricals		4,954,947.00	4,021,110.95
- Others		1,122,656.00	839,266.00
<b>Insurance</b>			
- Vehicles		128,122.00	155,754.00
- Stocks & Building		315,206.00	203,488.00
- Others		212,370.05	439,298.95
<b>Payments to &amp; Provision for Employees</b>			
Salary & Allowances		34,134,199.00	24,867,089.00
ESI & PF Contribution		2,581,949.00	2,055,901.00
Staff Welfare & Training		4,539,072.00	3,205,684.00
<b>Others</b>			
Legal & Professional Charges		1,761,629.00	1,870,093.00
Consultancy Charges		1,425,600.00	660,000.00
<b>Auditors' Remuneration</b>			
Audit Fees		200,000.00	170,000.00
Out of Pocket Expenses		25,000.00	30,000.00
		134,125,932.81	96,421,847.07
		134,125,932.81	96,421,847.07

**SCHEDULES FORMING PART OF THE PROFIT & LOSS ACCOUNT**

P A R T I C U L A R S	S H D L	31.03.2009	31.03.2008
<b>E <u>Raw Material Consumed</u></b>			
Opening Stock		27,980,807.00	66,120,794.00
Add : Purchases		518,518,247.50	452,003,097.66
		<u>546,499,054.50</u>	<u>518,123,891.66</u>
Less : Closing Stock		33,981,372.00	27,980,807.00
		<u>512,517,682.50</u>	<u>490,143,084.66</u>
<b>F <u>Packing Material Consumed</u></b>			
Opening Stock		25,010,267.00	22,109,057.00
Add : Purchases		117,433,859.00	100,475,630.55
		<u>142,444,126.00</u>	<u>122,584,687.55</u>
Less : Closing Stock		17,520,657.00	25,010,267.00
		<u>124,923,469.00</u>	<u>97,574,420.55</u>
<b>G <u>Increase (Decrease) in Stock</u></b>			
Closing Stock of Finished Goods		12,038,215.00	12,142,896.00
Closing Stock of Work in Progress		9,074,161.00	14,237,180.00
		<u>21,112,376.00</u>	<u>26,380,076.00</u>
Less :			
Opening Stock of Finished Goods		12,142,896.00	22,266,744.00
Opening Stock of Work in Progress		14,237,180.00	13,097,436.00
		<u>(5,267,700.00)</u>	<u>(8,984,104.00)</u>
<b>H <u>Manufacturing Expenses</u></b>			
Analysis & Testing Charges		3,050,835.00	2,155,217.00
Consumable Stores		4,099,996.00	3,614,721.00
Design & Development		200,901.00	148,812.00
Cartage Inwards		6,329,192.00	7,227,999.00
Excise Duty Paid		0.00	107,496.54
Laboratories Expenses		1,186,116.00	1,014,371.17
Labour Charges		9,845,162.00	7,566,102.00
Power, Fuel & Water		20,149,971.00	16,405,860.00
Effluent Treatment Expenses		18,916.00	0.00
		<u>44,881,089.00</u>	<u>38,240,578.71</u>

**SCHEDULES FORMING PART OF THE BALANCE SHEET**

**08 Notes forming part of Accounts**

1. a) Inland and Foreign Guarantee given by the bankers on behalf of the Company is Rs.308.65 Lacs as on the date of balance sheet (Previous year Rs.189.79 lacs )  
b) Letter of Credit issued by the Bankers of the Company and outstanding against Raw Material Rs.267.27 lacs (Previous year Rs.901.23 lacs)
2. 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 realisation in the ordinary course of business at least equal to the amount at which they are stated in the balance sheet, unless otherwise stated.
3. Significant Accounting Policies
  - (i) **General** : The Accounts are prepared on the historical cost basis and on the accounting principle of going concern. All expenses and incomes to the extent considered payable and receivable respectively unless stated otherwise, have been accounted for on mercantile basis. Accounting Policies not specifically referred to otherwise are consistent and in accordance with generally accepted accounting principles. The value of stock of samples is taken as nil.
  - (ii) **Fixed assets** : The gross block of fixed assets are stated at historical cost which includes duties and taxes after deducting the amount of EXCISE DUTY/ CENVAT, except in the case of Plant at Hardwar the same is taken at the historical cost of the assets as CENVAT credit is not available since being in Tax free zone.
  - (iii) **Depreciation** : Depreciation is provided on straight line method at the rates and manners specified in schedule XIV of the Companies Act, 1956 on fixed assets used for the purpose of business.
  - (iv) **Foreign Exchange Transactions** : Transactions in foreign currencies are recorded at the rate of exchange in force at the date of transaction. Receivables and Liabilities (considered good), in foreign currency at the year end, are converted at the rate of exchange prevailing at the end of financial year.  
Export sales are accounted for at the time of

despatch of the material from the factory for export.

- (v) **Sales** : Sales are inclusive of Excise Duty and are net of Trade discount & Returns.
- (vi) **Export Benefits** : Export benefits (D.E.P.B & Advance Licence) are provided on accrual basis i.e. on despatch of material for export and included in turnover .
4. Previous Year's figures have been regrouped or recast wherever considered necessary.
5. **Capital Work in Progress** : It includes advances to suppliers of building materials, plant & machineries and other capital assets & will be allocated to fixed assets in year in which such assets will be ready for utilisation
6. The outstanding balances as on March 31, 2009 in respect of parties are subject to verification.
7. The cost of lease land alongwith development expenditure thereon has been amortised over the lease life of the land. During the year the company has written off Rs. 76009 for Bhiwadi and Rs. 21098 for Hardwar Land.
8. The closing stock as on 31st March, 2009 is as taken, valued and certified by the management.
  - Raw Material, Packing Material and Finished Goods are valued at cost or net realisable value whichever is lower
  - Work in Progress are valued at estimated cost
  - stores and spares are valued at cost.
 Closing stock of finished goods does not include excise duty.
9. Rs.71,30,789/- shown as Fixed Deposit Receipt with banks is including interest accrued and is lying as security with the parties/Govt. Departments or margin money with bank.
10. Travelling includes directors' travelling of Rs. 7,30,327/- (Previous year 3,02,760/-)

	Year ended	
	31.03.2009	31.03.2008
	Rs.	Rs.
Remuneration	42,60,000	33,84,000
Provident Fund.	3,31,200	2,59,320
Perquisite	1,44,074	1,78,656
Commission	3,06,902	1,87,642
	<u>50,42,176</u>	<u>40,09,618</u>
	=====	=====

12. The Company has provided Employees Benefits as per the Accounting Standard-15 issued by the Institute of Chartered Accountants of India. Provision for Gratuity and Leave Encashment have been made in the books of accounts on the basis of actuarial valuation using the Project Unit Credit Method.

13. Company has made provision for deferred tax effect on the difference of depreciation between the amount, as per Income Tax rules and profit & loss account for the year and accumulated retirement benefit provided for during the year.

14. The Company has one segment of activity namely "Pharmaceuticals".

15. Misc. Expenditure includes Rs.23,39,182.00 as contribution of medicines for Social Welfare to Charitable Institution.

16. The Company has made provision of Rs.6,41,648.00 on account of Bonus Liability on accrual basis as against being accounted for on payment basis previously and accordingly the Profit & Loss A/c is charged for the expenses for two years.

17. Earning Per Share (EPS) - The numerator and denominator used to calculate Basic and Diluted Earnings per Share:

	31.03.2009	31.03.2008
Net Profit After Tax (Rs.in Lacs)	137.73	151.00
Average number of Equity Shares outstanding during the year	77,21,624.00	77,21,624.00
Nominal Value of Equity Share (Rs.)	10.00	10.00
Earning Per Share Basic and Diluted (Rs.)	1.78	1.96

18. In terms of requirements of the Accounting Standards-28 on "Impairment of Assets" issued by the Institute of Chartered Accountants of India, the amount recoverable against Fixed Assets has been estimated for the period end by the management based on their present value of estimated future cash flows expected to arise from the continuing use of such assets. The recoverable amount so assessed was found to be adequate to cover the carrying amount of the assets, therefore no provision for impairment in value thereof has been considered necessary, by the management.

19. Sum of Rs. 62,92,000 (equivalent to EURO 100,000) received from the buyer for changes in the building to meet desired specifications with reference to the orders place by them have been reduced from the cost of the assets.

20. Information required to be disclosed under Micro, Small and Medium Enterprises Development Act, 2006 has not been provided by any party dealing with the Company and accordingly no information for the same can be provided. The Company is otherwise generally regular in making payments as per terms except for special reason.

**21. Related Party Disclosure**

Related party disclosure as required by AS-18, 'Related Party Disclosures' notified by the Companies (Accounting Standard) Rules, 2006 are given below :  
Name and Relationships of the Related Parties :

- (i) **Associate Concern**  
Medicamen Organics Ltd.
- (ii) **Companies in which Director is Director / CEO**
  - (a) Mission Pharma Logistics (India) Pvt. Ltd.
  - (b) Mission Pharma A/S
- (iii) **Key Management Personnel**
  - (a) Mr.B.K.Gupta
  - (b) Mr.Ashutosh Gupta

Transactions with the related parties during the year :

(Rupees in Lacs)

Transactions with Related Parties	Associate Concerns	Companies in which Director is Director / CEO	Key Management Personnel
<b><u>Income</u></b>			
Sales of Material / Goods /Others	1003,028 (260,448)	604,627,784 (473,105,758)	----
<b><u>Expenditure</u></b>			
Purchase of Material	144,670 (134,137)	2,45,06,265 (3,34,69,221)	-----
Rent	82,800		
Remuneration	---	---	50,42,176 (40,09,618)
Interest Paid	---	1,89,640 (7,01,784)	
<b><u>Installment of ECB paid</u></b>	---	75,82,127.50* (1,04,87,812.50)	
O/S Payables as on 31.3.2009	---	Nil (19,524,333)	
O/S Receivables as on 31.3.2009	3,62,940 (2,85,386)	2,12,96,366.60 (10,02,22,320.10)	
O/S of ECB	---	Nil (67,58,437.50)	

\* Includes payment on account of Exchange variation of Rs.8,23,690/- ( 13,70,562).

**22. Additional information Pursuant to Provisions of Paragraph 3, 4C and 4D of Schedule VI of the Companies Act, 1956.**

(i) Licensed capacity

N.A.

 (ii) **Installed capacity**
**Capacity (Per Shift /Per Annum) (IN LACS)**

Classes of Goods	Unit *	BHIWADI		HARDWAR	
		QTY.	AMT.	QTY.	AMT.
Tablets	Nos.	7800.00	(7800)	4100.00	(4100.00)
Capsules	Nos.	1800.00	(1800)	600.00	(600.00)
Liquid Oral	Ltr.	6.90	(6.90)	6.00	(6.00)
Dry Powder	Kg.	2.00	(2.00)	NIL	(NIL)
ORS	Kg.	3.90	(3.90)	NIL	(NIL)
Ointment	Kg.	-	-	0.30	(0.30)

\* In Case of Liquid Oral ,Dry Powder and ORS the product can be of different weight hence the capacity is mentioned in Kg./Ltrs.

 (iii) **GOODS MANUFACTURED (in Lacs)**

DESCRIPTION	UNITS IN NOS.	OP. QTY.	STOCK AMT.	MFD. QTY.	SALES QTY.	SALES AMT.( Rs.)	SAMP. QTY.	CLOSING* QTY.	STOCK AMT in Rs. *
TABLETS	NOS.	262.07 (263.27)	82.27 (177.78)	17870.37 (19132.62)	17823.80 (19133.83)	5772.92 (5684.11)	1.57 (0.51)	307.07 (262.07)	66.58 (82.27)
CAPSULES	NOS.	15.74 (28.53)	9.07 (17.50)	997.98 (1590.02)	979.66 (1602.81)	601.02 (873.53)	0.18 (0.03)	33.88 (15.74)	30.73 (9.07)
ORS	NOS.	3.20 (0.42)	5.60 (0.63)	264.78 (266.83)	265.95 (264.05)	617.78 (437.49)	0.00 (0.00)	2.03 (3.20)	3.28 (5.60)
OTHERS	NOS.	2.90 (2.93)	24.49 (26.76)	147.35 (120.76)	144.99 (120.79)	1677.99 (964.86)	0.12 (0.21)	5.13 (2.90)	19.79 (24.49)
			121.43 (222.67)			8669.71 (7959.99)			120.38 (121.43)

\* Closing Stock includes Stock at Delhi & Lucknow Depot worth Rs.17,48,108 Lacs

 (iv) **GOODS TRADED**
**Amount (In Lacs)**

PARTICULARS	OPENING	STOCK	PURCHASE		SALES		BREAKAGE	CLOSING STOCK	
	QTY.	AMT.	QTY.	AMT.	QTY.	AMT.	QTY.	QTY.	AMT.
Bio-Hazard Disposable Bags (In Lac No.)	0.00 (0.00)	0.00 (0.00)	3.25 (0.00)	1.96 (0.00)	3.25 (0.00)	2.79 (0.00)	(-) (-)	0.00 (0.00)	0.00 (0.00)
		0.00		1.96		2.79			0.00

(v) **RAW MATERIALS CONSUMED**

(in Lacs)

Description	Unit	31.03.2009		31.03.2008	
		Qty.	Amt.	Qty.	Amt.
Active Raw Materials	Kgs.	10.06	4321.96	9.00	4375.97
Excipients	Kgs.	10.39	735.97	8.83	442.00
Other	Nos.	873.31	67.25	1651.91	83.46
			<u>5125.18</u>		<u>4901.43</u>

(vi) **PACKING MATERIALS CONSUMED**

(in Lacs)

Description	Unit	As at 31.03.2009		As at 31.03.2008	
		Qty.	Amt.	Qty.	Amt.
ALUMINIUM FOIL	KGS.	0.78	274.18	1.02	272.76
GLASS/PLASTIC BTTL.	NOS.	174.15	325.52	151.89	254.75
CARTONS/LABELS	NOS.	299.37	223.70	272.41	162.02
CORRUGATED BOXES	NOS.	4.75	126.79	3.51	77.74
P.P.CAPS	NOS.	184.69	66.77	178.50	52.61
P.V.C.FILMS	KGS.	1.53	173.52	1.44	125.46
OTHERS	NOS.	152.24	58.75	93.99	30.40
			<u>1249.23</u>		<u>975.74</u>

(vii) Value of Imports calculated on C.I.F. basis

Rs. 6,68,00,323  
(8,49,78,620)

(viii) Value of Exports calculated on F.O.B. basis  
(Based on Shipping Bill)

Rs. 61,66,34,389  
(50,44,37,142)

(ix) Expenditure in Foreign Currency \*

Rs 608,367

\* Net of Withholding Tax

(909,566)

As per report of even date attached

**For Ashok Sharma & Associates**  
Chartered Accountants

For & on behalf of the Board of Directors

**Amit Kumar**  
Partner

**Sharmila Chhikara**  
Company Secretary

**B.K.Gupta**  
Managing Director

**Ashutosh Gupta**  
Director

Place : Delhi  
Date : 30.06.2009



**BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE**

**I. Registration Details**

Registration No.

State Code

Balance Sheet

Date: Month Year

**II. Capital Raised during the year (Amount in Rs.'000)**

Public issue

Rights issue

Bonus issue

Private Placement

**III. Position of Mobilisation and deployment of Funds (Amount in Rs.'000)**

Total Liabilities

Total Assets

Source of Funds Paid up Capital

Reserves & Surplus

Secured Loans

Unsecured loans

Deferred Tax Liability

Application of Funds

Investments

Net Fixed Assets

Net Current Assets

Misc. Expenditure

Accumulated Losses

**IV. Performance of Company (Amount in Rs.'000)**

Turnover (Sales & Other income)

Total Expenditure

+ - Profit (Loss) before Tax

+ -

Profit(Loss) After Tax

(Please tick mark Appropriate Box + for Profit - for Loss)

Earning Per Share in Rs.

Dividend rate %

**V. General Name of Three Principal Products/Service of Company (as per monetary terms)**

item code No.

Product Discription

ITC Code)

As per report of even date attached.  
for Ashok Sharma & Associates  
Chartered Accountants

For & On Behalf of Board of Directors,

Amit Kumar  
Partner

Sharmila Chhikara  
Company Secretary

B.K. Gupta  
Managing Director

Ashutosh Gupta  
Director

Place : Delhi  
Dated : 30.06.2009

**CASH FLOW STATEMENT AS ON 31 ST MARCH,2009**

	2008-09	2007-08
<b>(A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) after Tax and Extra-Ordinary items	13,773,356	15,100,125
Adjustments for:-		
Depreciation Written Off	10,335,788	8,947,968
Interest Paid	13,869,826	15,305,463
Interest Income	(275,803)	(52,464)
Loss on sale of assets	1,024,042	151,319
Operating Profit before Working capital changes	38,727,209	39,452,411
Adjustment for:-		
Trade & other Receivable	64,685,590	(73,028,335)
Inventories	6,058,435	44,371,049
Trade Payable	(26404659)	27,154,980
Cash Generated from operations	83,066,575	37,950,106
Net Cash from operative activities	83,066,575	37,950,106
<b>(B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Loans	—	—
Fixed Assets & Capital Works	(20,294,666)	(31,972,944)
Investments	—	—
Interest Received	275,803	52,464
Net Cash used in investing activities	(20,018,863)	(31,920,480)
<b>(C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Interest paid	(13,869,826)	(15,305,463)
Proceeds from Long Term Borrowings	(46,978,783)	11,288,523
Net Cash from Financing activities	(60,848,609)	(4,016,941)
Net increase in cash & cash equivalents	2,199,103	2,012,685
Cash and Cash equivalents at beginning of the year	6,705,976	4,693,291
Cash and Cash equivalents at end of the year	8,905,079	6,705,976

For & on Behalf of Board of Directors

Place: Delhi  
Dated : 30/06/2009

B.K.Gupta  
Managing Director

Ashutosh Gupta  
Director

**AUDITOR'S REPORT**

We have examined attached Cash Flow statement of M/s MEDICAMEN BIOTECH LTD. For the year ended 31 st March,2009.The Statement has been prepared by the company in accordance with the requirements of Clouse 32 of Listing Agreement with Stock Exchange and is based on and in agreement with the books and records of the Company and a also profit & Loss Account and the Balance Sheet of the company covered by our report of even date to the member of the company.

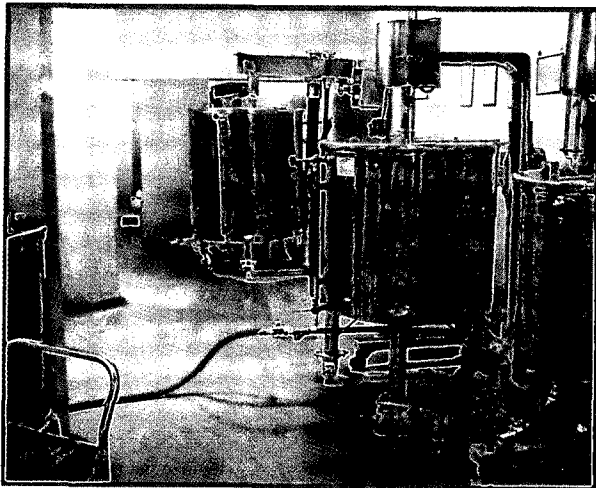
For ASHOK SHARMA & ASSOCIATES  
CHARTERED ACCOUNTANTS

Amit Kumar  
Partner

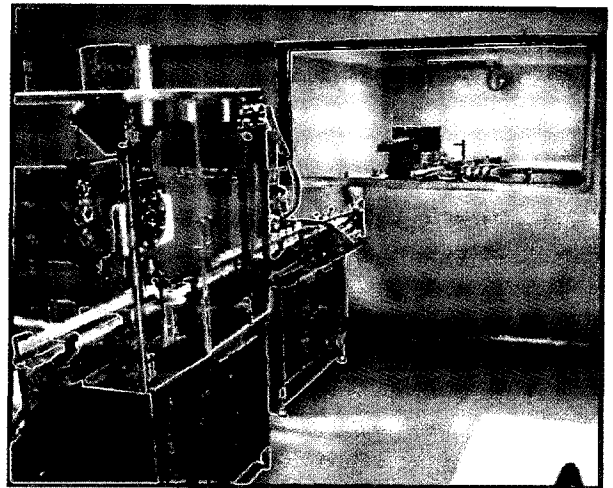
Place: Delhi  
Dated : 30/06/2009



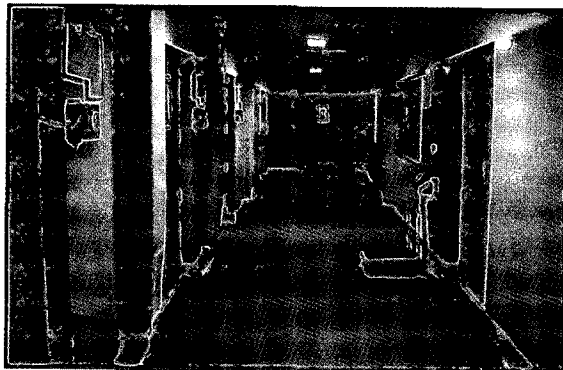
Puja caremony of the Ciflosporins Block at Bhiwadi



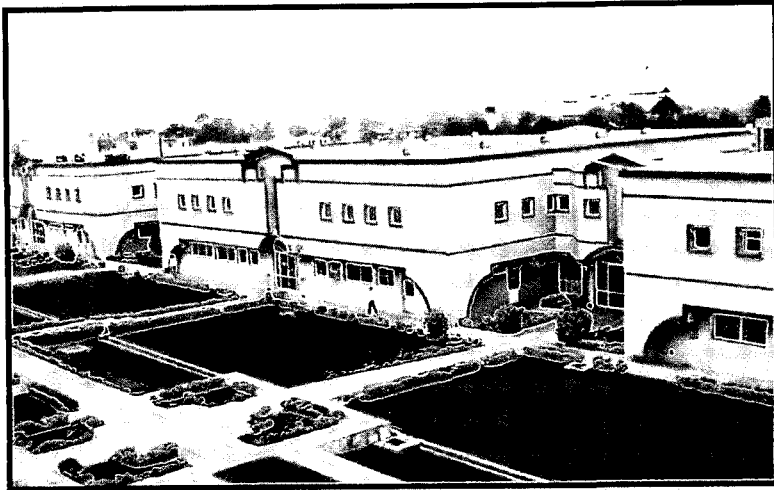
Liquid Orals



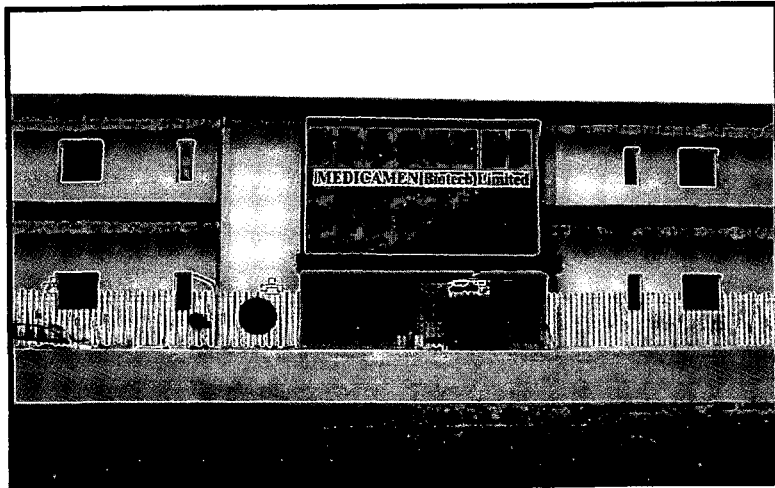
New Area for Non-Betalactum P.F.S.



Flooring of Primary Mfg. & Pkg. Areas



Bhiwadi Plant



Haridwar Plant



## **MEDICAMEN Biotech Ltd.**

**Regd. Office :**

10, Community Centre No. 2, Ashok Vihar, Phase-II, Delhi-110 052  
Tel.: 011-27463506, Fax : +91-11-27138171, Website : [www.medicamen.com](http://www.medicamen.com)

**Works :**

**Unit-1 :** SP-1192, A&B, Phase-IV, Industrial Area, Bhiwadi-301019  
Tel.: 01493-221291, 221292, Fax : 01493-221948

**Unit-2 :** Plot No. 86 & 87, Sector 6A, Industrial Estate, IIE, Haridwar UTTARAKHAND  
Tel. : 01334-239488/89/90