

Twenty Second Annual Report of

Pharmaids Pharmaceuticals Limited

2010-11

Pharmaids Pharmaceuticals Limited

REGD.OFF:4-4-211/212/3, 1st Floor, Inderbagh, Sultan Bazar, Hyderabad-500 095

TWENTY SECOND ANNUAL REPORT

2010-11

BOARD OF DIRECTORS

Dr.Ghisulal Jain : Chairman & Managing Director

Shri Subhash Jain : Executive Director

Shri Hasmukh Jain : Director
Shri Mahendra k. Ranka : Independent Director

Shri M. Sudheer Anand : Independent Director
Shri G. Uday Kumar : Independent Director

REGISTERED OFFICE

4-4-211/212/3,1ST Floor, Inderbagh,Sultan Bazar, Hyderabad-500 095 E-MAIL:mailpharmaids@yahoo.co.in

FACTORY Sy. No:533, (v) Kondamadugu (M) Bibinagar, Dist, Nalgonda Tel No. 9247058492

WEBSITE:www.pharmaids.com

AUDITORS M/s. Laxminiwas & Jain Chartered Accountants

Hyderabad 500 018.

LISTING AT Bombay Stock Exchange Ltd.,

AGENTS
M/s. Venture Capital & Corporate
Services Ltd.,
12-10-167,Bharat Nagar,

REGISTERAR & SHARE TRANSFER

BANKERS
Central Bank of India
Gudimalkapuram Branch, Hyderaba

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Gudimalkapuram Branch, Hyderabad | Attendance slip & Proxy form

NOTICE

NOTICE is hereby given that the 22nd Annual General Meeting of M/s. PHARMAIDS PHARMACEUTICALS LIMITED will be held on Monday, 26th September, 2011 at 10.30 A.M. at Andhra Pradesh Chemists & Druggists Association, 5-9-262/1, King Koti, Hyderabad - 500 001 to transact the following business:

ORDINARY BUSINESS:

- To Receive, Consider and Adopt the Audited Balance Sheet as at 31st March 2011 and the Profit and Loss Account for the year ended 31st March 2011, together with the reports of the Directors and Auditors' thereon.
- To appoint a Director in the place of Sri.Mahendra Kumar Ranka, who 2. retires by rotation and being eligible offers him self for re-appointment.
- To appoint a Director in the place of Sri Subash Lalwani, who retires by 3. rotation and being eligible offers him self for re-appointment.
- To appoint M/s. Lakshminivas & Jain, Chartered Accountant, Hyderabad 4. as Statutory Auditors of the company to hold office from the conclusion of this Annual General Meeting till conclusion of the next Annual General Meeting and authorize Board of Directors of the company to fix their remuneration.

SPECIAL BUSINESS

To Re-appoint Dr Ghisulal Jain, as Managing Director

To consider and if thought fit, to pass, with or without modification, the following resolution as an Special Resolution:

"RESOLVED THAT in supersession to the earlier resolution(s) and pursuant to the provisions of Sections 198, 269, 309, 310, Schedule XIII and other applicable provisions if any of the Companies Act, 1956, consent of the Company be and is hereby accorded for Re appointment of Dr Ghisulal Jain as a Managing Director of the Company with effect from 02.09.2011 for a period of 5 years at a remuneration of Rs 150000/- per Annum,

Managing Director will be covered under the Employees Provident Fund Scheme as per the rules applicable to other employees of the Company. Payment of gratuity shall be as per provisions of the Act.

All rules applicable to senior employees of the Company shall be applicable to the Managing Director.

"RESOLVED FURTHER THAT in the event of no profits or the profits of the Company are inadequate the Managing Director shall be entitled to remuneration by way of salary and perquisites not exceeding the limits as per Part ii of Schedule Xiil specified above and he shall be entitled for Annual Increments as per the Rules and Policies of the Company".

> By order of the Board of Directors Sd/-

(DR. GHISULAL JAIN) Chairman & Managing Director

Place: Hyderabad Date: 02.09.2011

NOTES FOR MEMBERS ATTENTION:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE MEETING.
- Members are requested to notify immediately any change in their address
 to the share transfer agents and incase their shares are held in
 dematerialized form, this information should be passed on to their respective
 depository participants with out delay.
- 3. Register of members of the Company and Share Transfer Books will remain closed from, Thursday 22nd September to Monday 26th September ,2011 (both days inclusive).
- Members who have multiple accounts are requested to intimate to the company, the folios of such accounts, to enable the company to consolidate all their share holdings in to one account.
- Members who hold shares in dematerialized form are requested to bring their client ID and DP IDs for easier identification of attendance at the meeting.
- Shareholders holding shares in physical form are invited to contribute to the cause of Green Initiative by registering their e-mail ID, by submitting the E- COMMUNICATION REGISTRATION FORM inserted in the Annual Report.
- 7. Pursuant to the requirements of the listing agreement of stock exchanges, the information of the directors proposed to be appointed or Re-appointed is given in the annexure to the notice.
- 8. Members/proxies are requested to bring their copies of Annual Report and the attendance slip duly filled in for attending the meeting. Copies of the Annual Reports will not be provided at the meeting.
- Members desiring any information as regards accounts are requested to write to the Company at least seven days before the date of the meeting to enable the management to keep the information ready at the meeting.

Additional Information on retiring directors as required under provisions of Listing Agreement:

Brief Profile of Sri Mahendra Kumar Ranka

Sri Mahendra Kumar Ranka, aged about 49 years has done Graduation and having more than 20 years of experience in the field of business and he is also a Director of M/s Ranka Tech Pvt Ltd as on 31st March 2011.

Brief Profile of Sri. Subash Lalwani

Sri. Subash Lalwani, aged about 43 years is having wide experience in the field of business and does not hold Directorship in any other Companies.

By order of the Board of Directors

Sd/-

Place: Hyderabad Date: 02.09.2011 (Dr.Ghishulal Jain) Chairman & Managing Director

DIRECTOR'S REPORT

To

The Members,
M/s Pharmaids Pharmaceutical Limited

Your Directors are pleased to present herewith the 22nd Annual Report on the business and operations of the Company and the Audited Accounts for the year ended 31st March 2011.

1. FINANCIAL RESULTS AND OPERATIONS:

The summarized financial results for the year ended 31st March 2011 as compared with the previous year are as under:

1 FINANCIAL RESULTS

(Rs.in Lakhs)

PARTICULARS	2010-11	2009-10
Sales	78.40	50.21
Other Income	0.00	0.04
Total Income	78.40	50.25
Total expensed other than interest	83.08	56.40
Profit before Depreciation	(4.69)	(6.14)
Less: Depreciation	7.72	7.72
Less: Provision for Tax	0.00	0.00
Deffered Tax	1.37	1.61
Profit/(loss) for the year	(11.80)	(12.30)
Less: Prior period adjustment	0.77	0.00
Add: Profit b/f from earlier years	(126.33)	(113.96)
Profit/Loss carried to Balance Sheet	(138.13)	(126.33)

The Operational performance of the Company is discussed in detail under Management Discussion and Analysis Report.

2. PUBLIC DEPOSITS:

The Company has not accepted any fixed deposits from the public within the meaning of section 58A of the Companies Act, 1956 and there are no outstanding deposits as on 31st March, 2011

3. OUTLOOK FOR THE CURRENT YEAR:

The Company is taking adequate steps to strengthen the marketing

department with a view to launch new products and is in the process of searching new avenues for marketing the same.

4. STATUTORY DISCLOSURES:

Conservation of Energy, Technology Absorption, Foreign Exchange Earning and Outgo:

Particulars pursuant to the provisions of section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosures of Particulars in the report of Board of Directors) Rules, 1988 are given in the Annexure - A.

5. DIRECTORS:

In accordance with the requirements of the Companies Act, 1956 and the Articles of Association of the Company Sri. Mahendra Kumar Ranka and Subash Lalwani, Directors retire by rotation and being eligible offer themselves for re-appointment.

6. AUDITORS:

M/s Laxminivas and Jain, Chartered Accountants, retire at the ensuing Annual General Meeting and being eligible, have offered themselves for re-appointment.

7. AUDIT COMMITTEE:

In accordance with Clause 49 of the Listing Agreement, the company has constituted an Audit Committee, which consists of Three Independent and Non Executive Directors of the company Viz Sri.M.Sudheer Anand, Sri.Mahendra K Ranka and Mr. G Uday Kumar. The Audit committee functions in terms of the role and powers delegated by the Board of Directors keeping in view of the Provisions of Clause 49 of Listing Agreement and Section 292A of the Companies Act 1956.

8. PARTICULARS OF EMPLOYEES:

There are no employees in the organization coming under the provisions of section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended.

9. EXPLANATION TO AUDITORS OBSERVATON:

The observations made by the Auditors in their report referring to the notes forming part of the Accounts are self-explanatory to the extent necessary and do not require any further elucidation.

SI.	Auditors Observations	Directors Clarification
1	Non confirmation/reconciliation of balance shown Sundry debtors, Sundry creditors, Un-secured Loans, Loans and Advanced, the impact ow which is unascertained.	Letters have been sent to all parties for confirmation & reply is awaited.
2	Note no. 4 of Schedule 12 regarding non-provision of interest on Cash Credit and Term Loan account impact of which is unascertained.	As OTS offer is pending with bank and hope bank will accept the same and waive the interest.

10. DIRECTOR'S RESPONSIBILITY STATEMENT:

In accordance with sub-section (2AA) of section 217 of the Companies Act, 1956, the Directors of the Company state:

- a. That in the preparation of the accounts for the financial year ended 31st March 2011, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- b. That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 the year under review.
- c. That 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 safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d. That the Directors have prepared the accounts for the financial year ended 31st March 2011 on a 'going concern basis.

11. DISCLOSURE AS PER LISTING AGREEMENT:

Clause 32

The cash Flow Statement in accordance with accounting standard of Cash Flow Statement (AS-3) issued by ICAI is appended to this Annual Report. Clause 43A

The Companies shares are listed on the Bombay Stock Exchange Ltd., It is further informed that the Annual Listing Fees to the Stock Exchange is paid upto 2011-12.

12. CORPORATE GOVERNANCE:

A separate report on corporate governance along with Auditor's. Certificate on its compliance is attached to this report.

13. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

A Separate Report of Management Discussion and Analysis as required under the Provisions of listing agreement attached to this report.

14. INDUSTRIAL RELATIONS:

Industrial relations continue to be cordial and the management places on record its appreciation for the devotion and commitment demonstrated at all times particularly during the critical times, which the company had to pass through.

15. HUMAN RESOURCES:

The Board of Directors would like to place on record its deep appreciation to all the employees for their dedicated services to the company. Our organizational culture and work environment is central to our ability to complete effectively.

16. COMPLIANCE CERTIFICATE:

Company has taken initiative to appoint Qualified Company Secretary to comply with the provision of Section 383A of the companies Act, 1956 and Listing Agreement. The efforts of the company were not fruitful, however company is availing the services from a Practicing Company Secretary.

17. ACKNOWLEDGEMENTS:

Your Directors wish to express their appreciation for the cooperation and continued support received from the Central Bank of India, the Company's Bankers. Your Director's also take this opportunity to place on record their appreciation for the dedicated services rendered by the executives, managers, officers, employees and workers for the dedication and sense of commitment shown by the employees at all levels and their contribution towards the performance of the Company.

By Order of the Board

Sd/-

Place: Hyderabad

Date: 02.09.2011

(Dr.Ghisulal Jain)
Chairman & Managing Director

ANNEXURE TO THE DIRECTOR'S REPORT

Particularly required under the Companies & Disclosures of particulars in the Report of Board of Directors Rules, 1988.

- 1. Conservation of energy
 - Energy conservation measures taken as:
- i. Standard operating process is being implemented for Plant & Machinery.
- ii. Capacitors are used to improve power efficiency.
- iii. Total energy consumption per unit of production is as per Form-A

The Annexure to the rules in respect of Industries specified the schedule there to:

FORM - A (See rule 2) Form for Disclosure of Particulars with respect to Conservation of Energy

Par	ticulars	2010-11	2009-10
Α.	Power & Fuel consumption		
ELE	ECTRICITY:		
1.	Purchase		
	Total Units (KWH)	6156	5641
	Total amount (Rs. In lacs)	48020	44004
	Rate per unit in Rs.	7.80	7.80
2.	Own Captive Generation through	-	-
	Diesel Generator		-
	Unit (KWH)		
	Unit per Ltd.,	-	-
	Cost per Unit (Rs.)	-	_
<u>—</u>	Consumption per unit of production		
	Electricity (unit/kg)	NA	NA

Since the company manufactures different types of Drug formulations it is not practicable to give consumption per unit of product.

FORM B (See Rule 2) Form for Disclosure of Particulars with respect to Technology Absorption (R&D)

Disclosures of particulars with respect to technology absorption research and development (R&D).

In house development works is carried out by the company by implementing GMP guidelines. No significant expenditure is incurred.

By Order of the Board

Sd/-

Place: Hyderabad (Dr.Ghisulal Jain)

Date: 02.09.2011 Chairman& Managing Director

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY OVER VIEW:

Indian pharmaceutical industry can be defined as a success story providing employment for millions and ensuring that essential drugs are available at affordable prices to the vast population of Indian sub-continent.

The Indian pharmaceutical industry has witnessed a growth rate of about 10% over the last few years Pharmaceutical industry has given employment to approximately 2.86 million people and has around 20,053 units. Globally, India is 4th in terms of volume (8% of world's production), 13th in terms of value, and 17th in terms of pharmaceutical export value.

As in the present scenario, only a few people can afford costly drugs, which have increased price sensitivity in the pharmaceutical market, the companies are trying to capture the market by introducing high quality and low price medicines and drugs. Driven by growing number of pharmaceutical units, increased knowledge skills, improved quality and increasing national as well as international demand, India is now recognized as a leading global player.

COMPANY OVERVIEW:

Pharmaids Pharmaceuticals Limited is primarily engaged in manufacture of affordable life saving drugs in various forms like Tablets, Capsules, Liquids and Powders etc., in allopathic and herbal drug formulation.

OPPORTUNITIES:

With the Product Patent Act, coming into operation, the industry is able to attract

big MNCs to India. Earlier these big firms had apprehensions in launching new drugs in the Indian market. Contract research and pharmaceutical outsourcing are the new avenues in the pharmaceutical market. Contract manufacturing is growing at a very fast pace and is estimated to grow to US \$30billion, whereas contract research is estimated to reach US\$6-10 billion. Approvals given by Foods and Drugs Administration (FDA) and ANDA (Abbreviated New Drug Application)/ DMF (Drug Master File) have played an important role in making India a cost-effective and high quality product manufacturer. Furthermore, the changes that took place in the patent law, change of process patent to product patent, have helped in reducing the risk of loss for intellectual property. This presents immense growth prospects to the Company.

THREATS, RISKS & CONCERNS:

The risks involving the Pharmaceutical industry are two fold, macro-risks and micro-risks. While macro-risk usually affects a whole industry or state and thus needs joint and collaborative efforts, micro-risks can be de risked at the company level. The key macro-risks are local political developments, policy of the Government, and change in laws of the land, economic and inflationary trends.

While at the Micro level, the Company's Main concern is the implementation of the govt policies as well as guidelines mentioned in Schedule M of W.H.O G.M.P Standards which give general and specific requirements for factory premises and materials, plant and equipment and minimum recommended areas for basic installation for certain categories of drugs.

SEGMENT WISE PERFORMANCE:

As the Company operates in only one segment i.e production and marketing of Pharmaceutical formulations, segment wise analysis of performance is not required.

OUTLOOK:

The new patent regime has led many multinational pharmaceutical companies to look at India as an attractive destination not only for R&D but also for contract manufacturing, conduct of clinical trials and generic drug research. The future of Indian pharmaceutical sector is very bright as the dream of Indian pharmaceutical companies for marking their presence globally and competing with the pharmaceutical companies from the developed countries like Europe, Japan, and United States is now coming true. By revising its R&D policies the government is trying to boost R&D in domestic pharma industry. It is giving tax exemption for a period of ten years and relieving customs and excise duties of all the drugs and material imported or exported for clinical trials to promote innovative R&D.

The Company is confident of accelerating the growth rate as soon as the company starts its operation from excise free zone in Northern India and the existing facilities. With the adoption of Schedule 'M', GMP guideline, the company expects to perform

better in the future

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

During the year under review the Company has achieved a Sales of Rs 78.40 Lakhs as against Rs. 50.21Lakhs in the previous year registering a rise of Rs.28.19 lakhs. During the year the Company has registered a Net loss before tax of Rs.12.40Lakhs as against Rs.13.85 Lakhs in the previous year. The Company has not made any provision for income tax for the year under consideration.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED:

The Company recognizes the importance and contribution of its employees to the growth and development of the Company. The Company continued to maintain cordial relations with employees and staff..

INTERNAL CONTROL SYSTEM AND ADEQUACY:

Company continues to place considerable emphasis and efforts on the internal control systems. Periodical internal audits, limited reviews by the Management and Audit Committee meetings is focusing on the quality of the internal checks and balances in the finance and accounting aspect. Directors have taken all steps—for recovery of old dues and in some cases, company has taken legal cases and also lodged a legal complaint regarding our trade mark of the Dicloplus Tab & Tulsicof

Also the company is bound to profitability sources like focus on waste reduction, cost reduction and improvement in productivity.

CAUTIONARY STATEMENT:

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be considered to be forward looking statements and actual results could differ materially from those expressed or implied. Important factors which could make a significant difference to the Company's operations include downtrend in the pharmaceutical sector, demand supply conditions, market prices, input component costs and availability, changes in government regulations and tax laws besides other factors such as litigation, over which the Company may not have any control.

REPORT ON CORPORATE GOVERNANCE

(Pursuant to Clause 49 of the Listing Agreement with the Stock Exchange)

1. A brief statement on Company's philosophy on code of Governance: Pharmaids Pharmaceuticals limited believes that good Corporate Governance practices should be enshrined in all activities of the Company. This would ensure efficient conduct of affairs of the Company and help the Company to achieve goal of maximizing value for all its stake owners. Your Company's business objective is to manufacture and market the Company's product in such a way as to create value that can be sustained over the long term for consumers, shareholders, employees & business partners. Your Company is conscious of the fact that the success of a Company is a reflection of the professional conduct and ethical values of its management & employees. Your Company affirms its commitment to follow good corporate governance practices proactively.

2. Board of Directors

- (i) The Company has Three Whole Time Directors & and Three Independent Directors. The Chairman is Promoter executive Director, The Board of the Company is in conformity with Clause 49 of the Listing Agreement. The Company has an optimum combination of Executive and Non-executive Directors.
- (ii) None of the Directors on the Board is a member of more than 10 committees or Chairman of more than 5 committees across all the companies in which he is a Director. Necessary disclosures regarding committee positions in other public companies as at 31st March 2011 have been made by the Directors.
- (iii) The details relating to the names and categories of the Directors on the Board, their attendance at Board Meetings during the year and at the last Annual General Meeting as also the number of directorships and committee memberships held by them in other companies are given below:
- (iii) Five (5) Board Meetings were held during the year 2010-11 and intervening period between the Board Meetings were within the maximum time gap prescribed under the Companies Act, 1956 and Clause 49 of the Listing Agreement. The dates on which the Board Meetings held were 30th April 2010, 14th of August, 2010, 1st day of September 2010, 12th day of November, 2010, 14th Day of February, 2011.
- (iv) Apart from receiving the sitting fees, Non-Executive Directors do not have

Name	Category	No.of Board Meetings during the Year 2010-11		e last AGM held on 30th	No.of Director ships in other Public	No.of Committee positions held in other public companies	
		Held	Atten ded	September 2010	compan ies	Chairm an	Memb er
Dr. Ghisulal Jain	Managing Director and Non Independent Director	4	4	Yes	Nil	Nil	Nil
Sri Subhash Jain	Executive and Non independent Director	4	4	Yes	Nil	Nil	Nil
Sri Hasmukh Jain	Director	4	4	Yes	Nil	Nil	Nil
Sri Mahendra K Ranka	Independent Director	4	4	Yes	Nil	Nil	Nil
Sri M.Sudheer Anand	Independent Director	4	3	Yes	Nil	Nil	Nil
Sri G.Uday Kumar	Independent Director	4	1	No	Nil	Ni	Nil

any other material pecuniary relationship or transactions with the Company, its promoters or its Management, which in the opinion of the Board may affect independence of judgment of the Director.

- (v) Necessary information as mentioned in Annexure 1A to Clause 49 of the Listing Agreement has been placed before the Board for their consideration.
- (vi) The Board members are given in advance the appropriate documents and information of each Board and Committee meetings so as to enable them to participate effectively and contribute to the smooth functioning of the Company.
- 3. Audit Committee
- (i) The Audit Committee of the Company is constituted in line with the provisions of Clause 49 of the Listing Agreement with the Stock Exchange read with Section 292A of the Companies Act 1956.
- (ii) The Company's Audit Committee comprises of the following Directors all of whom are Non-Executive Independent Directors and are financially literate:

- 1. Sri M.Sudheer Anand
- Chairman
- 2. Sri Mahendra K Ranka
- Member

3. Sri Udav Kumar

- Member
- (iii) The terms of reference stipulated by the Board to the Audit Committee includes review of the following:
 - " Management discussion and analysis of financial condition and results of operations:
 - " Statement of significant related party transactions (as defined by the audit committee), submitted by management;
 - " Management letters / letters of internal control weaknesses issued by the statutory auditors;
 - " Internal audit reports relating to internal control weaknesses;
 - The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee
 - Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
 - " Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
 - " Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
 - Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 - Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956
 - Changes, if any, in accounting policies and practices and reasons for the same
 - Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Qualifications in the draft audit report.
 - Reviewing, with the management, the quarterly financial statements before submission to the board for approval
 - " Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.

- " Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- Discussion with internal auditors any significant findings and follow up there on.
- " Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
- " Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- " To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors.

The Company continued to derive immense benefit from the deliberations of the Audit Committee comprising three Non-Executive and independent Directors. Sri. M.Sudheer Anand, who is heading the Audit Committee as Chairman is having vast experience in Banking, Industrial Finance, and Project Implementation & Management. The Chairman of the Audit Committee was present at the previous Annual General Meeting.

(iv) During the year 2010-11 the Audit Committee met Four (4) times. The statutory auditors and whole-time directors were invited for the meetings. The attendance of the members of the committee is given below:

Name	Category		No. of Meetings during the Year 2010-11		
		Held	Attended		
Sri. M.Sudheer Anand Chairman	Independent, Non Executive	4	3		
Sri. Mahendra K Ranka Member	Independent, Non Executive	4	4		
Sri. Uday Kumar - Member	Independent, Non Executive	4	4		

4. REMUNERATION COMMITTEE:

The Company had constituted a Remuneration Committee in terms of Schedule XIII of the Companies Act, 1956 read with clause 49 of the listing agreement. The Committee is headed by Dr.Ghisulal Jain and consists of Sri Mahendra K Ranka and Sri. G.Uday Kumar. The broad terms of reference of the remuneration committee are to approve/recommend to the Board the salary (including annual increments) perquisites and commission including pension rights & any compensation payment to be paid to the Company's Managing / Whole-Time-Director's.

Remuneration policy: The Company while deciding the remuneration package of the management takes into consideration the employment scenario, remuneration package of the industry, financial performance of the Company and talents of the appointee. The Executive Directors and Non-Independent Directors of the Company are not entitled to sitting fees. The Non Executive Independent Directors are not paid any remuneration except sitting fees for attending Board/ Committee meetings. During the year 2010-11 the Committee was not required to meet.

5. REMUNERATION OF DIRECTORS

Details of remuneration/sitting fees paid to the Directors for the year 2010-11 are given below.

Name	Sitting Fee Rs.	Salary, perquisites and allowances Rs.
Dr. Ghisulal Jain	N.A	150,000
Sri. Subhash Jain	N.A	60000
Sri, Hasmukh Jain	N.A	
Sri. Mahendra K Ranka		N.A
Sri. M.Sudheer Anand		N.A
Sri. G.Uday Kumar		N.A

No pecuniary relationship exists between the Company and its Non - Executive Directors except for the sitting Fees as mentioned above.

The Company does not have any stock option plan or performance incentives.

Details of Shares of the Company held by the Directors as on March 31, 2011 are as below:

Name	No.of Shares
Dr. Ghisulal Jain	18030
Sri Subhash Jain	11400
Sri Hasmukh Jain	3500
Sri Mahendra K Ranka	100
Sri M.Sudheer Anand	-
Sri G.Uday Kumar	_

6. SHARE TRANSFER & INVESTOR'S GRIEVANCE COMMITTEE:

This committee comprises of 3 members Dr.Ghisulal Jain, Sri.Subhash Jain and Sri.Hasmukh Jain. The Chairman of the Committee is Dr.Ghisulal Jain. The Committee looks into transfer and transmission, issue of duplicate share certificate, consolidation and sub-division of shares and investors grievance. The committee oversees the performance of the Registrars and Transfer agents and recommends measures for overall improvement in the quality of investor services.

The committee met 4 times during the year 2010-11

INVESTOR GRIEVANCE STATUS CHART

PARTICULARS	RECEIVED	RESOLVED	
Non receipt of Dividends	Nil	Nil	
Transmission	Nil	Nil	
Change of Address	2	2	
Request for Demat	Nil	Nil	
Request for Remat	1	1	
Investor Service letters			
PARTICULARS	RECEIVED	RESOLVED	
Transfers (shares)	7700	7700	

There were no transfers or transmissions or demat/remat requests pending as on 31st March 2011.

11900

11900

7. GENERAL BODY MEETINGS:

Request for Demat (shares)

a. Location & Time of Last 3 Annual General Meetings:

Year	Venue	Date	Time
2009-:2010	APCDA,5-9-262/1, King Kothi,Hyderabad	30.09.2010	10.30 A.M
2008-2009	APCDA,5-9-262/1, King Kothi,Hyderabad	30.09.2009	10.30 A.M
2007-2008	APCDA,5-9-262/1, King Kothi,Hyderabad	30.09.2008	10.30 A.M

b) During the year none of the resolutions had been passed through postal ballot

8. DISCLOSURES:

During the year 2010-11 the Company had no materially significant related party transactions, which is considered to have potential conflict with the interest of the Company at large. The disclosures as to relate party transaction are disclosed in the notes to accounts.

There were no instances of non-compliance, penalties, strictures imposed on the Company by the stock exchanges, SEBI or any other statutory authority on any matter relating to the capital markets during the last 3 years.

9. MEANS OF COMMUNICATION:

The Board of Directors of the Company approves and takes on record of unaudited financial results in proforma prescribed by the stock exchange. Where the shares of the Company are listed, within one month of the close of the quarter and announces forthwith the results to the stock exchange. The audited/unaudited results will be published usually in the newspapers and will be available with company's website www.pharmaids.com.

10. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Information on Management Discussion and Analysis is given in the Directors' Report.

11. NON-MANDATORY REQUIREMENTS:

As regards adoption of Non-Mandatory requirement of Corporate Governance. It is submitted that the Company does not send the half yearly results to each of the shareholders.

12. GENERAL SHAREHOLDERS INFORMATION:

a. 22nd Annual General Meeting

Date and Time: Monday, the 26th September, 2011 at 10.30 A.M Venue: Andhra Pradesh Chemists and Druggists Association, 5-9-262/1, King Kothi, Hyderabad.

b. Financial Calendar (tentative)

Financial Year : 1st April to 31st March

First Quarter Results : July/August 2011

Second Quarter and Half yearly results : October/November 2011

Third Quarter Results : January/February 2012

Last Quarter Results /Audited Results : May/June 2012

c. Dates of Book closure : Thursday, the 22nd day of September 2011

Monday, the 26th day of September 2011

d. Dividend payment date : Not applicable

e. Listing on Stock Exchanges: The Bombay Stock Exchange Limited,

Mumbai

Stock Code : 524572

ISIN Numbers in NSDL &

CDSL for Equity Shares : INE117D01018

The Company has paid its annual listing fees to the stock exchange for the financial year 2010-11

f. Market Price Data: High/Low price quotation in each month of the last financial year 2010-11 on the Stock Exchange, Mumbai is given below.

Month	High	Low	-
	(Rs.)	(Rs.)	
Apr' 10	4.24	2.90	
May' 10	4.40	3.71	
Jun' 10	4.14	2.94	
Jul' 10	4.38	2.92	
Aug' 10	4.66	3.68	-
Sep' 10	4.53	3.60	
Oct' 10	4.08	3.07	
Nov' 10	5.07	4.00	
Dec' 10	6.04	4.63	
Jan' 11	5.99	4.36	
Feb' 11	6.32	4.51	
Mar' 11	6.72	5.84	

Source: www.bseindia.com

Registrars and Transfer Agents (RTA): M/s Venture Capital &

> Corporate Investments Limited, 12-10-167, Bharat Nagar,

Hyderabad 500 004.

13. SHARE TRANSFER SYSTEM

In pursuance of SEBI notification No.D&CC/FITTC/CIR-15/2002 dated 27th December 2002 the Company had appointed M/s Venture Capital & Corporate Investment Ltd as single agency for share registry work. Share transfers and communications regarding share certificates, change of address, etc., must be forwarded to the RTA.

Shares Sent for physical transfer are generally registered and returned with in period of 15days form the date of receipt, if the documents are clear in all respects, the shares of the company have been placed by the SEBI under compulsory dematerialization ("DEMAT"). The company has, as per SEBI guidelines with effect from said date offered the facility of transfer cum Demat.

14. SHAREHOLDING PATTERN AS ON 31st MARCH 2011:

SI.N	lo Category	No.of Shares	% of Shareholding
1.	Promoters	239495	7.03
2,	Mutual Funds and UTI	0	0
3.	Banks, Financial Institution,		
	Insurance Companies	0	0
4.	Private Corporate Bodies	204705	6.01
5.	Indian Public	2873294	84.37
6.	NRIs/OCBs	88006	2.58
	Total	3405500	100.00

15. DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH 2011

Share or debenture holding of		Share / Debenture Holders		Shares / Debenture Amount		
Nominal value of Rs. Rs.	Number	% to	In Rs.	% of		
(1)	(2)	(3)	(4)	(5)		
1 - 5000	3509	76.15	9,05,308	26.58		
5001 - 10000	660	14.32	5,68,247	16.68		
10001 - 20000	208	4.51	3,24,262	9.52		
20001 - 30000	85	1.84	2,24,095	6.58		
30001 - 40000	29	0.62	1,02,872	3.02		
40001 - 50000	30	0.65	1,43,557	4.21		
50001 - 100000	56	1.21	4,19,075	12.30		
100001 - Above	31	0.67	7,18084	21.08		
TOTAL	4608	100.00*	3405500	100.00		

16. DE-MATERIALIZATION OF SHARES AND LIQUIDITY

Trading in equity shares of the Company is permitted only in dematerialized form as per notification issued by SEBI. Dematerialization of shares is done through M/s Venture Capital and Corporate Investments Ltd., and on an average the dematerialization process is completed within a period of 7 days from receipt of a valid demat request along with all documents.

17. OUTSTANDING ADRS/GDRS/ WARRANTS or any convertible instruments, conversion date and likely impact on equity: Not Applicable

18. SECRETARIAL AUDIT

The Company gets the Secretarial Audit done by a Practicing Company Secretary for the purpose of reconciliation of the total admitted capital with both the depositories and the total issued and listed capital. The Secretarial Audit Report placed before the Board of Directors on a quarterly basis is also sent to the Stock Exchanges where the Company's shares are Listed.

19. PLANT LOCATIONS

Sy.No-533,(V) Kondamadugu,

Bibinagar Mandal,

Nalgonda Dist,

A.P.

20. ADDRESS FOR CORRESPONDENCE

SI.	Shareholders Correspondence for	Address to
1.	Transfer/ Dema-erialization/ consolidation/split of shares, issue of Duplicate share certificates, change of address of members and beneficial owners and any other query relating to the shares of the Company.	M/s. Venture Capital and Corporate Investments Ltd, 12-10-167,Bharat Nagar, Hyderabad-500 004
2.	Investor Correspondence/queries on Annual Report etc.	M/s.Pharmaids Pharmaceuticals Ltd 4-4-211/212/3,Ist floor, Inderbagh,Hyderabad-500 095 mailpharmaids@yahoo.co.in Website: www.pharmaids.com

21. **DEPOSITORY SERVICES**

For guidance on Depository services, Shareholders may write to the Company or to the respective Depositories:

National Securities Depository Ltd Central Depository Services (India) Ltd.

Trade World, 4th Floor, Phiroze Jeejeebhoy Towers,

Kamala Mills Compound, 28th Floor, Dalai Street

Senapati Bapat Marg, Lower Parel, Mumbai - 400 023

Mumbai - 400 013 Tel: 091-022-22723333

Tel: 091-022-24972964-7 Fax: 091-022-22723199

Email: info@nsdl.co.in.

22. NOMINATION FACILITY

Shareholders holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company as permitted under Section 109A of the Companies Act, 1956 are requested to submit to the Company the prescribed Form 2B for this purpose.

23. COMPANY'S POLICY ON PREVENTION OF INSIDER TRADING

Pursuant to the requirements of SEBI (Prohibition of Insider Trading) Regulations, 1992, as amended, the Company had framed a Code of Conduct for prevention of insider trading. The code is applicable to all such employees of the Company who are expected to have access to the unpublished price sensitive information relating to the Company and the same is being implemented as a self-regulatory mechanism.

Date: 02.09.2011

By Order of the Board Sd/-

Place: Hyderabad.

(Dr.Ghisulal Jain)

Chairman & Managing Director

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

Pursuant to Circular No.SEBI/CFD/DIL/CG/1/2004/12/10 dated 29th October 2004, it is hereby declared that the Company has adopted a Code of Conduct for its Board Members and Senior Management Personnel. I hereby confirm that the Company has in respect of the financial year ended March 31, 2011, received from the senior management personnel of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

Place: Hyderabad Date: 02.09.2011

Sd/-(Dr.Ghisulal Jain) Chairman & Managing Director

CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To
The Members
PHARMAIDS PHARMACEUTICALS LIMITED

We have examined the compliance of the conditions of Corporate Governance by Pharmaids Pharmaceuticals Limited for the year ended 31st March 2011as stipulated in Clause 49 of the Listing Agreements of the said company with Stock Exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of the procedures and implementations thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said clause. 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 explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above mentioned listing agreements.

On the basis of representation received from Registrars and Share Transfer Agents and as per the records maintained by the Company which are presented to the Shareholders/Investors grievance committee, we state that during the year ended 31st March, 2011 no investor grievance were pending for a period exceeding one month.

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

For Lakshminivas &Jain Chartered Accountants

Place Hyderabad Date: 02.09.2011

Sd/-(Suresh Kumar Jain) Partner M.No.18465

CERTIFICATE BY MANAGING DIRECTOR AND SENIOR MANAGER FINANCE & ACCOUNTS OF THE COPMANY

We, Dr.GhisuLal Jain, Chairman and Managing Director and S.Seshu Prakash Manager, Finance & Accounts of M/S.Pharmaids Pharmaceuticals Limited, hereby certify to the Board that

- a) We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief.
- These statements do not contain any materially untrue statement for the year or omit any material fact or contain statements that might be misleading.
- ii) These statements together present a true and fair view of the Company's Affairs is in the compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered in to by the Company during the year which are fraudulent, illegal or violate of the Company's code of conduct
- c) We are responsible for establishing and maintaining internal controls in the Company and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors, audit committee, deficiencies in the design or operations of internal controls, if any, of which we are aware and the stepswe have taken or proposed to take rectify these deficiencies.
- d) We have indicated to the auditors and the audit committee:
 - i) Significant changes in internal control during the year:
 - ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system.
 - e) We affirm that we have not denied any personnel access to the audit committee of the Company (in respect of matters involving alleged misconduct)
 - f) We further declare that all board members and designated senior management have performed compliance with the code of conduct for the current year.

Sd/ Sd/Date: 02.09.2011 (DR.GHISULAL JAIN) (S.SESHU PRAKASH)

Hyderabad Chairman & Manager (F&A)

Managing Director

AUDITORS REPORT

To

The member,

M/s. Pharmaids Pharmaceuticals Limited Hyderabad

- We have audited the attached Balance Sheet of PHARMAIDS PHARMACEUTICALS LIMITED AS AT 31st March 2011 the Profit And loss Account and also the Cash Flow Statement for the year ended on that 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.
- We conducted our audit in accordance with the auditing standards generally accepted India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on 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 of our opinion.
- As required by the companies (Auditor's Report) Order 2003 issued by the Central Government of India in terms of sub-sec (4A) of Sec.227of the companies Act.1956 of India. We enclose in the annexure a statement on the matters specified in paragraph 4 & 5 of the said order.
- 4. Further to our comments in the annexure referred to above. We report that:
 - (a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) In our opinion. Proper books of accounts as required by law have been kept by the company so far as appears from our examination of the books;
 - (c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account:
 - (d) In our opinion, the Balance Sheet, Profit and Loss Account and Cash

Flow Statement dealt with by this report comply with the accounting standard referred to in Sub Sec (3C) of Sec.211 of the Companies Act. 1956:

- (e) On the basis of written representations received from the directors as on 31.03.2011 and taken on record by the board of Directors, we report that none of the Director is disqualified as on 31-03-2011 from being appointed as a Director in terms of clause (g) of sub section (1) of the section 274 of the Companies Act 1956.
- (f) In our opinion and to the best of our information and according to the explanation given to us, the said account read with the accounting policies and notes forming part of accounts appearing in Schedule no. 12 Subject to note No. 3 of the Schedule 12, regarding non confirmation / reconciliation of balances shown Sundry debtors, Sundry Creditors, Un-Secured Loans, Loans and Advances, the impact of which is unascertained, and Note no. 4 of Schedule 12 regarding non-provision of interest on Cash Credit and Term Loan account impact of which is unascertained, give the information required by 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.
 - (i) In the case of the Balance Sheet of the state of affairs of the Company as at 31.03-2011
 - (ii) In the case of Profit and Loss account of the loss for the year ended on that date and
 - (iii) In the case of Cash flow statement, of the Cash flows for the year ended on that date.

For LAXMINIWAS & JAIN Chartered Accountants Firm Reg No. 001859S

Sd/-SURESH KUMAR JAIN Partner (M. No.:018465)

Place: Hyderabad Date: 14-07-2011

ANNEXURE TO AUDITOR'S REPORT

Ref. PHARMAIDS PHARMACEUTICALS LIMITED (Referred to in paragraph 3 of our report of even date)

- (i) (a) The Company is maintaining proper records showing full particulars including Quantitative details and situation of Fixed Assets
 - (b) All the 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. No material discrepancies were noticed on such verification.
 - (c) According to the information and explanations furnished to us, the company has not disposed off a substantial part of its fixed assets during the year.
- (ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable.
 - (b) The procedures of physical verification of inventories followed by the management is reasonable and adequate in relation to the size of the company and the nature of the business.
 - (c) The Company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
- (iii) (a) The Company has not granted loans, secured or unsecured, to Companies, Firms, or other parties covered in the register maintained under Sec. 301 of the Companies Act. 1956.
 - (b) During the year the Company has not taken unsecured loans, however, a sum of Rs. 35,276/- repaid to two parties for the loans taken in earlier years and there are no outstanding balances as on 31.03.2011.
 - (c) In our opinion, the rate if interest and other terms and conditions on which loans were taken from Companies, Firms, or other parties covered under the register maintained under Sec. 301 of the Companies Act. 1956, are not prima facie, prejudicial to the interest of the Company.

- (d) According to the information and explanation given to us, the company is regular in repayment of the principle and interest.
- (iv) In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to the purchase of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls.
- (v) (a) According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered into the register maintained under Sec. 301 of the Companies Act. 1956 have been so entered.
 - (b) In our opinion and according to the information and explanations given to us, there is no transaction made in pursuance of contracts or arrangements entered in the register maintained under Sec. 301 of the Companies Act. 1956 and exceeding the value of Rs. Five lakhs in respect of any party during the year.
- (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 Section 58A & 58 AA or any other relevant provisions of the Companies Act,1956 and rules framed there under.
- (vii) In our opinion, The Company has an internal audit system by their own staff, which needs to be further strengthened.
- (viii) We have broadly reviewed the books of accounts relating to material labour and other items of cost maintained by the company pursuant to the rules made by the Central Government for the maintenance of cost records under Sec. 209(i)(d) and are of the opinion that prima-facie prescribed accounts and records have been made and maintained. We have not however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- (ix) (a) According to the information and explanations given to us and the records of The company examined by us, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident. Fund investor education and protection fund, employees state Insurance, Income tax, wealth tax, service tax, sales tax, customs duty, cess and other Material statutory dues

- applicable to it.
- (b) According to the information and explanations given to us, there are no dues of sales tax, income tax, Customs duty, wealth tax, excise duty, service tax and cess, which have not been deposited on account of any dispute.
- (x) In our opinion the accumulated losses of the company at the end of the year are less than fifty percent of its net worth. It has incurred cash losses in the current year aswell as in the immediately preceding financial year.
- (xi) According to the information and explanation given to us, the company has not paid dues to Central Bank against Cash Credits, Term Loan Accounts in view of the pending court proceedings in respect of non acceptance of One Time Settlement by bank as requested by the company. Subject to the above the Company has not defaulted in repayment of dues to financial institution. Bank and Debenture holders at Balance Sheet date.
- (xii) In our opinion and according to the information and explanations given to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, Debentures and other securities. Accordingly the provisions of Clause 4 (xii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xiii) In our opinion, the company is not a chit Fund or a nidhi/mutual benefit fund/society. Therefore, the provisions of Clause 4 (xiii) of the Companies (Auditor's Report) Order 2003 are not applicable to the company.
- (xiv) In our opinion, the company is not dealing in or trading in Shares, Securities debentures and other investments. Accordingly, the provision of Clause 4(xiv) of the Companies (Auditor's Report) Order is not applicable to the company.
- (xv) According to the information and explanation given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions during the year.
- (xvi) In our opinion, the term loans have been applied for the purposes for which they were raised.
- (xvii) According to the information and explanations given to us and on the overall examination of the Balance Sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investments.

- (xviii) According to the information and explanation given to us, the company has not made preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Oompanies Act, 1956. Accordingly, the provisions of Clause 4 (xviii) of the Companies (Auditor's Report) order, 2003 are not applicable to the company.
- (xix) According to the information and explanation given to us, during the year the company has not issued any debentures. There fore, the provision of Clause 4 (xix) of Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xx) According to the information and explanation given to us, the company has not raised any money by public issues during the year. Therefore, the provision of Clause 4 (xx) of Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xxi) According to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

For LAXMINIWAS & JAIN Chartered Accountants Firm Reg No. 001859S

Sd/-

SURESH KUMAR JAIN Partner

(M. No.: 018465)

Place: Hyderabad Date: 14-07-2011

PHARMAIDS PHARMACEUTICALS LIMITED BALANCE SHEET

in rupees

			iii rupeus
		AS ON	AS ON
		31.03.2011	31.03.2010
SOURCES OF FUNDS		1	
SHAREHOLDERS' FUND		1 1	
Share Capital	1	33,630,850	33,514,250
Reserves and Surplus	2	993,750	9 93 ,750
LOAN FUNDS		! [
Secured Loans	3	7,645,427	7,645,427
Unsecured Loans	4	2,381,434	2,416,710
Deferred Tax Liability (net)		1,402,855	1,539,847
		10.051.240	46,109,984
TOTAL		46,054,316	40,109,904
APPLICATION OF FUNDS			
FIXED ASSETS	5		
Gross Block	_	19,614,819	19,601,319
Less: Depreciation		12,733,613	11,961,850
Net Block		6,881,206	7,639,469
Capital Work in Process	ľ	1,477,161	1,477,161
		8,358,367	9,116,630
CURRENT ASSETS, LOANS AND ADVANCES	6		
Inventories		1,479,161	2,884,055
Sundry Debtors		12,630,950	12,526,759
Cash and Bank Balaces		2,337,664	1,079,274
Loans and Advances		9,534,444	10,216,865
		25,982,219	26,706,953
Less: Current Liabilities & Provisions	7] 1	
Current Liabilities		2,099,636	2,346,340
Provisions			
		2,099,636	2,346,340
NET CURRENT ASSETS		23,882,583	24,360,613
Profit and Loss Account		13,813,366	12,632,741
TOTAL		46,054,316	46,109,984

As per our report of even date For LAXMINIWAS & JAIN CHARTERED ACCOUNTANTS Firm Registration No. 001859S On behalf of the Board For PHARMAIDS PHARMACEUTICALS LTD.

Sd/-(SURESH KUMAR JAIN) PARTNER Membership No. 018465

Place: Hyderabad Date: 14.07.2011 Sd/-(DR. GHISULAL JAIN) CHAIRMAN & MANAGING DIRECTOR

Sd/-(HASMUKH JAIN) DIRECTOR

PHARMAIDS PHARMACEUTICALS LIMITED PROFIT AND LOSS ACCOUNT

In rupees

		AS ON 31-03-2011	AS ON 31.03.2010
INCOME			
Sales)	7,840,189	5,021,952
Other income	8	-	4,830
		7,840,189	5,026,782
EXPENDITURE		1	!
Materials Consumed	9	6,534,719	4,727,697
Manufacturing and Admn. Expenses	10	1,800,594	834,434
Increase / (Decrease) in Finished Goods	11	(26,612)	78,531
		8,308,701	5,640,662
PROFIT BEORE DEPRECIATION		(468,512)	(613,880)
Less: Depreciation		771,763	771,598
PROFIT BEFORE TAX		(1,240,275)	(1,385,478)
Less: Provision for Tax		- 1	
Deferred Tax		(136,992)	(161,885)
Prior Period Adjustment -	Ì	77,342	•
PROFIT / (LOSS) FOR THE YEAR		(1,180,6 2 5)	(1,223,593)
Add: Adjustment relating to taxes of earlier years	ĺ	l	12,910
Profit brought forward from earlier years	1	(12,632,741)	(11,396,238)
Loss carried to Balance Sheet		(13,813,366)	(12,632,741)
Earning per share		}	
(See schedule 13 note no.8)]	
Baic / Diluted earning per share		1 40	40
Face Value per share		10	10
NOTES FORMING PART OF ACCOUNTS]	

As per our report of even date For LAXMINIWAS & JAIN CHARTERED ACCOUNTANTS Firm Registration No. 001859S On behalf of the Board
For PHARMAIDS PHARMACEUTICALS LTD.

Sd/-(SURESH KUMAR JAIN) PARTNER Membership No. 018465

Place: Hyderabad Date: 14.07.2011 Sd/-(DR. GHISULAL JAIN) CHAIRMAN & MANAGING DIRECTOR

Sd/-(HASMUKH JAIN) DIRECTOR

CASH FLOW FOR THE YEAR ENDED 31ST	MARCH 20	11
CASH FLOW FROM OPERATING ACTIVITIES	2010-11	2009-10
Net Profit before Tax	(13.21)	(13.85)
Adjustment for		
Depreciation	7.72	7.72
Financial Charges	0	0
Interest Income	0	(0.05)
Adjustment for		
Inventory	14.05	8.99
Debtors	(1.04)	(0.58)
Loans & Advances	6.82	4.62
Current Liabilities & Provisions	(2.39)	(1.18)
Less: Tax paid	0	(0.13)
Prior Period Adjustments	11.94	5 .53
CASH FLOW FROM INVESTING ACTIVITIES		
Decrease in Fixed Assets	(0.14)	0.00
Interest Income	0	0.05
CASH FLOW FROM FINANCIAL ACTIVITIES		
Increase in Share Capital	1.17	0
Secured Loans	0	(1.00)
Unsecured Loans	(0.35)	0
Financial Charges	0	0.00
Cash outflow during the year	12.62	4.58
Cash & Equivalent at the beginning of the year	10.79	6.21
Cash & Equivalent at the end of the year	23.41	10.79
As per our report of even date	On behalf of	
For LAXMINIWAS JAIN For PHARMAIDS PHARMA Firm Reg. no. 001859S	ACEUTICAL	2 FIMILED
Sd/-		Sd/-
(SURESH KUMAR JAIN)		JLAL JAIN)
PARTNER CHA Membership No: 018465	NRMAN & M	MANAGING DIRECTOR
Membership No. 010405	L	Sd/-
Place: Hyderabad		UKH JAIN)
Date: 14.07.2011	(D	RECTOR)

SCHEDULE - 1 SHARE CAPITAL		In rupees
	AS ON 31-03-2011	AS ON 31.03.2010
Authorised	40,000,000	40,000,000
400000 Equity Shares of Rs.10/- each (P.Y. 400000Equity Shares) Issued, Subscribed and Paid up 3405500 Equity Shares of Rs.10/- (P.Y:3405500 Equity shares of Rs.10/- each)	34,055,000	34,055,000
Less: Calls in arrears	424,150	540,750
	33,630,850	33,514,250

SCHEDULE - 2 RESERVES & SURPLUS		In rupees
	AS ON 31-03-2011	AS ON 31.03. 20 10
Capital Subsidy	993,750	99 3 ,750
	993,750	993,750

SCHEDULE - 3 SECURED LOANS		In rupees
	AS ON 31-03-2011	AS ON 31.03.2010
Central Bank of India		
Cash Credit	4,784,888	4,784,888
Term Loan	2,860,539	2,860,539
(Secured against Hypothecation of stores/stocks, collateral security of factory land and buildings,		
exclusive charge on plant & Machinery and the personal guarantee of directors of the company)	1	
personal guarantee of directors of the company)	7,645,427	7,645,427

SCHEDULE - 4 UN-SECURED LOANS		in rupees
	AS ON 31-03-2011	AS ON 31.03.2010
Sales Tax deferment (sanctioned by the Commissioner of Industries to be paid after 14 years - Total eligibility is Rs. 4853350/-)	2,381,434	2,381,434
Loan from Ghisulal Jain Loan fron Subhash Lalwani		9,355 25,921
	2,381,434	2,416,710

PHARMAIDS PHARMACEUTICALS LIMITED SCHEDULE - 5 DEPRECIATION FOR YEAR 2010-11

DESCRIPTION	RATE OF	GROSS BLOCK			DI	PRECIATIO	N _	NET B	LOCK
	DEPRE-	As on		As on	Upto	For the	Upto	As on	As on
	CIATION	01.04.2010	Additions	31.03.2011	31.03.2010	year	31.03.2011	31.03.2011	31.03.2010
Land	0	201,852		201,852	-	-	-	201,852	201,852
Building	3.34%	5,996,699	-	5,996,699	2,892,857	200,290	3,093,147	2,903,552	3,103,842
Plant & Machinery	4.75%	10,753,798	-	10,753,798	6,592,845	510,805	7,103,650	3,650,148	4,160,953
Furniture & Fixtures	6.33%	761,224	-	761,224	682,366	48,185	730,551	30,673	78,858
Vehicles	9.50%	953,470	-	953,470	953,470	-	953,470	-	-
Typewriter	4.75%	14,376	-	14,376	7,525	683	8,208	6,168	6,851
Office Equipment	4.75%	-	13,500	13,500	-	165	165	13,335	
Computer	16.21%	674,953		674,953	674,953		674,953	-	-
Electrical Installation	4.75%	244,947	-	244,947	157,834	11,635	169,469	75,478	87,113
		19,601,319	13,500	19,614,819	11,961,850	771,763	12,733,613	6,881,206	7,639,469

Capital WIP	1,477,161	-	1,477,161	-	-	-	1,477,161	1,477,161

SCHEDULE - 6 CURRENT ASSETS, LOANS AND ADVA		In rupee
	AS ON	AS ON
	31-03-2011	31.03.2010
a. Raw materials	651,216	2,082,722
Packingmaterials	- 1	•
Finished Goods	827,945	801,3 3 3
WIP	-	
	1,479,161	2,884,055
b. Sundry Debtors (Unsecured and considered good)	1	
Morethan 6 Months	11,721,093	-
Others	909,857	12,526,759
	12,630,950	12,526,759
c. Cash and Bank balances		
Cash in hand	895,137	919,188
Cash at Bank (in current a/c with schedule banks)	1,442,527	160,086
,	2,337,664	1,079,274
Loans and Advances	_,,	.,
Advnces to Suppliers	3,171,480	3,181,480
Deposits with Govt Dept	1,067,827	1,217,827
TDS / IT recoverable	52,070	52,070
Sales Tax Receivable	267,244	267,244
Advance recoverable in cash or kind value to be	4,975,823	5,498,244
received	9,534,444	10,216,865
	L	
TOTAL	25,982,219	26,706,953

SCHEDULE - 7 CURRENT LIABILITIES & PROVISIONS		In rupees
	AS ON 31-03-2011	AS ON 31.03.2010
Current Liabilities Sundry Creditors for Purchases Director's Remuneration Payable Outstanding Liabilities	1,961,979 - 137,657	1,463,114 734,496 148,730
TOTAL	2,099,636	2,346,340

SCHEDULE - 8 OTHER INCOME		In rupees
	AS ON 31-03-2011	AS ON 31.03.2010
Interest	-	4,830
	•	4,830

SCHEDULE - 9 CONSUMPTION OF MATERIALS		in rupees
	AS ON 31-03-2011	AS ON 31.03.2010
Rawmaterials and Packing Materials		
Opening Stock	2,082,722	2,903,051
Add : Purchases	1,370,230	424,935
į į	3,452,952	3,327,986
Less: Closing Stock	651,216	2,082,722
1	2,801,736	1,245,264
2. Trade Purchases	3,732,983	3,482,433
TOTAL	6,534,719	4,727,697

SCHEDULE - 10 EXPENSES		In rupee:
	AS ON L	AS ON
<u> </u>	31-03-2011	31.03.2010
Electricity	48,020	69,790
Sales Tax	- 1	14,011
Interest	- 1	2,533
Salaries & Wages	322,068	20,454
Contribution to PF		13,532
ESI	1,979	1,021
Staff Welfare Expenses	10,811	245
Managerial Remuneration	210,000	153,600
Travelling Expenses - Directors		
- Others	137.492	38,855
Freight & Cartage	168,530	82,747
Conveyance Charges	30,401	7,218
Bank Charges	8,226	7,199
Rents	58,052	49,983
Repairs & Maintainance - P & M	33,728	
Repairs & Maintainance - Computor	20,460	
Logistic Expenses	29,602	9.660
Profession tax	,	2,500
Professional & Consultancy Charges	66,803	28,524
Telephone, Postage & Telegrams	20,731	4,346
Printing and Stationery	13,822	16,321
Factory Expenses	55.570	-,
General Expenses	38,907	16,606
Payment to Auditors		
- Audit Fee	15,000	15,000
- Tax Audit Fee	7,500	7,500
- Other Matters	7,500	7,500
- Service Tax	3,090	3,090
Discount	74,321	6,961
Fees & licenses	35.838	46,890
Secretarial Exp	20,400	•
Marketing Expenses	76,246	
Business promotion	161,345	164,741
Patent renewal	7,030	26,530
Advertisement & Publicity	108,209	11,886
Amount Written off	8,913	. ,
Bad Debts Written off	1	5,191
	1,800,594	834,434

SCHEDULE - 11 ACCRETION TO FINISHED GOODS		in rupees
	AS ON 31-03-2011	AS ON 31.03.2010
Opening Stock Work In Process	- 904 323	334,8 0 0 54 5 .064
Finished Goods	801,333 801,333	879,864
<u>Closing Stock</u> Work In Process	_	-
Finished Goods	827,945	801,333
Accretion / (Decretion) to Stock	827,945 26,612	801,333 (78,531)

SCHEDULE - 12: NOTES FORMING PART OF ACCOUNTS

- 1. Significant Account Policies:
- a. General : Financial Statements are prepared under the

historical cost convention and in accordance with

generally accepted accounting policies.

b. Fixed Assets : Fixed Assets are stated at cost including

expenditure incurred in connection with

acquisition and installation thereon.

c. Depreciation : Depreciation has been provided on straight line

method at the rates prescribed under schedule XIV of the Companies Act, 1956. In respect of additions/ deletions, Depreciation has been provided on pro-rata basis with reference to the

month of addition/disposal.

- d. Inventories
- 1. Raw Materials : Weighted average cost or net realizable value

which ever is Lower.

2. Work In Process : Weighted average cost or net realizable value

which ever is Lower.

3. Finished Goods : Weighted average cost or net realizable value

which ever is Lower.

e. Retirement benefit : Contribution to Provident Fund, ESI and Gratuity

are charged to revenue on accrual basis.

f. Taxation : Provisions made for Income Tax Liabilities

estimated to arise on the results for the year at the current rate of tax in accordance with the Income Tax Act, 1961. Deferred Tax is recognized, subject to the consideration of prudence, on timing differences being the difference between taxable income and accounting income that originate in one period and or capable of reversal in one or more

subsequent periods. Deferred Tax Assets are recognized on virtual certainty that sufficient

future taxable income will be available against which such deferred tax assets can be realized.

2. Details of Managerial Remuneration:

	Managing D	Director	Executive Director		
	2010-11	2009-10	2010-11	2009-10	
Salary	150,000	90,000	60,000	63,600	
Total	150,000	90,000	60,000 63,600		

- 3. Balance of Sundry Debtors, Sundry Creditors, Unsecured Loans and Advances are subject to confirmation/reconciliation.
- 4. Interest on Term Loan and cash credit account with CBI is not provided, in view of the pending court proceedings for non acceptance of one time settlement application of the company by the bank.
- 5. The company has not received intimation from the vendors regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure relating to their outstanding amount and interest has not been made.
- 6. The Company's operations mainly consist of only one segment i.e., Drug formulations and therefore the figures relate to the segment.
- 7. Related Party Disclosure (as identified by the management) as per accounting standard 18 are given below:

Name of the Parties:

- (i) Dr. Ghisulal Jain
- (ii) Subhash Jain
- (iii) M/s Tejas Labs
- (iv) M/s. The Paras Agencies

NAME OF THE TRANSACTIONS RELATED TO THE PARTY	TRANSACTION KEY MANAGINEL RELATIVES	EMENT
	2010-11	2009-10
Purchases	40,149	9,989
Sales	583,837	289,439
Managerial Remuneration	210,000	153,600

8.		erred Tax: erred Tax liability consists of:			
Othe	ers-DT	A	2010-11 1402855 0	2009-10 1549581 9734	
Neu	ofference in Depreciation-DTL 1402855 15498 Others-DTA 0 97 Net Deferred Tax Liability 1402855 15398 I. EARNING PER SHARE: i. Amount used as the numerator Profit after tax (1180625) (12235) ii. Basic/Weighted average No. of equity shares used				
9. E/		Amount used as the numerator	(1223593)		
	ii.	No. of equity shares used	3405500	3405500	
	iii.	Nominal value of equity shares	10	10	
			00544050	00544050	
	iv.	Paid up value	33514250	33514250	
	iv. v.	Paid up value Basic/Diluted EPS	(0.35)	(0.36)	
10.	v. Addi		(0.35)	(0.36)	
10.	v. Addi	Basic/Diluted EPS itional information pursuant to paredule-VI of the Companies Act, 1956	(0.35)	(0.36)	
10.	v. Addi Sche	Basic/Diluted EPS itional information pursuant to paredule-VI of the Companies Act, 1956	(0.35) ragraph 3,4C &	(0.36) 4D of part II o	
10.	v. Addi Sche UNI a.Lic	Basic/Diluted EPS itional information pursuant to paredule-VI of the Companies Act, 1956	(0.35) ragraph 3,4C & 6 2010-11 NA	(0.36) 4D of part II o	
10.	v. Addi Sche UNI a.Lic	Basic/Diluted EPS itional information pursuant to paredule-VI of the Companies Act, 1956 TS censed Capacity stalled Capacity	(0.35) ragraph 3,4C & 6 2010-11 NA	(0.36) 4D of part II o 2009-10 NA	
10.	v. Addi Sche UNI a.Lic b. In Ayur Allop	Basic/Diluted EPS itional information pursuant to paredule-VI of the Companies Act, 1956 TS censed Capacity stalled Capacity vedic formulation Capsules (in lacs	(0.35) ragraph 3,4C & 6 2010-11 NA	(0.36) 4D of part II o 2009-10 NA	
10.	v. Addi Sche UNI a.Lic b. In Ayur Allor	Basic/Diluted EPS itional information pursuant to paredule-VI of the Companies Act, 1956 TS censed Capacity stalled Capacity vedic formulation Capsules (in lacs	(0.35) ragraph 3,4C & 6 2010-11 NA 72	(0.36) 4D of part II o 2009-10 NA 72	

Actual production, Turnover, Opening Stock & Closing Stock of Finished Goods

		To		Stock Purchas		ses	Sales		Closing Stock	
SN	Product	Unit	QTY	Value	QTY	Value	QTY	Value	QTY	Value
A.	ALLOPAT	HIC				· · · · · ·				-
01	Tablets	Thousands	11496	742003	138151	3577591	129451	3624628	20196	547101
02	Capsules	Thousands	542	59330	911	83524	685	108225	768	34629
	Total	 	12038	801333	139062	3661115	130136	3732853	20964	581730

			Opening stock	Manufacturing	Sales		Closing Stock	
SN	Product	Unit	QTY	QTY	QTY	Value	QTY	Value
	Ayurvedic	No	NIL	123521	102055	1586518	21466	246215

d. Details of Consumption of Raw Materials and Packing Materials

DESCRIPTION	UNIT	31-03-2011		31-03-2010	
		QTY	VALUE	QTY	VALUE
RAW MATERIALS					
Ayurvedic	Kg	590	837022	100	157082

- 11 The previous figures have been regrouped/ rearranged wherever considered necessary.
- 12. In Accordance with the Accounting Standard (AS-28) on "Impairment of Assets" the management during the year carried out exercise of identifying the assets that may have been impaired in respect of each cash generating unit. On the basis of this review carried out by the management there was no impairment loss on the fixed assets during the year ended 31st March 2011.

Balance Sheet & Company's General Business Profile

Registration Details State Code 01

Registration No. 19671 Balance Sheet Date 31.03.2011

Capital raised during the year (amount in Rs. Thousands)

Public Issue NIL NII Rights Issue NII

Bonus Issue NII. Private Issue

Position of mobilization and deployment of funds (amount in Rs. Thousands) Total Liabilities 46054 Total Assets 46054

SOURCES OF FUNDS

33631 994 Paid up Capital Reserves & Surplus Secured Loans 7645 Unsecured Loans 2381 Deferred Tax Liabilities 1403

APPLICATIONS OF FUNDS

8358 Net Fixed Assets Investments 23883 Profit and Loss Account 13813 Net Current Assets

P10Generic Names of three principal products/services of the company (as per monetary terms) Cold CC Item Code No. (ITC CODE) 300410.04 Product Description: Item Code No. (ITC CODE) 300410.03 Product Description: Dicloplus Item Code No. (ITC CODE) 293500.01 Product Description: Nimis

As per our report of even date On behalf of the Board

For LAXMINIWAS JAIN For PHARMAIDS PHARMACEUTICALS LIMITED

Firm Reg. no. 001859S

Sd/-Sd/-

(Dr GHISULAL JAIN) (SURESH KUMAR JAIN) CHAIRMAN & MANAGING PARTNER

DIRECTOR Membership No: 018465

Sd/-Place: Hyderabad

Date: 14.07.2011 (HASMUKH JAIN)

ABBREVIATIONS

Chairman & Managing Director CMD

E D **Executive Director**

BSE Bombay Stock Exchange HSE Hyderabad Stock Exchange

National Securities and Depository Ltd., NSDL

CDSL Central Depository and Securities Ltd...

Dear Shareholder. Sub: Green Initiative in Corporate Governance The Ministry of Corporate Affairs has taken a "Green Initiative in Corporate Governance" by allowing paperless compliance by Companies through electronic made. In accordance with the recent circular no.17/2011 dated 21.04.2011 and circular No 18/2011dated 29.04.2011 issued by the Ministry, Companies can now send various notices and documents including annual report, to its shareholders through electronic made to the registered e-mail addresses of shareholders. It is a welcome move for the society at large, as this will reduce paper consumption to great extent and allow share holders to contribute towards a Greener Environment. This is a golden opportunity for every shareholder of Hindustan Unilever to contribute to the corporate Social Responsibility initiative of the Company We therefore invite all our shareholders to contribute to the cause by filling up the form given below and send it back to us in the attached postage prepaid envelope. Let's be part of this 'Green Initiative' Please note that as a member of the company you will be entitled to receive all such communication in physical form, upon request. E-COMMUNICATION REGISTRATION FORM (In terms of circular no. 17/2011 dated 21.04.2011 issued by the Ministry of Corporate Affairs) Folio No./Dp ID& Client ID Name of 1st Registered Holder: Name of joint Holder(s) Registered Address

Note:

Date

Shareholder(s) are requested to keep the Company informed as and when there is any change in the e-mail address.

Signature.....

PHARMAIDS PHARMACEUTICALS LIMITED

Reg. Off: 4-4-211/212/3, 1st Floor, Inderbagh, Sulthan Bazar, Hyderabd-500 095

ATTENDANCE SLIP

To be handed over at the entrance of the Meeting Hall

Regd. Folio No:	No.of Shares Held:							
Name of the Shareholder								
Name of the Proxy								
I hereby record my presence at the Twenty Second Annual General Meeting of the Company held on 26th September, 2011 at 10.30 am at Andhra Pradesh Chemists & Druggists Association, 5-9-262/1, King Koti, Hyderabad.								
Signature of the member / Proxy								
NOTE: The Copy of this AGM Notice may please be brought to the meeting hall. No duplicate will be entertained. You are requested to bring your copy of the Annual Report to the meeting.								
PHARMAIDS PHARMACEUTICALS LIMITED Reg.Off: 4-4-211/212/3, Ist Floor, Inderbagh, Sultan Bazar, Hyderabad - 500 095								
PROXY FOR	RM No.of Shares Held:							
Regd. Folio No:	No.01 Shares Held.							
I/ We	of							
Being a member / members of M/s. Pharmaids Pharmaceuticals Limited hereby appoint								
as my / our proxy to vote for me/ us on by of Annual General Meeting of Company to be Andhra Pradesh Chemists & Druggists A Hyderabad.	held 26-09-2011 at 10.30 am at							
Signature	Affixe Revenue							
Date :	Stamp							
NOTE: Proxies must be deposited at the Registered Office of the Company not								

less than 48 hours before the meeting. A proxy need not be a member.

Back to Nature



BOOK - POST

If undelivered please return to **PHARMAIDS PHARMACEUTICALS LIMITED** REGD. OFF: 4-4-211/212/3, 1st Floor,

Inderbagh, Sulthan Bazar,

Hyderabad -500 095. Andhra Pradesh