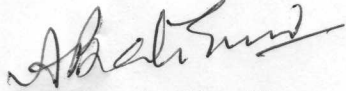

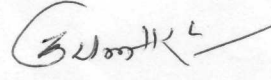



Form- A

(Pursuant to Clause 31(a) of the Listing Agreement)

1.	Name of the company	SANGAM HEALTH CARE PRODUCTS LIMITED
2.	Annual financial statements for the year ended	31 st March, 2015
3.	Type of Audit observation	Un-qualified
4.	Frequency of observation	Not Applicable
5.	To be signed by:- <ul style="list-style-type: none">• Managing Director • Chief Financial Officer • Auditor of the Company • Audit committee chairman	 Mr. Bala Gopal Addepalli  Mr. V. Satish Kumar  Mr. Jayant Palnitkar For M/s. Jayant & Sadashiv Membership No.: 20851 Firm Regn No. 001297S  Mr. Mr. Khushwant Singh Chairman, Audit Committee

GREEN INITIATIVE

The Ministry of Corporate Affairs (MCA) has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the Companies Act. As per the Section 101 read with Rule 18 of Companies (Management and Administration) Rules, 2014 of Companies Act, 2013. A member of Company can receive notice in electronic mode via email. Your Company has decided to join the MCA in its environment friendly initiative.

Henceforth, the Company proposes to send documents such as Notice of the General Meetings, Annual Report and other communication to its shareholders via electronic mode to the registered e-mail addresses of shareholders. To support this green initiative of the Government in full measure, shareholders are requested to register/update their latest e-mail addresses with their Depository Participant (D.P.) with whom they are having Demat A/c or send the same to the Company via e-mail at: sangamlisting@gmail.com

We solicit your valuable co-operation and support in our endeavors to contribute our bit to the environment.

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Balagopal Addepalli	Additional Director & Managing Director (w.e.f.9 th Feb,2015)
Mr. Lingaraj Shantalingappa Patil	Director
Mr. Basawaraj Nagabusappa Sajjan	Director
Dr. Kushwant Singh	Independent Director
Dr. Pradyut Waghray	Independent Director
Ms. Padma Ghanakota	Additional Director (w.e.f. 25 th Mar., 2015)
Dr. Ramana Ghanakota	Additional Director (w.e.f. 25 th Mar., 2015)
Dr. Venkata Subrahmanya Sharma	Additional Director (w.e.f.25 th Mar., 2015)

Chief Financial Officer

V. Satish Kumar

Compliance Officer

G.S.R. Murthy

Auditors

M/s. Jayant & Sadashiv
Chartered Accountants
404-405, Sanatana Eternal
3-6-108/1, Liberty Road
Himayatnagar,
Hyderabad-500029.
(FRN: 001297S)

Bankers

State Bank of Hyderabad
Himmatnagar Branch

State Bank of Mysore
IFB, Ameerpet Branch,
Hyderabad.

Registered Office

205 & 206, Amarchand Sharma Complex,
S P Road, Secunderabad-2
Phone # 040-27719551, 27718252
Email: sangamlisting@gmail.com

Registrar & Share Transfer Agents

M/s. XL SOFTECH SYSTEMS LTD.,
3, Sagar Society, Road No.2,
Banjara Hills, Hyderabad
Phone # 040-23545913/14/15

Factory :

Survey No.182, Yellampet Village,
Medchal Mandal, RR District, Telangana.

NOTICE

NOTICE is hereby given that the 21st Annual General Meeting (AGM) of the Members of **Sangam Health Care Products Ltd** (CIN: L24230TG1993PLC016731) will be held on Wednesday, 30th September, 2015 at 3.00 P.M. at 205 & 206, Amarchand Sharma Complex, S.P. Road, Secunderabad- 500002 Telangana, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the financial statements of the Company for the year ended 31st March, 2015, including the Audited Balance Sheet as at 31st March 2015 and the Statement of Profit and Loss of the Company for the year ended on that date along with the reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Basawaraj Nagabusappa Sajjan (DIN: 05209651), who retires by rotation, and being eligible offers himself for the re-appointment.
3. To ratify the continuation of the Statutory Auditors M/s. Jayant & Sadashiv, Chartered Accountants are eligible for continuing appointment and if thought fit, to pass with or without modification (s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and their corresponding Rules, pursuant to the recommendations of the Audit Committee and the resolution passed by the members at their 20th AGM held on 30th September 2014, the appointment of M/s. Jayant & Sadashiv, Chartered Accountants (ICAI Firm Registration No. 001297S), who have confirmed their eligibility in terms of the provisions of Section 141 of the Companies Act, 2013 and Rule 4 of Companies (Audit and Auditors) Rules, 2014, as Statutory Auditors to hold office up to the conclusion of the 22nd AGM, be and is hereby ratified at such remuneration as may be decided by the Board of Directors of the Company.”

SPECIAL BUSINESS:

4. Appointment of Ms Padma Ghanakota (DIN: 07078176) as Director.
To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:-

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Ms Padma Ghanakota (DIN: 07078176), appointed as an Additional Director of the Company pursuant to the provisions of

Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and being eligible, offer herself for appointment and in respect of whom the Company has received a notice from a member, pursuant to the provisions of Section 160 of the Companies Act, 2013 signifying his intention to propose the candidature of Ms. Padma Ghanakota for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation, with effect from the date of this Meeting.”

5. Appointment of Ms. Ramana Ganakota (DIN: 07067685) as Director

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:-

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Ms Ramana Ganakota (DIN: 07067685), appointed as an Additional Director of the Company pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and being eligible, offer herself for appointment and in respect of whom the Company has received a notice from a member, pursuant to the provisions of Section 160 of the Companies Act, 2013 signifying his intention to propose the candidature of Ms. Ramana Ganakota for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation, with effect from the date of this Meeting.”

6. Appointment of Mr. Venkata Subramanya Sharma Devarkonda (DIN: 07067129) as Director

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:-

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr Venkata Subramanya Sharma Devarkonda (DIN: 07067129), appointed as an Additional Director of the Company pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and being eligible, offer herself for appointment and in respect of whom the Company has received a notice from a member, pursuant to the provisions of Section 160 of the Companies Act, 2013 signifying his intention to propose the candidature of Mr Venkata Subramanya Sharma Devarkonda for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation, with effect from the date of this Meeting.”

7. Appointment of Mr. Bala Gopal Addepalli (DIN: 01712903) as Director.

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:-

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr Bala Gopal Addepalli (DIN: 01712903), appointed as an Additional Director of the Company pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and being eligible, offer herself for appointment and in respect of whom the Company has received a notice from a member, pursuant to the provisions of Section 160 of the Companies Act, 2013 signifying his intention to propose the candidature of Mr Bala Gopal Addepalli for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation, with effect from the date of this Meeting.”

8. Appointment of Mr. Bala Gopal Addepalli as Managing Director of the Company
To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

“RESOLVED that pursuant to the provisions of Sections 196, 197 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), the consent of the Company be and is hereby accorded to the appointment of Mr Bala Gopal Addepalli, DIN: 01712903, as the Managing Director of the Company for a period of five years with effect from February 9, 2015, upon February 8, 2018 according to terms and conditions of the said Appointment as it may deem fit and as may be agreed to between the Board of Directors and Mr Bala Gopal Addepalli and for this purpose the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be considered.”

9. To approve the Material Related Party contract with M/s Sri Sai Gravure Prints
To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution**

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions if any of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), and Clause 49 (VII) of the Listing Agreement, the approval of the Company be and is hereby accorded to the Board of Directors, to enter into contract for manufacturing of IV set Pouches with M/s Sri Sai Gravure Prints, a ‘related party’ as defined under Section 2(76) of the Companies Act, 2013 and Clause 49-VII(B)(ii) of the Listing

Agreement relating to manufacturing of IV set Pouches for an estimated amount upto Rs.3 crores during a period of 5(Five)financial year on such terms and conditions as may be mutually agreed upon between the Company and M/s Sri Sai Gravure Prints.”

“**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to decide upon the nature and value of the contract for Rs.3 crores to be transacted with M/s Sri Sai Gravure Prints.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby also authorized to do all such acts, matters, deeds and things as may be necessary to give effect to the above resolution.”

10. To approve the Material Related Party contract with M/S Sri Sai Health Care Products.
To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution**

“**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions if any of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), and Clause 49 (VII) of the Listing Agreement, the approval of the Company be and is hereby accorded to the Board of Directors, to enter into contract for manufacturing of IV set Assembled with M/s Sri Sai Health Care Products, a ‘related party’ as defined under Section 2(76) of the Companies Act, 2013 and Clause 49-VII(B)(ii) of the Listing Agreement relating to manufacturing of IV set Assembled for an estimated amount upto Rs.5 crores during a period of 5(Five) financial year on such terms and conditions as may be mutually agreed upon between the Company and M/s Sri Sai Health Care Products.”

“**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to decide upon the nature and value of the contract for Rs.5 crores to be transacted with M/s Sri Sai Health Care Products.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby also authorized to do all such acts, matters, deeds and things as may be necessary to give effect to the above resolution.”

11. To Borrow money in excess of paid-up share capital and free reserves

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

“**RESOLVED THAT** the consent of the Company be and is hereby accorded in terms of Section 180(1) (c) and other applicable provisions, if any, of the Companies Act, 2013 to the Board of Directors of the Company to raise or borrow money from time to time from the Company’s Bankers or Financial Institutions or from elsewhere on such terms and conditions as to repayment or interest or otherwise as it thinks fit, such sums as may be necessary for the purpose of the Company’s business in excess of the paid up capital and free reserves of the Company. however, that the total amount of such borrowings together with the monies already borrowed (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) in aggregate shall not exceed at any one time a sum of Rs. 100 crores (Rupees One Hundred Crores only).”

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things and to take all such steps as may be necessary for the purpose of giving effect to this resolution.

12. To secure the money borrowed in excess of paid-up share capital and free reserves

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

“**RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), and that of the Articles of Association of the Company, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (“the Board”) to hypothecate/mortgage and/or charge and/or encumber in addition to the hypothecations/mortgages and/or charges and/or encumbrances if any created by the Company, in such form and manner and with such ranking and at such time(s) and on such terms as the Board may determine, all or any part of the movable and/or immovable properties of the Company wherever situated both present and future, and/or create a charge, mortgage/floating charge on all or any part of the movable and immovable properties of the Company and the whole or any part of the undertaking(s) of the Company, together with power to take over the management of the business and concern of the Company in certain events of default, in favour of the Company’s Bankers/ Financial Institutions/other investing agencies and trustees for the holders of Debentures/Bonds/ other instruments/securities to secure any Rupee/ Foreign currency Loans, Guarantee assistance, Standby Letters of Credit/Letters of Credit, and/or any issue of Non-Convertible Debentures, and/or Compulsorily or Optionally, Fully or Partly Convertible Debentures and/or Bonds, and/or any other Non-Convertible and/or other Partly/ Fully Convertible instruments/securities, whether availed by the Company or by others, within the overall ceiling prescribed by the members of the Company, in terms of Section 180(1)(c) of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things and to take all such steps as may be necessary for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Committee of Directors or any one or more Directors of the Company.”

By Order of the Board
For Sangam Health Care Products Limited

Place : Secunderabad
Date : August, 14, 2015

(BALAGOPAL ADDEPALLI)
Managing Director
DIN: 01712903

NOTES:

1. The statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the special business set out in the Notice, is annexed hereto.
2. The register of members and share transfer books of the Company will be closed from September 24, 2015 to September 30, 2015 (both days inclusive) for the purpose of Annual General Meeting.
3. **A MEMBER ENTITLED TO ATTEND THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights.
4. A member holding more than 10% of the total share capital may appoint a single person as Proxy and such person shall not act as Proxy for any other person or member. The Instrument appointing the proxy should be deposited at the registered office of the company not less than forty-eight hours before the commencement of the meeting.
5. The shareholder desiring any further information as regards the accounts are requested to write to the Company so as to reach it at least one week prior to the date of the meeting for consideration of the management to deal at the meeting.
6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
7. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM
8. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
9. Members may note that the Notice of the 21st AGM and the Annual Report for FY 2014-15, copies of audited financial statements, directors' report etc., will also be available on the website of the company, www.sangamhealthcare.co.in
10.
 1. Members are requested to convert their physical holding to demat to avoid hassles involved with physical shares, such as possibility of loss, mutilation, and to ensure safe and speedy transaction in securities. Members are also requested to notify change of address, bank details, ECS mandates, email id, if any, to their Depository Participants (DPs) in respect of their electronic share accounts and to the Registrar & Share Transfer Agent of the Company i.e. M/s. XL Softech Systems Limited, 3, Sagar Society, Road No.2, Banjara Hills, Hyderabad, in respect of their physical share folios to avoid procedural delays.

2. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Registrar & Share Transfer Agent for consolidation into a single folio.
3. Members holding shares in physical form are requested to send certified copy of their Income Tax Permanent Account Number (PAN) card, including for all joint holders, to the Registrar & Transfer Agent of the Company.
11. Members/Beneficial Owners/Proxies should bring the attendance slips duly filled in for attending the meeting.
12. Members/Beneficial Owners are requested to bring Annual Report with them for the Annual General Meeting. No copies of Annual Report will be distributed at the meeting.
13. **E-Voting :**
 - i. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide to its members' facility to exercise their right to vote at the 21st Annual General Meeting ("AGM") by electronic means, through the e-voting services provided by Central Depository Services Limited ("CDSL") on all resolutions set forth in this Notice. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting (*remote e-voting*).
 - ii. In order to enable its Members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set out in the Notice of AGM, the Company has also enclosed a ballot form with the Annual Report for 2014-15.
 - iii. The facility for voting through polling paper shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting/ballot form shall be able to vote at the Meeting through polling paper.
 - iv. A Member can opt for only single mode of voting i.e. either through e-voting or by Ballot Form. If a Member casts votes by both modes then voting done through e-voting shall prevail and vote by Ballot shall be treated as invalid. The members who have cast their vote by remote e-voting/ballot form may also attend the Meeting but shall not be entitled to cast their vote again.

- v. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. September 23, 2015.
- vi. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. September 23, 2015, 2015 only shall be entitled to avail the facility of remote e-voting, ballot form as well as voting at AGM through polling paper.
- vii. Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. September 23, 2015, 2015, may obtain the User ID and password by writing to M/s. XL Softech Systems Limited at xlfield@rediffmail.com or contact 040-23545913, 23545914 23545915. However, if the person is already registered with CDSL for remote e-voting then the existing user ID and password can be used for casting vote.
- viii. The remote e-voting facility will be available during the following period:

Commencement of remote e-voting : From 9.00 a.m. (IST) on September 27, 2015

End of remote e-voting : Up to 5.00 p.m. (IST) on September 29 , 2015

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting Module shall be disabled by CDSL upon expiry of aforesaid period.

- ix. The Scrutinizer, after scrutinising the votes cast at the meeting and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company. The results shall simultaneously be communicated to BSE Limited.
- x. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. September 30, 2015.
- xi. The Board of Directors of the Company has appointed Mr. P Surya Prakash, Sr. Associate, Company Secretary in Practice, R&A Associates, Company Secretaries, Hyderabad (Membership No. 18803 & Certificate of Practice No. 11142) as Scrutinizer to voting process (e-voting, ballot and poll) in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

xii. The instructions for shareholders voting electronically are as under:

- i. The voting period begins from **9.00 a.m. (IST) on September 27, 2015** and ends on **5.00 p.m. on September 29, 2015**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. **September 23, 2015**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. The shareholders should log on to the e-voting website www.evotingindia.com.
- iv. Click on Shareholders.
- v. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi. Next enter the Image Verification as displayed and Click on Login.
- vii. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- viii. If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- ix. After entering these details appropriately, click on "SUBMIT" tab.
- x. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii. Click on the EVSN of **Sangam Health Care Products Ltd.**
- xiii. On the voting page, you will see “**RESOLUTION DESCRIPTION**” and against the same the option “**YES/NO**” for voting. Select the option **YES** or **NO** as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv. Click on the “**RESOLUTIONS FILE LINK**” if you wish to view the entire Resolution details.
- xv. After selecting the resolution you have decided to vote on, click on “**SUBMIT**”. A confirmation box will be displayed. If you wish to confirm your vote, click on “**OK**”, else to change your vote, click on “**CANCEL**” and accordingly modify your vote.
- xvi. Once you “**CONFIRM**” your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xviii. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xix. Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be mailed to the scrutinizer’s mail Id i.e. suryapraksh@rna-cs.com to verify the same.
- xx. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

14. The Companies Act, 2013 provides for the facility of nomination to the holders of Shares in a Company. Accordingly, members can avail the facility of nomination in respect of their shares held either singly or jointly. Members desiring to avail this facility are requested to fill up the prescribed nomination form and send the same to the Registered Office of the Company. (The forms are available at the Regd. Office /Office of Registrars of the Company).

15. The shares of the Company listed on BSE Limited but trading suspended. Company has not paid the listing fees to BSE.

EXPLANATORY STATEMENT

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

The following Explanatory Statement sets out all the material facts relating to the Special Business under item no.4 to 8 of the accompanying Notice dated August 14, 2015.

In respect of item no. 4.

The Board of Directors (based on the recommendation of Nomination and Remuneration Committee) had appointed, Ms Padma Ghanakota (DIN: 07078176) as Additional Director w.e.f. 25th March, 2015. In terms of Section 161(1) of the Companies Act, 2013, Ms. Padma Ghanakota holds office as Additional Director only up to the date of the forthcoming Annual General Meeting. The Company has received a notice pursuant to Section 160 of the Companies Act, 2013 along with the amount of requisite deposit from one of the members signifying his intention to propose the appointment of Ms. Padma Ghanakota as a Director.

She is a Graduate and having 7 years of experience in manufacturing I V Sets and manufacturing pouches. She is also handling operations of manufacture of I V Sets at her Jeedimatla unit, Hyderabad.

The other details of Ms Padma Ghanakota in terms of Clause 49 of the Listing Agreement, is annexed to this Notice.

The Board of Directors is of the opinion that her vast knowledge and varied experience will be of great value to the Company and hence recommends the Resolution at item no.5 of this Notice for your approval.

Notice received under Section 160 of the Companies Act, 2013 is available for inspection by the members at the Registered Office of the Company during the business hours on any working day up to the date of the Annual General Meeting.

Mr. Bala Gopal Addepalli (Husband), Mr. Venkata Subramanya Sharma Devarkonda (Brother-in-law) and Ms Ramana Ganakota (Wife of Brother-in-law), Directors are concerned or interested in the Resolution no. 4 of the Notice.

In respect of item no. 5.

The Board of Directors (based on the recommendation of Nomination and Remuneration Committee) had appointed, Ms Ramana Ganakota (DIN: 07067685) as Additional Director w.e.f. 25th March, 2015. In terms of Section 161(1) of the Companies Act, 2013, Ms Ramana Ganakota holds office as Additional Director only up to the date of the forthcoming Annual General Meeting. The Company has received a notice pursuant to Section 160 of the Companies Act, 2013 along with the amount of requisite deposit from one of the members signifying his intention to propose the appointment of Ms. Ramana Ganakota as a Director.

She has done MBDGO, Gynec, medicine from Gandhi and PG from Osmania.

The other details of Ms Ramana Ganakota in terms of Clause 49 of the Listing Agreement, is annexed to this Notice.

The Board of Directors is of the opinion that her vast knowledge and varied experience will be of great value to the Company and hence recommends the Resolution at item no.6 of this Notice for your approval.

Notice received under Section 160 of the Companies Act, 2013 is available for inspection by the members at the Registered Office of the Company during the business hours on any working day up to the date of the Annual General Meeting.

Mr Venkata Subramanya Sharma Devarkonda (Husband), Mr. Bala Gopal Addepalli (Brother-in-law) and Mrs. G. Padma (Wife of Brother-in-law), Directors are concerned or interested in the Resolution no. 5 of the Notice.

In respect of item no. 6.

The Board of Directors (based on the recommendation of Nomination and Remuneration Committee) had appointed, Mr Venkata Subramanya Sharma Devarkonda (DIN: 07067129) as Additional Director from 25th March, 2015. In terms of Section 161(1) of the Companies Act, 2013, Mr Venkata Subramanya Sharma Devarkonda holds office as Additional Director only up to the date of the forthcoming Annual General Meeting. The Company has received a notice pursuant to Section 160 of the Companies Act, 2013 along with the amount of requisite deposit from one of the members signifying his intention to propose the appointment of Mr Venkata Subramanya Sharma Devarkonda as a Director.

He has done MS (Ophthalmology) and has also finished Medicine from Gandhi and PG from kakathiya. The other details of Mr Venkata Subramanya Sharma Devarkonda in terms of Clause 49 of the Listing Agreement, is annexed to this Notice.

The Board of Directors is of the opinion that his vast knowledge and varied experience will be of great value to the Company and hence recommends the Resolution at item no.6 of this Notice for your approval.

Notice received under Section 160 of the Companies Act, 2013 is available for inspection by the members at the Registered Office of the Company during the business hours on any working day up to the date of the Annual General Meeting.

Mr. Bala Gopal Addepalli (Brother), Mrs. G. Padma (Wife of Brother) and Mrs. G. Ramana (Wife), Directors are concerned or interested in the Resolution no. 6 of the Notice.

In respect of item no. 7.

The Board of Directors (based on the recommendation of Nomination and Remuneration Committee) had appointed, Mr Bala Gopal Addepalli (DIN: 07067129) as Additional Director from 9th February, 2015. In terms of Section 161(1) of the Companies Act, 2013, Mr Bala Gopal Addepalli holds office as Additional Director only up to the date of the forthcoming Annual General Meeting. The Company has received a notice pursuant to Section 160 of the Companies Act, 2013 along with the amount of requisite deposit from one of the members signifying his intention to propose the appointment of Mr Bala Gopal Addepalli as a Director.

He is commerce graduate. The other details of Mr Bala Gopal Addepalli in terms of Clause 49 of the Listing Agreement, is annexed to this Notice.

The Board of Directors is of the opinion that his vast knowledge and varied experience will be of great value to the Company and hence recommends the Resolution at item no.7 of this Notice for your approval.

Notice received under Section 160 of the Companies Act, 2013 is available for inspection by the members at the Registered Office of the Company during the business hours on any working day up to the date of the Annual General Meeting.

Mrs. G. Padma (Wife), Mr. D.V.S. Sharma (Brother) and G. Ramana (Wife of brothers), Directors are concerned or interested in the Resolution no. 7 of the Notice.

In respect of item no. 8.

The Board of Directors at their meeting held on 9th February, 2015 appointed Mr. Bala Gopal Addepalli as a "Managing Director" of the Company with effect from 9th February, 2015 and subject to necessary approvals as the "Managing Director" of the Company for a period of five years with effect from the said date till 8th February, 2018".

Mr. Bala Gopal Addepalli is has a unit of manufacturing of I V Sets in the name of M/S Sai Healthcare at Jeedimetala, Hyderabad. He is supplying I V Sets to Govt. of Andhra Pradaesh since 7 years. He is also in infrastructure business and presently constructing IIIT building at BASARA, Andhra Pradesh. He has successfully led this most complex region under the most difficult social and political conditions, delivering results, developing people and seeing the region double its volume/sales in five years despite several crisis during this time.

The appointment of Mr. Bala Gopal Addepalli is appropriate and in the best interest of the Company. He is neither a director nor a member in any other company registered in India.

The approval of the members is being sought to the terms, conditions and stipulations for the appointment of Mr. Bala Gopal Addepalli as the Managing Director.

Mrs. G. Padma (Wife), Mr. D.V.S. Sharma (Brother) and G. Ramana (Wife of brothers), Directors are concerned or interested in the Resolution no. 8 of the Notice.

In respect of item no. 9.

In terms of proviso of section 188 of the companies Act, 2013 and Clause 49-VII(C) of the Listing Agreement, the contract/arrangement/transaction relating to obtaining the facility of manufacturing of IV set Pouches from the under mentioned related party as defined under Section 2(76) of the Companies Act, 2013 and Clause 49VII(B)(ii) and 49 (VII)(E) of the Listing Agreement requires the approval of unrelated members of the Company by way of special resolution. As these transactions are material in nature, are likely to exceed the limits prescribed under Companies Act, 2013 and listing agreement as per the last audited financial statements of the Company and as part of good corporate Governance the contract/arrangement/transaction, members' approval is sought for this transaction.

The particulars of the contracts/arrangements/transactions are as under:

Sl. No.	Name of the related party	Nature of transaction	Relationship with related party
1	M/s Sri Sai Gravure Prints	Conversion of raw materials into IV set Pouches on job work basis for an amount not exceeding Rs. 3 crores for a period of 5 financial year.	Bala Gopal Addepalli, Managing Director is Partner

The above proposals have been approved by the Audit Committee in accordance with Clause 49 of the Listing Agreement, as well as Section 177 of the Companies Act, 2013. The Audit Committee / Board of Directors would be endeavoring to approve the transactions between the Company and the afore said related party in the ordinary course of business and on arm's length basis and hence approval of the Shareholders may not be required under the provisions of the Companies Act, 2013 for transactions which are in the ordinary course of the Company's business and are at arm's length however the same is required under Clause 49(VII)(E) of listing agreement. The Board recommends the resolutions for approval of the Members.

Except Bala Gopal Addepalli and his relatives (Mr. Venkata Subramanya Sharma Devarkonda, Mrs. Padma Ghanakota and Mrs. Ramana Ganakota) none of the other Directors of the Company / their relatives is in anyway concerned or interested, financially or otherwise, in the Resolution no. 9 of the Notice.

In respect of item no. 10.

In terms of proviso of section 188 of the companies Act, 2013 and Clause 49-VII(C) of the Listing Agreement, the contract/arrangement/transaction relating to obtaining the facility of manufacturing of IV set Assembled from the under mentioned related party as defined under Section 2(76) of the Companies Act, 2013 and Clause 49VII(B)(ii) and 49 (VII)(E) of the Listing Agreement requires the approval of unrelated members of the Company by way of special resolution is sought for this transaction.

The particulars of the contracts/arrangements/transactions are as under:

Sl. No.	Name of the related party	Nature of transaction	Relationship with related party
1	M/s Sri Sai Health Care Products	Conversion of raw materials into IV set Assembled on job work basis for an amount not exceeding Rs. 5 crores for a period of 5 financial year	Bala Gopal Addepalli, Managing Director is Partner.

The above proposals have been approved by the Audit Committee in accordance with Clause 49 of the Listing Agreement, as well as Section 177 of the Companies Act, 2013. The Audit Committee / Board of Directors would be endeavoring to approve the transactions between the Company and the afore said related party in the ordinary course of business and on arm's length basis and hence approval of the Shareholders may not be required under the provisions of the Companies Act, 2013 for transactions which are in the ordinary course of the Company's business and are at arm's length however the same is required under Clause 49(VII)(E) of listing agreement as the transaction envisaged is likely to exceed the limits as prescribed in the proviso to Clause 49 (VII)(C). Also, at times, some of the terms of related party transactions may not be viewed as at arm's length basis and the same may attract approval under Companies Act, 2013 read with Rules made there under. As a matter of abundant caution, and good corporate governance, approval of the Shareholders is therefore being sought in terms of Clause 49 of the Listing Agreement and the provisions of the Companies Act 2013. The Board recommends the resolutions for approval of the Members.

Except Bala Gopal Addepalli and his relatives (Mr. Venkata Subramanya Sharma Devarkonda, Mrs. Padma Ghanakota and Mrs. Ramana Ganakota) none of the other Directors of the Company / their relatives is in anyway concerned or interested, financially or otherwise, in the Resolution no. 10 of the Notice.

In respect of item no. 11

In terms of Section 180(1)(c) of the Companies Act, 2013 read Articles of Association of the Company, borrowings by the Company (apart from temporary loans repayable on demand or within six months from the date of the loan, and temporary loans, if any, obtained from the Company's bankers or Financial Institutions or from elsewhere on such terms and conditions as to repayment or interest or otherwise as it thinks fit, such sums as may be necessary for the purpose of the Company's business, in excess of the paid-up capital of the Company and its free reserves, require the approval of the Members by way of special resolution.

None of the Directors/Key Managerial Personnel of the Company/their relatives are interested in or concerned with the said resolution.

In respect of item no. 12

In terms of Section 180(1)(a) of the Companies Act, 2013 inter alia provides that the Board of Directors shall not, without the consent of the Company by a Special Resolution, sell, lease or otherwise dispose of the whole or substantially the whole of an undertaking(s) of the Company. Since the Company, may in future, avail of loans or other financial assistance, for acquisitions/capital expenditure/working capital requirements, it would be necessary to create mortgages/charges on the assets of the Company in favour of the lenders/trustees which may be regarded as a disposal of the whole or substantially the whole of the Company's undertaking(s) and therefore, the Special Resolution is proposed to be passed as an enabling resolution.

None of the Directors/Key Managerial Personnel of the Company/their relatives are interested in or concerned with the said resolution.

By Order of the Board
For Sangam Health Care Products Limited

Place : Secunderabad
Date : August, 14, 2015

(BALAGOPAL ADDEPALLI)
Managing Director
DIN: 01712903

**ADDITIONAL INFORMATION OF DIRECTORS BEING APPOINTED/
RE-APPOINTED AT THE ANNUAL GENERAL MEETING**

(Pursuant to Clause 49 of the Listing Agreement)

Mr. Basawaraj Nagabusappa Sajjan

Date of Birth	14-06-1966
Date of Appointment	29-06-2012
Qualification	Bachelor in Commerce
Directorship held in other Companies	Nil
Membership/Chairmanships of Committees across public Companies	Nil.

Brief Profile covering experience, achievements etc.

He has more than 25 years experience in commercial activities with various Companies manufacturing steel and steel wires products. He has held various positions such as General Meeting – Commercial and Vice- president – Commercial.

Shares held in the Company	Nil
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Ms Padma Ghanakota

Date of Birth	17-08-1964
Date of Appointment	25-03-2015
Qualification	Graduate
Directorship held in other Companies	Nil
Membership/Chairmanships of Committees across public Companies	Nil.

Brief Profile covering experience, achievements etc.

She has 7 years of experience in manufacturing I V Sets and manufacturing pouches. She is also handling operations of manufacture of I V Sets at her Jeedimatla unit, Hyderabad.

Shares held in the Company	20, 00,000 Equity Shares of Rs.10/- each
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Ms Ramana Ganakota

Date of Birth	07-07-1962
Date of Appointment	25-03-2015
Qualification	MBDGO, Gynec and a Gold Medalist from Gandhi and Osmania Completed medicine from Gandhi and PG from Osmania
Directorship held in other Companies	Nil

Membership/Chairmanships of
Committees across public Companies Nil.

Brief Profile covering experience, achievements etc.

She has worked for South Central Railway for about 5 to 6 years in the early stages of her career. Later on She started her own practice in Guntakal which is named "Swapna Nursing Home" and have been serving people in and around Guntakal for the past 15 years.

Shares held in the Company 22,55,140 Equity Shares of Rs.10/- each

Mr Venkata Subramanya Sharma

Date of Birth 31-08-1959

Date of Appointment 25-03-2015

Qualification MS (Opthomology)Medicine from Gandhi and
PG from Kakathiya

Directorship held in other Companies Nil

Membership/Chairmanships of
Committees across public Companies Nil.

Brief Profile covering experience, achievements etc.

He has worked for South Central Railway for about 6 years and afterwards set up his own practice is Guntakal. It has been almost 15 years that he is working in Guntakal.He Started Swapna Nursing Home, Guntakal, Anantpur- 50 beded hospital and is director of it.

Shares held in the Company 25,00,000 Equity Shares of Rs.10/- each

Mr Bala Gopal Addepalli

Date of Birth 25-08-1967

Date of Appointment 09-02-2015

Qualification Commerce Graduate.

Directorship held in other Companies Nil

Membership/Chairmanships of Committees across public Companies Nil.

Brief Profile covering experience, achievements etc.

He is about 40 years and has a unit of manufacturing of I V Sets in the name of M/S Sai Healthcare at Jeedimetala, Hyderabad. He is supplying I V Sets to Govt. of Andhra Pradaesh since 7 years. He is also in infrastructure business and presently constructing IIIT building at BASARA, Andhra Pradesh

Shares held in the Company 30,00,000 Equity Shares of Rs.10/- each

DIRECTORS' REPORT

Dear Shareholders,

We have pleasure in presenting the 21st Annual Report on the business and operations of Company and Financial Results for the year ended 31st March, 2015.

1. FINANCIAL RESULTS

As per the requirements Section 134 of the Companies Act, 2013 and Rule 8(5) (i) of Companies (Accounts) Rules, 2014, the summarized Financial Results of the Company are given hereunder:

(Rs. in lakhs)

Particulars	2014-2015	2013-14
Total Income	2992	3098
Increase/(Decrease) in stocks	(445.87)	114.61
Total Expenditure before Finance cost & Depreciation	2116.88	2294.28
Finance cost	545.82	551.86
Depreciation	151.23	172.25
Profit/(Loss) before Taxation	178.53	(34.61)
Provision for tax	0	0
Profit/(Loss) after Taxation	178.53	(34.61)

2. OPERATIONS AND BUSINESS OUTLOOK:

During the year under review, the Company recorded a total income of Rs. 2992 lakhs and a net profit of Rs. 178.53 lakhs against income of Rs. 3098 lakhs and a net loss of Rs.34.61 lakhs in the previous year. Company is adopting a very cautious approach towards its business in view of the risk involved in this business and the probable of Non Performing Assets (NPAs) are taken seriously to increase the level of profit.

As our company is maintaining the high quality medical products, still in the market the demand for our medical products is high. It is observed that, now a day, the Health providers have realized the importance of delivery of quality products; they are demanding the best quality medical disposables in their hospitals.

Our Company has been continuously working on quality up gradation of the products, implementation of innovative techniques for product development, cost reduction and

to increase its productivity. In this way, we are able to create a good impression of our products in the market.

3. OPEN OFFER :

During the year, Addepalli Bala Gopal, Devara Konda Venkata Subramanya Sharma, Ghanakota Ramana and Ghanakota Padma (PAC's) announced open offer to the shareholders of the Company pursuant to SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for acquisition of 38,63,782 equity shares of M/s Sangam Health Care Products Limited, representing 26% of the total equity share of the Company, at a price of Rs. 0.50 of face value of Rs.10/- of fully paid-up equity shares

SEBI vide reference no.CFD/DCR2/OW/33792/2014 dated 28.11.2014 approved/given comments for the open offer for acquisition of 38,63,782 equity shares of M/s Sangam Health Care Products Limited by Addepalli Bala Gopal along with PAC's at a price of Rs.0.50/- per share. Only one shareholder holding 1000 equity shares of Rs.10/ fully paid up was tendered his shares in the open offer.

On completion of Open Offer, Addepalli Bala Gopal along with PAC's acquired 97,55,240 Equity Shares of Rs.10 each constituting 64.65% of post issue paid up capital of the Company. Accordingly, Promoters holds 64.65% Equity Share and Voting Capital of the Company as on date.

4. PRODUCT DEVELOPMENT AND COST REDUCTION:

To reduce the cost of production, continuously we are undertaking developmental activities on product performance and improvement, reduction in consumption of Basic Polymers, replacing existing Polymers with latest generation & alternate polymers, etc. All these activities together resulted in reduced cost of production.

To reduce the consumption of energy and its high cost, alternative sources of energy are being contemplated and because of this, our company is operating on a regular basis without any interruption.

At present all these activities are on ongoing basis and when completed shall bring in reduction in cost of production and also performance development of the main product range. We hope that, in the coming years, we can produce quality products with less cost.

In view of the Research and Developmental activities carried out by the R&D Team of your company, a number of new infusion sets have been successfully launched. All the new products listed earlier have been commercialized and are being marketed on regular basis. The sales volumes of each of all these new products are increasing month after month.

5. REVOCATION OF SUSPENSION OF COMPANY'S SCRIP

Revocation of suspension of the Company's Shares in BSE Limited is in progress.

6. NEW PRODUCTS

Based on Market feedback and research your company has embarked on development of new Medical disposables which are currently not produced & marketed by the Company. Some of the products like urine collections burette, yankur suction set launched and same are undergoing trails in development stage.

7. EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS:

As per the requirements Section 134 (3) (l) of the Companies Act,2013,we want to declare that, there are no significant material changes and commitments affecting financial position of the company between 31st March, 2015 and the date of Board's Report.

8. CHANGE IN THE NATURE OF BUSINESS:

As per the requirements Rule 8 (5) (ii) of Companies (Accounts) Rules, 2014, we want to declare that, there is no significant change in the nature of business of the company during the last financial year.

9. SHARE CAPITAL AND CLASSIFICATION OF COMPANY:

The authorized capital of the Company as on 31st March, 2015 was Rs. 150,000,000/- divided into 15,000,000 equity shares of Rs. 10/- each.

The Subscribed, Issued and Paid-up capital of the Company as on 31st March, 2015 was Rs. 148,607,000/- divided into 14,860,700 equity shares of Rs. 10/- each.

10. DIVIDEND

Our directors express their inability to recommend any dividend for the financial year 2014-2015.

11. FIXED DEPOSITS:

Your Company has not accepted/invited any deposits from the public for the year under review as per Section 73 of the Companies Act, 2013 and the rules made there under.

12. DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. RETIREMENT BY ROTATION

Pursuant to provisions of the Companies Act, 2013, Mr. Basawaraj Nagabusappa Sajjan (DIN: 05209651), Director will retire at the ensuing Annual General Meeting

and being eligible, offers himself for reappointment. The Board recommends his re-appointment.

B. APPOINTMENT

i) **Mr. Venkata Subramanya Sharma Devarakonda (DIN: 07067129)** was appointed as an Additional Director by the Board of Directors on the Board Meeting held on 25th March, 2015, who shall hold office till the date of this Annual General Meeting. A member proposed his candidature for appointment at the ensuing Annual General Meeting.

In terms of the Companies Act, 2013, **Mr. Venkata Subramanya Sharma Devarakonda (DIN: 07067129)** is proposed to be appointed as Ordinary Director liable to retire by rotation, with effect from the date of this Meeting.

Brief resume of the Directors retiring by rotation and Director, nature of their expertise in specific functional areas and names of companies in which they hold directorships as stipulated under clause 49 of the listing agreement with the Stock Exchange are given as Annexure to the Notice.

ii) **Mrs. Ramana Ganakota (DIN: 07067685)** was appointed as an Additional Director by the Board of Directors in the Board Meeting held on 25th March, 2015, who shall hold office till the date of this Annual General Meeting. A member proposed her candidature for appointment at the ensuing Annual General Meeting.

In terms of the Companies Act, 2013 **Mrs. Ramana Ganakota (DIN: 07067685)** is proposed to be appointed as Ordinary Director liable to retire by rotation, with effect from the date of this Meeting.

Brief resume of the Directors retiring by rotation and Director, nature of their expertise in specific functional areas and names of companies in which they hold directorships as stipulated under clause 49 of the listing agreement with the Stock Exchange are given as Annexure to the Notice.

iii) **Mrs. Padma Ghanakota (DIN: 07078176)** was appointed as an Additional Director by the Board of Directors in the Board Meeting held on 25th March, 2015, who shall hold office till the date of this Annual General Meeting. A member proposed her candidature for appointment at the ensuing Annual General Meeting.

In terms of the Companies Act, 2013, **Mrs. Padma Ghanakota (DIN: 07078176)** is proposed to be appointed as Ordinary Director liable to retire by rotation, with effect from the date of this Meeting.

Brief resume of the Directors retiring by rotation and Director, nature of their expertise in specific functional areas and names of companies in which they hold directorships as stipulated under clause 49 of the listing agreement with the Stock Exchange are given as Annexure to the Notice.

iv) **Mr. Bala Gopal Addepalli (DIN: 01712903)** was appointed as an Additional Director by the Board of Directors in the Board Meeting held on 9th February, 2015, who shall hold office till the date of this Annual General Meeting. A member proposed his candidature for appointment at the ensuing Annual General Meeting.

In terms of the Companies Act, 2013, **Mr. Bala Gopal Addepalli (DIN: 01712903)** is proposed to be appointed as Ordinary Director liable to retire by rotation, with effect from the date of this Meeting.

Brief resume of the Directors retiring by rotation and Director, nature of their expertise in specific functional areas and names of companies in which they hold directorships as stipulated under clause 49 of the listing agreement with the Stock Exchange are given as Annexure to the Notice.

Mr. Bala Gopal Addepalli was appointed as Managing Director (MD) w.e.f. 9th February, 2015.

Mr. V. Satish Kumar was appointed as Chief Financial Officer (CFO) w.e.f. 9th February, 2015.

C. CESSATION

During the year under review, Mr. L. S. Patil filed DIR -11 with Register of companies Hyderabad (ROC) for the resignation from the directorship of the Company w.e.f. 28th February, 2015. However the same was not accepted by the board of directors.

D. EVALUATION OF THE BOARD'S PERFORMANCE

During the year, the Board adopted a formal performance evaluation policy for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board.

The exercise was carried out through a structured evaluation process covering various aspects of the Board's functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations etc. Separate exercise was carried out to evaluate the performance of individual Directors including the Board Chairman who were evaluated on parameters such as attendance, contribution at the meetings and otherwise, independent judgment etc.

The evaluation of the Independent Directors and that of the Chairman was carried out by the entire Board excluding the Director being evaluated and the evaluation of Non-Independent Directors was carried out by the Independent Directors. A separate meeting of Independent Directors was also held during the year wherein the performance of Chairman, Board and Executive Directors was evaluated.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

E. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review, as stipulated under Clause 49 of the Listing Agreement is presented in a separate section forming part of the Annual Report. (**Annexure I**).

F. REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy is attached to this report as **Annexure II**.

G. DECLARATION BY INDEPENDENT DIRECTORS

As per the requirements Section 134 (3) (d) of the Companies Act, 2013, we want to inform you that the Company has received necessary declaration from each Independent Director of the Company under Section 149(7) of the Companies Act, 2013 that the Independent Directors of the Company meet with the criteria of their Independence laid down in Section 149(6).

H. CONSTITUTION & RECONSTITUTION OF COMMITTEES:

As per the requirements Section 177(8) of the Companies Act, 2013 and revised Clause-49 of the listing Agreement, we want to inform you that, the company has constituted Audit committee, Nomination & Remuneration Committee., Stakeholders Relationship Committee, w.e.f. February 9, 2015

13. AUDITORS & AUDITORS' REPORT

A. STATUTORY AUDITORS

The shareholders at their 20th Annual General Meeting (AGM) held on 30th September, 2014, approved the re-appointment of M/s. Jayant & Sadashiv, Chartered Accountants, Hyderabad (Firm Registration No : 001297S), as statutory auditors of the Company, to hold office from the conclusion of the 20th AGM up to the conclusion of the 23rd AGM.

In terms of first proviso of Section 139 of the Companies Act, 2013, the appointment of the auditors is subject to ratification by the shareholders at every subsequent AGM. Accordingly, the statutory auditors, M/s. Jayant & Sadashiv, Chartered Accountants, have confirmed their eligibility under Section 141 of the Companies Act, 2013, Rule 4 of the Companies (Audit and Auditors) Rules, 2014 and Clause 41(I)(h) of the Listing Agreement.

The Audit Committee and the Board of Directors recommend the appointment of M/s. Jayant & Sadashiv, Chartered Accountants, as statutory auditors of the Com-

pany from the conclusion of the 20th AGM till the conclusion of the 23rd AGM, subject to rectification by the shareholders..

The Statutory Auditors' Report does not contain any reservation, qualification or adverse remark.

The Statutory Audit report for the financial year 2014-15 is annexed herewith as **Annexure III** to this Report

B. SECRETARIAL AUDITOR

During the year, the Company has appointed R&A Associates, Hyderabad as Secretarial Auditor. The Secretarial Audit report for the financial year 2014-15 is annexed herewith as **Annexure IV** to this Report.

The Secretarial Audit Report contains following qualification and reply by management.

SI No.	Secretarial Auditor Observation	Reply by management
1.	Delay in appointment of Managing Director and CFO	The Board is reforming the existing internal control systems of the Company in order to ensure foremost compliance of the applicable rules, laws and regulations.
2.	Non compliance with provision of Section 180(1)(c)	
3.	Delay in submission of information to BSE Limited.	
4.	Connectivity with Central Depository Services Limited (CDSL) only	As on March 31, 2015 Companies shareholders are 649 and trading of share were suspended on 10 th September, 2001, due to this company not obtained connectivity with NSDL
5.	Non appointment of Independent Director	Management is in the process of indentifying appropriate candidates to be appointed as Independent Director. & Company Secretary

C. COST AUDITOR

During the year under review, the Company was not required to maintain cost records and get them audited by Cost Auditor.

14. TRANSFERS TO RESERVES

The Company has not transferred any amount to the reserves in the financial year

15. DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis;
- (e) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- (f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

16. INDUSTRIAL RELATIONS

The Management and Labour relations were very cordial and harmonious and continued to remain cordial at all levels during the year under review.

17. CORPORATE GOVERNANCE

A separate report on Corporate Governance is enclosed as a part of this Annual Report. A certificate from the Auditors of the Company regarding compliance with Corporate Governance norms stipulated under Clause 49 of the Listing Agreement is annexed to the Report on Corporate Governance. **Annexure V**

18. DECLARATION FOR CODE OF CONDUCT:

Pursuant to Clause 49 of the Listing Agreement, the declaration signed by the Managing Director affirming compliance of the Code of Conduct by the Directors and Senior Management personnel of the Company for the financial year 2014-2015 is annexed and forms part of the Corporate Governance Report **Annexure VI**

19. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

The information required pursuant to Section 197(12) of Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of the employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the Report and Accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. If any member is interested in obtaining a copy thereof, such member may write to Company in this regard.

No employee was in receipt of remuneration in excess of the limits prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and hence the disclosure as required under Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not required.

20. RELATED PARTY TRANSACTIONS

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

The Policy on materiality of related party transactions as approved by the Board.

Your Directors draw attention of the members to Notes no.24 to the financial statement which sets out related party disclosures.

21. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

The Company has not made any loan, given guarantee, provided security or made investments pursuant to the provisions of Section 186 of Companies Act, 2013.

22. DISCLOSURES:

A. EXTRACT OF ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith as **Annexure VII** to this Report.

B. COMPOSITION OF AUDIT COMMITTEE

The Audit Committee comprises Mr. Khushwant Singh (Chairman), Mr. Pradyut Waghray and Mr. Bala Gopal Addepalli as members.

All the recommendations made by the Audit Committee were accepted by the Board.

C. VIGIL MECHANISM

The Company has implemented a vigil mechanism policy to deal with instance of fraud and mismanagement, if any. It provides for the directors and employees to report genuine concerns and provides adequate safeguards against victimization of persons who use such mechanism.

There were no complaints received during the year 2014-15.

D. NUMBER OF BOARD MEETINGS

The Board of Directors of the Company met 7(Seven) times during the year. For further details, please refer report on Corporate Governance.

E. LISTING

The equity share of the Company is listed with Bombay Stock Exchange (BSE). Company has not paid listing fees to BSE Limited.

23. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo is annexed herewith as **Annexure VIII**

24. GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- a. The Company has no subsidiaries, joint ventures or associate companies.
- b. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

25. SAFETY AND ENVIRONMENTAL PROTECTION

The Production process of our Company is totally non-hazardous. There are no effluents in production. Very limited water is used in the manufacturing operations of the company even then a major portion of the process waste is recycled. The little wastage left, if any, does not pose any harm to the environment. However your Company, as a matter of policy has been adhering on highest priority to the safety of its employees as well as the environment and carrying out periodic audits and reviews to ensure total protection.

26. POLICY ON SEXUAL HARASSMENT:

The Company has adopted policy on Prevention of Sexual Harassment of Employees at workplace in accordance with The Sexual harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the year under review, the Company has not received any complaints pertaining to sexual harassment.

27. CORPORATE SOCIAL RESPONSIBILITY:

The company was not required to constitute a CSR Committee as the company has not met any of the thresholds mentioned in Section 135 of the Companies Act, 2013 during the financial year under review. Hence reporting about policy on Corporate Social responsibility and the initiatives taken are not applicable to the company.

28. ACKNOWLEDGEMENTS:

The Directors thank the Company's Bankers namely State Bank of Hyderabad, State Bank of Mysore and officials of concerned Government Departments for their co-operation and continued support to the Company.

The Board would also like to express their sincere appreciation and thanks to all the employees and workers of the Company for their wholehearted co-operation in improving the working of the Company.

The Directors also thank the Consignee Agents, Distributors, Stockists, Dealers, Suppliers/Vendors and Technical Collaborators for the support and co-operation extended by them in the growth of the Company.

Your directors express sincere gratitude to the shareholders for their continued support

On behalf of the Board of Directors
For Sangam Health Care Products Ltd,

Place: Secunderabad
Dated: 14th August, 2015

(Bala Gopal Addepalli)
Chairman

MANAGEMENT DISCUSSION ANALYSIS FORMING PART OF THE ANNUAL REPORT

ECONOMY – REVIEW AND OUT LOOK

Manufacturing Industry structure consists of organized and unorganized sectors. There has been a tremendous awareness created by Governments regarding use of quality medical disposables which is resulting in expanding market for organized health sector. In view of the increase in health consciousness and awareness in the use of quality products, the demand and opportunities for the company's products is expected to grow manifold in the years to come.

Opportunities & threats

The company has increased its market share tremendously and now the brand-SAFTEI has become the Market leader in IV sets in the Country. The company has also started concentrating on Micro interior markets as well as the institutional business and Corporate Hospitals. The company has been a regular supplier to State Governments Public Sector undertakings.

Certification & Quality

The company is accredited with ISO 9001:2008 certification for Manufacturing and supply of Medical Devices including sterile infusion sets (IV sets), sterile transfusion sets (B.T.Sets), Sterile Hypodermic Needles, Sterile Syringes and Urine Bags.

Segment wise / product wise performance

The Company manufactures IV sets, Disposable Syringes and Disposable Needles. The Annual Capacity of IV Sets is 40 Millions, Disposable Syringes is 264 Millions and Disposable Needles is 135 Millions per Annum. As the Company has completed the de-bottlenecking of the IV Set, Capacity is increased to 40 Millions from July 07 onwards.

Outlook

Our Company has emerged as one of the leaders in the Medical Disposables market and it's continuous efforts for a strong presence in the domestic market. There has been growing awareness among the end users about the threats posed while using Low Quality Infusion sets produced and marketed by the Unorganised Sector. There were conscious efforts from the government which helped the cause more. The share of unorganised sector is falling drastically and there was a corresponding spurt in the demand for quality products in addition to the normal increase in demand.

The Company is making all efforts to meet the increase in demand for our products. Sangam Health Care products Ltd., India was established as per International standards for meeting ISO specifications with reference to the quality standards Set up by International Standards Organization.

RISKS

The competition from the Domestic unorganized sector could be considered as a risk for its domestic sales. Competition from China could be considered as risk for the export market.

The Company has been constantly evolving strategies for competing in the domestic as well as the export market. Increase in price of basic Plastic Raw Materials has been a major concern for all the manufacturers of Medical disposables.

INTERNAL CONTROL SYSTEMS

Your Company placed considerable emphasis on internal control system so as to minimize the cost and improve efficiency .The existing systems are not adequate given the size of the Company so management has decided to reform the existing internal control systems.

FINANCIAL PERFORMANCE

During the year under review, the Company recorded a total income of Rs. 2992 lakhs and a net profit of Rs. 178.53 lakhs against income of Rs. 3098 lakhs and a net loss of Rs.34.61 lakhs in the previous year. Company is adopting a very cautious approach towards its business in view of the risk involved in this business and the probable of Non Performing Assets (NPAs) are taken seriously to increase the level of profit.

The Company has been continuously working on quality up gradation of the products, implementation of innovative techniques for product development, cost reduction and to increase its productivity.

Further to prevent poaching of trained manpower by new entrants, the Company is forced to increase the salaries of existing manpower. As a result of the same the cost of direct salaries & wages increased.

Due to severe competition from new entrants and in order to maintain the sales the Company was forced to offer additional discounts on sales.

HUMAN RESOURCES

All efforts are being made to retain the talent and improve the Quality of products and its Sales. Company is providing training to its technical & marketing staff by conducting periodical training programs by eminent faculty Experts . Industrial Relations were cordial during the year.

CAUTIONARY STATEMENT:

Statements made in this Management Discussion and Analysis contain certain forward looking statements based on various assumptions on the Company's present and future business strategies and the environment in which it operates. Actual results may differ substantially or materially from those expressed or implied due to risks and uncertainties. These risks and uncertainties include the effect of economic and political conditions in India, volatility in interest rates, new regulations and Government policies that may impact Company's business as well as the ability to implement its strategies. The Company assumes no responsibility in respect of forward looking statements herein which may undergo changes in future on the basis of subsequent developments, information or events.

ANNEXURE - II

REMUNERATION POLICY

1. INTRODUCTION

Sangam Healthcare Products Ltd. recognizes the importance of aligning the business objectives with specific and measurable individual objectives and targets. The Company has therefore formulated the remuneration policy for its Directors, Key Managerial Personnel and other employees keeping in view the following objectives:

- a) Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate, to run the company successfully.
- b) that relationship of remuneration to performance is clear and meets the performance benchmarks.
- c) Ensuring that remuneration involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.

2. SCOPE AND EXCLUSION:

This Policy sets out the guiding principles for the Nomination and Remuneration Committee for recommending to the Board the remuneration of the directors, key managerial personnel and other employees of the Company.

3. TERMS AND REFERENCES:

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

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

”Key Managerial Personnel” means :

- (i) the Chief Executive Officer or the Managing Director or the manager;
- (ii) the Company secretary;
- (iii) the Whole-time director;
- (iv) the Chief Financial Officer; and
- (v) such other officer as may be prescribed under the Companies Act, 2013

”Nomination and Remuneration Committee” means the committee constituted by Sangam Health Care Board in accordance with the provisions of Section 178 of the Companies Act, 2013 and Clause 49 of the Equity Listing Agreement.

4. POLICY:

A. Criteria for Appointment of Non-Executive Directors & Independent Directors

- a) The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of marketing, finance, taxation, law, governance and general management.
- b) In case of appointment of Independent Directors, the Nomination & Remuneration (N&R) Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.
- c) The N&R committee shall ensure that the candidate identified for appointment as a director is not disqualified for appointment under section 164 of the Companies Act 2013.
- d) In case of re-appointment of Non-Executive Directors & Independent Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

Remuneration of Non-Executive Directors & Independent Directors

- i. A Non-Executive Director & Independent Director shall be entitled to receive sitting fees for each meeting of the Board or Committee of the Board attended by him, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 including any amendment or modification thereto

as may be in force;

- ii. The Independent Directors of the Company shall not be entitled to participate in the Stock Option Scheme of the Company, if any, introduced by the Company.

B. Criteria for Appointment of Executive Directors and Key Managerial Personnel (KMP)

For the purpose of appointment of any Executive Director and Key Managerial Personnel (KMP), the N&R Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position. The Committee shall also ensure that the incumbent fulfils such other criteria as laid down under the Companies Act, 2013 read with Rules made there under or other applicable laws.

Remuneration of Executive Directors & KMP

- i. The Board, on the recommendation of the Nomination and Remuneration (N&R) Committee, shall review and approve the remuneration payable to the Executive Directors of the Company within the overall limits prescribed under Companies Act, 2013 including any statutory modification or amendment thereto as may be in force, subject to approval by the shareholders in General Meeting.
- ii. The Board, on the recommendation of the N&R Committee, shall also review and approve the remuneration payable to the Key Managerial Personnel of the Company.
- iii. The The remuneration of the Executive Directors and KMP may be broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retiral benefits. The variable component comprises performance bonus.

C. Remuneration to Other Employees:

- i. Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile, skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.
- ii. The remuneration maybe divided into two components viz. fixed component comprising salaries, perquisites and retirement benefits and a variable component comprising performance bonus.

ANNEXURE - III

To the Members of
SANGAM HEALTH CARE PRODUCTS LIMITED

We have examined the compliance of the conditions of Corporate Governance by Sangam Healthcare Products Limited for the year ended 31st March 2015 as stipulated in clause 49 of the Listing Agreement 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 the procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of the 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 Agreement.

We state that in respect of investor grievances received during the year ended 31st March, 2015 no investor grievances are pending against the company as on the date of this certificate as per the records maintained by the company and presented to the shareholders Grievance Committee.

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 Jayant & Sadashiv
Chartered Accountants
Firm Reg.No : 001297S

Jayant Palnitkar
Partner
Membership No.20851

Place: Hyderabad
Date: 14-05-2015.

INDEPENDENT AUDITORS' REPORT

To the Members of,
Sangam Health Care Products Limited,
Hyderabad.

Report on the Financial Statements

We have audited the accompanying financial statements of **Sangam Health Care Products Limited** ('the Company') which comprise the Balance Sheet as at 31st March 2015, the statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flow of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's

judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal financial control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Director, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at 31st march 2015, and its profit and its cash flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order,
2. As required by section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. 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;
 - c. The Balance Sheet and Statement of Profit and Loss dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of the written representations received from the directors as on 31st March 2015 taken on record by the Board of Directors, none of the director is disqualified as on 31st March, 2015, from being appointed as a director in terms of section 164(2) of the Act; and

- f. With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us :
- 1) The company has disclosed the impact of pending litigations on its financial position in its financial statement – Refer Note No 5 to the financial statement
 - 2) The company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - 3) There were no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31st, 2015.

For Jayant & Sadashiv
Chartered Accountants
Firm Regn. No: 001297S
by the hand of

Jayant Palnitkar
Partner
Membership No.20851

Place: Hyderabad
Date: 14-05-2015.

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph of report on other legal and regulatory requirements 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) As explained to us, these fixed assets have been physically verified by the Management at reasonable intervals. In our opinion, the interval is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- II a) As explained to us, inventories have been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable.
- b) As per the information given to us, the procedure of physical verification of inventories followed by the management are, in our opinion, reasonable and adequate in relation to the size of the company and the nature of its business.
- c) The Company is maintaining proper records of inventory. The discrepancies noticed on verification between physical stocks and the book records, which were not material, have been properly dealt with in the books of account.
- III According to the information and explanations given to us, the company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act.
- IV In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods. During the course of audit, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in internal control system.
- V According to the information and explanations given to us, the company has not accepted deposits from public within the meaning of section 73 to 76 or any other relevant provision of the Act and the rules framed there under.
- VI The Central Government rules prescribing maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956, in respect of its products manufactured during the year are not applicable to the company.
- VII a) According to the information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues, including Value added

tax, Wealth Tax, Service Tax, Customs Duty, Excise duty, Cess where applicable, with the appropriate authorities. According to the information and explanations given to us, there are arrears of outstanding statutory dues as at the last day of the financial year for a period of more than six months from the date they became payable, are as under.

Nature of Statute	Nature of dues	Amount (Rs in Lakhs)	Period to which the amount relates	Remarks
The Employees' Provident Funds And Miscellaneous Provisions Act, 1952	Provident Fund	41.27	Aug 2013 to Sep 2014	Not deposited
Employees' State Insurance Act, 1948	ESI	3.11	July 2014 to Sep 2014	Not deposited

- b) According to the information and explanations given to us and the records of the company examined by us, the particulars of Income Tax, Value Added Tax, wealth tax, service tax, customs duty, Sales tax, excise duty and cess as at 31st March, 2015 which have not been deposited on account of a dispute pending, are as under;

Nature of Statute	Nature of dues	Amount (Rs in Lakhs)	Period to which the amount relates	Forum where pending
Income Tax Laws	Minimum Alternate Tax (MAT)	22.15	FY.2004-05	Income Tax Tribunal, Hyderabad

- c) According to the information and explanations given to us, there is no amount required to be transferred to investor education and protection fund in accordance with the relevant provisions of the companies act, 1956 (1 of 1956) and rules made there under.

VIII The company has accumulated losses at the end of the financial year and the company has not incurred cash losses in the current year and immediately preceding financial year.

IX According to the information and explanations given to us and as per the records of the Company examined by us, the Company has defaulted in repayment of dues to bank to the tune of Rs.3.28 Crores.

- X** The Company has not given any guarantee for loans taken by others from banks or financial institutions.
- XI** In our opinion and according to the explanations given to us, on an overall basis the term loans have been applied for the purposes for which the term loans were obtained.
- XII** During the course of our examination of the books and records of the Company, carried out in accordance with generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any material fraud on or by the Company noticed or reported during the year, nor have we been informed of such case by management.

For Jayant & Sadashiv
Chartered Accountants
Firm Regn. No: 001297S
by the hand of

Jayant Palnitkar
Partner
Membership No.20851

Hyderabad,
14th May, 2015

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2015

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

To,
The Members
Sangam Health Care Products Ltd,
Flat no. 205 & 206,
Amarchand Sharma Complex,
S P Road, Secunderabad – 500 003.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s Sangam Health Care Products Limited (hereinafter called the “Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2015 according to the provisions of:

- i. The Companies Act, 1956 and the Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 (“SCRA”) and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (*Not applicable to the Company during the Audit Period*).
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28 October 2014; (*Not applicable to the Company during the Audit Period*).
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (*Not applicable to the Company during the Audit Period*).
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (*Not applicable to the Company during the Audit Period*) and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (*Not applicable to the Company during the Audit Period*)

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India (*Not notified hence not applicable to the Company during the audit period*).
- ii. The Listing Agreement entered into by the Company with BSE India Limited.

Trading of shares suspended with BSE Limited in the year 2001.

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

1. Company has appointed Mr. Addepalli Bala Gopal as additional Director and Managing Director and Mr V. Satish Kumar as Chief Financial Officer w.e.f. 9th February, 2015 in the Board Meeting held on the even date, however pursuant to the provisions of the section 203 of the Act read with Rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company is required to appoint Managing Director and Chief Financial Officer with effect from 1st April, 2014. Further Company has not appointed Company Secretary pursuant to the provisions of the section 203 of the Act read with Rule 8A of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
2. Company not complied with the provisions of section 180(1)(c) of the Act with respect to borrowings.
3. Board of Directors of the Company consists of eight (8) Directors out of which two (2) are Independent Directors whereas half of the Board shall consist of Independent Directors pursuant to Clause 49 of listing agreement.
4. Company is having electronic connectivity with Central Depository Services Limited (CDSL) only but not with National Securities Depository Limited (NSDL).
5. Delay in submission of information/filing of documents with BSE Limited pursuant to the listing agreement.

We further report that the Board of Directors of the Company is not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Notice was given to all Directors in advance to schedule the Board Meetings. Agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

Relying on the representation given by the Company and its officers with regard to the Other laws applicable specifically to the Company and its Compliance and the limited review done by us, we opine that the Company has generally complied with the following laws to the extent specifically applicable the company:

- (a) Drugs and Cosmetics Act, 1940 and Rules made thereunder;
- (b) Drugs Price Control Order, 2013 and notifications made thereunder

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

We further report that during the audit period, Mr. Addepalli Bala Gopal, Venkata Subramanya Sharma Devara Konda, Mrs. Padma Ghanakota, Mrs. Ramana Ghanakota (Acquirers) announced open offer to the shareholders of the Company pursuant to SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and acquired 97,55,240 Equity Shares at a price of Rs. 0.50 of face value of Rs.10/- of fully paid-up equity shares constituting 64.65% of post issue paid up capital of the Company.

For R & A Associates

(P. Surya Prakash)
Sr. Associate
ACS No.18803
CP No. 11142

Place: Hyderabad

Date : 24.08.2015

*This report is to be read with our letter of even date, which is annexed as “Annexure – A” and forms an integral part of this report.

“Annexure – A”

To,
The Members
Sangam Health Care Products Ltd,
Flat no. 205 & 206,
Amarchand Sharma Complex,
S P Road, Secunderabad – 500 003.

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

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

For R & A Associates

(P. Surya Prakash)
Sr. Associate
ACS No.18803
CP No. 11142

Place: Hyderabad
Date : 24.08.2015

CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Corporate governance is about maximizing shareholder's value legally, ethically and on sustainable basis, while ensuring fairness to every stakeholder, customers, employees, investors, vendors-partners and governmental authorities. Therefore, corporate governance is a reflection of a company's culture, policies, and its relationship with the shareholders, and its commitment to values.

The Company's activities are carried out in accordance with good corporate practices and the Company is constantly striving to better them and adopt the best practices. At "SANGAM" we believe in the Philosophy of serving society through quality healthcare products creating the value for ourselves, our Stakeholders and the Society at large.

Our Philosophy is backed by the principles of concern, commitment to quality, ethics,

Excellence and learning in all its acts and relationships with stakeholders, customers, associates and community at large. Our aim is to create an environment which enhances opportunities for all the good things, better health and overall quality of living that life has to offer.

We believe in the principles of fair play and transparency in our dealings. We endeavor to have a work culture which is performance driven and conducive to improve discipline accountability, team spirit in all our personal and professional relationships.

You Company is in compliance with the guidelines on Corporate Governance as stipulated under various clauses of the Listing Agreement entered into with Stock Exchanges.

2. BOARD OF DIRECTORS

The Board of Directors along with its Committees provides leadership and guidance to the company's management and directs, supervises and controls the performance of the Company. The Board comprises a combination of Executive and Non Executive Directors.

The composition of the Board of Directors, with reference to the number of Executive and Non-Executive Directors though does not meet with the requirements of Code of Corporate Governance. Thus, the composition of the Board is not in conformity with clause 49 of the Listing Agreement, which stipulates that at least 50% of the Board should consists of independent, if the Chairman of the Board is an Executive director.

The Board consists of 8 Directors as on 31st March 2015. The composition of the Board is not in conformity with Clause 49 of the listing agreement. The day-to-day management of the company was carried on by the Mr. Bala Gopal Addepalli, Managing Directors of the company.

Chairman and Managing Director	Mr. Bala Gopal Addepalli
Non-Executive Director	Mr. Lingaraj Shantalingappa Patil Mr. Basawaraj Nagabusappa Sajjan Mr. Venkata Subramanya Sharma Devarkonda Mrs. Ramana Ganakota Mrs. Padma Ghanakota
Non-Executive and Independent directors	Mr. Khushwant Singh. Mr. Pradyut Waghray

All independent directors possess the requisite qualifications and are very experienced in their own fields. All Directors except Independent Directors shall retire by rotation. None of the directors are members of more than ten committees or chairman of more than five committees in public limited companies in which they are directors. Necessary disclosures have been obtained from all the directors regarding their directorship and have been taken on record by the Board.

The names of the Directors and the details of other chairmanship/directorship/ committee membership of each Director as on 31st March 2015 is given below:

Name of Director	Category	Number of Memberships in other Companies	Number of Committee Memberships in other Companies	
			Chairman	Member
1. Mr. Bala Gopal Addepalli	Managing Director & Executive	1	-	-
2. Dr. Khushwant Singh	Non-Executive and Independent Director	-	-	-
3. Dr. Pradyut Waghray	Non-Executive and Independent Director	2	-	-
4. Mr. Basawaraj Nagabusappa Sajjan	Non-Executive Director	-	-	-
5. Mr. Lingaraj Shantalingappa Patil	Non-Executive Director	9	-	-
6.. Dr. Venkata Subramanya Sharma Devarkonda	Director	-	-	-
7. Mrs. Padma Ghanakota	Director	-	-	-
8. Dr. Ramana Ganakota	Director	-	-	-

Board Meetings and Attendance at Board Meetings:

The Board met 9 (Nine) times during the financial year 2014-2015. The Board of Directors of the Company had met not exceeding with a maximum time gap of one hundred and twenty days.

The relevant details are as under:

S.No	Date	Board Strength	No. of Directors present
1.	12-05-2014	4	4
2.	25-06-2014	4	4
3.	13-08-2014	4	4
4.	13-11-2014	4	4
5.	06-12-2014	4	4
6.	05-01-2015	4	4
7.	22-01-2015	4	4
8.	09-02-2015	4	4
9.	25-03-2015	5	4

Disclosure of relationship between directors inter-se:

No non-executive directors have any material pecuniary relationship or transactions with the company, its promoters or its management, which in the judgment of the board may affect independence of judgment of the director.

Attendance of each Director at Board Meetings and at the previous Annual General Meeting (AGM)

Name of Director	Category	Number of Board Meetings held	Number of Board Meetings Attended	Attendance in the last
1. Mr. Bala Gopal Addepalli	Managing Director	9	1	-
2. Dr. Khushwant Singh	Independent Director	9	9	Absent
3. Dr. Pradyut Waghay	Independent Director	9	9	Absent
4. Mr. Basawaraj Nagabusappa Sajjan	Director	9	9	Present
5. Mr. Lingaraj Shantalingappa Patil	Director	9	8	Absent
6.. Dr. Venkata Subramanya Sharma Devarkonda	Director	9	-	-
7. Mrs. Padma Ghanakota	Director	9	-	-
8. Dr. Ramana Ganakota	Director	9	-	-

Note:

Mr. Bala Gopal Addepalli, was appointed as Additional Director on 9th February, 2015. So he has attended only one Board Meeting on 25th March, 2015 in the last Financial Year. All the 3(three) Additional Directors Namely, Mr. Venkata Subramanya Sharma Devarkonda, Mrs. Padma Ghanakota and Mrs. Ramana Ganakota were appointed on 25th March,, 2015. So they didn't attend any Board Meeting in the last Financial Year.

Compliance Report

Compliance Certificates confirming the due compliance with the statutory requirements are placed at the Board Meeting for review by the Directors. A system of ensuring material compliance with the laws, orders, regulations and business and affairs of the company is in place.

Code of Conduct for Board Members & Senior Management Personal

The Board of Directors has laid down Code of Conduct for all Board members and the designated employees in the senior management. All the Board members and the senior management executives have affirmed compliance with the code of conduct. A declaration to this effect duly signed by Managing Director of the Company is attached herewith and forms part of Corporate Governance Report.

Risk Management

The Company has developed and implemented a risk management framework that includes identification of elements of risk, if any, which in the opinion of the Board may threaten the existence of the Company.

The following broad categories of risks to the business objectives have been considered in our risk management framework:

- **Strategy:** Risks to the successful execution of the Company's articulated strategies. These originate from the choices we make on markets, business mix, resources and delivery models that can potentially impact our competitive advantage in the medium and long term. Risks related to scalability and sustainability of our business might also have an impact on our business.
- **Industry:** Risks relating to the inherent characteristics of our industry such as competitive structure, emergence of new business models, technological landscape, extent of linkage to economic environment and regulatory structure.
- **Counterparty:** Risks arising from our association with entities for conducting business. The counterparties include clients, vendors, alliance partners and their respective industries. Counterparty risks include those relating to litigation and loss of reputation.

- **Resources:** Risks arising from inappropriate sourcing or sub-optimal utilization of key organizational resources such as financial capital, talent and infrastructure.
- **Operations:** Risks inherent to business operations including those relating to client acquisition, service delivery to clients, business support activities, information security, intellectual property physical security, and business activity disruptions. Operational risks are assessed primarily on three dimensions — business process effectiveness, compliance to policies and procedures, and strength of underlying controls.
- **Regulatory environment:** Risks due to adverse developments in the regulatory environment that could potentially impact our business objectives and lead to loss of reputation.
- **Societal:** Risks and opportunities relating to our focus on the environment and society at large. Environmental focus includes conservation of essential resources such as water and energy, disposal of waste, minimizing emissions, etc. Social focus includes projects to impact the communities in the regions where we operate.

CEO/CFO Certification:

As required under Clause 49 of the Listing Agreement with the Stock Exchanges, the Managing Director have certified to the Board the financial statements for the year ended 31st March, 2015.

3. COMMITTEE OF THE BOARD:

At present, the Company has the following Board level Committees, namely:

- A) Audit Committee
- B) Remuneration Committee
- C) Stakeholders Relationship Committee

AUDIT COMMITTEE

The audit committee assists the board in the dissemination of financial information and in overseeing the financial and accounting processes in the company. The terms of reference of the audit committee covers all matters specified in clause 49 of the listing agreement and also those specified in section 177 of the Companies Act 2013.

The audit committee comprised of the following directors for the year ended 31st March 2015:

1. Mr. Lingaraj Shantalingappa Patil
(upto 9th February, 2015)

2. Mr. Khushwant Singh
3. Mr. Pradyut Waghray
4. Mr. Bala Gopal Addepalli
(from 9th February, 2015)

Meetings and Attendance during the year:

The Committee met 4(Four) times during the year 2014-2015 on 12th May, 2014, 13th August, 2014, 13th November, 2014 and 9th February, 2015. The attendance details of the members of the Committee are given below:

Sl. No.	Name of the Member	No. of meetings attended
1.	Lingaraj Shantalingappa Patil	4
2.	Khushwant Singh	4
3.	Pradyut Waghray	4

NOMINATION AND REMUNERATION COMMITTEE

On 9th February, 2015, Company reconstituted the Nomination & Remuneration Committee with the following members:

1. Mr. Lingaraj Shantalingappa Patil
(upto 9th February, 2015)
2. Mr. Khushwant Singh
3. Mr. Pradyut Waghray
4. Mr. Basawaraj Nagabusappa Sajjan (from 9th February, 2015)

Meetings and Attendance during the year:

There was 2(Two) Committee meeting held during the year 2014-2015 on 9th February, 2015 and 25th March, 2015. The attendance details of the members of the Committee are given below:

Sl. No.	Name of the Member	No. of meetings attended
1.	Lingaraj Shantalingappa Patil	1
2.	Khushwant Singh	2
3.	Pradyut Waghray	2
4.	Basawaraj Nagabusappa Sajjan	1

Note: Mr. Bala Gopal Addepalli, was appointed as member of Nomination and Remuneration Committee on 9th February, 2015. So he has attended only 1(one) Nomination and Remuneration Committee Meeting on 25th March, 2015 in the last Financial Year.

Remuneration Policy and Details of Remuneration:

Remuneration policy as per Annexure – II

The Managing/Executive Directors are not paid any remuneration during the financial year under review.

The Non-Executive Director did not draw any remuneration from the Company except sitting fees for each meeting of the Board attended by them.

STAKEHOLDERS RELATIONSHIP COMMITTEE

a) Composition and brief terms of reference:

The role of the Committee is to periodically review and redress the shareholders and investor's complaints pertaining to transfer of shares, non receipt of annual reports, non-receipt of declared dividends, etc. The Committee oversees the performance of the Registrar and Transfer Agents and recommends measures for overall improvement in the quality of investor services.

The composition of the Committee and the details of meetings attended by its members are given below:

1. Mr. Basawaraj Nagabusappa Sajjan
2. Mr Lingaraj Shantalingappa Patil (upto 9th February, 2015)
3. Mr. Bala Gopal Addepalli (from 9th February, 2015)

b) Name and designation of the Compliance Officer:

Mr G S R Murthy is the compliance officer of the Company.

c) Number of Shareholders complaints received so far and Number of Shareholders complaints not resolved to the satisfaction of shareholders

All the Complaints received by the Company during the year-ended 31st March, 2015 were resolved to the satisfaction of shareholders.

d) Number of pending share transfers:

There were no pending transfers.

The Committee has acted upon all valid share transfers received during the year 2014-15. There were no transfers and complaints pending/unattended as on 31st March, 2015.

As on 31st March, 2015, 602300 (4.05%) Equity Shares are in demat accounts with Central Depository Services (India) Limited.

4. **GENERAL BODY MEETING:**

a) Location, date and time of the Annual General Meetings held during the preceding 3 years are as follows:

Venue	Financial Year Time	Date & Resolution	Special
205 & 206, Amarchand Sharma Complex, S.P. Road, Secunderabad-500003	2011-12 2.00 pm	29th Sept., 2012	Nil
205 & 206, Amarchand Sharma Complex, S.P. Road, Secunderabad-500003	2012-13 2.00 pm	30th Sept., 2013	Revsion of Remuneration Mr. JM Narsinga Rao as the Managing Director for a period upto 31-Dec-2013.
205 & 206, Amarchand Sharma Complex, S.P. Road, Secunderabad-500003	2013-14 3.30 pm	30thSept., 2014	Nil

b) No special resolution was put through postal ballot last year nor it is proposed to put any special resolution to vote through postal ballot this year.

c) **Details of Extra-Ordinary General Meetings held during the Financial Year:**
Nil

5. **Disclosures:**

a) The Company had disclosed the Related Party transactions with the key management personnel in Notes to Accounts. None of the transactions with any of the related parties were in conflict with the interests of the Company.

b) Code of Conduct

The Company has adopted the Code of Conduct for its employees at all levels including senior Management and Directors. The Code has been circulated to all the employees and directors of the Company and is in the process of being posted on the website. The Code serves as a guide to the employees of the Company to make good, informed

decisions and to act on them. As required under clause 49 of the Listing Agreement, the affirmation as regards compliance with the code from Directors and Senior Management personnel has been obtained for this financial year.

The Management Discussion and Analysis forms part of the Annual Report.

c) Accounting Treatment:

The financial statements of the Company are prepared in accordance with the provisions of the Companies Act, 2013 and the Accounting Standards issued by the Institute of Chartered Accountants of India.

d) Compliance of various Laws

There were no instances of non-compliance by Company of any requirements of the Stock Exchange, Securities and Exchange Board of India (SEBI) or any other statutory authority on any matter related to capital markets during the last three years

e) Prohibition of Insider Trading

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 that have come into force with effect from 15th May, 2015, read with SEBI's circular no.CIR/ISD/01/2015 dated May 14, 2015 the Company has framed a Code of Conduct for Insider Trading, which is applicable to all Directors and Officers of the Company, who are expected to have access to unpublished price sensitive information relating to the Company. The Code lays down guidelines which advise them on procedure to be followed and disclosures to be made, while dealing with the shares of the Company,

Formulated the Code of Conduct to Regulate, Monitor and Report Trading by Insiders in terms of Regulation 9 of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Mr G. S. R. Murthy has been designated as Compliance Officer for the purpose of this Code

6. MEANS OF COMMUNICATION

a. The Quarterly, half-yearly and annual results of the Company's performance are sent to the Bombay Stock Exchange (BSE).

b. The company's website address is: www.sangamhealthcare.co.in . The website contains basic information about the company. The company ensures periodical updation of its website. The company has designated the email-id **sangamlisting@gmail.com** in to enable the shareholders to register their grievances.

c. The Company has 649 shareholders as on 31st March, 2015. The Company mainly communicates with its shareholders through Annual Report, which includes the Director's Report, Management Discussion and Analysis Report, Report on Corporate Governance

and Audited Financial Results.

d. No presentations have been made to institutional investors or to analysts.

7. General Shareholders Information:

- i. Date, Time and Venue of the Annual General Meeting: 30th September, 2015 at 3:00 p.m. Financial Year: 1st April, 2014 to 31st March, 2015.
- ii. Dates of Book Closure: September 24, 2015 to September 30, 2015.
- iii. Financial Calendar: For the year 2015-16 the indicative dates of announcement of financial results are as under:

Quarter ended June, 2015	On or before August 14, 2015
Quarter ended September, 2015	On or before November 14, 2015
Quarter ended December, 2015	On or before February 14, 2016
Audited Results for the year ended March, 2016	On or before May 31, 2016
- iv. Listing on Stock Exchanges:

Name and Address of the Stock Exchange	Scrip Code/ Scrip ID
---	---------------------------------

Bombay Stock Exchange Limited, Mumbai (BSE) 25 th Floor, P.J.Towers,Dalal Street, Mumbai – 400 001.	531625
--	--------

- v. **ISI Number for CDSL** : **INE431E01011**
- vi. The Company's shares are not being traded in BSE Limited. Hence, information regarding the market price could not be provided.
- vii. Registrar and Share Transfer Agents:
The Registrar and Share Transfer Agents of the company is as follows:
M/s XL Softech Systems Ltd.
3, Sagar Society, Road No.2,
Banjara Hills, Hyderabad-500034.
Phone # 040-23545913/14/15,
Email: xlfield@rediffmail.com
- viii. Share Transfer System: The Company's Share transfers are taken care by the Registrars and Share Transfer Agents appointed by the Company. Transfers which are received in physical form are processed and the share certificates are returned within the stipulated period, subject to documents being valid and complete in all respects.

ix. Distribution of Shareholding pattern as on 31st March 2015

Sl. No.	Category share holders	No. of Share held issued shares	No. of of Total	Percentage
1	Promoters	6	104201940	70.12
2	Mutual Fund	3	599100	4.03
3	Banks/FI	5	653900	4.40
4	Private Corporate Bodies	8	1798160	12.10
5	Public	624	1378600	9.28
6	Others	3	10000	0.07
	Total	649	14860700	100.00%

x. Dematerialization of shares and liquidity:

The Company's shares are admitted into Central Depository Services Ltd (**CDSL**), for holding in electronic / demat form.

xi. Reconciliation of Share Capital Audit:

The Reconciliation of Share Capital Audit was carried out by Practicing Company Secretary for each of the quarters in the financial year 2014-15, to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and total issued and listed capital. The audit reports confirm that the total issued/paid-up capital is an agreement with the total number of shares in physical form and the total number of dematerialized shares held with depositories.

xii. Outstanding GDRs/ADRs/Warrant or any convertible instruments :

The Company has not issued any GDRs/ADRs, Warrants or any convertible instruments

xiii. Address for Correspondence:

- a) For any query in Demat Shares: To the Depository Participant & Registrars and Share Transfer Agents
- b) For any query in Physical Shares: The Registrar and Share Transfer Agents.
M/s XL Softech Systems Limited
3, Sagar Society, Road No.2,
Banjara Hills, Hyderabad,
Phone # 040-23545913/14/15
Email:xlfield@rediffmail.com

- c) For any other general matters or in case of any difficulties/ grievance:
Mr. G S R Murthy
Compliance Officer, Flat no. 205 & 206,
Amarchand Sharma Complex,
S P Road, Secunderabad – 500 003.
- d) Plant Location: Survey no. 182, Yellampet Village,
Medchal Mandal, R R District,
Telangana, India.
- xiv. Website : www.sangamhealthcare.co.in
xv. Email : sangamlisting@gmail.com

ANNEXURE – VI

DECLARATION FOR CODE OF CONDUCT

As required under Clause 49(ID) of the Listing Agreement, it is hereby declared that the Company has obtained confirmation from all the Board Members and Senior Management Personnel of the Company for the compliance of the Code of Conduct of the Company for the year ended on 31st March, 2015.

On behalf of the Board of Directors
For Sangam Health Care

Products Ltd,

Place: Secunderabad
Dated: 14th August, 2015

(Bala Gopal Addepalli)
Chairman

**Form No. MGT-9
EXTRACT OF ANNUAL RETURN**

as on the financial year ended on 31st March, 2015

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i. CIN : L24230TG1993PLC016731
- ii. Registration date : 12/13/1993
- iii. Name of the Company : SANGAM HEALTH CARE PRODUCTS LTD
- iv. Category/Sub Category of the Company : Company Limited by Shares/
Indian Non-Government Company
- v. Address of the Registered Office and Contact details : 205,206,Amarchand Sharma Complex,
S.P. Road, Secunderabad - 500002,
Telangana
- vi. Whether Listed Company : Yes
- vii. Name, Address and contact details of Registrar and Transfer Agent, if any : M/s.XL Softech Systems Limited3,
Sagar Society, Road No.2,
Banjara Hills,Hyderabad
Tel No. 040-23545913, 23545914,
23545915,
e-mail: xlfield@rediffmail.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the Company shall be stated:

SI. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Other human health activities n.e.c.	86909	84.11%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: NIL

S. No	Name and address of the Company	CIN/ GLN	Holding/ subsidiary /Associate	% of shares held	Applicable section
	Nil				

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity): Not Applicable, since Company limited by Guarantee
i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.Promoters									
(1) Indian									
a) Individual/HUF	-	9755240	9,755,240	65.64	0	10,420,940	10,420,940	70.12	6.82
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.	-	-	-	-	-	-	-	-	-
d)Bodies Corporate	-	-	-	-	-	-	-	-	-
e)Bank/Fl's	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(1):-	-	9,755,240	9,755,240	65.64	0	10,420,940	10,420,940	70.12	6.82
(2) Foreign									
a) NRI's-Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c)Bodies Corporate	-	1,240,260	1,240,260	8.35	-	-	-	-	-
d)Bank/Fl's	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2):-	-	1,240,260	1,240,260		-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	-	10,995,500	10,995,500	73.99	-	10,420,940	10,420,940	70.12	-5.23

B) Public Shareholding										
1. Institutions										
a) Mutual Funds	-	899,100	899,100	6.05	-	599,100	599,100	4.03	-	-
b) Banks/FI's	100,000	353,900	453,900	3.05	400,000	253,900	653,900	4.40	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-	-
g) FII's	-	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital	-	-	-	-	-	-	-	-	-	-
i) Others (Specify)	-	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1):-	100,000	1,253,000	1,353,000	9.10	400,000	853,000	1,253,000	8.43	-	-
2. Non-Institutions										
a) Bodies Corporate	-	1,122,700	1,122,700	7.55483	0	1798160	1798160	12.10	60.16	60.16
i) Indian	-	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-	-
i) Individual Shareholders holding nominal share capital in upto of Rs. 1 Lakh	12900	680,700	693,600	4.66734	13700	679,000	692,700	4.66	-0.13	-0.13
ii) Individual Shareholders holding nominal share capital in excess of Rs. 1 Lakh	188600	497,300	685,900	4.61553	188600	497,300	685,900	4.62	0.00	0.00
c) Others	0	10,000	10,000	0.06729	0	10,000	10,000	0.067	0.00	0.00
Sub-Total (B)(2):-	301,500	3,563,700	3,865,200	16.905	602,300	3,837,460	4,439,760	21.44	26.85	26.85
Total Public	301,500	14,559,200	14,860,700	100	602,300	14,258,400	14,860,700	100.00	0.00	0.00
C. Shares held by Custodians for ADR's & GDR's										
Grand Total (A+B+C)	301,500	14,559,200	14,860,700	100.00	602,300	14,258,400	14,860,700	100.00	0.00	0.00

ii) Shareholding of Promoters:

S.No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total	No. of Shares	% of Shares of the company	% of Shares Pledged / encumbered to total	
1	L S Patil*	5,981,260	40.25%	-	-	-	-	-100.0
2	Padmaja Patil*	3,144,200	21.16%	-	-	-	-	-100.0
3	Boin Medica Co Ltd*	1,240,260	8.35%	-	-	-	-	-100.0
4	S S Patil*	311,100	2.09%	-	-	-	-	-100.0
5	Nanda Patil*	124,580	0.84%	-	-	-	-	-100.0
6	Shailaja S Patil*	98,700	0.66%	-	-	-	-	-100.0
7	Shobha S Patil*	54,000	0.36%	-	-	-	-	-100.0
8	Siddling S Patil*	41,100	0.28%	-	-	-	-	-100.0
9	V S Murthy*	100	0.00%	-	-	-	-	-100.0
10	Sarojidevi Patil*	100	0.00%	-	-	-	-	-100.0
11	S R Patil*	100	0.00%	-	-	-	-	-100.0
12	Addepalli Bala Gopal#	-	-	-	3,001,000	20.19%	-	100%
13	Devarakonda venkata#	-	-	-	2,500,000	16.82%	-	100%
14	Ganakota Padma#	-	-	-	2,000,000	13.46%	-	100%
15	Ganakota Ramana#	-	-	-	2,255,140	15.18%	-	100%
16	Devarakonda V S Krishna Teja#	-	-	-	379,900	2.56%	-	100%
17	Sai Balaji Krishna Teja Addepalli#	-	-	-	284,900	1.92%	-	100%
	Total	10,995,500	73.99%	-	10,420,940	70.12%	-	-5.23%

*Ceased to be in the list of promoters as on March, 31, 2015 but were one of the promoters as on April 1, 2014

Not in the list of promoters as on April 1, 2014 but were one of the promoters as on March 31, 2015

(iii) Change in Promoters' Share Holding (Please specify if there is no change)

L.S.PATIL*					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	5,981,260	40.25	5,981,260	40.25
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	(5,981,260)	40.25	(5,981,260)	40.25
3	At the end of the year			-	

Padmaja Patil*					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	3,144,200	21.16	3,144,200	21.16
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	(3,144,200)	21.16	(3,144,200)	21.16
3	At the end of the year			-	

S.S. Patil*					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	124,580	0.08	124,580	0.08
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	(124,580)	0.08	(124,580)	0.08
3	At the end of the year			-	0

Nanda Patil*					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	124,580	0.08	124,580	0.08
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	(124,580)	0.08	(124,580)	0.08
3	At the end of the year			-	0

Shailaja Patil*					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	98,700	0.66	98,700	0.66
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	(98,700)	0.66	(98,700)	0.66
3	At the end of the year			-	0

Shobha Patil*					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	54,000	0.36	54,000	0.36
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	(54,000)	0.36	(54,000)	0.36
3	At the end of the year			-	0

Siddling S Patil*					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	41,100	0.28	41,100	0.28
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	(41,100)	0.28	(41,100)	0.28
3	At the end of the year			-	0

V S Murthy*					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	100	0	100	0
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	(100)	0	(100)	0
3	At the end of the year			-	0

Sarojindevi Patil*					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	100	0	100	0
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	(100)	0	(100)	0
3	At the end of the year			-	0

S R Patil*					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	100	0	100	0
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	(100)	0	(100)	0
3	At the end of the year			-	0

Addepalli Bala Gopal#					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	-	0	0	0
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	3,001,000	20.19	3,001,000	20.19
3	At the end of the year			3,001,000	20.19

Devarakonda Venkata#					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	-	0	0	0
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	2,500,000	16.82	2,500,000	16.82
3	At the end of the year			2,500,000	16.82

Ganakota Padma*					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	-	0	0	0
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	2,000,000	13.16	2,000,000	13.46
3	At the end of the year			2,000,000	13.46

Ganakota Ramana#					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	-	0	0	0
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	2,255,140	15.18	2,255,140	15.18
3	At the end of the year			2,255,140	15.18

Devakonda VS Krishna#					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	-	0	0	0
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	379,900	2.56	379,900	2.56
3	At the end of the year			379,900	2.56

Sri Balaji Krishna Teja Addepalli#					
S. No	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
		No. of Shares	% Total Shares of the Company	No. of Shares	% Total Shares of the Company
1.	At the beginning of the year	-	0	0	0
2	Decrease in promoters Shareholding during the year (Disposed off in open offer)"	284,900	1.92	284,900	1.92
3	At the end of the year			284,900	1.92

*Ceased to be in the list of promoters as on March, 31, 2015 but where one of the promoter as on April 1, 2014

Not in the list of promoters as on April 1, 2014 but were one of the promoters as on March 31, 2015

IV. Share Holding Pattern Of Top Ten Share Holders (Other than Directors, Promoters and Holders of GDRs And ADRs)

S.No.	Shareholder's Name	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	UTI Amc Pvt.ltd.	300000	2.02	300000	2.02
2	Shobha Bembolgi	260000	1.75	260000	1.75
3	Principal Trustee Company Pvt Ltd.	200000	1.35	200000	1.35
4	Bank Of India	199700	1.34	19970	1.34
5	Gic Asset Management Company Limited	199400	1.34	199400	1.34
6	Indian Bank	150000	1.01	150000	1.01
7	Ajay Kumar Kayan	142500	0.96	142500	0.96
8	Smifs Capital Markets Limited	142400	0.96	142400	0.96
9	Tamilnad Mercantile Bank Limited	100000	0.67	-	-
10	State Bank Of Hyd.	100000	0.67	-	-
11	M/S Boin Medica Co Ltd. \$	-	-	1240260	8.35
12	Pagita Leasing & Finance Co Ltd \$	-	-	200000	5.18
	Total				

*Not In The List Of Top 10 Shareholders As On April 1, 2014 But Were One Of The Top 10 Shareholders As On March 31, 2015

Ceased To Be In The List Of Top 10 Shareholders As On March 31, 2015 But Were One Of The Top 10 Shareholders As On April 1, 2014

\$ On 1st April, 2014 Was Among Promoters List But Ceased To Be As On 31st March, 2015

Shareholding of Directors and Key Management Personnel :

S.No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	Lingaraj Shantalingappa Patil				
	At the beginning of the year	5,981,260	40.25	5,981,260	40.25
	Decrease in Shareholding (transferred in open offer Date : 23.01.2015)	-	5,981,260	-	40.25
	At the end of the year	-	-	-	-

S.No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
2	Basawaraj Nagabusappa Sajjan				
	At the beginning of the year	-	-	-	-
	Decrease in Shareholding (transferred in open offer Date : 23.01.2015)	-	-	-	-
	At the end of the year	-	-	-	-

S.No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
3	Balagopal Addepalli				
	At the beginning of the year	-	-	-	-
	Decrease in Shareholding (subscribed in open offer Date : 23.01.2015)		3,001,000	20.19	
	At the end of the year		3,001,000	20.19	

Shareholding of Directors and Key Management Personnel :

S.No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
4	Venkata Subramanya Sharma Arkonda				
	At the beginning of the year		0	0	
	Decrease in Shareholding (subscribed in open offer Date : 23.01.2015)		2,500,000	16.82	
	At the end of the year		2,500,000	16.82	

S.No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
5	Padma Ghankota				
	At the beginning of the year				
	Decrease in Shareholding (subscribed in open offer Date : i) 23.01.2015 ii) 02.02.2015)		181260 1518740	13.40	
	At the end of the year		2,000,000	13.40	

S.No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
6	Ramana Ganakota				
	At the beginning of the year				
	Decrease in Shareholding (subscribed in open offer Date : i) 23.01.2015 ii) 02.02.2015)		629682 1625460	15.18	
	At the end of the year		2,255,140	15.18	

V. INDEBTNESS :

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Indebtedness at the beginning of the financial year	Secured Loans excluding deposits	Un secured Loans	Total Indebtedness
i) Principal Amount	256630401	47193625	303824026
ii) Interest due but not paid	65061988	0	65061988
iii) Interest accrued but not due			
Total (i+ii+iii)	321692389	47193625	368886014
Changes in Indebtedness during the year			
Addition	65820566	0	65820566
Reduction	57340641	45193625	102534266
Net Change	8479925	-45193625	-36713700
Indebtedness at the end of the financial year			
i) Principal Amount	322450967	2000000	324450967
ii) Interest due but not paid	7721347	0	7721347
iii) Interest accrued but not due			
Total (i+ii+iii)	330172314	2000000	332172314

VI. REMUNERATION TO DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole-Time Director and/or Manager:

S.No.	Particulars of Remuneration	Name	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		
2	Stock Option		
3	Sweat Equity Shares		
4	Commission		
	- as %		
	-others		
5	Others		
	Total (A)		
	Ceiling as per the Act		

B. Remuneration in Other Directors

S.No.	Particulars of Remuneration	Name of Director	Total Amount
1	Independent Directors		
	•Fee for attending Board Committee Meetings		
	•Commission		
	•Others		
	Total (1)		
2	Other Non-Executive Directors		
	•Fee for attending Board Committee Meetings		
	•Commission		
	•Others		
	Total (2)		
	Total (B)(1)+(2)		
	Total Managerial Remuneration (A + B)		
	Overall Ceiling as per the Act		

C. Remuneration to Key Managerial Personnel Other than MD/MANAGER/WTD

S.No.	Particulars of Remuneration	Name of Key Managerial Person	Total Amount
1	Gross salary	V. Satish Kumar	1,30,000-00
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act,1961		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		
2	Stock Option		
3	Sweat Equity Shares		
4	Commission		
	- as %		
	- Others		
5	Others		
	Total		

*Mr. V. Satish Kumar was appointed on 9th Feb. 2015 so that remuneration only for 2 months

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: Nil

Type	Section of The Companies Act	Brief Description	Details of Authority		Appeals Made
			Penalty/ Punishment/ Compounding of Fees Imposed	(RD/ NCLT/ Court	
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

i) If employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than sixty lakh rupees

S. No.	Name of the Employee	Designation of the Employee	Remuneration received	Nature of Employment, whether contractual or otherwise	Qualification	Experience of the employee	Date of Commencement of employment	Age	Last employment held by such employee before joining the Company	% of equity shares held by the employee in the Company	whether employee is a relative of any Director or manager of the Company, if so name of such Director or Manager
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

ii) If employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than five lakh rupees per month

S. No.	Name of the Employee	Designation of the Employee	Remuneration received	Nature of Employment, whether contractual or otherwise	Qualification	Experience of the employee	Date of Commencement of employment	Age	Last employment held by such employee before joining the Company	% of equity shares held by the employee in the Company	whether employee is a relative of any Director or manager of the Company, if so name of such Director or Manager
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

iii) If employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

S. No.	Name of the Employee	Designation of the Employee	Remuneration received	Nature of Employment, whether contractual or otherwise	Qualification	Experience of the employee	Date of Commencement of employment	Age	Last employment held by such employee before joining the Company	% of equity shares held by the employee in the Company	whether employee is a relative of any Director or manager of the Company, if so name of such Director or Manager
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

**ANNEXURE-II
FORM NO. AOC-2**

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

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso

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

Name(s) of the related party and nature of relationship.	Nature of contracts/arrangements/transactions.	Duration of the contracts/arrangements/transactions.	Salient terms of the contracts or arrangements or transactions including the value, if any.	Justification for entering into such contracts or arrangements	Date(s) of approval by the Board.	Amount paid as advances, if any.
-	-	-	-	-	-	-
-	-	-	-	-	-	-
-	-	-	-	-	-	-

Details of contracts or arrangements or transactions at arm's length basis

Name(s) of the related party and nature of relationship.	Nature of contracts/arrangements/transactions	Duration of the contracts/arrangements/transactions.	Salient terms of the contracts or arrangements or transactions including the value, if any.	Date(s) of approval by the Board.	Amount paid as advances, if any.
Dr. Sharma	Loan Taken	FY 2014-15		-	
	Total		2,000,000	-	
			2,000,000	-	

ANNEXURE - VIII

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014

A. CONSERVATION OF ENERGY

- i) The steps taken or impact on conservation of energy
Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using effective equipment.
- ii) The steps taken by the Company for utilizing alternate sources of energy Nil
- iii) The capital investment on energy conservation equipments

B. TECHNOLOGY ABSORPTION

- i) The efforts made towards technology absorption
The Company has adapted indigenous technology and innovated upon the same.
- ii) The benefits derived like product improvement, cost reduction, product development or import substitution
Product improvement, increase in yield, production of high value added products.
- iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)
No technology has been imported during the last three years.
- a. The details of technology imported NA
- b. The year of import NA
- c. Whether the technology been fully absorbed NA
- d. If not fully absorbed, areas where absorption has not taken place and the reasons thereof and NA
- iv) The expenditure incurred on Research and Development
Expenditure on in-house Research & Development was not incurred during the year under review.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

i) Foreign Exchange Earned:	2014-15	2013-14
FOB value of exports	Nil	Nil
CIF value of exports	Nil	Nil
ii) Foreign Exchange used:		
Commission on Exports	Nil	Nil
Foreign Travel Expenses	Nil	Nil
Spare parts	Nil	Nil

DECLARATION

As provided under Clause 49 of the Listing Agreement with the Stock Exchanges, all Board members and Senior Management Personnel have affirmed compliance with Sangam Health Care Products Ltd Code of Conduct for the year ended March 31, 2015.

By order of the Board
For Sangam Health Care Products Ltd

Place: Secunderabad
Date: August 14, 2015

Bala Gopal Addepalli
Managing Director

CERTIFICATION BY CEO & CFO OF THE COMPANY

We, Bala Gopal Addepalli, Managing Director and V Satish Kumar, Chief Financial Officer of Sangam Health Care Products Limited, to the best of our knowledge and belief certify that:

1. We have reviewed the Balance Sheet, Statement of Profit and Loss, its notes to the accounts and Cash Flow Statement for the year ended 31st March, 2015 and that to the best of our knowledge and belief:
 - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) these statements together present a true and fair view of the Company and are in compliance with existing accounting standards, applicable laws and regulations.
2. We also certify that, based on our knowledge and the information provided to us, there are no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's code of conduct.
3. We accept the responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or propose to take to rectify these deficiencies.
4. We have indicated to the Auditors and the Audit Committee :
 - a) significant changes in internal control during the year;
 - b) significant changes in accounting policies during the year and that the same have been disclosed in notes to the financial statements; and
 - c) instances of significant fraud of which we 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.

Date : 14-08-2015

Place : Secunderabad

Sd/-

(Bala Gopal Addepalli)

Managing Director

Sd/-

(V. Satish Kumar)

(Chief Financial Officer)

AUDITORS' CERTIFICATE

To the Members
Sangam Health Care Products Limited

We have examined the compliance of conditions of Corporate Governance by **Sangam Health Care Products Limited** for the year ended March 31, 2015, as stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchange(s).

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to 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 to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

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

For M/s. Jayant & Sadashiv.
Chartered Accountants,

Date: 14-08-2015
Place: Secunderabad

SANGAM HEALTH CARE PRODUCTS LIMITED

Balance Sheet as at 31st March 2015

(in Rupees)

	Note No.	As at 31st March 2015	As at 31st March 2014
SOURCES OF FUNDS			
Shareholders' Funds :			
(a) Share capital	2	148,607,000	148,607,000
(b) Reserves and surplus	3	(318,148,946)	(335,780,014)
		(169,541,946)	(187,173,014)
Non-current liabilities			
(a) Long-term borrowings	4	259,286,000	132,179,778
(b) Long-term provisions	5	6,135,556	6,075,316
		265,421,566	138,255,094
Current liabilities			
(a) Short-term borrowings	6	94,363,047	261,389,154
(b) Trade Payables	7	55,564,967	49,348,959
(c) Other current liabilities	8	77,681,261	58,433,480
(d) Short-term Provision	9	2,236,019	123,591
		229,845,294	369,295,184
	TOTAL	325,724,914	320,377,264
ASSETS			
Non-current assets			
(a) Fixed assets			
Tangible assets	10	239,378,029	254,289,571
(b) Long-term loans and advances	11	10,538,610	10,543,270
		249,916,639	264,832,841
Current assets			
(a) Inventories	12	70,053,012	20,435,326
(b) Trade receivables	13	2,563,267	33,300,070
(c) Cash and cash equivalents	14	2,739,845	1,485,108
(d) Short-term loans and advances	15	452,151	323,919
		75,808,275	55,544,423
	TOTAL	325,724,914	320,377,264
See accompanying notes for the financial statements	1		

As per our Report of even date
for **JAYANT & SADASHIV**

Chartered Accountants

Firm Reg. No. : 001297S

Jayant Palnitkar

Partner

Membership No: 20851

Place : Secunderabad

Date : 14.05.2015

For and on behalf of the Board of Directors
SANGAM HEALTH CARE PRODUCTS LIMITED**Managing Director**

DIN No.

Director

DIN No.

SANGAM HEALTH CARE PRODUCTS LIMITED
PROFIT AND LOSS ACCOUNT

	Note No.	For the year ended	
		31st March 2015 Rs.	31st March 2014 Rs.
Revenue from operations	16	251,719,590	214,901,515
Other income	17	47,528,398	94,939,649
Total Revenue		299,247,988	309,841,164
Expenses:			
Cost of materials consumed	18	122,860,231	110,910,448
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	19	(44,587,913)	11,461,431
Employee benefits expense	20	40,610,884	39,708,931
Finance costs	21	54,582,153	55,186,534
Depreciation Expense	22	15,123,809	17,225,296
Other expenses	23	92,804,980	78,809,479
Total expenses		281,394,144	313,302,119
Profit/Loss before tax		17,853,844	(3,460,955)
Tax expense:			
(1) Current tax - MAT			-
Profit (Loss) for the period		17,853,844	(3,460,955)
Earnings per equity share: (Face value of equity share ofRs. 10 each)		1.20	(0.23)

As per our Report of even date
for **JAYANT & SADASHIV**
Chartered Accountants
Firm Reg. No. : 001297S

Jayant Palnitkar
Partner
Membership No: 20851

Place : Secunderabad
Date : 14.05.2015

For and on behalf of the Board of Directors
SANGAM HEALTH CARE PRODUCTS LIMITED

Managing Director
DIN No.

Director
DIN No.

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2015

A. CASH FROM OPERATING ACTIVITIES	31.03.15	31.03.14
Profit before tax and extraordinary items	178.54	(34.61)
Adjustment for		
- Depreciation	151.24	172.25
- Interest & Financial charges	545.82	551.87
- Interest received	(475.28)	(949.40)
Operating profit before working capital changes	400.31	(259.80)
Adjustment for		
- Trade & Other receivables	307.37	79.01
- Inventories	(496.18)	212.18
- Trade & others Payable	273.14	316.62
- Loans & Advances	(1.24)	107.52
- Working capital finance	(1617.68)	(19.95)
Cash flow before extraordinary items	(1134.27)	435.49
- Interest paid	(545.82)	(551.87)
- Taxes paid	0.00	0.00
Net Cash flow before extraordinary items	(1680.09)	(116.38)
- Extraordinary & Prior period items	0.00	0.00
NET CASH FROM OPERATING ACTIVITIES	(1680.09)	(116.38)
B. CASH FROM INVESTING ACTIVITIES:		
Purchase of Fixed assets	(4.35)	(7.84)
Interest Received	475.28	949.40
NET CASH FROM INVESTING ACTIVITIES	470.93	941.56
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Long Term Borrowings	1752.10	123.54
Increase in unsecured loans	(530.39)	(971.82)
NET CASH FROM FINANCING ACTIVITIES	1221.71	(848.28)
NET INCREASE IN CASH & CASH EQUIVALENTS	12.55	(23.09)
Opening Cash and cash equivalents	14.85	37.94
Closing Cash and Cash equivalents	27.40	14.85

As per our Report of even date
for **JAYANT & SADASHIV**
Chartered Accountants
Firm Reg. No. : 001297S

For and on behalf of the Board of Directors
SANGAM HEALTH CARE PRODUCTS LIMITED

Jayant Palnitkar

Partner

Membership No: 20851

Managing Director

DIN No.

Director

DIN No.

Place : Secunderabad

Date : 14.05.2015

SANGAM HEALTH CARE PRODUCTS LIMITED
SCHEDULES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET

1 Notes Forming Part of Financial Statements**2 SHARE CAPITAL**

	31st March '15 Rs.	31st March '14 Rs.
Authorised Capital 15,000,000 Equity shares of Rs. 10/- each (March 31, 2014 15,000,000 Shares of Rs.10 each)	150,000,000	150,000,000
Issued, Subscribed & Paid-up capital 14,860,700 Equity shares of Rs. 10/- each fully paid up (March 31, '14, 14,860,700 Equity Shares of Rs.10 each)	148,607,000	148,607,000
Total	148,607,000	148,607,000

2.1 There is no Change in the Shares outstanding at the beginning and at the end of the reporting date and immediately preceding report ing date.

2.2 The details of shareholder holding more than 5% equity shares :

	31 March '15		31 March '14	
	Member	% of holding	Member	% of holding
L S Patil	--	--	5,981,260	40.25
Padmaja Patil	--	--	3,144,200	21.16
M/S.Boin Medica Co Ltd	1,240,260	8.35	1,240,260	8.35
Pagita Leasing & Finance Co Ltd	--	--	769,800	5.18
Addepalli Balagopal	3,001,000	20.19	-	-
D.V.S.Sharma	2,500,000	16.82	-	-
G.Ramana	2,255,140	15.18	-	-
G.Padma	2,000,000	13.46	-	-

3 RESERVES & SURPLUS

	31st March '15 Rs.	31st March '14 Rs.
Revaluation Reserve	77,001,003	77,001,003
Surplus / (deficit) balance in the statement of profit and loss account		
Balance as per last financial statements	(412,781,017)	(409,320,062)
Profit / (Loss) for the year	17,853,844	(3,460,955)
Less : Transitional provision for depreciation change (Refer note 3 (a) below)	(222,776)	-
	(318,148,946)	(335,780,014)

Note 3(a) Pursuant to enactment of the Companies Act, 2013 and its applicability for accounting periods commencing from 1st April, 2014, the Company has revised its policy of providing depreciation on fixed assets as per schedule II of the said Act. Depreciation is now provided over the remaining useful life of fixed assets for all the assets as against the policy of providing on straight line value basis. Consequently, depreciation for the year ended 31st march, 2015 is higher Rs.2,22,776, respectively and profit before tax is lower by like amounts. Further, an amount of Rs.2,22,776 representing the carrying amount of the assets with revised useful life as NIL has been charged to opening reserves as on 1st April, 2014.

4. Long term borrowings

	Non current portion	
	31 March '15 Rs.	31 March '14 Rs.
Term Loan		
from banks	240,635,118	70,250,711
Vehicle Loans	-	74,512
Deferred payment liabilities		
Sales Tax Deferment	16,650,882	24,496,638
Loans and advances from related parties	2,000,000	37,357,917
Total	259,286,000	132,179,778
The above amount includes		
Secured borrowings	240,635,118	70,325,223
Unsecured borrowings	18,650,882	61,854,555
	259,286,000	132,179,778

Note 4.1

Term Loans for Syringe project have been sanctioned by a consortium of State Bank of Hyderabad and State Bank of Mysore. Loans from Banks are secured by :

i) First charge over Fixed Assets of the Company for both present and future to the extent of Bank finance by respective banks. ii) Extension of first charge on all the current assets of the Company to SBH and extension of second charge to SBM. iii) Extension of charge on all the collateral securities offered to working capital limits. iv) Extension of equitable mortgage of Flat No.202, Krishna Apartments, Road No: 4, Banjara Hills, Hyderabad, standing in the name of M/s. Pagita Leasing and Finance Company Limited. v) Extension of Equitable mortgage of Flat No.104, Amarchand Sharma Complex, Secunderabad standing in the name of M/s. Pagita Leasing and Finance Company Limited. vi) Extension of Equitable mortgage of Factory Land admeasuring 9 acres and 12 guntas in survey nos.182/b, 175/c at Yellampet village, Medchal Mandal, Ranga Reddy District standing in the name of Company.vii) Corporate Guarantee of M/s Rayalaseema Concrete Sleepers Private Ltd and M/s Pagita Leasing and Finance Company Limited. viii) And further guaranteed by promoter directors of the Company in their personal capacity. ix) Extension of Equitable mortgage of Flat no.207, amarchand Sharma complex, Secunderabad standing in the name of Shri.L.S.Patil. xi) Extention of Equitable mortgage of Flat No.207, amarchand sharma Complex, Secunderabad standing in the name of Shri.L.s.Patil. x)Term Loan is treated as NPA by the SBM since there has been no repayment from September 2012. Total Default for FY 2014-2015 is Rs. 328.54 lakhs to State bank of Mysore.

4.1 Term Loans from Banks

Rate of Interest	Repayment Schedule (Rs. in lakhs)
	2015-16
State Bank of Mysore - 15.75%	328.54
State Bank of Hyderabad - 12.50%	273.00

5. Long Term Provisions

	Non-Current	
	31 March '15 Rs.	31 March '14 Rs.
Provision for employee benefit Gratuity	6,135,566	6,075,316
Total	6,135,566	6,075,316

6. Short Term borrowings

Particulars	31 March '15 Rs.	31 March '14 Rs.
Loans Repayable on Demand		
Cash Credit from Banks (Refer Note 6.1 below) (Secured against receivables and movable assets including Stocks both present and future)	62,237,196	224,005,678
Term Loan from Bank	27,300,000	27,436,000
Hire Purchase Loan	-	111,768
Sales tax differment	4,825,851	-
Loan from Related Party	-	9,835,708
Total	94,363,047	261,389,154
The above amount includes		
Secured borrowings	89,537,196	251,441,678
Unsecured borrowings	4,825,851	9,835,708
Total	94,363,047	261,389,154

6.1 Note: State Bank of Hyderabad, Himmatnagar Branch, Secunderabad has provided the Company with Working Capital facilities, which are secured by first charge on the current assets of the Company (both present and future).

7. Trade Payables

Particulars	31 March '15 Rs.	31 March '14 Rs.
Trade Payables- materials	41,734,173	33,679,270
Tradepayables- capital goods	910,217	687,961
Trade Payables-others	12,920,577	14,981,728
Total	55,564,967	49,348,959

8. Other current liabilities

Particulars	31 March '15 Rs.	31 March '14 Rs.
Advances From customers	55,698,098	39,655,483
Hire purchase loan	74,512	-
Salaries and Wages payable	3,386,850	851,742
Provident fund payable	5,583,945	3,478,606
Professional tax payable	10,490	4,300
ESI contribution payable	859,567	723,340
Bonus payable	886,055	1,121,807
Electricity Charges Payable	2,325,476	1,535,061
Other Expenses Payable	7,922,683	8,148,563
Security Deposit	300,000	2,600,000
Taxes Payable		
- Sales tax payable	165,875	60,105
- TDS payable	333,361	97,803
- Excise duty payable	105,781	68,224
- Service Tax Payable	28,568	88,446
Total	77,681,261	58,433,480

9. Short Term Provisions

	31 March '15 Rs.	31 March ' 14 Rs.
Provision for employee benefit Gratuity (refer note G)	2,236,019	123,591
Total	2,236,019	123,591

11. Long term loans & advances

Particulars	Current portion	
	31 March '15 Rs.	31 March '14 Rs.
Unsecured, considered good :		
Security deposits	4,392,948	4,431,082
Other loans and Advances		
Balance with statutory / government authorities	6,145,662	6,112,188
Total	10,538,610	10,543,270

10. Tangible Assets

	Gross Block			Depreciation			Net Block				
	As at 1-04-2014	Additions	Deletions/ Adjust ments	Total	As at 1-04-2014	For the Year	Adjustment Ref note 3(a)	Deletions/ Adjust ments	Total	As at 31-03-2015	As at 31-03-2014
Land	79,050,000	-	-	79,050,000	-	-	-	-	-	79,050,000	79,050,000
Buildings	60,760,342	-	-	60,760,342	17,774,083	1,639,689	-	-	19,413,772	41,346,570	42,986,259
Plant & Machinery	267,222,336	216,424	-	267,438,760	144,497,752	111,678,168	-	-	156,175,920	111,262,840	122,741,284
Electrical Installations	19,425,551	-	-	19,425,551	14,078,853	985,027	-	-	15,063,880	4,361,671	5,346,698
Lab Equipments	7,977,382	82,000	-	8,059,382	4,442,887	642,745	-	-	5,085,632	2,973,750	3,517,795
Computers	1,603,086	136,620	-	1,739,706	1,603,086	39,233	-	-	1,642,319	97,387	-
Office Equipment	1,441,408	-	-	1,441,408	1,108,665	49,851	222,776	-	1,381,292	60,116	332,743
Furniture & Fixtures	2,586,171	-	-	2,586,171	2,332,999	89,095	-	-	2,422,094	164,077	253,172
Vehicles	3,447,411	-	-	3,447,411	3,385,792	-	-	-	3,385,792	61,619	61,619
Total	443,513,687	435,044	-	443,948,731	189,224,117	15,123,809	222,776	-	204,570,702	239,378,029	254,289,570
Previous Year	442,729,851	783,836	-	443,513,687	171,998,821	17,225,296	-	-	189,224,117	254,289,570	270,731,030

12. Inventories (valued at lower of cost and net realizable value)

Particulars	31 March '15 Rs.	31 March '14 Rs.
Raw Material	11,644,722	6,859,986
Packing Material	4,982,001	4,528,279
Work In Process	51,045,556	7,154,264
Finished Goods	1,868,799	1,172,178
Consumbles & Stores and Spares	511,934	720,619
Total	70,053,012	20,435,326

13. Trade receivables

Particulars	31 March '15 Rs.	31 March '14 Rs.
Unsecured and considered good Outstanding for more than six months	-	27,216,144
Others	2,563,257	6,083,926
Total	2,563,257	33,300,070

14. Cash and cash equivalents

Particulars	Current Portion	
	31 March '15 Rs.	31 March '14 Rs.
Cash and cash equivalent		
Balance with banks		
On current account	2,723,521	1,439,131
Cash on hand	16,324	45,977
Total	2,739,845	1,485,108

15. Short Term Loans and Advances

Particulars	current portion	
	31 March '15 Rs.	31 March '14 Rs.
Unsecured, considered good :		
Balance with statutory / government authorities	452,151	323,919
Total	452,151	323,919

16. Revenue from operations

Particulars	31 March '15 Rs.	31 March '14 Rs.
Sale of Products	269,943,133	230,871,780
Less : Excise Duty	15,476,820	13,301,839
Less : VAT / Sales Tax	2,746,723	2,668,426
Total	251,719,590	214,901,515

Details of Products sold	31 March '15 Rs.	31 March '14 Rs.
1. IV Sets	177,618,426	182,364,460
2. Disposable Syringes	60,480,265	42,612,260
3. Others	31,844,442	5,895,060
TOTAL	269,943,133	230,871,780

17. Other Income

Particulars	31 March '15 Rs.	31 March '14 Rs.
Interest	334,713	280,406
Balances written back	47,193,685	94,659,243
Total	47,528,398	94,939,649

18. Cost of material consumed

Particulars	31 March '15 Rs.	31 March '14 Rs.
Raw Materials' Consumption		
Opening stock	6,859,986	13,826,605
Add: Purchases	96,741,694	78,080,419
Freight and Octroi on Purchases	1,863,535	1,181,355
	105,465,215	93,088,379
Less : Closing stock	11,644,722	6,859,986
A	93,820,493	86,228,393
Packing Materials' Consumption		
Opening stock	4,528,279	6,708,703
Add: Purchases	22,892,988	17,182,615
Less : Closing stock	4,982,001	4,528,279
B	22,439,266	19,363,039
Consumables' Consumption		
Opening stock	720,619	1,330,147
Add: Purchases	6,391,787	4,709,488
Less : Closing stock	511,934	720,619
C	6,600,472	5,319,016
Total (A + B + C)	122,860,231	110,910,448

Details of raw material and components consumed

Particulars	31 March '15 Rs.	31 March '14 Rs.
List of major raw material and components		
S.S Tubes and Cannula	22.13	28.91
PVC Resin	161.79	116.86
ABS	115.26	60.03
DOP	104.72	121.04
Latex Bulbs	104.23	131.38
Poly Propylene	246.59	171.9
Others	183.48	232.16
Total	938.20	862.28

**Value of Imported domestic raw materials and their percentage to total consumptions
Percentage to Total Consumption**

Particulars	%	31 March '15 Rs.	%	31 March '14 Rs.
Imported	-	-	-	-
Indigenous	100	938.2	100	862.28
100	938.2	100.00	100	862.28

19. Changes in inventories of finished goods and working process

Particulars	Rs.	31 March '15 Rs.	Rs.	31 March '14 Rs.
Opening balance				
- Finished goods	1,172,178		7,413,370	
- Work in progress	7,154,264	8,326,442	12,374,503	19,787,873
Closing balance				
- Finished goods	1,868,799		1,172,178	
- Work in progress	51,045,556	52,914,355	7,154,264	8,326,442
TOTAL		(44,587,913)		11,461,431

20. Employee benefit expenses

Particulars	31 March '15 Rs.	31 March '14 Rs.
Salaries, Wages, Bonus etc.	34,510,458	33,875,327
Contribution to P.F, E.S.I and Other Statutory Funds	3,010,866	4,532,965
Workmen and Staff Welfare Expenses	853,541	1,177,048
Gratuity Expenses	2,236,019	123,591
Total	40,610,884	39,708,931

21. Finance cost

Particulars	31 March '15 Rs.	31 March '14 Rs.
Interest expense		
On Term Loans	19,028,493	13,073,899
On Working Capital Loans	34,916,452	41,010,785
Others	212,162	477,665
Bank Service Charges	425,046	624,185
	54,582,153	55,186,534

22. Other expenses

Particulars	31 March '15 Rs.	31 March '14 Rs.
Audit Fees	250,000	250,000
Consumptions of Store and Spares	1,575,778	2,592,302
Power and Fuel	18,241,036	20,083,525
Repairs & Maintenance	24,227	16,168
Factory Maintenance	1,330,334	446,285
Rent	-	40,000
Insurance	434,889	823,214
Rates and Taxes	347,947	117,216
Security Charges	951,157	805,107
Travelling & Conveyance Expenses	329,666	2,291,428
Job Work Charges	10,136,798	5,885,637
Printing & Stationery	135,115	176,793
Computer Maintenance	164,547	241,644
Telephone Expense	387,876	382,708
Vehicle Maintenance	57,646	817,931
Other General Expenses	1,242,776	7,397,516
Testing Charges	1,407	1,190,900
Marketing Expenses	24,538,720	25,154,125
Carriage Outwards	9,291,609	8,784,673
Consultancy and Legal Charges	568,837	1,132,250
Office Maintenance	332,135	180,057
Bad Debt written off	22,462,480	-
Total	92,804,980	78,809,479

23. Remuneration to Auditors

Particulars	31 March '15 Rs.	31 March '14 Rs.
As Auditors	160,000	160,000
For Taxation Matters	40,000	40,000
Tax Audit	50,000	50,000
	250,000	250,000

24. Related Party disclosures

A. Relationship

Key Management Personnel

A. Balagopal (From 9th-Feb- 2015)

B. The following transactions are carried out with the related parties in the course of Business

Particulars	2014-15 (Rs. lacs)	2013-14 (Rs. lacs)
Remuneration to Key Management Personnel	-	15.69
Loans Taken from Group Companies	22.70	98.35
Balance Outstanding at the end of the Current Year - Group Companies	-	471.94
Rayalaseema Concrete Sleepers Pvt Ltd	-	365.77
Patil rail infrastructure p ltd	-	106.17
Sri Sai Health Care Products	4.39	-
Sri Sai Gravour Prints	32.37	-
Sri Siri Constructions	2.70	-
Dr. Sharma	20.00	-

As per our Report of even date
for **JAYANT & SADASHIV**
Chartered Accountants
Firm Reg. No. : 001297S

Jayant Palnitkar
Partner
Membership No: 20851

For and on behalf of the Board of Directors
SANGAM HEALTH CARE PRODUCTS LIMITED

Managing Director
DIN No.

Director
DIN No.

Place : Secunderabad
Date : 12.05.2014

NOTES ANNEXED TO AND FORMING PART OF THE ACCOUNTS

1. SIGNIFICANT ACCOUNTING POLICIES:

Basis of preparation and presentation of financial statements:

The Financial accounts have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) under the historical cost convention on accrual basis. The financial statements of the company have been prepared to comply with the Accounting standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. Further, the guidance notes/ announcements issued by the Institute of Chartered Accountants of India (ICAI) are also considered, where ever applicable except to the extent where compliance with other statutory bodies viz. SEBI guidelines override the same requiring the different treatment. Certain escalation and other claims are accounted for in terms of contracts with the customers/ admitted by the appropriate authorities. The accounting policies adopted in the preparation of the financial statement are consistent with those followed in the previous year.

A. Fixed Assets:

Fixed assets are stated at their original cost, net of tax / duty credit availed, if any except for the land and building which are stated at revalued cost as at the date based on the report of technical expert, less accumulated depreciation and amortization. Subsequent upgradation / enhancement which results in an increase in the future benefit from such assets beyond the previously assessed standard of performance are also capitalized. Machinery spares which can be used only in connection with an item of tangible asset and whose use is not of regular nature are written off over the estimated useful life of the relevant asset. The cost includes cost of installation and all other incidental expenses that are incurred in connection with bringing the asset into working condition.

B. Depreciation:

Depreciation on Fixed Assets is provided over the useful life of the asset as specified in Schedule II of the Companies Act, 2013. In case of fixed asset which are added / disposed of during the year depreciation is provided on prorata basis with reference to the months of addition / deletion.

C. Impairment of Assets:

As at each Balance Sheet date, the carrying amount of the asset including goodwill arising on acquisition are tested for impairment so as to determine.

* The provision for the impairment loss, if any; and

* The reversal of the impairment loss recognized in previous periods, if any.

Improvement loss is recognized when the carrying amount of an asset exceeds its recoverable amount.

D. Inventories:

Raw materials, Stores, Spares, Packing Materials and Work-in-process are valued at Cost. Finished goods are valued at lower of cost or net realizable value and include excise duty payable.

E. Revenue Recognition:

Revenue from sale of goods is recognized, when all significant risk and rewards of ownership are transferred to the buyer, as per the terms of the contract and no significant uncertainty exists

regarding the amount of the consideration that will be derived from sale of goods. It also includes excise duty and price variation based on the contractual agreements and excludes vat and sales tax.

F. Foreign Exchange transactions:

Foreign Exchange transactions are recorded at exchange rates prevailing on the date of the transaction. Foreign currency transactions outstanding at the year end are accounted for at year end rates and the profit/ loss so determined and also the realized exchange gain/losses are recognized in the profit/ loss statement.

G. Retirement Benefits:

Provident Fund contributions are provided and charged to the Profit and Loss Account during the financial year.

Provision for Gratuity is made on the basis of actuarial valuation in accordance with AS-15 "Employee Benefits"

Leave Encashment benefit is accounted on payment basis.

Retirement age	58 years
Future Salary Rise	4%
Rate of Discounting	8%
Attrition Rate	1%
Mortality Table	LIC (2006-2008)

H. Taxes on Income:

- * No Provision for Income tax and Minimum alternate tax is made in the current year in view of computation of income and calculation as per Minimum alternate tax resulting in loss as per the provisions of Income Tax Act.
- * Deferred tax is recognized on timing differences; being the differences between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.
- * Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognized only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Other deferred tax assets are recognized if there is reasonable certainty that there will be sufficient future taxable income available to realise such assets.

2. Details of Opening Stock, Production, Turnover and Closing Stock of Finished Goods for the year 2014-15

Sl. No.	Description	Opening Qty.	Value	Production Stock Qty.	Sales Qty.	Value Rs.	Closing Qty.	Value Rs.
1	IV Sets	36,100 (30,56,162)	2,52,700 (38,45,350)	2,05,84,050 (1,69,36,868)	2,05,59,712 (1,99,56,930)	17,76,18,426 (18,23,64,460)	60,438 (36,100)	14,15,825 (252700)
2	Syringes	61,10,400 (5,01,89,053)	7,35,450 (30,65,450)	3,56,11,047 (62,25,000)	4,15,78,127 (5,03,03,653)	6,04,80,265 (4,26,12,260)	1,43,320 (61,10,400)	2,20,822 (735450)
3	Others	14,74,436 (2,22,51,208)	1,84,028 (5,02,570)	16,30,444 (21,30,450)	30,64,880 (2,29,07,222)	3,18,44,442 (58,95,060)	40,000 (14,74,436)	2,32,152 (184028)

3. Details of Raw Material Consumed

Description	UOM	Raw Material		Raw Material	
		Qty	Value (Rs. in Lakhs)	Qty	Value (Rs. in Lakhs)
		31.03.2015	31.03.2015	31.03.2014	31.03.2015
ABS	Kgs	66,765	115.26	3,390	60.03
D.O.P	Kgs	1,00,000	104.72	92,471	121.04
LATEX BULB	Nos.	1,89,50,000	104.23	1,85,00,000	131.38
POLYPROPYLENE	Kgs	2,38,950	246.59	1,64,155	171.90
CANNUALE / S.S.TUBE	Mtrs.	14,75,000	22.13	20,56,500	28.91
PVC	Kgs	2,14,607	161.79	1,36,430	116.86
OTHERS			183.48		232.16
TOTAL			938.20		862.28

4. Remuneration to Directors.

Remuneration: Rs. Nil (Previous Year 15.69 Lacs)

5. Contingent Liabilities: (Rs. in lacs)

	As on <u>31.03.15</u>	As on <u>31.03.14</u>
Bank Guarantees	Nil	Nil
Amount in respect of Provident Fund as Interest & Penalty	5.10	5.10

6. The details of micro and small enterprises units to whom the Company owes a sum exceeding Rupees one lac which is outstanding for more than 30 days as on the date of Balance sheet : NIL

7. Balances of certain debtors, creditors, loans and advances, unsecured loans, receivables and payables are subject to confirmation and reconciliation and consequential adjustment in the accounts.

8. Previous year figures have been regrouped / rearranged wherever necessary to conform to the current year's grouping / classification.

9. Schedules '2 to 22' annexed to the Balance Sheet and Profit and Loss Statement form part of accounts.

As per our Report of even date
JAYANT & SADASHIV
Chartered Accountants
Firm Reg. No. : 001297S

Jayant Palnitkar
Partner
Membership No: 20851

Place : Secunderabad
Date : 14.05.2015

For and on behalf of the Board of Directors
SANGAM HEALTH CARE PRODUCTS LIMITED

Managing Director
DIN No.

Director
DIN No.

C E R T I F I C A T E

We have examined the enclosed Cash Flow statement of M/s SANGAM HEALTH CARE PRODUCTS LIMITED for the year ended 31st March, 2015. The statement has been prepared by the Company in accordance with the requirements of clause 32 of Listing Agreements with the Stock Exchanges and is based on and is in agreement with the corresponding Profit & Loss Account and Balance Sheet of the Company, covered by our Report of even date to the Members of the Company.

For Jayant & Sadashiv
Chartered Accountants
Firm Reg.No : 001297S

Jayant Palnitkar
Partner
Membership No.20851

Place: Hyderabad
Date: 14-05-2015.

SANGAM HEALTH CARE PRODUCTS LIMITED

21ST ANNUAL GENERAL MEETING

**205 & 206, AMARCHAND SHARMA COMPLEX
S P ROAD, SECUNDERABAD – 500003**

ATTENDANCE SLIP

Date	Venue	Time
30 /09/2015	Flat No. 205 & 206, Amarchand Sharma Complex, S.P. Road, Secunderabad - 500003.	3.00 p.m.

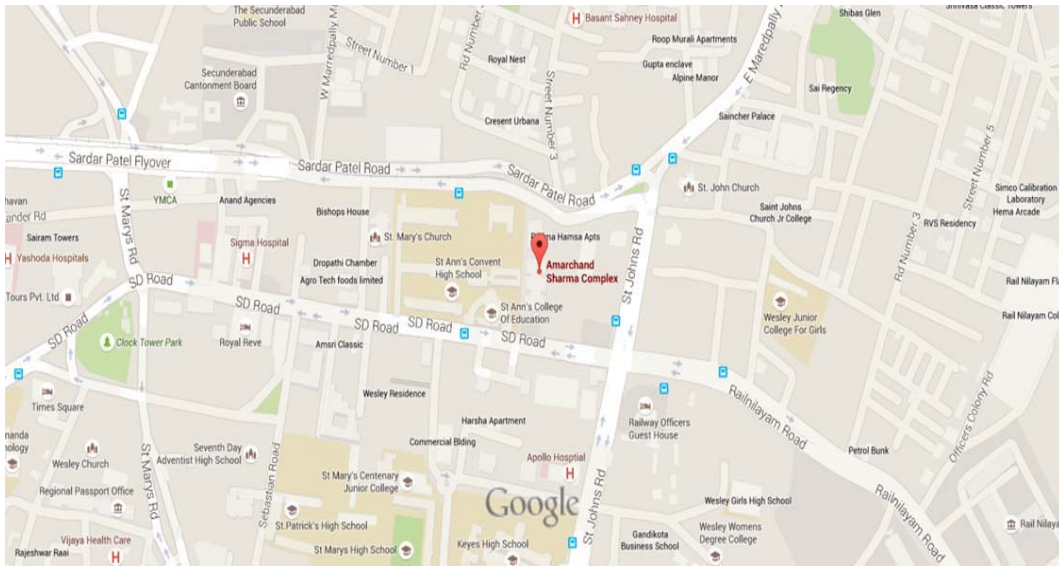
Name of the Shareholder/ Proxy	Folio No.	No. of shares

I certify that I am a registered shareholder of the Company; holding above mentioned shares in the Company, and hereby record my presence at the 21ST Annual General Meeting of the Company.

Member's/Proxy signature

Note: Shareholder/Proxy holder wishing to attend the meeting must bring the Admission Slip and hand over at the entrance duly signed.

Road Map to 21st AGM Venue.



21st Annual General Meeting
SANGAM HEALTH CARE PRODUCTS LIMITED

205 & 206, Amarchand Sharma Complex, S P Road, Secunderabad – 3.
Tel : 040 27719551. Email: sangamlisting@gmail.com.CIN :L24230TG1993PLC016731

Form No. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s):

Registered address:

E-mail Id:

Folio No/Client Id:

DP ID:

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name:
Address:
E-mail Id:
Signature, or failing him
2. Name:
Address:
E-mail Id:
Signature, or failing him
3. Name:
Address:
E-mail Id:
Signature, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at theAnnual general meeting/ Extraordinary general meeting of the company, to be held on the day of..... At..... a.m. / p.m. at.....(place) and at any adjournment thereof in respect of such resolutions as are indicated below:

ORDINARY BUSINESS:	For	Against
1. Adoption of Balance Sheet as at March 31, 2015, Statement of Profit and Loss for the year ended on that date and the reports of the Directors and Auditors thereon.		
2. Appointment of Mr. Basawaraj Nagabusappa Sajjan, who retires by rotation and being eligible, offers himself for re-appointment as a Director.		
3. Appointment of M/s. Jayant & Sadashiv, Chartered Accountants as the Statutory Auditors of the Company.		
SPECIAL BUSINESS		
4. Appointment of Mrs. Padma Ghanakota as the Director of the company.		
5. Appointment of Mrs. Ramana Ganakota as the Director of the company.		
6. Appointment of Mr. Venkata Subramanya Sharma Devarkonda as the Director of the company.		
7. Appointment of Mr. Bala Gopal Addepalli as the Director of the company.		
8. Appointment of Mr. Bala Gopal Addepalli as Managing Director of the company.		
9. To approve the Material Related Party contract with M/s Sai Gravours Print		
10. To approve the Material Related Party contract with M/S Sri Sai Health Care		
11. To Borrow money in excess of paid-up share capital and free reserves		
12. To secure the money borrowed in excess of paid-up share capital and free reserves		

Affix Revenue Stamp

Signed this..... day of..... 2015

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

NOTES:

- a. Only Member/Proxy can attend the Meeting. No minors would be allowed at the Meeting
- b. Member/Proxy who wish to attend the Meeting must bring this attendance slip to the Meeting and hand over at the entrance duly filled in and signed.
- c. Member/Proxy should bring his/her copy of the Annual Report for reference at the Meeting.