SUNLOC

SHL/SEC/44th AGM/2018 September 01, 2018

The Bombay Stock Exchange Limited
Listing Department,
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze JeeJeeBhoy Towers, Dalal Street, Fort
Mumbai – 400 001.

Company Code: **537253**

Dear Sir,

Sub. : **Submission of Annual Report after adoption pursuant to Regulation 34 (1).**

Please find enclosed Annual Report of the 44th Annual General Meeting of the Company, which was duly held on August 31, 2018 in terms of Regulation 34 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for your record and reference.

Thanking you,

Yours sincerely,
for SUNIL HEALTHCARE LIMITED

01/09/2018

SANTOSH KUMAR SHARMA
COMPANY SECRETARY & COMPLIANCE OFFICER
F-6817
New Delhi

CC: The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata- 700 001.

Encl.: As above.

Sunil Healthcare Limited
Vijay Tower, 38E/252 - A, Shahpur Jat, Panchsheel Park Commercial Complex, New Delhi-110049
T: +91 11 49435555/00 F: +91 11 43850087 E-mail: info@sunilhealthcare.com Web.: www.sunilhealthcare.com
CIN No.: L24302DL1973PLC189662

44th ANNUAL REPORT
2017-18

SUNIL HEALTHCARE LIMITED

(A WHO-GMP Certified Company)
Reg. Office: 38E/252A, Vijay Tower, Shahpurjat, New Delhi - 110049
CIN No: L24302DL1973PLC189662
Tel No: +91-11-49435555/00 Fax no - 01143850087
Email ID: info@sunilhealthcare.com | Web: www.sunilhealthcare.com

Board of Directors

Mr. Anil Khaitan (Chairman cum Managing Director)
Mr. Rakesh Mohan (Non Executive -Independent Additional Director)
Mr. Sanjay Kumar Kaushik (Non Executive- Independent Director)
Mr. R C khurana (Non Executive -Independent Director)
Mr. B. P. Srinivasan (Non Executive -Non Independent Director)
Dr. Lata Singh (Non Executive -Non Independent Director)

CHIEF EXECUTIVE OFFICER
Mr. D. Gnanshekaran

CHIEF FINANCIAL OFFICER
Mr. Pawan Rathi

AGM Legal cum Company Secretary
Mr. Santosh Kumar Sharma

Statutory Auditors
M/s Jitendra Kr. Agarwal & Associates
Chartered Accountants
209, Hans Bhawan 1, Bahadur Shah Zafar Marg, New Delhi-11002

Internal Auditors
M/s. Agrawal S. Lal & Co.
Chartered Accountants
50, Bank Colony, Alwar-301001

Secretarial Auditors
ATCS & Associates
Company Secretaries
23KA-4, Jyoti Nagar, Near Vidhan Sabha, Jaipur-302005

Registered Office
38E/252-A, Vijay Tower, ShahpurJat
New Delhi-110049, India

Plant & Works
17/18, Old Industrial Area, Alwar-301001
Rajasthan, India

Bankers
UCO Bank
Parliament Stree , New Delhi India

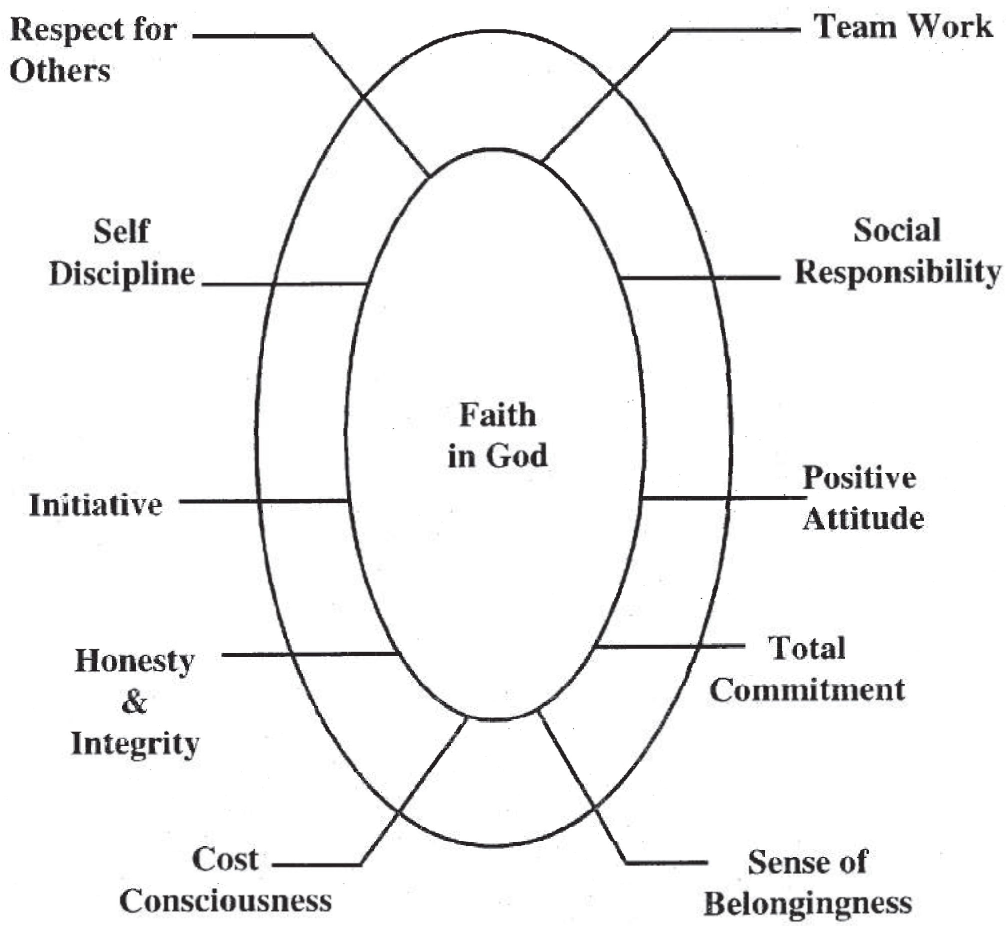
State Bank of India
Chandni Chowk, New Delhi

Registrar & Share Transfer Agent
M/s Alankit Assignment Limited
RTA Division
Alankit Height 1E/13 Jhandelwalan Extension
New Delhi -110055,
Tel: 91-114254 1234 Fax: 91 11 2794 7384
Web; -www.alankit.com,
Email Id : info@alankit.com/ jksingla@alankit.com

Our beloved founder Chairman
Shri S.N. Khaitan
(1922-1999)

'He Lives in the heart of tomorrow'

CORPORATE CULTURE



SUNIL HEALTHCARE LIMITED
Regd. Office: 38E/252-A, Vijay Tower, Shahpurjat, New Delhi-110049
CIN-L24302DL1973PLC189662/Email;- info@sunilhealthcare.com/Webiste: www.sunilhealthcare.com
Tel:-+91-11-49435555/00, Fax; +91-11-43850087

NOTICE

Notice is hereby given that the 44th Annual General Meeting of the Members of the Company will be held on Friday, the 31st August, 2018 at 3.00 P.M. at Modi Hall, Ground Floor, PHD Chamber of Commerce and Industry, PHD House, 4/2, SIRI Institutional Area, August Kranti Marg, New Delhi-110016, to transact the following business:-

Ordinary Business

1. To receive, consider and adopt the Audited Financial Statements (Both Standalone and Consolidated) of the Company for the financial year ended 31st March, 2018 together with the report of Board of Directors' and Auditors' thereon.

2. To appoint a Director in place of Mr. B.P. Srinivasan(DIN: 02543837), who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment.

On behalf of the Board
For SUNIL HEALTHCARE LIMITED

SANTOSH KUMAR SHARMA
COMPANY SECRETARY & COMPLIANCE OFFICER
FCS-6817
Place – Alwar
Dated- 25th May, 2018
Email: cs@sunilhealthcare.com
Contact No. 011-49435541

Reg. Office:
38E/252A, Vijay Tower, Shahpurjat, New Delhi-110049
CIN No: L24302DL1973PLC189662
Phone No: +91-11-49435555/00 Fax no 011-43850087
Email ID: info@sunilhealthcare.com
Web; www.sunilhealthcare.com

Notes

1. **A MEMBER OF THE COMPANY ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM), IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. IN ORDER TO BE VALID, THE DULY SIGNED AND COMPLETED PROXY MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE AGM.**

2. **ACCORDING TO SECTION 105 OF THE COMPANIES ACT-2013, A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.**

3. **Corporate members intending to send their authorised representatives to attend the Annual General Meeting, pursuant to Section 113 of the Companies Act 2013 are requested to send to the Company a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.**

4. The Members who hold shares in the physical form and wish to make/change in nomination in respect of their shareholding in the Company, as permitted pursuant to the provisions of Section 72 of the Companies Act, 2013, may do so by submitting to the Company the prescribed Form SH-13 duly filled in to Company's Registrar and Share Transfer Agent.

5. The Register of Members and Share Transfer Books of the Company will remain close from **24.08.2018 to 31.08.2018** (both days inclusive)

6. Brief resume of Mr. B.P. Srinivasan, Non-Executive retiring Director, who is proposed to be re-appointed as Non- Executive Director, the nature of his expertise in specific functional areas, names of companies in which he holds directorships and membership(s) / chairmanship(s) of Board Committees, shareholding and relationships between directors inter-se as stipulated under Regulation 36 (3) SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015, are provided in this report as **Annexure 1** to the notice.

7. The Members are requested to bring their attendance slip along with their copy of Annual Report to the meeting. The *Members holding shares in dematerialized form to bring their Client ID and DP ID numbers for easy identification for attendance at the Meeting.*

8. In case of joint holder attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

9. Relevant documents referred to in the accompanying Notice and the Statement, Register of contracts or arrangements in which directors are interested and other statutory Registers as required to be maintained by the company are open for inspection by the members at the registered office of the Company on all working days, except Saturdays, between 11:30 a.m. to 3:00 p.m. up to the date of the Meeting.

10. In compliance with the provisions of Section 129(3) of the Companies Act, 2013, (the Act), the Audited Financial Statements of the Company includes the Consolidated Financial Statements of the Company as defined in the Act for consideration and adoption by the Members of the Company.

11. Members, who are holding shares in identical orders of names in more than one folio, are requested to write to the Company's Share Transfer Agents M/s Alankit Assignment Limited at "1E/13, Alankit Heights, Jhandewalan Extension, New Delhi 110055 for consolidation into one folio.

12. The Members are requested to notify immediately any change of address:

i) To their Depository Participants (DPs) in respect of their electronic share accounts and
ii) To the Company's Registrar, **M/s Alankit Assignment Limited at "1E/13, Alankit Heights, Jhandewalan Extension, New Delhi 110055, Contact no.** 91-11-4254 1234 **email id:** rta@alankit.com, lalit@alankit.com, in respect of their physical share folios, if any, quoting their folio number. Further the queries related to the shares may be raised to RTA.

13. Members holding shares in physical form are requested to furnish their email id by post or by email to cs@sunilhealthcare.com/info@sunilhealthcare.com along with their folio no for sending necessary communication / information in future. The members holding shares in electronic form may get their email id's updated with their respective Depository Participants.

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / M/s Alankit Assignment Limited.

15. Pursuant to section 101 and 136 of the Companies Act-2013 read with relevant rules made thereunder, Companies can serve Annual Report, notice and other communications through electronic mode to those members who have registered their email address with the Company or with the Depository. The Notice of the Annual General Meeting long with Annual Report for the year ended 31st March, 2018 is being sent by electronic mode to those Members whose E-mail IDs are registered with the Company / Depositories, unless a Member has requested for a physical copy of the same. Physical copies of the Annual Report are being sent by the permitted mode to those Members who have not registered their E-mail IDs.

16. Members may also note that the Notice of 44th Annual General Meeting and the Annual Report 2017-18 of the Company will also be available on the Company's website www.sunilhealthcare.com.

17. A Route Map showing the directions to reach the venue of the Annual General Meeting is given at the end of this Notice as per the requirement of the Secretarial Standards-2 on 'General Meeting.

18. Non-Resident Indian Members are requested to inform our RTA M/s. Alankit Assignment Limited, immediately of:

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

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

19. Pursuant to the provisions of the Section 124 and 125 of the Companies Act, 2013 read with the IEPF Authority (Accounting, audit, Transfer and Refund), Rule, 2016 ("The Rules") are required to be transferred by the Company to Investor Education & Protection fund (The IEPF) established by the Central Government after the completion of seven years. Further according to the Rules, the shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years shall also be transferred to the demat account created by the IEPF Authority, However, the company did not declare dividend after 2008-09. The Company has transferred the unpaid or unclaimed dividend for the financial year 1999-2000 to 2008-09 as per the relevant provision of the Companies Act 2013. Thereafter, The Company did not declare any dividends.

Further, those shareholders, whose dividends were transferred in IEPF Account may still claim refund by filing refund application in form IEPF-5, after filing form printout of the same to be submitted alongwith indemnity bond, acknowledgment, self-attested form alongwith other necessary documents as mentioned in detailed procedures for claiming refund at IEPF portal http://www.iepf.gov.in/IEPFA/refund.html, for verification purpose to the Mr. Santosh Kumar Sharma, Company Secretary, The Nodal Officer, Vijay Tower, 38E/252-A, Shahpur Jat, Panchsheel Park Commercial Complex, New Delhi-110049, contact no. 011-49435555.

20. The Members are requested to note that pursuant to directions given by SEBI/Stock Exchanges, the Company has appointed M/s **M/s Alankit Assignment Limited at "1E/13, Alankit Heights, Jhandewalan Extension, New Delhi 110055, Contact no.** 91-11-4254 1234 **email id:** rta@alankit.com, lalit@alankit.com, as Registrar and Transfer Agent to look after the work related to shares held in physical as well as demat mode.

21. Pursuant to the directions of the Securities and Exchange Board of India (SEBI), trading in the shares of your Company is in compulsory dematerialized form. The Members who have not yet got their shares dematerialized are requested to opt for the same in their own interest and send their share certificates through Depository Participant(s) with whom they have opened the dematerialization account to the Share Transfer Agent of the Company. The promoters of the Company have already converted their 100% physical shareholding into demat form.

22. The Members desirous of getting any information/clarification relating to the accounts/operations of the Company under reference or intending to raise any query at AGM are requested to write to the Company Secretary at **least Seven days** before the Meeting so that the information required can be made readily available at the AGM.

20 Voting through electronic means:

a. In compliance with provisions of Section 108 of the Companies Act, 2013, rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 (including any statutory modification (s) or re-enactment thereof for the time being in force) and provision of Regulation 44 of SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 , the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 44th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the Annual General Meeting ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

b. The facility for voting through ballot paper shall be made available at the Annual General Meeting and the members attending the meeting who have not cast their vote by remote e voting shall be able to exercise their right at the meeting through ballot paper.

c. The members who have cast their vote by remote e- voting prior to the Annual General Meeting may also attend the Annual General Meeting but shall not be entitled to cast their vote again.

d. The remote e-voting period will commence at 9:00 A.M. on Tuesday, the 28th August, 2018 and will end at 5:00 P.M. on Thursday, the 30th August, 2018. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on cut-off date i.e. Friday, the 24th August, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

e. The instructions for e-voting: The instructions for e-voting are as under in question & Answer format for ease of convenience of our shareholders, which are under:

Q. How to Vote electronically using NSDL e-Voting system?

Ans. The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL e services i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log -in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in **demat account with NSDL.**	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN30 0*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in **demat account with CDSL.**	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number (Remote E-Voting Event Number) followed by Folio Number registered with the company For example EVEN is 101456 and folio number is 001*** then user ID is 101456001***

1. **Your password details are given below:**
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) **If you are using NSDL e -Voting system for the first time** , you will need to retrieve the **'initial password'** which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
2. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
3. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
4. Now, you will have to click on "Login" button.
5. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e -Voting. Click on e -Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares an d whose voting cycle is in active status.
3. Select "EVEN" (E-Voting Event Number) of SUNIL HEALTHCARE LIMITED to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1 Institutional shareholders (i.e. other than individuals, HUF, NR I etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to at cstarachand@gmail.com with a copy marked to evoting@nsdl.co.in

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your pas sword confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of or call on toll free no.: 1800 -222-990 or send a request at

f. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on cut-off date of 24th August, 2018.

g. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 24th August, 2018 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990

h. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting /voting at the Annual General Meeting through ballot paper.

i. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

j. Mr. Tara Chand Sharma, Practicing Company Secretary (Membership No.5749 and CP no is 4078) has been appointed as the Scrutinizer to scrutinize the e-voting and remote E voting process in a fair and transparent manner.

k. The Chairman shall, at the Annual General Meeting, at the end of discussion on the resolution on which voting is to be held , allow voting with the assistances of Scrutinizer, by use of ballot paper for all those members who are present at the Annual General Meeting but have not cast their votes by availing the remote e voting facility.

l. The Scrutinizer shall, after the conclusion of voting at the Annual General Meeting, will first count the votes cast at the meeting and thereafter unlock the votes cast through remote e voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than forty eight hours of the conclusion of the Annual General Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman or a person authorise by him in writing, who shall countersign the same and declare the result of the voting.

m. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.sunilhealthcare.com and on the website of NSDL immediately after the declaration of result by the chairman or a person authorise by him in writing. The result shall also be immediately uploaded at website of the BSE Limited and shall be forwarded to the Calcutta Stock Exchange Limited.

Annexure to the Notice

ANNEXURE: 1

Information on Directors recommended for appointment/re -appointment as required under Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Details required as per Secretarial Standard (SS2) as under:-

Name of Director	Mr. B.P. Srinivasan
DIN	02543837
Date of Birth /Age	26.08.1948
Date of Appointment	31.01.2009
No. of share Held in the Company	NIL
Qualification	Ph. D, M.Sc and B. Pharma
Brief Resume and Nature of Experience	Mr. Srinivasan has a vast experience of in teaching and research. He is a Professor of Pharmacology in Delhi Institute of Pharmaceutical Sciences and Research . He has served as Professor and Research Officer in various reputed institutions and is an author of various publications on Pharmacology and a lecturer at seminars.
Directorships held in other public Companies [excluding foreign and private Companies]	Nil
Memberships / Chairmanships of Audit & Stakeholders Relationship Committees of other Public Companies	Nil

Inter-se relationship with other Directors	No relation with other director
Terms & Condition of appointment or re-appointment along with detail of remuneration sought to be paid	Re-appointment after retire by rotation
Last Remuneration Drawn	Rs. 76,500/- (Sitting Fees)
No. of Board meeting attended during the year	4

Note: No directors, Key Managerial Personnel's or their relatives are directly or indirectly concerned in the resolution no. 2, proposing re-appointment of Mr. B.P. Srinivasan as Non-Executive Director

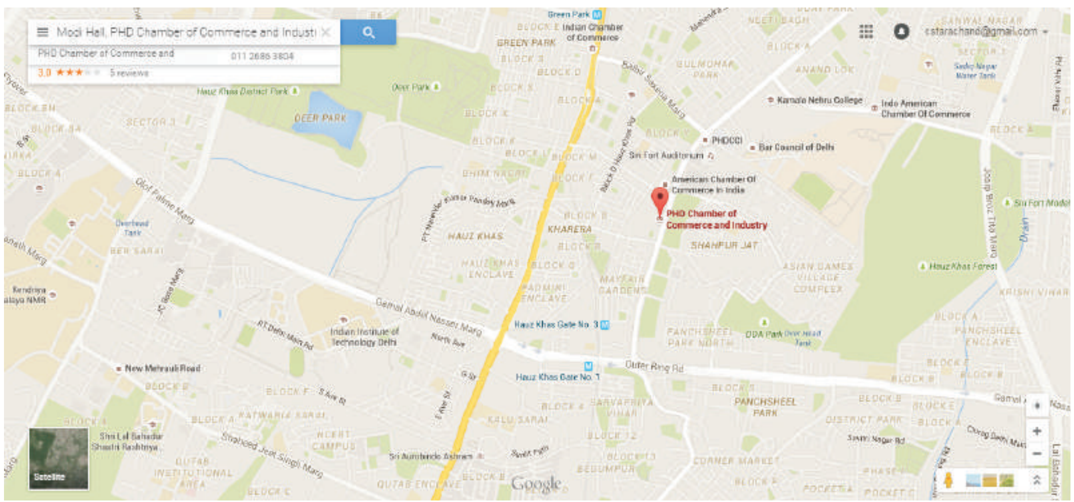
Route Map of the Annual General Meeting

With reference to SS-2 for the easy convenience of recipients of notice, Route Map to the venue of Annual General Meeting of the Company is as under:

Venue of the meeting:- Modi Hall, Ground Floor, PHD Chamber of Commerce and, Industry PHD House, 4/2, SIRI Institutional Area, August Kranti, Marg, New Delhi -110016

Landmark:- Near Shree Ford Auditorium

Route Map



On behalf of the Board
For SUNIL HEALTHCARE LIMITED

SANTOSH KUMAR SHARMA
COMPANY SECRETARY & COMPLIANCE OFFICER
FCS-6817
Place – Alwar
Dated- 25th May, 2018
Email: cs@sunilhealthcare.com
Contact No. 011-49435541

Reg. Office:
38E/252A, Vijay Tower, Shahpurjat, New Delhi-110049
CIN No: L24302DL1973PLC189662
Phone No: +91-11-49435555/00 Fax no 011-43850087
Email ID: info@sunilhealthcare.com
Web; www.sunilhealthcare.com

BOARD'S REPORT

TO THE MEMBERS OF
SUNIL HEALTHCARE LIMITED

Your Directors have great pleasure in presenting the 44th Annual Report on the business and operations together with the audited financial statement of your Company for the year ended 31st March 2018.

FINANCIAL RESULTS **(Rs. in Lacs)**

Particulars	Standalone		Consolidated
	2017-18	**2016-17**	**2017-18**
Revenue from Operation	9050.50	10894.62	9162.23
Other Income	200.13	137.07	222.66
Total Revenue	**9250.63**	**11031.69**	**9384.89**
Total Expenditure (Excluding Depreciations & Interest)	7580.32	9332.30	7772.49
Profit before depreciation and Finance Cost	1670.51	1699.39	1612.40
Finance Cost	503.05	418.22	503.05
Depreciation	478.25	433.43	478.26
Profit before tax	**689.01**	**847.74**	**631.09**
Less: - Tax Expenses Net	156.62	285.82	181.70
Profit after Tax	**532.39**	**561.92**	**499.39**
Earning Per Shares	**5.19**	**5.48**	**4.38**

COMPANY OVERVIEW AND STATE OF COMPANY'S AFFAIRS

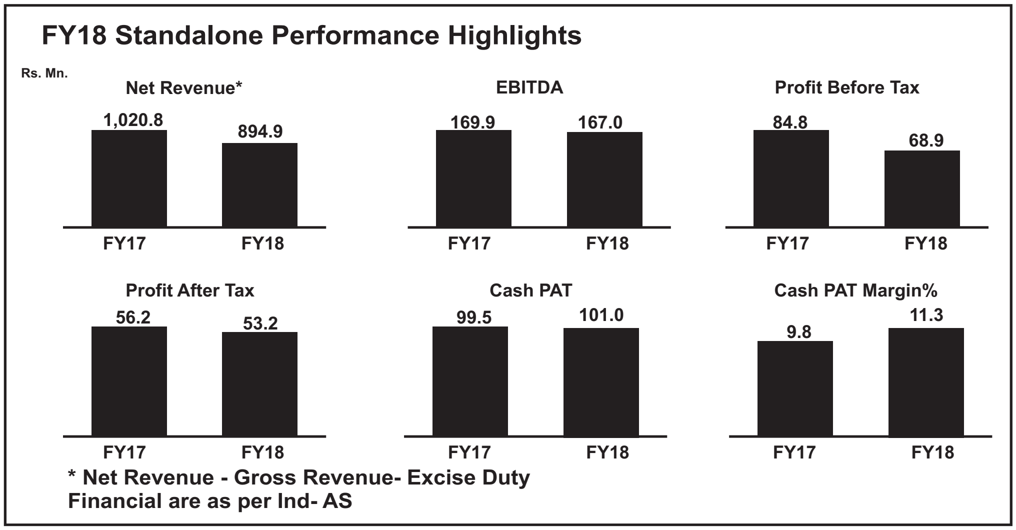
The Directors of the Company are glad to inform you that your company is 2nd largest producer of Empty Hard Gelatin Capsules (EHGC) in India and Pioneer in double lock and triple lock technology for capsules in India. The Company had started production of HPMC Capsule in August 2018 and in short span of time the sales brought in from HPMC have led to better performance. The Directors of the Company are proud to inform you all that your company has received a global recognition by Financial Times and Statistia wherein we have been included at 635th position in the top 1000 growing companies in the Asia Pacific Region-2018 based upon the data collected between the period 2013-2016.

Your company also have Global Presence with Subsidiaries in USA and Mexico during the year. The company is WHO-GMP certified Company and has also been recognized as “Star Export House” by GOI. The management is optimistic about the future outlook of the company in short, medium and long-term. The Company deals in Business segment of Manufacturing Hard Gelatin Capsule Shells and the size available is 00, 0SEL, 0EL, 0,1,2,3, 4, 5. This segment the company has reached to installed capacity of 11952 million capsules at the existing facility. Our Presence in Over 30 Countries across the Globe. The management of the company Continued focus on achieving cost optimization and yield improvements through Economies of Scale. The company also renewed interest in the business with an aim to become top 3 manufactures of Empty Hard Gelatin Capsules in world.

The Company has forayed into the Food Business. Sunloc food is a division of Sunil Healthcare Limited. Sunloc foods offer a host of product ranging from food products, procurement of raw and processed Edible Nuts e. g, cashew nuts, almonds, pistachios, walnuts etc. We have earned the reputation of providing excellent quality in all our products and high levels of value for money satisfaction and also strong customer's relationship. Sunloc foods is equipped to handle a variety of requirements and delivers straight to customers location anywhere in the world confirming to international quality standards.

Financial Performance:

During the F.Y. 2017-18 (standalone) the Company had reported Turnover of Rs. 9050 lakhs . Revenue from Operation is Rs. 9050 lakhs in 2017-18 against Rs. 10895Lakhs in the F.Y. 2016-17. Revenue decreased by 16.93%, Profit before depreciation, Finance Cost decreased by 1.69%, Profit before Tax decreased by 18.75%and Profit after Tax decreased by 5.33% as compared to financial year 2016-17



During the F.Y. the Company had reported on a consolidated basis, the total revenue from the operation is Rs. 9162.23 Lakh, Profit before depreciation and Finance Cost is Rs. 1612.40Lakh, Profit before tax is Rs. 631.09 and Profit after Tax is Rs 499.39 Lakh.

The Management of the Company is committed to improve the performance in the coming year to achieve better production, sales and profit by using the optimum product mix and explore new avenue to achieve overall growth of the Company. Further there is no change in the nature of the business of the company.

FOREIGN WHOLLY OWNED SUBSIDIARY AND SUBSIDIARY OF THE COMPANY

During the year the company set up a Wholly Owned Subsidiary namely "Sunil Healthcare North America LLC" in the United States of America on 26th July, 2016 and a subsidiary namely "Sunil Healthcare Mexico SA DE CV"" in the city of San Luis Postosi, Mexico, United Mexican States on 1st February, 2017.

DETAILS OF SUBSIDIARIES PERFORMANCES

Pursuant to the provision of Section 129 (3) of the Companies Act 2013, a statement containing salient features of financial statement of subsidiaries in FORM AOC-1 is attached herewith and marked **Annexure A.** In accordance with section 136 of Companies Act 2013, the separate financial statements in respect of each of the subsidiary companies shall be kept open for inspection at the registered office of the Company during working hours for period of 21 days before the date of Annual General Meeting. Your Company will also make available these documents upon request by any member of the Company interested in obtaining the same.

EXPANSION OF THE PROJECT

The Company has completed to increase the production capacity of manufacturing of Empty Hard Gelatin Capsule from 11 billion to 13 billion p.a. in the fourth quarter of the financial year 2017-18. The incremental capacity has been commissioned in in the fourth quarter of the financial year 2017-18, which will result in increase in revenue of the company and margin as the company will increase economies of scale.

DIVIDEND

With a view to finance expansion from internal accrual for the growth of the Company, the directors of the Company do not recommended any dividend for the year ended March 31, 2018.

SHARE CAPITAL

The paid up Equity Share Capital of the Company as on March 31, 2018 was Rs. 10, 25, 47,500. During the year under review the Company has neither issued any shares nor granted any stock options.

DIRECTORS AND KEY MANAGERIAL PERSONAL:

CESSATION

The Board of Directors of the Company on behalf of SHL family expressed their deep sorrow for the untimely death of. Mr. S.N. Balasubramanian on 20.11.2017. The Board Members also expressed their appreciation of the valuable contribution made by Mr. S.N. Balasubramanian towards the operation & growth of the Company in the capacity as an Independent Director of the Company.

Mr. Virendra Garg, AGM-Legal cum Company Secretary & Compliance officer has ceased his office with effect from October 14, 2017, due to resignation. The Board Members also expressed their appreciation of the valuable contribution made by Mr. Virendra Garg for the compliance Management and growth of the Company.

APPOINTMENT/RE-APPOINTMENT

Pursuant to the provisions of Section 152 of Companies Act 2013, Mr. B.P. Srinivasan, Non-Executive Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, has offered herself for the re-appointment. The Board recommended his re-appointment.

During the year 2017-18, Mr. Rakesh Mohan was appointed as an Independent Director (DIN: 00114067) by the Shareholders in the 43rd Annual General Meeting held on September 26, 2017, with effect from 11.11.2016.

Mr. Anil Kumar Khaitan, Chairman and Managing Director (DIN: 00759951), was re-appointed in the 43rd Annual General Meeting the Company for period of five years with effect from April 01, 2017 to March 31, 2022.

During the year Mr. Santosh Kumar Sharma was appointed as AGM Legal with effect from December 14, 2018 and Company Secretary & Compliance Officer (KMP) with effect from February 12, 2018.

DECLARATION BY INDEPENDENT DIRECTORS

During the reporting period, pursuant to the provisions of Section 149(7) of the Companies Act, 2013, all independent directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and under Regulation 16(1)(b) of SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015.

NUMBER OF MEETING OF BOARD OF DIRECTORS

During the Financial Year 2017-18, the Board of Directors met out four times on 18.05.2017, 23.08.2017, 23.11.2017 and 12.02.2018. The details of attendance of each director at the Board Meeting are provided in the Corporate Governance Report, which is part of Annual Report.

MEETING AND COMPOSITION OF COMMITTEES OF THE BOARD

The details of meetings, composition and attendance of each member of the committee at the committee meetings are provided in the Corporate Governance Report, which is part of the Annual Report.

During the year all the recommendations made by the Audit Committee were accepted by the Board

AUDITOR AND AUDITOR'S REPORT

STATUTORY AUDITOR

During the financial year 2017-18, pursuant to provisions of section 139 of the Companies Act, 2013 and Rules made thereunder, M/s Jitendra Kr. Agarwal & Associates, Chartered Accountants (registration No. 318086E), was appointed as Statutory Auditor of the company by the shareholders for a period of five years starting from conclusion of 43rd Annual General Meeting, which was held on September 26, 2017 till the 48th AGM to be held in the year 2022.

The Auditors' Report on standalone and consolidated financial statements for the year 2017-18 forming part of the Annual Report. The Auditors' Report does not contain any qualifications, reservations, adverse remarks, disclaimer or emphasis of matter. Notes to the Financial Statements are self-explanatory and do not call for any further comments.

SECRETARIAL AUDIT

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed M/s ATCS & Associates, Company Secretaries, Jaipur as

Secretarial Auditors of the Company for financial year 2017-18. The Secretarial Audit Report for the financial year ended March 31, 2018 is annexed herewith and marked as **Annexure B** to this Report. The management Comments on observation made by the Secretarial Auditors is attached at last of the **Annexure B.** The Board has appointed M/s ATCS & Associates, Practicing Company Secretary, as Secretarial Auditor of the Company for the financial year 2018-19.

COST AUDITOR

Pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014, the maintenance of cost audit records is not applicable on the Company.

INTERNAL AUDITOR

Pursuant to Section 138 of the Companies Act, 2013 read with The Companies (Accounts) Rules, 2014, the Internal Audit Records maintained by the Company.

During the year 2017-18, the Board has appointed Agarwal S. Lal & Co., Chartered Accountants as Internal Auditors to undertake the Internal Audit of the Company.

Further, the appointment of M/s. Agarwal S. Lal & Co., Chartered Accountants as Internal Auditors for financial year 2018-19 was approved by the Board upon the recommendation of the Audit Committee upon such terms and conditions as mutually agreed.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith and marked as **Annexure C.**

FRAUD REPORTING

There were no frauds found which have been reported to the Audit Committee / Board members as well as to the Central Government.

PARTICULARS OF RELATED PARTY TRANSACTIONS

All the related party transactions which were repetitive in nature, entered on arm's length basis in the ordinary course of business and compliance with Section 188 (1) of the Companies Act 2013 read with rules made there under, Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Law. During the year under review, no related party transaction as referred under Section 188 of the Companies Act, 2013 were entered except the transaction on an arm's length basis and in the ordinary course of business. Particulars of all such contracts and arrangements with Related Parties are given in the prescribed Form AOC-2 as appended as Annexure D to this Report. There was no related party transaction which is in conflict with the interest of the Company. The policy on the Related Party Transaction are available on the website of the Company at link https://www.sunilhealthcare.com/wp-content/ uploads/ 2015/11/ RELATED_PARTY_TRANSACTION_POLICY.pdf.

PARTICULARS OF EMPLOYEES:

Disclosures with respect to the remuneration of Directors, KMPs and employees as required under section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as Amendment from time to time appended as **Annexure E** to this Report.

Details of employee remuneration as required under provisions of section 197(12) of the Companies Act, 2013 read with Rule 5(2) & 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are available at the Registered Office of the Company during working hours for 21 days before the Annual General Meeting and shall be made available to any Shareholder on request.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, RESEARCH & DEVELOPMENT AND FOREIGN EXCHANGE

EARNINGS & OUTGO:

Information on conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo required to be disclosed under Section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are set out in a separate statement given in the **Annexure 'F'** forming part of this report.

INSURANCE AND RISK MANAGEMENT

During the Financial Year 2017-18, the assets of the Company were adequately insured against the loss of fire and earthquake.

In addition to this coverage, a statutory public liability insurance policy has been taken to cover by Company for providing against the public liability arising out of industrial accident for employees working in plant. The provision of Risk Management under Regulation 21 (5) of the SEBI (Listing Obligation & Disclosure Requirement), Regulation, 2015, is not applicable on the Company but the Company has constituted a Risk Management Committee in accordance with the erstwhile Listing Agreement and reconstituted it on February 12, 2018 due to death of Mr. S.N. Balasubramanian. The Risk Management Committee consist of Mr. Ramesh Chander Khurana, Independent Director as Chairman and Mr. Sanjay Kaushik, Independent Director as Member. The Company has in place Risk Management System which takes care of risk identification, assessment and mitigation. There are no risks which in the opinion of the Board threaten the existence of the Company. Risk factors and its mitigation are covered extensively in the Management Discussion and Analysis Report forming part of this Board's Report.

CORPORATE SOCIAL RESPONSIBILITY

The main objective of the Company's CSR policy is to lay down guidelines for the Company to make CSR a business process for sustainable development of the society at large. It aims to enhance and implement the society welfare measures by the Company in a well structural manner on short and long term basis with a vision of making Sunil Healthcare Limited to act as Good Corporate Citizen. CSR is an evolving concept at Sunil Healthcare Limited, it's been there since incorporation, we have promised to ourselves to take up the responsibility of ensuring a healthy ecosystem. SHL's CSR program is anchored on the continuing commitment to improve the quality of living conditions and opportunities for the differently able without regard to their faith, origin or gender. The composition and terms of reference of the CSR Committee are given in the Corporate Governance Report. The details of CSR Policy of the Company also available on the website of the Company at web link https://www.sunilhealthcare.com/wp-content/uploads/2015/11/CSR-POLICY.pdf. The Annual Report on CSR Activities is appended as Annexure G to this Board's Report.

CORPORATE GOVERNANCE

In terms of Regulation 34 and other applicable regulation of SEBI (LODR) Regulations, 2015, a report on Corporate Governance along with Statutory Auditors' Certificate as required by the Listing Regulation confirming its compliance with the corporate governance requirement are appended as **Annexure H** to this Board's Report.

WHISTLE BLOWER POLICY/ VISIL MECHANISM

During the year there was no case filed under this policy. The details of this Policy are stated in the Corporate Governance Report and also available on the website of the Company at web link https://www.sunilhealthcare.com/wp-content/uploads/2015/11/WHISTLE-BLOWER-POLICY-_4_.pdf.

DISCLOSURE UNDER SECTION 22 OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place a Policy on Sexual harassment of employees in the Company in line with the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Composition of SHL's Internal Complaint Committee (ICC):

1. Mrs. Rekha Gupta - Presiding officer
2. Mr. Suresh Yadav.-Member
3 Mr. Vinod Mathur - Independent Member
4 Mrs. Sathi Nair- Member

ICC's Report on the complaints as on December 31, 2017:

a) Number of complaint received during year : NIL
b) Number of complaint disposed off :NIL
c) Number of cases pending for more than 90 days: NIL
d) Number of workshop or training programme organized against sexual harassment: 1 (on 22.12.2017)
e) Nature of action taken, if any, by the Company : NOT APPLICABLE

The Policy on Sexual harassment of employees is available on the website of the Company at link https://www.sunilhealthcare.com/wp-content/uploads/2015/11/sexual_harrashment_policy.pdf

NOMINATION & REMUNERATION POLICY

The Nomination & Remuneration Committee of the Company formulated a criteria's for determining qualifications, positive attributes and independence of a director and other matters provided under Sub-section (3) of Section 178 of the Companies Act, 2013 and recommended to the Board a policy relating to the remuneration for the directors, key managerial personnel and other employees. The Nomination & Remuneration Policy is stated in the Corporate Governance Report and also available on the website of the Company at link https://www.sunilhealthcare.com/ wp-content/uploads /2016/02/ NOMINATION REMUNERATION POLICY OF SHL.pdf, and annexed as **Annexure I.**

PERFORMANCE EVALUATION OF DIRECTORS

The Nomination and Remuneration Committee of the Company has laid down the criteria of performance evaluation of the Board of Directors including Independent Directors. Pursuant to the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of the entire Board, Committees and all the Directors based on the said criteria as laid down by the Nomination and Remuneration Committee.

INDEPENDENT DIRECTOR'S MEETING

During the year under review, one meeting of the Independent Directors of your Company was held on 12.02.2018 without the presence of any member of Management. The Meeting are conducted in an informal and flexible manner to enable the Independent Directors to discuss matters pertaining to, inter alia, review of performance of Non-Independent Directors and the Board as a whole, review the performance of the Chairman of the Company (taking into account the views of the Executive and Non-Executive Directors), review the performance of the Company, assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

INTERNAL FINANCIAL CONTROLS WITH RESPECT TO THE FINANCIAL STATEMENTS

The Company maintains adequate internal control system and procedures commensurate with its size and nature of operations. The internal control systems are designed to provide a reasonable assurance over reliability in financial reporting, ensure appropriate authorisation of transactions, safeguarding the assets of the Company and prevent misuse/ losses and legal compliances.

The internal control system includes a well-defined delegation of authority and a comprehensive Management Information System coupled with quarterly reviews of operational and financial performance, a well-structured budgeting process with regular monitoring of expenses and Internal audit. The Internal Audit reports are periodically reviewed by the management and the Audit Committee and necessary improvements are undertaken, if required.

PUBLIC DEPOSIT

Your Company has not accepted any public deposit within the meaning of provisions of section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 and there is no outstanding deposit due for re-payment.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The Company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013. Further the Company had invested of Rs. 6000 in the government Securities I e National Saving Certificate since long time.

SIGNIFICANT MATERIAL CHANGES AFTER BALANCE SHEET DATE AFFECTING FINANCIAL POSITION

There are no change and commitments which affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate i e 31.03.2018 and the date of report 25th May 2018.

TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of the Section 124 and 125 of the Companies Act, 2013 read with the IEPF Authority (Accounting, audit, Transfer and Refund), Rule, 2016 ("The Rules") are required to be transferred by the Company to Investor Education & Protection fund (The IEPF) established by the Central Government after the completion of seven years. Further according to the Rules, the shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the demat account created by the IEPF Authority. However, the company did not declare dividend after 2008-09. The Company has transferred the unpaid or unclaimed dividend for the financial year 1999-2000 to

2008-09 as per the relevant provision of the Companies Act 2013. Thereafter, The Company did not declare any dividends. Further, those shareholders, whose dividends were transferred in IEPF Account may still claim refund by filing refund application in form IEPF-5, after filing form printout of the same to be submitted alongwith indemnity bond, acknowledgment, self-attested form and other necessary documents as mentioned in detailed procedures for claiming refund at IEPF portal http://www.iepf.gov.in/IEPFA/refund.html, for verification purpose to the Mr. Santosh Kumar Sharma, Company Secretary, The Nodal Officer, Vijay Tower, 38E/252-A, Shahpur Jat, Panchsheel Park Commercial Complex, New Delhi-110049, contact no. 011-49435555. The details of unpaid dividend are provided on our website at www.sunilhealthcare.com

SECRETARIAL STANDARD

During the reporting period 2017-18, your Company has complied with the Secretarial Standard issued by the Institute of Companies Secretaries of India which were made applicable with effect from 01.07.2015 and amended from time to time.

CREDIT RATING

The Company has been assigned credit rating on Long Term Bank facility rating CARE BBB: Stable (Triple B, Outlook, Stable) and Short Term Bank Facility rating CARE A3+ (A Three Plus), the said rating is valid for a period of one year till September 27, 2018.

LISTING AND CONFIRMATION OF FEE

The securities of your Company are listed at The Bombay Stock Exchange Limited (BSE) and The Calcutta Stock Exchange (CSE). The Annual Listing fees for the year 2018-19 was paid to the Stock Exchanges. The Company has paid the annual custody fee for the year 2018-19 to CDSL and payment to NSDL will be made upon receipt of Bill.

DIRECTOR'S RESPONSIBILITY STATEMENT:

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

I. In the preparation of the annual accounts, the applicable accounting standards had been followed alongwith the proper explanation relating to material departures.

II. The directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the that period.

III. 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.

IV. The directors had prepared the annual accounts on a going concern basis.

V. 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.

VI. The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In terms of Provision of Regulation 34 of SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 and in compliance of the provision of Companies Act -2013 a Management Discussion and Analysis Report is appended to this report.

INDUSTRIAL RELATION

Relation with the employees remain cordial and your Directors wish to place on record their appreciation of the co-operation and contribution made by the employees at all levels.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGISTRARS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE – None

RIGHT OF MEMBER TO COPIES OF AUDITED FINANCIAL STATEMENT

Having regard to the provisions of the first proviso to Section 136(1) of the Act, the annual report is being sent to the members of the Company. The said information is available at the website of the Company and is available for inspection at the registered office of the Company during working hours and any member interested in obtaining such information may write to be Company Secretary and the same will be furnished on request.

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 financial year under review:

I. Issue of equity shares with differential rights as to dividend, voting or otherwise.

II. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except ESOS referred to in this Report.

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

IV. No amount has been transferred to General Reserves during the year.

V. There is no change in the nature of business of the Company.

CAUTIONARY STATEMENT

The statements contained in the Board's Report and Management Discussion and Analysis contain certain statements relating to the future and therefore are forward looking within the meaning of applicable securities, laws and regulations. Various factors such as economic conditions, changes in government regulations, tax regime, other statues, market forces and other associated and incidental factors may however lead to variation in actual results.

ACKNOWLEDGEMENTS:

Your Board place on record their appreciation for the overwhelming co-operation and assistance received from the Company's esteemed Shareholders, valued Customers, Suppliers, Business Associates, Bankers, Vendors, various Financial Institutions, the State and Central Government Bodies, Auditors and Legal Advisors for their valuable contribution and continued support and to all the persons who reposed faith and trust in Company.

Your Board also place on record their appreciation to its employees for their dedicated service and firm commitment to the goals of the Company. Without their commitment and hard work, Company's consistent growth was not possible.

On behalf of the Board
For SUNIL HEALTHCARE LIMITED

ANIL KUMAR KHAITAN
CHAIRMAN CUM MANAGING DIRECTOR
DIN-00759951
Place – Alwar
Dated- 25th May, 2018

Reg. Office:
38E/252A, Vijay Tower, Shahpurjat, New Delhi-110049
CIN No: L24302DL1973PLC189662
Phone No: +91-11-49435555/00 Fax no 011-43850087
Email ID: info@sunilhealthcare.com
Web; www.sunilhealthcare.com

ANNEXURE A TO THE BOARD'S REPORT

Form AOC-1

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

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

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Sunil Healthcare North America LLC	Sunil Healthcare Mexico SA DE CV
1.	The date since when subsidiary was acquired	26/07/2016	01/02/2017
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	1st April 2017to 31stMarch 2018	1stFebruary 2017to 31stDecember 2017
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	US Dollars Exchange Rate as on 31/3/2018 – 1 USD = Rs. 65.04	MexicanPesosExchange Rate as on 31/3/2018 – 1 Mexican Pesos = Rs. 3.58
4.	Share capital	Rs. 13.01 Lakhs	Rs. 0.11 Lakhs
5.	Reserves & surplus	(Rs.142.74 Lakhs)	Rs. 65.85Lakhs
6.	Total assets	Rs. 72.53 Lakhs	Rs. 633.01 Lakhs
7.	Total Liabilities	Rs. 202.26 Lakhs	Rs. 567.05 Lakhs
8.	Investments	NIL	NIL
9.	Turnover	Rs. 75.21 Lakhs	Rs. 584.43 Lakhs
10.	Profit before taxation[1]	(Rs. 105.73 Lakhs)	Rs. 83.61 Lakhs
11.	Provision for taxation	NIL	Rs. 25.08 Lakhs
12.	Profit after taxation	(Rs. 105.73 Lakhs)	Rs. 58.53Lakhs
13.	Proposed Dividend	NIL	NIL
14.	Extent of shareholding (In percentage)	100%	99.97%

Notes:

1. Profit before Taxation is as per the Financial Statement prepared by the Holding Company for the purpose Of consolidation of Financial Statement.
2. None of the Subsidiary has been sold or liquidated during the year.

On the behalf of Board

Anil Kumar Khaitan
Chairman cum Managing Director
DIN- 00759951
Date: 25/05/2018
Place: Alwar

R. C. Khurana
Director, Chairman of Audit Committee
DIN - 07352915

ANNEXURE B TO THE BOARD'S REPORT
FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2018

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

To,

The Members,

SUNIL HEALTHCARE LIMITED

38E/252A, Vijay Tower,

Shahpurjat,

New Delhi- 110049

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sunil Healthcare 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 Sunil Healthcare Limited books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized 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 31stMarch, 2018complied 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 Sunil Healthcare Limited for the financial year ended on 31stMarch, 2018 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

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

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(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; (repealed w.e.f. 15th May, 2015)

(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 (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; and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the Audit Period);

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

(j) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015.

(vi) The other specific laws applicable to the company are:

(a) Petroleum & Explosive Act

(b) Drugs & Cosmetic Act.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India

(ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange and Calcutta Stock Exchange and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

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

1. During the period under review some charges of the company has been satisfied but the same has not yet been filled in relevant form of the Companies Act, 2013 with Concerned Authorities.

We further report that

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

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

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

We further report thatthere 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 the company was applied for the delisting of its Equity Shares from the Calcutta Stock Exchange in year 2014-15 and the application is still pending before the concerned authorities.

We further report that during the audit period the company has two legal cases pending against the company in the court of Law.

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.

Place: Jaipur

Date:25/05/2018

FOR ATCS & ASSOCIATES
Practicing Company Secretaries
Tara Chand Sharma
[Partner]
FCS No. 5749
C P No.: 4078

ANNEXURE 'A'

To,
The Members
SUNIL HEALTHCARE LIMITED

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

1. Maintenance of Secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these Secretarial records based on our audit.
2. We have followed the Audit practices and processes as were appropriate to obtain reasonable assurance about the correctness 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. We have relied upon the Report of Statutory Auditors regarding compliance of Companies Act, 2013 and Rules made thereunder relating to maintenance of Books of Accounts, papers and financial statements of the relevant Financial Year, which give a true and fair view of the state of the affairs of the company.
4. We have relied upon the Report of Statutory Auditors regarding compliance of Fiscal Laws, like the Income Tax Act, 1961 & Finance Acts, the Customs Act, 1962, the Central Excise Act, 1944 and Service Tax.
5. Where ever required, we have obtained the Management representation about the compliance of Laws, rules and regulations and happening of events etc.
6. 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.
7. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Jaipur
Date: 25/05/2018

FOR ATCS & ASSOCIATES
Practicing Company Secretaries
Tara Chand Sharma
[Partner]
FCS No. 5749
C P No.: 4078

Management response in respect of observation of Secretarial Auditor
(Reference Secretarial Auditors' Report, May 25, 2018)

Sl. No.	Observation	Clarification of Management
1	***During the period under review some charges of the company has been satisfied but the same has not yet been filled in relevant form of the Companies Act, 2013 with Concerned Authorities.***	Noted, it was missed inadvertently, the necessary form for vacation of charge will be filed soon.

ANNEXURE C OF THE BOARD'S REPORT
Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31.03.2018
[Pursuant to section 92(3) *of the Companies Act, 2013* and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

1	**REGISTRATION AND OTHER DETAILS**:		
	1	**CIN:-**	L24302DL1973PLC189662
	2	**Registration Date**	05.02.1973
	3	**Name of the Company**	Sunil Healthcare Limited
	4	**Category / Sub-Category of the Company**	Public Limited Company
	5	**Address of the Registered Office and contact details**	38E/252A, Vijay Tower, Shahpurjat, New Delhi -110049 Tel ; +91 11 - 49435555/00, F +91 11 43850087 E-mail-info@sunilhealthcare.com /**Web**: www.sunilhealthcare.com
	6	**Whether listed company Yes / No**	Yes
	7	**Name, Address and Contact details of Registrar**	Alankit Assignments Limited -RTA Division, Alankit Height 1E/13 Jhandelwalan Extension New Delhi -110055, tel: 91-114254 1234 Fax: 91 11 2794 7384 **Web:-** www.alankit.com, **Email Id;-** info@alankit.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:-				
	Sl. No.	**Name and Description of main products / services**	**NIC Code of the Product/ service**	**% to Total turnover of the company**	
	1	Empty Hard Gelatine Capsules	24295	91.63%	
	2	Marketing of Food Product	1513	8.37%	

III	**PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -**					
	Sl. No.	**NAME AND ADDRESS OF THE COMPANY**	**CIN/GLN**	**HOLDING/ SUBSIDIARY/ ASSOCIATES**	**% of Shares held**	**Applicable Section**
	1	Sunil Healthcare North America LLC	NA	Wholly Owned Subsidary in USA	100%	NA
	2	Sunil Healthcare Mexico SA DE CV	NA	Subsidary in Mexico	99.97%	NA

IV	SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)										
	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	6213094	0	6213094	60.59	6213094	0	6213094	60.59	0.00
	b	Central Govt	0	0	0	0	0	0	0	0.00	0.00
	c	Sate Govt (S)	0	0	0	0	0	0	0	0.00	0.00
	d	Bodies Corp	1327211	0	1327211	12.94	1327211	0	1327211	12.94	0.00
	e	Bank /FI	0	0	0	0	0	0	0	0.00	0.00
	f	Any Others	0	0	0	0	0	0	0	0.00	0.00
		Sub-Total (A) (1):-	**7540305**	**0**	**7540305**	**73.53**	**7540305**	**0**	**7540305**	**73.53**	**0.00**
		2) Foreign									
	a	NRIs - Individuals	0	0	0	0	0	0	0	0.00	0.00
	b	Other – Individuals	0	0	0	0	0	0	0	0.00	0.00
	c	Bodies Corp.	0	0	0	0	0	0	0	0.00	0.00
	d	Banks / FI	0	0	0	0	0	0	0	0.00	0.00
	e	Any Others	0	0	0	0	0	0	0	0.00	0.00
		Sub-Total (A) (2):-	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	0.00
		Promoter (A) = (A)(1)+(A)(2)	**7540305**	**0**	**7540305**	**73.53**	**7540305**	**0**	**7540305**	**73.53**	0.00
		B. Public Shareholding									
		1) Institutions									
	a	Mutual funds	0	0	0	0	0	0	0	0	0.00
	b	Banks / FI	822	9735	10557	0.10	741	9735	10476	0.10	0.00
	c	Central Govt	0	0	0	0	0	0	0	0	0.00
	d	Sate Govt (S)	0	0	0	0	0	0	0	0	0.00
	e	Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
	f	Insurance Companies	0	0	0	0	0	0	0	0	0.00
	g	FIIs	0	0	0	0	0	0	0	0	0.00
	h	Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
	i	Others (Specify)	0	0	0	0	0	0	0	0	0.00
		Sub-Total (B) (1):-	**822**	**9735**	**10557**	**0.10**	**741**	**9735**	**10476**	**0.10**	**0.00**
		2) Non- Institutions									
	a	**Bodies Corp**									
		i) Indians (excluding CM, HUF-resident)	704956	1375	706331	6.89	840933	1345	842278	8.21	**1.33**
		ii) Overseas	0	0	0	0	0	0	0	0.00	**0.00**
	b	**Individuals**									
		I) Individual shareholders holding nominal share capital upto Rs. 2 lakh	904380	503772	1408152	13.73	829442	489292	1318734	12.86	**-0.87**
		ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	456453	0	456453	4.45	413144	0	413144	4.03	**-0.42**
	c	Others (Specify) Non Rsidential Individual, Clearing Member, Resident-HUF	132952	0	132952	1.30	129813	0	129813	1.27	**-0.03**
		Sub-Total (B) (2):-	**2198741**	**505147**	**2703888**	**26.37**	**2213332**	**490637**	**2703969**	**26.37**	**0.00**
		Total Public Shareholding (B)=(B)(1)+ (B)(2)	**2199563**	**514882**	**2714445**	**26.47**	**2214073**	**500372**	**2714445**	**26.47**	**0.00**
		C) Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	**0.00**
		Grand Total (A+B+C)	**9739868**	**514882**	**10254750**	**100**	**9754378**	**500372**	**10254750**	**100.00**	**0.00**

	II	Shareholding of Promoters							
	SL NO	Shareholders's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% chan ge in share holdi ng durin g the year
			No of Shares	% of Total Shares of the compa ny	%of Shares Pledged / encumbered to Total Shares	No of Shares	% of Total Shares of the compa ny	%of Shares Pledged / encumbered to Total Shares	
	1	**Mr. Anil Kumar Khaitan**	5942494	57.95	0	5942494	57.95	0	**0**
	2	**Mrs.. Renu Modi**	270600	2.64	0	270600	2.64	0	**0**
	3	**M/s Magnum Computers Private limited**	1327211	12.94	0	1327211	12.94	0	**0**
		Total	**7540305**	**73.53**	**0**	**7540305**	**73.53**	**0**	**0**

	III	Change in Promoters' Shareholding (please specify, if there is no change)				
	Sl. No		the year		Camulative Shareholding during the year	
			No. of Shares	% of Total Shares of the company	No. of Shares	% of Total Shares of the company
		At the beginning of the year	7540305	73.53		
		Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat etc.)	Nil	Nil		
		At the End of the year	**7540305**	**73.53**		
	Note :	**There are no change in the total prmoters shareholding between 01.04.2017 to 31.03.2018.**				

IV	Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):							
Sl. No	Name	Shareholding at the beginning of the year/ End of the year		Date	Increase /Decrease in Share Holding	Reason	Cumulative Shareholding during the year ended on March 31, 2018	
		No. of Shares	% of Total Shares of the company				No. of Shares	% of Total Shares of the company
1	M/s SNk Executive Search Private Limited	543690	5.30	01.04.2017	Nil movement during the year		543690	5.30
		543690	5.302	31.03.2018				
2	KANCHAN SUNIL SINGHANIA	294529	2.872	01.04.2017	-10707	Market sale On 12.01.2018	283822	2.768
		283822	2.768	31.03.2018				
3	M/S MAGADH TRADERS LIMITED	158066	1.541	01.04.2017	Nil movement during the year		158066	1.541
		158066	1.541	31.03.2018				

4	JAPAN MAHESH VYAS	105000	1.024	01.04.2017	Nil movement during the year		105000	1.024
		105000	1.024	31.03.2018				
5	S R GUPTA	26525	0.259	01.04.2017	Nil movement during the year		26525	0.259
		26525	0.259	31.03.2018				
6	LIVELY EQUIPMENTS SUPPLIERS PRIVATE LIMITED	0	0.000	01.04.2017	25774	Market Purchase on 23.03.2018	25774	0.25
		25774	0.251	23.03.2018				
		25774	0.251	31.03.2018				
7	RIDDHESH RAM GANDHI	0	0.000	01.04.2017	24322	Market Purchase on 23.03.2018	24322	0.24
		24322	0.237	23.03.2018				
		24322	0.237	31.03.2018				
8	SHALIMAR HOLDINGS LTD	23511	0.229	01.04.2017	Nil movement during the year		23511	0.229
		23511	0.229	31.03.2018				
9	CHANDRA MOHAN MISHRA	16590	0.162	01.04.2017	Nil movement during the year		16590	0.162
		16590	0.162	31.03.2018				
10	VIJAY KUMAR PUNYANI	13500	0.132	01.04.2017	Nil movement during the year		13500	0.132
		13500	0.132	31.03.2018				
*	INDUMATI K THAKKER	30399	0.296	01.04.2017	2334	Market sale On 21.04.2017	0	0.000
		28065	0.274	21.04.2017	10000	Market sale On 12.05.2017		
		18065	0.176	12.05.2017	1297	Market sale On 19.05.2017		
		16768	0.164	19.05.2017	5000	Market sale On 23.06.2017		
		11768	0.115	23.06.2017	3820	Market sale On 07.07.2017		
		7948	0.078	07.07.2017	7948	Market sale On 14.07.2017		
		0	0.000	14.07.2017				
**	VIKRAM S NANGALIA	20000	0.195	01.04.2017	-3041	Market sale On 12.05.2017	0	0
		19659	0.192	12/5/2017	-300	Market sale On 19.05.2017		
		19359	0.189	19/05/2017	-1850	Market sale On 23.06.2017		
		17509	0.171	23/06/2017	-374	Market sale On 14.07.2017		
		17135	0.167	14.07.2017	-100	Market sale On 21.07.2017		
		17035	0.166	21.07.2017	-1655	Market sale on 28.07.2017		
		15380	0.150	28.07.2017	-3640	Market sale on 04.08.2017		
		11740	0.114	04.08.2017	-1220	Market sale on 19.09.2017		
		10520	0.103	19.09.2017	-1000	Market sale on 13.10.2017		
		9520	0.093	13.10.2017	-1445	Market sale on 20.10.2017		
		8075	0.079	20.10.2017	-3000	Market sale on 15.12.2017		
		5075	0.049	15.12.2017	-1475	Market Sale on 29.12.2017		
		3600	0.035	29.12.2017	-3600	Market sale on 05.01.2018		
		0	0.000	05.01.2018				
***	SAFIR ANAND	17952	0.175		1984	Purchase on 07.04.2017	0	0
		19936	0.194	07.04.2017	3000	Purchase on 19.05.2017		
		22936	0.224	19.05.2017	5000	Purchase on 26.05.2017		
		27936	0.272	26.05.2017	611	Purchase on 02.06.2017		
		28547	0.278	02.06.2017	-611	Market Sale on 14.07.2017		
		27936	0.272	14.07.2017	7225	Market Sale on 08.09.2017		
		20711	0.202	08.09.2017	12775	Market Sale on 06.10.2017		
		7936	0.077	06.10.2017	7936	Market Sale on 13.10.2017		
		0	0.000	13.10.2017				

Note: * as on April 2017 was at the position of 5 in Top 10 list of the shareholders

** as on April 2017 was at the position of 8 in Top 10 list of the shareholders

** as on April 2017 was at the position of 9 in Top 10 list of the shareholders

	V	*Shareholding of Directors and Key Managerial Personnel:*							
	Sl. No	Name	Shareholding at the beginning of the year/ End of the year		Date	Increase Decrease in Share Holding	Reason	Camulative Shareholding during the year	
			No. of Shares	% of Total Shares of the company				No. of Shares	% of Total Shares of the company
		Mr. Anil Kumar Khaitan (Director /KMP)	5942494	57.95	01.04.2016	0	0	0	0.00
			5942494	57.95	31.03.2017				
	NOTE	Except Mr. Anil khaitan none of the directors and Key Managerial Personal hold any shares of the Company							

V	INDEBTEDNESS					
		Indebtedness of the Company including interest outstanding/accrued but not due for payment				
			Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
		Indebtedness at the beginning of the financial year				
	I	Principal Amount	1514.25	2942.81		4457.06
	II	Interest due but not paid	0	0		0
	III	Interest accrued but not due	3.3	26.21		29.51
		Total (i+ii+iii)	**1517.55**	**2969.02**	**0**	**4486.57**
		Change in Indebtedness during the financial year				
		Addition	871.45	23113.67		23985.12
		Reduction	362.78	22002.74		22365.52
		Net Change	**508.67**	**1110.93**		**1619.6**
		Indebtedness at the end of the financial year				
	I	Principal Amount	2022.92	4053.74		6076.66
	II	Interest due but not paid	0	0		0
	III	Interest accrued but not due	2.55	39.26		41.81
		Total (i+ii+iii)	**2025.47**	**4093**		**6118.47**

VI	**REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**								
	A	***Remuneration to Managing Director, Whole-time Directors and/or Manager***							
	Sl. no.	**Particulars of Remuneration**	**Name of MD/WTD/**						**Total Amount**
			Mr. Anil Khaitan						
	1	**Gross salary**							
	a	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2,893,339.00						289,3339.00
	b	Value of perquisites u/s 17(2) Income-tax Act, 1961	195,276.84						195,276.84
	c	Profits in lieu of salary under section 17(3) Income- tax Act, 1961							
	2	Stock Option							
	3	Sweat Equity							
	4	Commission							
		as % of profit							
		others, specify							
	5	Others, please specify							
		Total (A)	3,088,615.84						**3,088,615.84**
		Ceiling as per the Act	**42 00 000***						**4,200,000.00**
Note	*	**The Celling limit as per the part A of the Section II of the part II of Schedule V of the Companies Act-2013 in case of company have Inadequate profit**							
		The remuneration given above is on paid basis. However, the calculation of median is made on the CTC basis.							
	B	***Remuneration to other directors***							
	Sl. no.	**Particulars of Remuneration**	**Name of Directors**						**Total Amount**
	1	**Independent Directors**	**Late Mr. S.N Balasubrmanian***	**Mr. Sanjay Kumar Kaushik**	**Mr.Rakesh Mohan ****		**Mr. R C Khurana**		
		Fee for attending board committee meetings	51000	68000	59500		76500		255000
		Commission							
		Others, please specify							
		Total (1)	**51000**	**68000**	**59500**		**76500**		**255000**
		Other Non-Executive Directors							
			Dr. (Mrs.) Lata Singh	**Mr. B P Srinivasan**					
		Fee for attending board committee meetings	59500	76500					136000
		Commission							
		Others, please specify							
		Total (2)	**59500**	**76500**					**136000**
		Total (B)=(1+2)	**110500**	**144500**			**76500**		**391000**
		Total Managerial Managerial Remuneration	**Including the remuneration of Managing director and other non executive director of the Company**						**3479615.84**
		Overall Ceiling as per the Act	**Rs. 42 Lakh to MD as per schedule V of the Act and Ceiling as per the act for payment of sitting fees to non-executive directors is Rs. 1,00,000/-per meeting**						
	Note	* Mr. S.N. Balasubrmanian was died on dated 20.11.2017							
		** Mr. Rakesh Mohas was appointed as Independent Director by the Shareholders meeting held on 26.09.2017 with effect from 11.11.2016							

	C	***REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD***							
	Sl. no.	**Particulars of Remuneration**	**Key Managerial Personnel**						
			CEO	CFO	**COMPANY SECRETARY (01.04.2017 to 14.10.2017)**	**COMPANY SECRETARY (14.12.2017 to 31.03.2018)**	**TOTAL**		
	1	Gross salary							
	a	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	5506392	2437032	677583	465374	9086381		
	b	Value of perquisites u/s 17(2) Income-tax Act, 1961	620950	119453	41651	2839	784893		
	c	Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0	0	0	0	0		
	2	Stock Option	0	0	0	0	0		
	3	Sweat Equity	0	0	0	0	0		
	4	Commission	0	0	0	0	0		
		as % of profit	0	0	0	0	0		
		others, specify	0	0	0	0	0		
	5	Others, please specify	0	0	0	0	0		
		Total	**6127342**	**2556485**	**719234**	**468213**	9871274		
	Note	**The remuneration given above is on paid basis. However, the calculation of median is made on the CTC basis.**							

VI	**PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**					
	Type	**Section of the Companies Act**	**Brief Discription**	**Details of Penalty / Punshment/ Compounding fees imposed**	**Authority (RD/NCLT/Court)**	**Appeal Made If any (Give Detaiils)**
	A	**COMPANY**	NOT APPLICABLE			
		Penalty				
		Punishment '				
		Compounding				
	A	**DIRECTORS**				
		Penalty				
		Punishment '				
		Compounding				
	A	**OTHER OFFICERS IN DEFAULT**				
		Penalty				
		Punishment '				
		Compounding				

ANNEXURE D OF THE BOARD REPORT

Form No. AOC-2

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

I	Details of material contracts or arrangement or transactions at arm's length basis:				
Sr. No	**Particulars**	**Mrs. Sarita Khaitan**	**Mr. Ishan khaitan**	**Mr. Kahaan Khaitan**	**Mrs. Aanchal Khaitan**
1	Name(s) of the related party and nature of relationship	Wife of Anil Khaitan (CMD)	Son of Anil Khaitan (CMD)	Son of Anil Khaitan (CMD)	Daughter- In-Law of Anil Khaitan (CMD)
2	Nature of contracts/arrangements/transactions	Remuneration and Agreement of Guest House for Company Purpose	Remuneration	Remuneration	Remuneration
3	Duration of the contracts / arrangements/transactions	Ongoing	Ongoing	Ongoing	Ongoing
4	Salient terms of the contracts or arrangements or transactions including the value, if any:	1-Appointment as Chief Strategis Officer on 01.04.2011 at a monthy remuneration of Rs 1,17625/- plus perquisities per month as applicable as per rules of the Company and ammended time to time. (2) Agreement of Guest House for the Company Purpsoe @ Rs. 1, 75,000/- per month (Rs. 95000 Toward Repair & Maintenance and Rs. 80000 towards rent)	Appointment as President Opretaion & Marketing on 01.04.2010 at a monthy remuneration of Rs 47650/-(at present Rs. 122000/-) plus perquisities per month as applicable as per rules of the Company and ammended time to time	Appointment as Manager Business Process (at Present Sr. Vice President Procurement) on 01.05.2013 at a monthy remuneration of Rs 23875/- (at present Rs. 75625/-) plus perquisities per month as applicable as per rules of the Company andammended time to time	Appointment as Manager Business Development on 01.04.2013 at a monthy remuneration of Rs 23875/- plus perquisities per month as applicable as per rules of the Company and ammended time to time
5	Date(s) of approval by the Board, if any	1 06.08.2011 2. 11.02.2015	29.05.2010 first approval and last ammended on 11.05.2013	11.05.2013 first approval and last ammended on 28.05.2015.	11.05.2013
6	Amount paid as advances, if any:	NIL	NIL	NIL	NIL

Note

1 Details of material contracts or arrangement or transactions not at arm's length basis: N.A

On behalf of the Board
Anil Kumar Khaitan
Chairman cum Managing Director
Din-00759951
Place :- Alwar
Daetd -25.05.2018

ANNEXURE E OF THE BOARD REPORT

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 (i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2016-17, the percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2017-18, and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

S.NO.	Name of Director/KMP and Designation	Remuneration of Director/KMP for financial year 2016-17 (in Rupees)	% increase in Remuneration in the Financial Year 2017-18	Ratio of remuneration of each Director/ to median remuneration of employees
1	Mr. Anil Khaitan chairman cum Managing Director	2955604	Nil	9.33
2	Mr. D. Gnanashekaran Chief Executive Officer	6331387	11.37	19.99
3	Mr. Pawan RathiChief Financial Officer	2836541	15.22	9.46
4	Mr. Virendra Garg AGM Legal cum Company Secretary *	1237275	9.67	4.13

Note1 i. Mr. Virendra Garg , CS & AGM Legal had ceased office due to resignation with effect from 14.10.2017 During the year 2017-18, his Monthly CTC was increased from Rs. 94015 to Rs. 103106 per month (CTC for approx 6.5 months was paid to him during the year).
ii. Mr. Santosh Kumar Sharma, has joined as AGM -Legal w.e.f. 14.12.2017 and CS w.e.f. 12.02.2018 @ monthly CTC of Rs. 1,51,428/-
iii. For calculation of ratio of salary of CS with median salary of employees, Annual CTC was considered.

Note 2 (i)The Non-Executive Directors of the Company are entitled for sitting fee as per the statutory provisions of the comapnies act 2013. The details of remuneration of Non-Executive Directors are provided in the Corporate Governance Report . The ratio of remuneration and percentage increase for Non-Executive Directors Remuneration is therefore not considered for the purpose above
(ii)the medain was calculated on the Annual CTC Basis

(ii) The median remuneration of employees of the Company during the financial year 2017-18 was Rs. 3,16,708

(iii) The prcentage increase in the median remuneration of the employees in the Financial Year 2017-18; 5.65 %

(iv) There were 186 permanent employees on the rolls of Company as on March 31, 2018;

(v) Average percentile increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2016-17 was 16.79 % whereas the increase in the managerial remuneration for the same financial year was 12.78%., Further, in **FY 2017-18** Average percentile of increase made in salaries of Employees other than KMP was 21.63 whereas for increase of salary of Managerial Personnel was 8.94%.

(vi) The key parameters for the variable component of remuneration availed by the directors :- The remuneration was paid to the non-executive directors by way of sitting fees for attending the board meeting and committee meeting of the company. The boards of directors of the company are regularly reviewing and evaluating the performance of the each directors, Key Managerial personal of the company as per the Nomination & Remuneration Policy of Company for the members of board and key managerial personnel and senior management personnel.

(vii) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

DETAIL OF NAMES OF THE TOP TEN EMPLOYEES OF THE COMPANY IN TERMS OF REMUNERATION DRAWN IN FY 2017-18
(As per rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 and Amendment Rules, 2016

PART -B

	Name of the Employee	Designation of Employee	Remuneration Received (Gross Annually)	nature of employment, whether contractual or otherwise	qualifications and experience of the employee	date of commencement of employment	the age of such employee	the last employment held by such employee before joining the company	the percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule (2) above; and	whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager
1	Mr. D. Gnanasekaran	Chief Executive Officer	6,331,387.00	Permanent	M.E.,M.B.A., C.ENGG.,M.I.E., and more than 36 years experience and last 16 years heading Organisations	08.09.2011	62 years	Garaware Besterech , Pune and ICIL , Chennei	Nil	Nil
2	Mr. Santosh Deshprabhu	Vice President & Plant Head	3,098,718.00	Permanent	B. Pharma and More than 31 years rich eperience	01.02.2016	56 years	Universal Medicare Private Limited	Nil	Nil
3	Mr. Ishan Khaitan	President Operation & Marketing	2,999,716.00	Permanent	Bachelor of Science (Industrial Engginering) from University of Illinois at Urbana Champaign and more than 7 years experience	01.04.2010	31 years	Not applicable	Nil	Mr. Anil Khaitan
4	Mr. Anil Khaitan	Chairman cum Managing Director	2,955,604.00	Permanent	MBA from IMI, Geneva and more than 41 years rich experience	31.10.1984	62 years	Not applicable	57.95	Nil
5	Mr. Sanjay Kumar Tiwari	DGM- Marketing	2,836,541.00	Permanent	MBA - Marketing and more then 22 years of Experience	04.03.2004	47 years	Pamwi Tissue Limited	Nil	Nil
6	Mr. Pawan Rathi	Chief Financial Officer	2,836,541.00	Permanent	F.C.A., B.com (H), 18 years experience in Accounts and Finance	01.11.2011	45 years	Saru International Pvt. Ltd.	Nil	Nil
7	Mrs. Sarita Khaitan	Chief Strategic Officer	2,822,656.00	Permanent	B.A (H) English	01.04.2011	61 years	Not applicable	Nil	Mr. Anil Khaitan
8	Mr. Kahaan Khaitan	Sr. Vice President - Procurement	1,823,562.00	Permanent	Graduated from Babson in "Business Administration" and more than 4 year experience	01.04.2013	27 years	Not applicable	Nil	Mr. Anil Khaitan
9	Mr. Shiv Kumar Singh	DGM-ENGG	1,639,265.00	Permanent	B.TECH, MBA and More then 26 years of Experience	07-10-2013'	39 Years	Vitalife Laboratories (unit of Arch pharma labs LTD),	Nil	Nil
10	Mr. Mohit Bhushan	AGM-International Marketing	16,392,165.00	Permanent	MBA - Marketing and more then 10 years of Experience	12-04-2010'	37 years	International Business Alliance	Nil	Nil

SUNIL HEALTHCARE LIMITED
Annexure 'F to Board Report

1 **Conservation of Energy**

(a) **Energy Conservation measures taken.**
Energy Conservation continues to receive due emphasis and is systematically monitoreed. Special attention is given on creating awareness about conservation of energy in all areas of productivity.

(b) **Additional Investment and proposal, if any, being implemented for the reduction of energy consumption.**
The Company continues to explore measures which will help in conservation and saving of energy inclusing monitoring of consumptions and improved operational methods.

(c) **Impact of measures at (a) & (b) above for reduction of energy consumption and consequent impact on the cost of production of goods.**
The implemention of measures adopted for energy conservation has resulted in contaning energy cost.

2 **Technology Absorption:**

A **Reasearch & development (R&D)**

(a) Specified area in which R&D carried out by the Company	Continuous efforts made to improve the process
(b) Benefits derived as a result of the above R & D	Improvement in quality and production efficiency
(c) Future Plan of action	Continuous efforts will be done to improve the process and productivity.
(d) Expenditure in R & D	
I) Capital	Debited to the respective heads of accounts
II) Recurring	
III) Total	
IV) R&D expenditure as a % of total turnover	

B Technology Absorption, Adaptation & Innovation :

(a)	Efforts, in brief, made towards Technology Absorption, Adaptation and Innovation	Not Applicable
(b)	Benefits derived as a result of the above efforts	Not Applicable
(c)	In case of Imported Technology(Imported during the last five years) reckoned from the beginning of the financial year.	The Company has not purchased or got any technology from abroad during the year.
	I) Technology imported	Not Applicable
	II) Year of Import	Not Applicable
	III) Has the Technology fully been absorbed?	Not Applicable
	IV) If not fully absorbed area where this has not taken place, reasons thereof and future plan of action.	Not Applicable

3 Foreign Exchange Earnings & Outgo:

A	Activities relaing to exports initiative taken to increase exports, development of new export market for products and services , and export plans.	Company continues to work to improve its exports and develop new market for increasing the exports

B	Total Foreign Exchange used and earned		2017-18	2016-17
(a)	Used	Rs. in Lakhs	2353.61	2677.34
(b)	Earned	Rs. in Lakhs	2437.80	4285.97

ANNEXURE -G TO THE BOARD'S REPORT
Annual Report on CSR Activities
(Pursuant to section 135 of the Companies Act -2013)

A Brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web link to the CSR policy and project or programs

The main objective of the CSR policy is to lay down guidelines for the Company to make CSR a business process for sustainable development of the society at large. It aims to enhance and implement the society welfare measures by the Company in a well structural manner on short and long term basis with a vision of making SHL to act as Good Corporate Citizen. CSR is an evolving concept at SHL, it's been there since incorporation, we have promised to ourselves to take up the responsibility of ensuring a healthy ecosystem. SHL's CSR program is anchored on the continuing commitment to improve the quality of living conditions and opportunities for the differently abled without regard to their faith, origin or gender.

Your Company has been actively contributing to the overall growth of the society through various CSR initiatives undertaken either by itself and through “International Centre for Women and Child" which is registered under Societies Registration Act 1860. The flagship program to build-up the toilets in the District of Alwar, Rajasthan under sanitation activities specifically in the girls' schools started in 2014-15. The Company has built up total 57 environment friendly bio toilets in Village Hajipur Ka Bass, Dadhikar in the Alwar district of Rajasthan till FY 2016-17.

Your Company has built toilets in Girls school and some nearby villages at Alwar, Rajasthan, now, the Company is reaching the new localities/ girl schools, where new toilets/ sanitation works can be made. Since, this search is time consuming hence we could not spent on sanitation by building toilets in the financial year 2017-18, hence spent amount would be spent in financial year 2018-19 for sanitation activities.

Your company is also giving donations to School for education, Donations to Hospital for medicine for poor people and Donations to Old Age Home since last many years in the Alwar district and in the financial year 2017-18, the company has spent for Animal welfare also.

Corporate Social Responsibility (CSR) is termed as a way of 'giving back 'to the society through many different ways by positively impacting on their lives and environment. The Policy recognizes that corporate social responsibility is not merely compliance; it is a commitment to support initiatives that measurably improve the lives of underprivileged by one or more of the focus areas as notified under schedule VII of Section 135 of the Companies Act 2013 and Companies (Corporate Social Responsibility Policy) Rules 2014. In accordance with the Companies Act, 2013, your Company has committed 2% of their profit annually towards CSR initiatives. A copy of the CSR Policy is available on company's website at www.sunilhealthcare.com and web link of the same is https://www.sunilhealthcare.com/wp-content/uploads/2015/11/CSR-POLICY.pdf.

CSR Activities of the Company

Sanitation Activity

The Company trying to create awareness among the masses about Girl and boys Child Education, Menstrual Hygiene, Sanitation and trying to relate how Girl & boys Child education is directly suffering due to bad sanitation facilities, unsafe drinking water and lack of knowledge to obtain the same. We are trying to showcase and relate the issue of sanitation and hygiene with child Education, and if proper Sanitation facilities and hygiene measures are implemented and followed the children can achieve their dreams and become successful in their career and can also play a major role in country's development. The company's CSR activities are Sanitation work to construct toilets in school of Alwar city shall be known as "Humara Sauchalaya". The Company has decided to undertake its Sanitation Activities of through a Society name "International Centre for Women and Child" which is registered under Societies Registration Act 1860 on dated 17.05. 1994

Donation to Hospitals

The Company has a policy of donation, grant and or financial assistance to hospitals, dispensaries, nursing homes, maternity homes, , child welfare centers, clinic, laboratories, mobile medical ambulances, medical and /or surgical equipment and camp and other establishment for giving medical relief to the aged, orphaned, disabled, sick, destitute, abandoned, helpless persons and general public.

Donation to School

The Company has a policy of donation, grant and /or financial assistance to school, college, hostel, libraries, reading room, lecture hall museums and other establishment and institutions for the development of education and diffusion of useful knowledge. Provide for and top afford opportunities and facilities in the field of educations by funding and awarding scholarship, prizes, reward, allowances , School Vans or other financial assistances to the students.

Donation to old age homes, orphanages etc.

The Company has a policy of donation, grant and /or financial assistance to old age homes, orphanages or other establishment to provide relief to the poor, the destitute, the orphans, the widows, old age person and otherwise provided for them.

Donation for Animal Welfare

The Company has policy of donation for Animal welfare.

The Composition of CSR Committee

The Corporate Social Responsibility Committee was comprised of five members' viz. Mr. Rakesh Mohan, Mr. Ramesh Chander Khurana, Mr. S N Balasubramanian, Mr. B. P. Srinivasan and Dr. Lata Singh till February 12, 2018.

During the year On November 20, 2017 due to sad demise of Mr. S N Balasubramanian, The CSR Committee was reconstituted by the Board of Directors in their meeting held on February 12, 2018.

After reconstitution, as on March 31, 2018, the CSR Committee comprises of the following members:

Composition:

1. Mr. Rakesh Mohan (ID) Chairman
2. Mr. RC Khurana (ID) Member
3. Dr. (Mrs.) Lata Singh(NED) Member
4. Mr. B.P. Srinivasan (NED) Member

Secretary: The Company Secretary of the Company shall act as Secretary of the Committee.

Quorum: 1/3rd of total strength of the committee or two members, whichever is higher.

Meeting: The CSR Committee shall meet whenever required as per the provision of Section 135 of the Companies Act 2013 and other applicable provisions read with rules made thereunder.

Terms of reference, powers, roles and responsibilities: The Corporate Social Responsibility Committee's terms of reference, powers, roles and responsibilities shall be as per provisions of the Section 135, read with rule made thereunder and Schedule VII of the Companies Act, 2013 or any amendment made there under, viz.

I. Formulating and recommending to the Board the CSR Policy and activities to be undertaken by the Company;

II. Recommending the amount of expenditure to be incurred on CSR activities of the Company;
III. Reviewing the performance of Company in the area of CSR;
IV. Monitoring CSR Policy of the Company from time to time;

Financial Details as sought by the Companies Act, 2013 for fiscal year 2017-18 are follows:-

Particular	Amount
Average net profit of the Company for last three financial years.	784.19 Lakh
Prescribed CSR Expenditure (two percent of average net profit as computed above)	15.68 Lakh
Details of CSR spent during the financial year 2017-18: **a.** Total amount to be spent for the financial year **b.** Amount unspent, if any	 15·68 Lakh 7.77 Lakh

Manner in which the amount spent during the financial year is detailed below:-

(1)	(2)	(3)	(4)	(5)	(6)		(7)	(8)
Sl. No	**CSR project Or activity Identified.**	**Sector in Which the Project is Covered**	**Location of the Projects or Programmes coverage**	**Amount outlay (budget) project or programs wise**	**Amount spent on the projects Or programs**		**Cumulative expenditure upto to the reporting period**	**Amount spent: Direct or through implementing agency ***
					Direct expenditure	**Overheads:**		
1	**Sanitation**	Promoting preventive healthcare and sanitation	Alwar, Rajasthan	790880	0		0	This will be implemented in FY 2018-19 through Implementing agency "**"International Centre for Women and Child"** registered under Societies Registration Act 1860 on dated 17.05. 1994-
2	**Donation to Hospital**	Promoting Preventive Healthcare & providing medicines	Alwar, Rajasthan	1,80,000	1,80,000		1,80,000	Direct
3	**Donation to School**	Promoting Education	Alwar, Rajasthan	2,04,000	2,04,000		2,04,000	Direct
4	**Donation to Old Age Homes**	Promoting the setting up of old age homes, day care centers	Alwar, Rajasthan	1,80,000	1,80,000		1,80,000	Direct
5	**Animal Welfare**	Donating for cow fodder	New Delhi	213120	213120		213120	Implementing agency "**"International Centre for Women and Child"** registered under Societies Registration Act 1860 on dated 17.05. 1994
	Total			**15,68,000**	**7,77,120**		**7,77,120**	

1. In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the reasons for not spending the amount in its Board report-
   The Company has built toilets in Girls school and some nearby villages at Alwar, Rajasthan. Now, the Company is reaching the new localities/ girl schools, where new toilets/ sanitation works can be made. Since, this search is time consuming hence unspent amount of Rs.7.91 lakhs could not be spent in the financial year 2017-18, which will be incurred in the financial year 2018-19.
2. The Statutory budget for FY 2018-19 towards CSR expenditure based upon Average profits of last three years is Rs. 16.17 lakhs.
3. We hereby affirm that the CSR Policy, as approved by the Board, has been implemented and the CSR Committee monitoring the implementation of the project and activities in compliance CSR objectives and Policy of the Company.

Mr. Anil Kumar Khaitan	Mr. Rakesh Mohan	
Chairman cum Managing Director	Chairman of CSR Committee	Date : 25.05.2018
DIN - 00759951	DIN-07352915	Place: Alwar

ANNEXURE-H TO THE BOARD'S REPORT
AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Members of Sunil Healthcare Limited

We have examined the compliance of conditions of Corporate Governance by Sunil Healthcare Limited ('the Company'), for the year ended March 31, 2018 as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as referred to Regulation 15(2) of the Listing Regulations .

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was carried out in accordance with the Guidance Note on Certificate of Corporate Governance ,issued by the Institute of Chartered Accountants of India and limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according 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 Regulations.

We further state that such compliance is neither as 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 Jitendra K Agarwal & Associates
Chartered Accountants
Firm Registration No. 318086E

Kuldeep Maloo
Partner
Membership No. 515708

Place: Alwar
Date: May 25, 2018

ANNEXURE-I TO THE BOARD'S REPORT

NOMINATION & REMUNERATION POLICY FOR DIRECTORS, KMP & SENIOR MANAGMENT

1. **Preamble**

   a. Pursuant to Section178 of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board of Directors of every listed Company shall constitute the Nomination and Remuneration Committee. The Company already constituted Remuneration Committee comprising of three non-executive Independent Directors as required under Listing Agreement. In order to align with the provisions of the Companies Act, 2013 and the amended Listing Agreement from time to time, the Board on 24 May 2014 changed the nomenclature of the "**Selection & Remuneration Committee" as "Nomination and Remuneration Committee"**and reconstituted the Committee with three non-executive Independent Directors as Member of the Committee. The Nomination & Remuneration Committee presently comprises of three members' viz. Mr. Joginder Singh IPS (Retd.), Mr. Sanjay Kumar Kaushik and Mr. Rajat Kumar Niyogi. Mr. Joginder Singh IPS (Retd) is the Chairman of the Committee. Further in the meeting of 13.08.2014 of the board of Directors, Mr. S N Balasubramanian was appointed as member of the said committee in place of Mr. Rajat Kumar Niyogi.

   b. This Committee and the Policy is formulated incompliance with Section 178 of the Companies Act, 2013 read along with the applicable rules there to and Clause 49 of the Listing Agreement

   c. The remuneration policy provides a framework for remuneration paid to the members of the Board of Directors ("Board"), Key Managerial Personnel ("KMP") and the Senior Management Personnel ("SMP") of the Company (collectively referred to as "**Executives**"). The expression "senior management" means personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads

   d. The policy would be reviewed every year by the Nomination and Remuneration Committee of the Board of Directors.

2. **Aims & Objectives**

   The aims and objectives of this remuneration policy may be summarized as follows:

   1. To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
   2. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation
   3. The remuneration policy aims to enable the company to attract, retain and motivate highly qualified members for the Board and Executive level.
   4. The remuneration policy seeks to enable the company to provide a well-balanced and performance-related compensation package, taking into account shareholder interests, industry standards and relevant Indian corporate regulations.
   5. The remuneration policy will ensure that the interests of Board members & Executives are aligned with the business strategy and risk tolerance, objectives, values and long-term interests of the company and will be consistent with the "pay-for-performance" principle.
   6. The remuneration policy will ensure that remuneration to Directors and Executives 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.

3. **Definition**

   - **"Board"** means Board of Directors of the Company.
   - **"Company"** means "Sunil Healthcare Limited "

- "**Employees' Stock Option"** means the option given to the directors, officer or employees of a company or of its holding company or subsidiary company or companies, if any, which gives such directors, officers or employees, the benefit or right to purchase, or to subscribe for, the shares of the company at a future date at a pre-determined price.
- "**Independent Director"** means a director referred to in Section 149 (6) of The Companies Act, 2013.
- **"Key Managerial Personnel" (KMP) means**
  - Chief Executive Officer or the Managing Director or the Manager,
  - Company Secretary,
  - Whole-time Director,
  - Chief Financial Officer and Such other officer as may be prescribed
- **"Nomination and Remuneration Committee"** shall mean a Committee of Board of Directors of the Company, constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and the Listing Agreement.
- "**Policy or This Policy" means**, "Nomination and Remuneration Policy."
- "**Remuneration"** means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961.
- **"Senior Management**" mean personnel of the Company who are members of its core management team excluding Board of Directors include President and Key Managerial Personnel.

4. Principles of remuneration

a. **Support for Strategic Objectives**: Remuneration and reward frameworks and decisions shall be developed in a manner that is consistent with, supports and reinforces the achievement of the Company's vision and strategy.

b. **Transparency:** The process of remuneration management shall be transparent, conducted in good faith and in accordance with appropriate levels of confidentiality.

c. **Internal equity:** The Company shall remunerate the board members and the Executives in terms of their roles within the organisation. Positions shall be formally evaluated to determine their relative weight in relation to other positions within the Company.

d. **External equity**: The Company strives to pay an equitable remuneration, capable of attracting and retaining high quality personnel. Therefore the Company will remain logically mindful of the ongoing need to attract and retain high quality people and the influence of external remuneration pressures.

e. **Flexibility:** Remuneration and reward offerings shall be sufficiently flexible to meet both the needs of individuals and those of the Company whilst complying with relevant tax and other legislation.

f. **Performance-Driven Remuneration:** The Company shall entrench a culture of performance driven remuneration through the implementation of the Performance Incentive System.

g. **Affordability and Sustainability:** The Company shall ensure that remuneration is affordable on a sustainable basis.

5. Nomination and Remuneration Committee

1) The Selection and Remuneration Committee of the Board of Directors shall be re-named as Nomination and Remuneration Committee. Members of the Committee shall be appointed by the Board and shall comprise of three or more non-executive directors out of which not less than one-half shall be independent directors.

2) The Committee shall be responsible for

   a. Formulating framework and/or policy for remuneration, terms of employment including service contracts, policy for and scope of pension arrangements, etc for Executives and reviewing it on a periodic basis.

b. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the appointments and remuneration for the Director and executives.

c. Identifying persons who are qualified to become directors and who may be appointed as Executives in accordance with the criteria laid down in this policy, recommend to the Board their appointment and removal and carry out their evaluation.

d. Formulating terms for cessation of employment and ensure that any payments made are fair to the individual and the company, that failure is not rewarded and that the duty to mitigate loss is fully recognised.

e. Ensure that the level and compositions of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriates performance benchmarks.

f. Devising a policy on board diversity

g. To perform such other functions as may be necessary or appropriate for the performances of its duties.

3) The Committee shall:

i. Review the ongoing appropriateness and relevance of the remuneration policy;

ii. Ensure that all provisions regarding disclosure of remuneration, including pensions, are fulfilled;

iii. Obtain reliable, up-to-date information about remuneration in other companies;

iv. Ensure that no director or Executive is involved in any decisions as to their own remuneration.

4) Without prejudice to the generality of the terms of reference to the Nomination and Remuneration Committee set out above, the Committee shall:

i. Operate the Company's share option schemes (if any) or other incentives schemes (if any) as they apply to. It shall recommend to the Board the total aggregate amount of any grants to employees (with the specific grants to individuals to be at the discretion of the Board) and make amendments to the terms of such schemes (subject to the provisions of the schemes relating to amendment);

ii. Liaise with the trustee / custodian of any employee share scheme which is created by the Company for the benefit of employees or Directors and.

iii. Review the terms of executive Directors' service contracts from time to time.

6 Procedure for selection and appointment of the Board Members

<u>Board membership criteria</u>

The Committee, along with the Board, reviews on an annual basis, appropriate skills, characteristics and experience required of the Board as a whole and its individual members. The objective is to have a Board with diverse background and experience in business, government, academics, technology and in areas that are relevant for the Company's global operations.

In evaluating the suitability of individual Board members, the Committee takes into account many factors, including general understanding of the Company's business dynamics, global business and social perspective, educational and professional background and Personnel achievements.

In addition, Directors must be willing to devote sufficient time and energy in carrying out their duties and responsibilities effectively. They must have the aptitude to critically evaluate management's working as part of a team in an environment of collegiality and trust.

The Committee evaluates each individual with the objective of having a group that best enables the success of the Company's business.

Selection of Board Members/ extending invitation to a potential director to join the Board

One of the roles of the Committee is to periodically identify competency gaps in the Board, evaluate potential candidates as per the criteria laid above, ascertain their availability and make suitable recommendations to the Board. The objective is to ensure that the Company's Board is appropriate at all points of time to be able to take decisions commensurate with the size and scale of operations of the Company. The Committee also identifies suitable candidates in the event of a vacancy being created on the Board on account of retirement, resignation or demise of an existing Board member. Based on the recommendations of the Committee, the Board evaluates the candidate(s) and decides on the selection of the appropriate member.

The Board then makes an invitation (verbal / written) to the new member to join the Board as a Director. On acceptance of the same, the new Director is appointed by the Board.

7 Procedure for selection and appointment of Executives other than Board Members

a. The Committee shall actively liaise with the relevant departments of the Company to study the requirement for management personnel, and produce a written document thereon;

b. The Committee may conduct a wide-ranging search for candidates for the positions of Employees within the Company, within enterprises controlled by the Company or within enterprises in which the Company holds equity, if any, and on the human resources market;

c. The professional, academic qualifications, professional titles, detailed work experience and all concurrently held positions of the initial candidates shall be compiled as a written document;

d. A meeting of the Committee shall be convened, and the qualifications of the initial candidates shall be examined on the basis of the conditions for appointment of the Employees;

e. Before the selection of Employee, the recommendations of and relevant information on the relevant candidate(s) shall be submitted to the Board of Directors;

f. The Committee shall carry out other follow-up tasks based on the decisions of and feedback from the Board of Directors.

Term and Tenure

A. Managing Director and Whole Time Director: -The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of the term**.**

B. Independent Director ;- An independent Director shall hold office for a term up to five consecutive years on the board of the Company and will be eligible for re-appointment on passing of special resolution by the company and disclosure of such appointment in the Board' Report.

No IDs shall hold office for more than two consecutive terms, but such IDs shall be eligible for appointment after expiry of three years of the ceasing to become IDs. Provided that IDs shall not, during the said period of three years, be appointed in or be associated with the company in any other capacity, either directly or indirectly.

C. Evaluation: - The committee shall carry out evaluation of performances of every Directors, KMPs and Senior Management Personnel at regular interval.

D. Removal; - Due to reason of any disqualification mentioned in the Act or under any other applicable Act, rules and regulation thereunder and as per the rules and code of conduct of the Company, the committee may recommended, to the Board with reason recorded in writing, removal of The Directors, KMPs and Senior Management Personnel subject to the provisions and compliances of the said act, rules and regulations.

E. Retirement; - The Directors, KMPs and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain The Directors, KMPs and Senior Management Personnel in the same position /remuneration or otherwise even after attaining the retirement age, for the benefit of the company.

8 **Compensation Structure**

(a) **Remuneration to Non-Executive Directors:**

The Non-executive Directors of the company are paid remuneration by way of sitting fees only for attending the meetings of the Board of Directors and its Committees. The sitting fees paid to the Non-executive Directors for attending meetings of Board of Directors and Committee of Board of Directors is Rs. 8,500/- per meeting. Beside the sitting fees they are also entitled to reimbursement of expenses. The Non-executive Directors of the Company are not paid any other remuneration or commission. The sitting fees of the Non-executive Directors for attending meetings of Board of Directors and the Committees of Board of Directors may be modified or implemented from time to time only with the approval of the Board in due compliance of the provisions of Companies Act, 2013.

(b) **Remuneration to Executive Directors, Key Managerial Personnel(s) (KMPs) & Senior Management Personnel (s) (SMPs):**

The Company has a credible and transparent framework in determining and accounting for the remuneration of the Managing Director / Whole Time Directors (MD/WTDs), Key Managerial Personnel(s) (KMPs) and Senior Management Personnel(s) (SMPs). Their remuneration shall be governed by the external competitive environment, track record, potential, individual performance and performance of the company as well as industry standards. The remuneration determined for MD/WTDs, KMPs and SMPs are subjected to the approval of the Board of Directors and Shareholders of the company in due compliance of the provisions of Companies Act, 2013. The remuneration for the KMP and the SMP at the time of the appointment has to be approved by the Board but any subsequent increments shall be approved by the Managing Director of the Company as per the HR policy of the Company and ratified by the Board.As a policy, the Executive Directors are neither paid sitting fee nor any commission.

9 **Approval and publication**

i. This remuneration policy as framed by the Committee shall be recommended to the Board of Directors for its approval.

ii. This policy shall be hosted on the Company's website.

iii. The policy shall form part of Director's report to be issued by the Board of Directors in terms of Companies Act, 2013

10 **Supplementary provisions**

a. This Policy shall formally be implemented from the date on which they are adopted pursuant to a resolution of the Board of Directors.

b. Any matters not provided for in this Policy shall be handled in accordance with relevant State laws and regulations and the Company's Articles of Association. If this Policy conflict with any laws or regulations subsequently promulgated by the state or with the Company's Articles of Association as amended pursuant to lawful procedure, the relevant state laws and regulations and the Company's Articles of Association shall prevail, and this Policy shall be amended in a timely manner and submitted to the Board of Directors for review and adoption.

c. The right to interpret this Policy vests in the Board of Directors of the Company.

11 **Deviations from the policy**

Deviations on elements of this policy in extraordinary circumstances, when deemed necessary in the interest of the company, will be made if there are specific reasons to do so in an individual case.

Approved by the board of Directors in their meeting held on 11.02.2015

MANAGEMENT DISCUSSIONS & ANALYSIS REPORT:

1. **OVERVIEW:**

Sunil Healthcare limited, having plant at Alwar; Rajasthan for manufacture of Empty Hard Gelatin (EHG) and HPMC Capsule. The company has commenced its manufacturing operation in the year 1976 with installed capacity of 200 million Hard Gelatin Capsule Shell, with gradual expansion, recently in the 4th quarter of financial year 2017-18, the total installed capacity is raised 13 billion capsules p.a. Your company is also in food division since 2013 and during the financial year 2017-18, the food division had contributed 8% in total revenue of the Company.

2. **INDUSTRY OUTLOOK:**

The product of the Company Hard Gelatin Capsule Shell is used by Pharmaceutical and Food supplement Companies as a container for administering medicines and food supplements. Therefore, the growth of the industry is dependent on the growth of pharmaceutical and food supplement companies domestically and globally.

The committee set up in March 2017 under the Chairmanship of Mr. C.K. Kokate, submitted its report in December 2017 and recommended against the labelling by use of green/red dots to indicate its origin for information of the patients, as it commented that drugs is taken because of compulsion and not because of choice, hence proposal to compulsory switch over to HPMC capsules from The Gelatin capsule was rejected.

So, the scope of growth of market for both gelatin and HPMC capsules are tremendous.

As per estimates the pharma industry currently employs about 5.5-5.7 lakh people. In spite of prevailing challenges in the Indian pharma sector, 58,000 additional job opportunities are likely to be created as the industry is expected to grow up to 45 per cent by 2025.

Executive Summary

Indian pharmaceutical sector is estimated to account for 3.1 – 3.6 per cent of the global pharmaceutical industry in value terms and 10 per cent in volume terms.

India's pharmaceutical exports stood at US$ 16.8 billion in 2016-17 and as per Pharmaceuticals Export Promotion Council of India (PHARMEXCIL) it is expected to grow by 30 per cent over the next three years to reach US$ 20 billion by 2020.

In December 2017, the Union cabinet give nod to allow amendment in existing FDI policy, by providing FDI in pharma sector to 100% through automatic route subject to fulfillment of certain conditions. The drugs and pharmaceuticals sector attracted cumulative FDI inflows worth US$ 15.59 billion between April 2000 and December 2017, according to data released by the Department of Industrial Policy and Promotion (DIPP).

India is benefited with big drugs companies going off patent and exclusive marketing right which aided the growth for Indian Export formulation period during 2011-12 to 2015-16, however due to wholesale consolidation in US market and rising competition, it had impacted substantially the formulation export players in the financial year 2016-17 and 2017-18 as well, leading to a flat growth rate during the fiscal year 2017-18.

Further, As per CRISL Research, Indian Pharmaceutical sector is expected the growth to recover to 7-7.5% CAGR during FY18 to FY23, aided by new launches by large players in the conventional generic segment. The pricing pressure in the base business is expected to continue in US market, it is expected to be less severe from 2019 onwards.

Indian companies received 304 Abbreviated New Drug Application (ANDA) approvals from the US Food and Drug Administration (USFDA) in 2017.

Though exports growth is expected to slowdown, revenue from exports markets for Indian players is expected to grow at a faster rate of 10% CAGR, as large players are looking to develop capabilities in specialty and bio similar segment through inorganic route.

The export growth in semi regulated markets would also improve slightly as players look at new markets with low avenues for growth in regulated markets.

Introduction

Indian pharma sector is expected to see double digit growth in 2018 as health awareness improves and life spans increases. The Huge opportunity for jobs in pharma sector is visible as Indian Pharma Sector is expected to grow up to 45% by end of year 2025.

Globally as well as in India, the pharmaceutical industry is rapidly undergoing changes. The Indian pharmaceuticals market is the third largest in terms of volume and thirteenth largest in terms of value. India enjoys an important position in the global pharmaceuticals sector. The country also has a large pool of scientists and engineers who have the potential to steer the industry ahead to an even higher level. Presently over 80 per cent of the antiretroviral drugs used globally to combat AIDS (Acquired Immuno Deficiency Syndrome) are supplied by Indian pharmaceutical firms. The UN-backed Medicines Patent Pool has signed six sub-licences with Aurobindo, Cipla, Desano, Emcure, Hetero Labs and Laurus Labs, allowing them to make generic anti-AIDS medicine Tenofovir Alafenamide (TAF) for 112 developing countries.

Market Size

Indian pharmaceutical sector is estimated to account for 3.1 – 3.6 per cent of the global pharmaceutical industry in value terms and 10 per cent in volume terms. It is expected to grow to US$100 billion by 2025. The market is expected to grow to US$ 55 billion by 2020, thereby emerging as the sixth largest pharmaceutical market globally by absolute size. Branded generics dominate the pharmaceuticals market, constituting nearly 80 per cent of the market share (in terms of revenues). The sector is expected to generate 58,000 additional job opportunities by the year 2025.

India's pharmaceutical exports stood at US$ 16.8 billion in 2016-17 and are expected to grow by 30 per cent over the next three years to reach US$ 20 billion by 2020, according to the Pharmaceuticals Export Promotion Council of India (PHARMEXCIL). Export of pharmaceutical items reached Rs. 696.84 billion (US$ 10.76 billion) during April 2017 – January 2018.

Indian companies received 304 Abbreviated New Drug Application (ANDA) approvals from the US Food and Drug Administration (USFDA) in 2017. The country accounts for around 30 per cent (by volume) and about 10 per cent (value) in the US$ 70-80 billion US generics market.

India's biotechnology industry comprising bio-pharmaceuticals, bio-services, bio-agriculture, bio-industry and bioinformatics is expected grow at an average growth rate of around 30 per cent a year and reach US$ 100 billion by 2025. Biopharma, comprising vaccines, therapeutics and diagnostics, is the largest sub-sector contributing nearly 62 per cent of the total revenues at Rs 12,600 crore (US$ 1.89 billion).

Investments

The Union Cabinet has given its nod for the amendment of the existing Foreign Direct Investment (FDI) policy in the pharmaceutical sector in order to allow FDI up to 100 per cent under the automatic route for manufacturing of medical devices subject to certain conditions. The drugs and pharmaceuticals sector attracted cumulative FDI inflows worth US$ 15.59 billion between April 2000 and December 2017, according to data released by the Department of Industrial Policy and Promotion (DIPP).

The exports of Indian pharmaceutical industry to the US will get a boost, as branded drugs worth US$ 55 billion will become off-patent during 2017-2019.

Government Initiatives

The Addendum 2015 of the Indian Pharmacopoeia (IP) 2014, published by the Indian Pharmacopoeia Commission (IPC) on behalf of the Ministry of Health & Family Welfare, is expected to play a significant role in enhancing the quality of medicines that would in turn promote public health and accelerate the growth and development of pharmaceutical sector.

The Government of India unveiled 'Pharma Vision 2020' aimed at making India a global leader in end-to-end drug manufacture. Approval time for new facilities has been reduced to boost investments. Further, the government introduced mechanisms such as the Drug Price Control Order and the National Pharmaceutical Pricing Authority to deal with the issue of affordability and availability of medicines. Recently in budget 2018-19, flagship national insurance scheme was launched for 100 million families and upto 500 million beneficiaries up to Rs 5 lakh a year to create the world's largest public health insurance scheme augers well for secondary and tertiary care in India.

Government of India launched new National Health Policy (NHP) after 15 years the last health policy was approved. The plan aims to strengthen India's healthcare system. The policy proposes to increase the public health expenditure by 2.5 percent of the GDP from the current 2 percent GDP spending on healthcare, to reduce the maternal mortality rate, infant and child death rate due to many non-communicable and infectious diseases, to eliminate of leprosy by 2018, to eliminate kala-azar and lymphatic filariasis by 2017 is targeted in the policy. The policy also aims to achieve the global target for HIV/AIDS by 2020 the goals include 90% of all people living with HIV know their status, 90% of all people living with HIV received sustained antiretroviral therapy, and the viral in 90% of those receiving antiretroviral therapy is suppressed. Further GOI also launched Healthcare services like e-Pharmacy, e-Diagnostics launched for removing many malpractices of the healthcare industry. To provide quality medicines at affordable prices to the masses through special kendra's Pradhan Mantri Bhartiya Janaushadhi Pariyojana was launched by the Department of Pharmaceuticals, Govt. Of India.

Road Ahead

The Indian pharmaceutical market size is expected to grow to US$ 100 billion by 2025, driven by increasing consumer spending, rapid urbanisation, and raising healthcare insurance among others. Pharma sector's revenues are expected to grow by 9 per cent year-on-year through fiscal 2020.

Going forward, better growth in domestic sales would also depend on the ability of companies to align their product portfolio towards chronic therapies for diseases such as such as cardiovascular, anti-diabetes, anti-depressants and anti-cancers that are on the rise.

The Indian government has taken many steps to reduce costs and bring down healthcare expenses. Speedy introduction of generic drugs into the market has remained in focus and is expected to benefit the Indian pharmaceutical companies. In addition, the thrust on rural health programmes, lifesaving drugs and preventive vaccines also augurs well for the pharmaceutical companies.

3. OPPORTUNITIES:

Even as the Indian Pharmaceutical Industry is groping with the product patent resume in force the domestic companies could leverage the emerging opportunities in the changed scenario to evolve into the global Pharma outsourcing world capital in the near future. Domestic Pharma Companies will increasingly be looking to consolidate across the value chain by partnership or merging with companies that have complimentary strength. The thrust of the company is to increase its exports to the maximum extent and increase its market share in growing domestic market. Indian pharma companies are capitalizing on export opportunities in regulated and semi-regulated markets. And it is expected that due to patent off of many companies the export from India will grow, new affordable pharmaceutical product will be invented for sustainable growth of Indian Pharmaceutical industry.

4. CHALLENGES:

Competition in the global market is a common phenomenon for any industry. The company is also facing the same but is quite competent to handle the competition successfully. In the domestic the numbers of players are increasing and the capacity is also increasing, but market demand is also gradually increasing. The main challenges is to cope up with price war situation.

5. COMPANY OUTLOOK:

The company is 2nd largest producer of Empty Hard Gelatin Capsules (EHGC) in India and Pioneer in double lock and triple lock technology for capsules in India. The Company had started production of HPMC Capsule in August 2018 and in short span of time the sales brought in from HPMC have led to better performance.

It gives me immense pleasure and proud to inform you all that your company has received a global recognition by Financial Times and Statistia wherein we have been included at 635th position in the top 1000 growing companies in the Asia Pacific Region-2018 based upon the data collected between the period 2013-2016.

Your company also have Global Presence with Subsidiaries in USA and Mexico during the year.

The company is WHO-GMP certified Company and recognized Star Export House, as 40% of revenues are from exports. With four decades of experience, and a strong brand equity “Sunloc”, the company is a preferred vendor for large pharmaceutical companies. The company was the pioneer of double lock and Triple lock technology in India. With a strong focus on R &D, the company is constantly innovating its product line to cater to the industry requirements. The management is optimistic about the future outlook of the company in short, medium and long-term. The Company deals in Business segment of Manufacturing Hard Gelatin Capsule Shells and the size available is 00, 0SEL, 0EL, 0,1,2,3, 4, 5. This segment the company has reached to installed capacity of 11952 million capsules at the existing facility. Our Presence in Over 30 Countries across the Globe. The management of the company Continued focus on achieving cost optimization and yield improvements through Economies of Scale. The company also renewed interest in the business with an aim to become top 3 manufactures of Empty Hard Gelatin Capsules in world.

The Company has forayed into the Food Business. Sunloc food is a division of Sunil Healthcare Limited. Sunloc foods offer a host of product ranging from food products, procurement of raw and processed Edible Nuts e. g, cashew nuts, almonds, pistachios, walnuts etc. We have earned the reputation of providing excellent quality in all our products and high levels of value for money satisfaction and also strong customer's relationship. Sunloc foods is equipped to handle a variety of requirements and delivers straight to customers location anywhere in the world confirming to international quality standards.

6. **RISK CONCERNS:**

The Board of Directors of the Company and the Audit Committee shall periodically review and evaluate the risk management system of the Company so that the management controls the risks through properly defined network. Head of Departments shall be responsible for implementation of the risk management system as may be applicable to their respective areas of functioning and report to the Board and Audit Committee. Detailed report on Risk Analysis is a part of this Annual Report. The details of the Risk management policy are available on the website of the company i.e www.sunilhealthcare.com.

7. **INTERNAL CONTROL SYSTEM AND ADEQUACY:**

The Company maintains adequate internal control system and procedures commensurate with its size and nature of operations. The internal control systems are designed to provide a reasonable assurance over reliability in financial reporting, ensure appropriate authorisation of transactions, safeguarding the assets of the Company and prevent misuse/ losses and legal compliance.

The internal control system includes a well-defined delegation of authority and a comprehensive Management Information System coupled with quarterly reviews of operational and financial performance, a well-structured budgeting process with regular monitoring of expenses and Internal audit. The Internal Audit reports are periodically reviewed by the management and the Audit Committee and necessary improvements are undertaken, if required.

8. **FINANCIAL PERFORMANCE:**

Sunil Healthcare reported Gross Revenues from operation 9050 lakhs, EBITDA of ₹ 1670 lakhs, Profit Before Tax (PBT) to ₹ 689 and Profit after Tax (PAT)₹ 532 Lakhs in the FY 2017-18.

The comparative analysis of financial analysis with previous financial year are as under: (₹ in Lakh)

Highlights	2017-18	2016-17	% Change
Total Production (Capsules In Millions)	9597	9345	2.62%
Total Sales (Capsules in Millions)	9593	9845	(2.55)%
Revenue from Operations	9050	10895	(16.93%)
Profit before Interest, Dep. & Tax	1670	1700	(1.76%)
Finance Cost	503	417	20.62%
Depreciation	478	434	10.13%
Profit Before Tax	689	848	(18.75%)
Profit After Tax	532	562	(5.33%)
Earnings per share (In Rs.)	5.11	5.48	(6.75%)

1 **.Sales: -** There was decrease in the revenue from operation in the current year by 16.93%.

2. **Profit Before Interest, Depreciation and Tax: -** PBIDT was decreased by 1.73% for the year over the previous financial year.

3. **Finance Cost:** -There was decreased in the finance cost by 20.62% as compared to previous financial year

4. **Net Profit: -** The net profit decreased by 5.33 % as compared to previous year.

5. **EPS:**- The EPS was decreased by 6.75% as compared to previous financial year

9. **HUMAN RESOURCES**:

The well-disciplined workforce which has served the company for 44 years lies at the very foundation of the company's major achievements and shall well continue for the years to come. The management has always carried out systematic appraisal of performance and imparted training at periodic intervals. The company has always recognized talent and has judiciously followed the principle of rewarding performance. The Company maintained healthy, cordial and harmonious industrial relations at all levels. Despite severe competition, the enthusiasm and unstinting efforts of the employee have enabled the Company to remain at the forefront of the industry.

In today's comparative world where creativity and innovation are increasingly becoming important, development of Human Resource is the call of the day. The Company is taking various steps to develop the skills and enhance the knowledge of the human resource which include the following:

a. Comprehensive and user friendly Performance Management System has been implemented to create a result oriented culture.

b. Development needs have been identified through Performance Management System. These needs are being fulfilled through various training programmes and lectures by internal as well as external faculty.

c. Regular Training programmes are conducted comprising behavioral and technical programme.

10. QUALITY INITIATIVE

Our Quality policy is:

"We shall produce capsules for customer's delight by continual focused improvement plans"

We maintain a consistent quality of our product as per the norms of WHO-GMP. To maintain the stringent quality norms, we have modern quality Control Laboratory equipped with latest equipment's and qualified persons operate them. Our Quality Assurance works hand in hand with our production to ensure products of customer's requirement

The Company is registered with US FDA, which reflects standard of its quality. The company has also received ISO: 9001:2008, ISO 14001:2004 Environmental Management System, ISO 18001:2007 OH&S Management System, ISO 22000:2005, **OHSAS 18001:2007,** Food Safety Management System, TGA Certificate **AUSTRALIA** , Halal, Kosher & WHO-GMP certification which shows further, its quality standards.

11. INFORMATION TECHNOLOGY

We are using modern technology available for improvement of Business processes across the functions by automating the routine administration tasks and creating various knowledge management databases. The Company also has its web site www.sunilhealthcare.com to provide all the details about the Company and its product. The Company has successfully migrated its operations on the SAP. Through strict vigilance aided by controls and alerts, the Company aims to further improve its operations, bring in greater efficiencies, and further tighten internal controls and systems

12. CAUTIONARY STATEMENT:

Statement in this Report, particularly those which relate to Management Discussion and Analysis, describing the Company's objectives, protections, estimates and expectations may constitute "forward looking statement" within the meaning of applicable laws and regulations. Actual results might differ materially from those either.

On the behalf of Board
Anil Kumar Khaitan
Chairman cum Managing Director
DIN-00759951
Place –Alwar
Dated-May 25, 2018

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References:

1. Consolidated FDI Policy, Department of Industrial Policy & Promotion (DIPP), Press Information Bureau (PIB), Media Reports, Pharmaceuticals Export Promotion Council.
2. Information available at https://www.crisil.com/en/home/our-analysis/reports/2017/09/sector-report-pharmaceuticals.html.
3. Information available at https://www.ibef.org/industry/pharmaceutical-india.aspx
4. https://www.livemint.com/Industry/Biiffg6MY8cdkjRREHdsWN/Panel-nixes-proposal-to-use-only-vegetarian-capsules-for-dru.html
5. http://employmentnews.gov.in/newemp/MoreContentNew.aspx?n=InDepthJobs&k=156

RISK ANALYSIS: -

Risk Identification

Risk Management is a key aspect of the "Corporate Governance Principles and Code of Conduct" which aims to improvise the governance practices across the Company's activities. Risk management policy and processes will enable the Company to proactively manage uncertainty and changes in the internal and external environment to limit negative impacts and capitalize on opportunities. The probable material effects of an uncertain environment (both internal as well as external) on business goals are identified. The factors which could affect the performance vis-à-vis the stated objectives are determined.

Each and every activity is analyzed and the internal and external forces acting on them along with the negative resultant which could possibly surface is identified where internal factors are perceived to be the drivers, adequate policy – procedure checks are installed within the business processes for earlier recognition and corrective measures to overcome the same. In case of external drivers, a continuous cost benefit analysis is done to take a proactive approach and safe guard the business outcome on a substantial basis.

Risk Management and Control

It involves prioritization and assessment of risks, which hinder the achievement of the Company's goals and to devise appropriate controls to mitigate these risks, then evaluating and reviewing the control mechanism and redesigning it from time to time in the light of its effectiveness. The Company ensures sensitivity to detect risk, ensuring flexibility to respond to risk and ensuring capability of resources to mitigate risk.

Market related Risk

Competitors

The Company is expecting to derive a good part of its revenues from outside India, by entering new overseas markets and by expanding its customers base in the countries which it already has its presence.

Within India, the Company' have an extensive marketing network and Company's Brand Name 'SUNLOC' have significant goodwill among the customers.

The Company is optimistic that with its quality product and good customer relations will enable it to enhance its presence in its chosen markets.

Concentration Risk

Dependence on few customers.

The Company is pursuing a two-pronged risk minimization strategy increasing revenues from key customers on an absolute basis but decreasing their proportion in the Company's overall revenues. Further the Company is trying to add some new customers.

The Company is concentrating on serving a rationalized customer base in the domestic market accompanied by higher satisfaction and retention levels as an effective counter to the new entrant in the business.

In the international market the Company intends to focus on select geographical areas to begin with leading to a disproportionate business concentration. The Company is moving to unserved geographies and would continue to explore new markets across the globe, with wider customer base. The proportion of a particular customer should not be more than 35% of the total revenue from Domestic or Exports business at any point of time

Business segments

The Company deals in Business segment of Manufacturing Hard Gelatin Capsule Shells. During the year 2017-18, Installed Capacity was increased to 13 Billion Capsules per year. The Company has forayed into the Food Business last year and during the year 2017-18, it has contributed 8% of the Total turnover of the company.

Geographical Concentration of business.

During the year total Exports was for about 31.67 % of the Company's revenues which is includes the capsules and food business. During current fiscal the Company is expecting to increase its exports sales share in total company's revenue. During the year the Company is exploring new area for increasing their presence in global market.

Within India, the Company enjoys a major presence in all geographical segments; North and West India contributing a major part of the Company's revenues because of the sheer size of this market and logistics convenience.

Financial Risk

Business Process

The Company's management reviews all the operational data on regular basis to assess and manage risks and controls related to business processes and financial disclosures. The database is regularly updated and data mining and continuous monitoring is done to mitigate the potential risks associated with financial behavior of business.

Foreign currency risk

In the Financial Year 2018-19 about 50 % of the Company's revenue from capsules and food business is expected from export, any fluctuation in which could have an impact on the Company's top line as well as bottom line. The Company has laid down standard operating procedures to de-risk itself against currency volatility and out sources expert advice whenever required.

Receivables Management Risk

The Company has a defined credit policy duly approved and reviewed by the Management from time to time, which is strictly monitored. The policy categorically stipulates the extension of credit only on a selective basis after a thorough customer evaluation. In most of the cases, dispatch is made after adequate securitization and any default is not likely to have a significant effect on the company's total profitability.

Payable Management Risk

The Company has defined credit policy duly approved and reviewed by the Management from time to time which is strictly monitored for its suppliers The Company is developing its new supplier/service providers on continuous basis so that for each item or service Company must have more than one supplier/customer to mitigate any risk associated therein. Contract for supply or material/service is also in place with supplier/service provider for short term to long term basis.

Strategic Risk

Proprietary risks/ contingencies

The Company has initiated adequate insurance covers to hedge against natural risks in the business. These are assessed on a regular basis and the Company takes the best possible coverage of insurance from the well-established public and private sector insurance companies.

Operational Risks

Cost Competitiveness

The Company has invested in large, world-class plants to encash economics of scale to enhance quality and reduce costs. Short term to long term contracts have been made with its suppliers/service provider to mitigate the risk of increasing inflation.

Manpower related risks

The Company values its employees as main driver of sustainable growth. In view of this, it has instituted defined roles and responsibilities across various levels accompanied by robust systems to ensure appropriate information flow and better productivity.

Skilled manpower for the manufacturing and marketing functions is abundantly available. The Company enjoys a fair blend of youth and experience; it has a prudent mix of a competent and experienced Board as well as young and energetic operational team. Team building and motivation oriented activities are in place to build a highly motivated team with positive mindset.

Inventory Risk

The Company has defined its inventory in three categories – Vital, Essential and Desirable (VED) with minimum inventory level of each item has been defined and duly placed in ERP software commensurate with the above mentioned three categories. Regular monitoring to keep the minimum inventory without effecting the business operation is also in place.

Raw Material & Energy Risk

In the present competitive business scenario the risk of good quality and uninterrupted supply of raw material and energy within reasonable rate is vital. The Company has short term to long term contracts with raw material suppliers to ensure good quality and uninterrupted supply of material within in reasonable rate.

Compliance Risks

Contractual risks

The Company is exposed to possible liabilities that could arise from the non-performance of certain contractual conditions. Presently the Company doesn't foresee any such risk as Company has established a review and documentation process for contracts.

Each contract to be executed by or on behalf of the Company requires vetting from the Company's legal and secretarial department before execution. While vetting contracts, the department evaluates the legal risk involved and ascertains legal responsibilities.

Compliance and Environmental risks

The Company is committed to being a responsible corporate citizen and respects the laws and regulations of the countries in which it operates. The Company has an informed and proactive legal cell, which ensures compliance with various statutes. Besides, it also takes advice from reputed law firms from time to time. The legal cell advises the Company on various compliance issues and ensures their alignment with the laws of jurisdiction as well as to the territory where the Company operates. The Board reviews the detailed Compliance Report on quarterly basis. The Board reviews the detailed Compliance Report on quarterly basis. The Company has cloud based compliance software where all the compliance related detail are in place to get the timely alert from the software perse to complete the compliance before the due dates.

The Company also recognizes the need for sustainability with a minimal impact on the ecology and environment. In view of this, the Company makes continuous investments in treating effluents. These investments result in compliance with the most progressive global standards.

Cautionary Statement

This report on risk management provides the details of the risk which may be faced by the Company. Risks detailed here are not exhaustive but are for information purposes only. The actual risks faced by the Company in future may vary substantially from those outlined herein. Some of the statements written herein are forward looking and should not be construed as a guarantee of performance. The readers must exercise their own due diligence before forming any opinion based on this report.

(2) Role of the Company Secretary in overall governance process:

The Company Secretary plays a key role in ensuring that the Board (including committees thereof) procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the Directors and senior management for effective decision-making at the meetings. The Company Secretary is primarily responsible to assist and advice the Board in the conduct of affairs of the Company, to ensure compliance with applicable statutory requirements, to provide guidance to directors and to facilitate convening of meetings. He interfaces between the management and regulatory authorities for governance matters.

(3)Board of Directors:-

The Board of Director's guide, direct and oversee the management and protect long term interests of stakeholders, employees and society at large. The Board also ensures compliance of the applicable provisions, code of ethical standards and accurate financial reporting.

The Board has an optimum combination of executive and non –executive directors including Independent Directors as per Regulation of 17 of SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 as on 31st March, 2018. The composition of the Board represents an optimal mix of professionalism, knowledge and experience and enables the Board to discharge its responsibilities and provide effective leadership to the business.

On the behalf of Board
Anil Kumar Khaitan
Chairman cum Managing Director
DIN-00759951
Place –Alwar
Dated-May 25, 2018

Reg. Office:
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Email ID: info@sunilhealthcare.com
Web; www.sunilhealthcare.com

REPORT ON CORPORATE GOVERNANCE:

In compliance with Corporate Governance requirements as prescribed by SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015, the Company's Report on Corporate Governance for the year ended 31st March, 2018 is set out below for information to stakeholders and investors of the Company.

The Management of the Company believes that the great companies are built on the foundation of good governance practices. Corporate governance is all about effective management of relationship among constituents of the system, i.e. shareholders, management, employees, customers, vendors, regulatory authorities and the community at the large.

(1) Company's philosophy on code of Corporate Governance:

In the context of modern business environment where the stakeholders are scattered all over the Country, the Company feels that their participation and involvement in the affairs of the Company can be achieved only through professional approach and better corporate Governance. The Company's philosophy of Corporate Governance is to ensure transparency in all dealing and maintain highest standard of professionalism, integrity, accountability, social responsibility, fairness, and business ethics. We consider ourselves as trustees of our shareholders and relentlessly attempt to maximize long-term shareholder value.

Your Company's Corporate Governance philosophy is based on the following principles:

(1) Comply with all the applicable laws of the country.

(2) Have simple and transparent corporate structure driven by business needs.

(3) Management is the trustee of the shareholders capital.

(4) Be transparent and to maintain high degree of disclosure levels.

The Company's Board and Senior Level Management comprise of individuals with rich experience and expertise across a range of disciplines including fasteners industry.

Your Directors confirm the practice of good Corporate Governance codes by the Company in true spirit. The Board of Directors ('the Board') is responsible for and committed to sound principles of Corporate Governance in the Company. The Board plays a crucial role in overseeing how the management serves the short and long term interests of shareholders and other stakeholders. This belief is reflected in our governance practices, under which we strive to maintain an effective, informed and independent Board. We keep our governance practices under continuous review and benchmark ourselves to best practices across the globe and are pleased to present below the report on it.

Disclosure of Information to Investors: Your Company ensures the timely disclosure of all material information in compliance with applicable laws.

(2) Role of the Company Secretary in overall governance process:

The Company Secretary plays a key role in ensuring that the Board (including committees thereof) procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the Directors and senior management for effective decision-making at the meetings. The Company Secretary is primarily responsible to assist and advice the Board in the conduct of affairs of the Company, to ensure compliance with applicable statutory requirements, to provide guidance to directors and to facilitate convening of meetings. He interfaces between the management and regulatory authorities for governance matters.

(3)Board of Directors:-

The Board of Director's guide, direct and oversee the management and protect long term interests of stakeholders, employees and society at large. The Board also ensures compliance of the applicable provisions, code of ethical standards and accurate financial reporting.

A. The Board has an optimum combination of executive and non –executive directors including Independent Directors as per Regulation of 17 of SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 as on 31st March, 2018. The composition of the Board represents an optimal mix of professionalism, knowledge and experience and enables the Board to discharge its responsibilities and provide effective leadership to the business.

The composition of the Board are as under:-

S.N.	Name of the Director	Category#	No of share /% held in the Company	Attendance record		No. of other Directorship##	Membership(s) of Committees of other Companies including Sunil Healthcare Limited (a)	Chairman Ship of Committees of other Companies including Sunil Healthcare Limited (a)
				Board Meeting	Last AGM			
1	Mr. Anil Kumar Khaitan	Promoter, & ED (CMD)	59,42,494 (57.95%)	4	Yes	3	-	-
2	Mr. S. N. Balasubramanian	NEID*	NIL	2*	Yes*	--	1*	1*
3	Mr. Sanjay Kumar Kaushik	NEID	NIL	3	No	2	2	-
4	Mr. B. P. Srinivasan	NED	NIL	4	No	-	1	-
5	Mr. Ramesh Chander Khurana	NEID	NIL	4	Yes	1**	-	1
6	Dr. Lata Singh	NED	NIL	4	No	-	-	-
7	Mr. Rakesh Mohan	NEID***	Nil	4	No	3	-	1****

Notes:

a) Committee includes Audit Committee and Stakeholder Relationship Committee of the Company.

b) * Mr. S.N. Balasubramanian Independent Director of the Company died on 20th November, 2018, therefore he ceased to hold office as director in the Company and Chairmanship/Membership of the Committees.

c) **Mr. R C Khurana was appointed as Nominee Director (ND) on the behalf of Bank of India in Design Auto System limited and he has already retired from BOI but the name of his as a capacity of ND is still showing in the Company and not deleted by the aforesaid Company as on date. The matter was taken up Mr. RC Khurana with BOI and a letter was sent to ROC, Madhya Pradesh & Chhattisgarh to delete his name from the record of ROC.

d) *** During the year Mr. Rakesh Mohan was appointed as an Independent Director by the Shareholders in the 43rd Annual General Meeting held on September 26, 2017, with effect from 11.11.2016.

e) ****During the year Mr. Rakesh Mohan was nominated as Chairman cum Member in place of Mr. S.N. Balasubramanian in the Stakeholder Relationship Committee of the Company.

f) The number of Directorships, Committee Membership(s)/ Chairmanship(s) of all Directors is within respective limits prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

g) # The full form of abbreviation used in category, are as under:
CMD- Chairman & Managing Director;
ED- Executive Director;
NED- Non-Executive Director;
NEID- Non-Executive Independent Director

h) ## including all public limited Companies, whether listed or not, private and foreign companies.

B. Term of reference to the Board of Directors: The Company places before the Board, all relevant and necessary information for seeking the necessary approvals and directions on the operation and plans of the Company. The Board periodically reviews items required to be placed before it. Normally, the relevant informations, required to be placed before the Board of Directors as per Regulation 17(3) read with Schedule II of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, are duly considered and taken on record/approved by the Board.

C. Board Independence: - Our definition of 'Independence' of Directors is derived from Regulation 16 of SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 and Section 149(6) of the Companies Act, 2013. Based on the confirmation / disclosures received from the Directors and on evaluation of the relationships disclosed, all Non-Executive Directors other than the Chairman are Independent in terms of Regulation 16 of SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 and Section 149(6) of the Companies Act, 2013.

D. Familiarization Programme: All newly inducted independent directors on the Board are familiarized with the Company, nature of the industry in which the Company operates, his role, rights and responsibilities through appropriate familiarization programme prepared and adopted by the Board. The details of Familiarization is available on the website of the Company i.e www.sunilhealthcare.com/investor -relation.

E. The Board of Directors of the Company met four times during the year, with a maximum gap of 120 days between the two meetings. The Board / Committee Meetings are pre-scheduled. The Meeting of Board of Directors are usually held in Delhi or sometimes plant office at Alwar. During the financial year 2017-18, four Board meetings were held on 18.05.2017, 23.08.2017, 23.11.2017, 12.02.2018. The maximum gap between two Board Meetings was less than 120 days. The status on attendance of Directors in the meeting mentioned above in 2 (A).

F. Board Performance Evaluation :-Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit Committee, Nomination & Remuneration and other committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the outcome of the evaluation process.

G. None of the directors of your Company are inter-se related to each other.

H. None of the directors except Mr. Anil Kumar Khaitan, Chairman cum Managing Director of the Company has shareholding in the Company.

INDEPENDENT DIRECTOR MEETING

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulation, the Independent Directors are required to hold a separate meeting without the presence of Executive Directors or management personnel at least once in every year The Independent Directors met on 12th February, 2018, inter alia, to discuss:

1. Evaluation of the performance of Non Independent Directors and the Board of Directors as a Whole;
2. Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
3. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

(4) BOARD COMMITTEES

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas / activities which concern the Company and need a closer review. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The Board has currently established the following statutory and non-statutory Committees:-

I. Audit Committee.
II. Nomination & Remuneration Committee
III. Stakeholder Relationship Committee
IV. Corporate Social Responsibility Committee
V. Risk Management Committee

(I) Audit Committee:-

Composition and Meeting

The Audit Committee met four times during the financial year 2017-18 on 18.05.2017, 23.08.2017, 23.11.2017 and 12.02.2018. The Composition of the Audit Committee of the Company and the attendance of each member/ director at said meeting are as under:

S. No	Members of Audit Committee	Category	No. of Meeting Held	No of Meeting attended
1	Mr. Ramesh C. Khurana	Independent Director and Chairman of the Committee	4	4
3	Mr. Sanjay Kumar Kaushik	Independent Director	4	3
4	Mr. B. P Srinivasan	Non-Independent Director	4	4

Note:-

Mr. S N Balsubramanian, Independent Director and Member of the Audit Committee had died on November 20, 2017. Due to his untimely demise, the Audit Committee was reconstituted on February 12, 2018. Mr. S.N. Balasubramanian had attended two meeting in the FY 2017-18.

Prior to reconstitution of Audit Committee on February 12, 2018, the Committee comprises of four members viz. Mr. Ramesh Chander Khurana, Chairman, Mr. Sanjay Kaushik, Member, Mr. B.P. Srinivasan, Member, Mr. S N Balsubramanian, Member.

The Majority of Members of Audit Committee are Independent Directors.

Terms and Reference of the Audit Committee:-

The Audit Committee terms of reference, roles and responsibilities shall be as per Section 177 of the Companies Act, 2013 read with Rules 6 and 7 of the Companies (Meetings of the Board and its Powers) Rule, 2014 and other applicable provisions of the Companies Act, 2013 and Regulation 18 read with Schedule II of the SEBI (LODR) 2015 or any amendment therein, which may include the following:

a) Overseeing the Company's financial reporting process and disclosure of financial information to ensure that the financial statement is correct, sufficient and credible:

b) Recommending to the Board, the appointment, reappointment and, if required, the replacement or removal of statutory auditors, including cost auditors, internal auditor and fixation of audit fees and other terms of appointment and approval for payment of any other services;

c) Reviewing with management the annual financial statement and auditor report thereon before submission to the Board for approval.

d) Reviewing with the management, external and internal auditors, and the adequacy of internal control systems.
e) Reviewing the adequacy of internal audit function,
f) Reviewing the findings of any internal investigation by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of material nature and reporting the matter to the Board.
g) Discussion with external auditors before the audit commences nature and scope of audit as well as has post audit discussion to ascertain any area of concern.
h) Reviewing the Company's financial and risk management policies before submissions to the board for approval.
i) Reviewing and monitoring auditor independence and performance, and effectiveness of audit process
j) Approval of transaction with related parties
k) scrutiny of inter corporate loans and investments
l) Valuations and evaluations of internal financial control and risk management
m) Monitoring the end use of funds raised by through public offers and related matters
n) Valuation of undertaking or assets of the Company
o) To review the functioning of the Vigil Mechanism and Whistle Blower mechanism

(II) Nomination & Remuneration Committee

Composition & Meeting

The Nomination & Remuneration Committee met two times during the financial year 2017-18 on 23.08.2017 and 12.02.2018. The Composition of the Nomination & Remuneration Committee of the Company and the attendance of each members at said meeting was as follows:

Sr. No	Members of Nomination & Remuneration Committee	Category	No. of Meeting Held	No of Meeting attended
1	Mr. Rakesh Mohan	Independent and Chairman of the Committee	2	2
3	Mr. Sanjay Kumar Kaushik	Independent Director	2	2
4	Dr. Lata Singh	Non- Independent Director	2	2

Mr. S N Balsubramanian, Independent Director and Member of the Audit Committee had died on November 20, 2017. Due to his untimely demise, the Nomination & Remuneration Committee was reconstituted on February 12, 2018. Mr. S.N. Balasubramanian had attended one meeting in the FY 2017-18.

- Prior to reconstitution of Nomination & Remuneration Committee on February 12, 2018, the Committee comprises of four members viz. Mr. Rakesh Mohan, Chairman, Mr. Sanjay Kaushik, Member, Mr. S N Balsubramanian, Member, Dr.(Mrs.) Lata Singh, Member.
- The Majority of Members of Nomination & Remuneration Committee are Independent Directors.

Terms of reference, Powers, roles and responsibilities: The Nomination and Remuneration Committee terms of reference, powers, roles and responsibilities shall be as per Section 178 of the Companies Act, 2013 read with Rules made there under and Regulation 19 read with PARA A of PART D of Schedule II of the SEBI (LODR) 2015 or any amendment therein, which may include the followings:

1. Determine/ recommend the criteria for appointment of Executive, Non-Executive and Independent Directors to the Board;
2. Determine/ recommend the criteria for qualifications, positive attributes and independence of Director;
3. Identify candidates who are qualified to become Directors and who may be appointed in the Management Committee and recommend to the Board their appointment and removal;
4. Review and determine all elements of remuneration Executive Directors, key managerial personnel and other sr. employees

5. Review and determine fixed component and performance linked incentives for Directors, along with the performance criteria;
6. Determine policy on service contracts, notice period, severance fees for Directors and Senior Management;
7. Formulate criteria and carry out evaluation of each Director's performance and performance of the Board as a whole

Remuneration of Directors

(i) Remuneration to Non-Executive Directors

The Non-executive Directors of the Company are paid remuneration by way of sitting fees not exceeding the limits prescribed under the Companies Act, 2013, only for attending the meetings of the Board of Directors and its Committees. Beside the sitting fees they are also entitled to reimbursement of out of pocket expenses. The Non-executive Directors of the Company are not paid any other remuneration or commission. The sitting fees of the Non-executive Directors for attending meetings of Board of Directors and the Committees of Board of Directors may be modified or implemented from time to time only with the approval of the Board in due compliance of the provisions of Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. At present Non-executive Director, whether Independent or Non-Independent are entitled to receive sitting fees of Rs. 8,500/- for attending per meeting of the Board or Committees after deducting TDS and exclusive of out of pocket expenses. The details of the Nomination and remuneration policy are available on the website of the Company i.e. www.sunilhealthcare.com at web link https://www.sunilhealthcare.com/wp-content/ uploads/ 2016/ 02/ NOMINATION REMUNERATION_POLICY_OF_SHL.pdf and for full policy, please refer **Annexure I** of the Board Report.

(ii) Remuneration to Executive Directors, Key Managerial Personnel(s) (KMPs) & Senior Management Personnel (s) (SMPs)

:The Company has a credible and transparent framework in determining and accounting for the remuneration of the Managing Director / Whole Time Directors (MD/WTDs), Key Managerial Personnel(s) (KMPs) and Senior Management Personnel(s) (SMPs). Their remuneration shall be governed by the external competitive environment, track record, potential, individual performance and performance of the Company as well as industry standards. The remuneration of MD/WTDs are determined and paid in due compliance of the provisions of Companies Act, 2013. The Board determine the remuneration of the other KMPs and the SMPs at the time of their appointment and any subsequent increments shall also be approved by the Managing Director of the Company as per the HR policy of the Company and ratified by the Board. Other terms like services contract, notice period and severances fees are decided as per the HR Policy of the Company. As a policy, the Executive Directors are neither paid sitting fee nor any commission. The details of the Nomination and remuneration policy are available on the website of the Company i.e. www.sunilhealthcare.com at web link https://www.sunilhealthcare.com/wp-content/ uploads/ 2016/ 02/ NOMINATION___REMUNERATION_POLICY_OF_SHL.pdf and for full policy, please refer **Annexure I** of the Board Report.

Pecuniary Relationship with Non-Executive Directors: None of the Non-executive Directors has any pecuniary relationship or transactions with the Company except as per requirements of IND-AS24 are disclosed in the notes to accounts annexed to the financial statements.

The details of remuneration paid to all the Executive, Non -Executive Directors and Key Managerial Personal during the year ended 31st March 2018 are given below:-

S.No	Name	Salary & Allowances	Perquisites	Sitting Fees*	Total
1.	Mr. Anil Kumar Khaitan (Chairman cum Managing Director)	2893339	195276.84	---	3088615.84
2.	Mr. Sanjay Kumar Kaushik (Independent Director)	-	-	68000	68000
3.	Mr. S.N. Balasubramanian (Independent Director)**	-	-	51000	51000
4.	Mr. B. P. Srinivasan (Non-Independent Director)	-	-	76,500	76,500
5.	Mr. R C Khurana (Independent Director)	-	-	76,500	76500
6.	Dr. Lata Singh (Non-Independent Director)	-	-	59,500	59,500
7.	Mr. Rakesh Mohan (Independent (Additional) Director)			59500	59500
8.	Mr. D Gnanasekaran (Chief Executive Officer)	5506392	620950	-	6127342
9.	Mr. Pawan Rathi (Chief Financial Officer)	24377032	119453	-	25,25,485
10.	Mr. Virendra Garg (AGM Legal cum Company Secretary)	677583	41651	-	7,19,234
11.	Mr. Santosh Kumar Sharma, AGM- Legal & Company Secretary)	465374	2839	-	4,68,213

Note:-

* The details of sitting fees are given after deduction of TDS @10%

** Mr. S.N. Balasubramanian (Independent Director was died on 20.11.2017.

*** Mr. Virendra Garg, had ceased his office as AGM-Legal & CS w.e.f. 14.10.2017

**** Mr. Santosh Kumar Sharma has joined as AGM Legal w.e.f. 14.12.2017 and was appointed as Company Secretary & Compliance Officer w.e.f. 12.02.2018.

(III) Stakeholder Relationship Committee

Composition

The Stakeholders' Relationship Committee is comprised of two Members viz Mr. Rakesh Mohan, Independent Director & Chairman and Mr. Sanjay Kumar Kaushik, Independent Director & Member. The Committee was reconstituted with effect from February 12, 2018 due to death of Mr. S.N. Balasubramanian on November 20, 2017. Prior to reconstitution date i.e. February 12, 2018 is comprised of Mr. S N Balasubranamaian, Independent Director as the Chairman and Mr. Sanjay Kumar Kaushik, as members of the Committee.

Compliance Officer

Mr. Santosh Kumar Sharma, Company Secretary has been appointed as Company Secretary & Compliance Officer with effect from February 12, 2018. Prior to his appointment Mr. Virendra Kumar Garg, AGM Legal cum Company Secretary was functioning as the Compliance Officer of the Company.

The Compliance officer is responsible for Redressal of investor complaints.

Terms of reference, Powers, roles and responsibilities: The Stakeholder Relationship Committee's terms of reference, powers, roles and responsibilities shall be as per provisions of the Companies Act, 2013 Regulation 20 read with Para B of Part D of Schedule II of the SEBI (LODR) 2015 or any amendment in respective therein, which may include as under:

(a) Consider and resolve the grievances of shareholders of the Company with respect to transfer of shares, non-receipt of annual report, non-receipt of declared dividend issue of duplicate share / debenture certificates, etc;

(b) Ensure expeditious share transfer process in line with the proceedings of the Share Transfer Committee;

(c) Evaluate performance and service standards of the Registrar and Share Transfer Agent of the Company;

(d) Provide guidance and make recommendations to improve investor service levels for the investors.

Investor Complaint

During the year no meeting was conducted due to no investor grievance/complaint was received. As on 31.03.2018 no Investor complaint was pending

(IV) Corporate Social Responsibility Committee

Constitute and Composition

The Corporate Social Responsibility Committee comprises of four Members viz Mr. Rakesh Mohan, Chairman, Mr. Ramesh Chander Khurana, Member, Dr. (Mrs.) Lata Singh, Member, Member, Mr. B.P. Srinivasan, Member as on March 31, 2018. The Committee was reconstituted with effect from February 12, 2018 due to death of Mr. S.N. Balasubramanian on November 20, 2017. Prior to reconstitution date i.e. February 12, 2018, the CSR Committee comprises of five members viz. Mr. Rakesh Mohan, Mr. Ramesh Chander Khurana, Mr. S N Balasubramaniam, Mr. B. P. Srinivasan and Dr. Lata Singh. Mr. Rakesh Mohan is the Chairman of the Committee and half of the members are independent directors. During the year 2017-18 only one meeting of aforesaid Committee was held on 18.05.2017 and all the members were present in the meeting.

The terms of reference of Corporate Social Responsibility Committee: The Corporate Social Responsibility Committee's terms of reference, powers, roles and responsibilities shall be as per provisions of the Section 135, read with rule made thereunder and Schedule VII of the Companies Act, 2013 or any amendment made there under, which may include the following:

- formulating and recommending to the Board the CSR Policy and activities to be undertaken by the Company;
- recommending the amount of expenditure to be incurred on CSR activities of the Company;
- reviewing the performance of Company in the area of CSR;
- monitoring CSR Policy of the Company from time to time;

The Annual Report on CSR Activities is appended as **Annexure G** to this Board's Report. The details of CSR Policy of the Company also available on the website of the Company at www.sunilhealthcare.com at web link https://www.sunilhealthcare.com/wp-content/uploads/2015/11/CSR-POLICY.pdf.

(V) RISK MANAMAGEMENT COMMITTEE

Constitution

As per the provision of Regulation 21 (5) of the SEBI (Listing Obligation & Disclosure Requirement), Regulation, 2015, the provision of aforesaid regulation of constitution of Risk Management Committee is not applicable on the Company but the Company has already constituted a Risk Management Committee In accordance with the erstwhile Listing Agreement. The details of the policy are available on the website of the Company I e www.sunilhealthcare.com. During the year no meeting of Risk Management committee was conducted.

The objectives and scope

1. Oversight of risk management performed by the executive management;
2. Reviewing the Risk Management Policy and framework in line with local legal requirements and SEBI guidelines;
3. Reviewing risks and evaluate treatment including initiating mitigation actions and ownership as per a pre-defined cycle;
4. Defining framework for identification, assessment, monitoring, and mitigation and reporting of risks.

Composition

The Risk Management Committee comprises of two members' as on March 31, 2018 viz. Mr. Ramesh Chander Khurana, Chairman and Mr. Sanjay Kaushik, Member. The Committee was reconstituted with effect from February 12, 2018 due to death of Mr. S.N. Balasubramanian on November 20, 2017. Prior to reconstitution date i.e. February 12, 2018, The Risk Management Committee comprises of 3 members Mr. Ramesh Chander Khurana as Chairman and Mr. S N Balasubraminan as Member.

Terms of reference, powers, roles and responsibilities: The Risk Management Committee's terms of reference, powers, roles and responsibilities shall be as per provisions of the Regulation 21 read the SEBI (LODR), 2015 and applicable provisions of the **Companies Act, 2013 or any amendment made there under.**

(5)General Meetings

1. The Annual General Meeting of the Company (AGMs) has been held at following places in the last three years as under:-

Financial Year	Venue	Day , Date & Time	Details of Special Resolution Passed
43rd AGM held for FY 2016-17	Modi Hall, Ground Floor, PHD Chamber of Commerce and, Industry PHD House, 4/2, SIRI Institutional Area, August Kranti Marg, New Delhi-110016	**Tuesday, 26 September, 2017 at 3:00 p.m.**	No Special Resolution was passed.
42nd AGM held for the FY 201 5-16	Modi Hall, Ground Floor, PHD Chamber of Commerce and, Industry PHD House, 4/2, SIRI Institutional Area, August Kranti Marg, New Delhi-110016	Wednesday, 28 September, 2016 at 3:00 p.m.	No Special Resolution was passed.
41th AGM held for the FY 2014 - 15	Modi Hall, Ground Floor, PHD Chamber of Commerce and, Industry PHD House, 4/2, SIRI Institutional Area, August Kranti Marg, New Delhi-110016	Saturday, 26 September, 2015 at 3:00 p.m.	No Special Resolution was passed.

2. No Extra Ordinary General Meeting of the Company (EGMs) was held during the year.
3 No special resolution was passed through postal ballot during the Financial Year 2017-18. None of the businesses proposed to be transacted in the ensuing Annual General Meeting require passing a special resolution through postal ballot.

(6) Disclosures

a) Materially Significant Related Party Transactions: During the year under review, no materially significant related party transactions was entered by the Company with any related party.

b) No penalties have been imposed or strictures have been issued by SEBI or any other Stock Exchange or any other Statutory Authorities on matters related to capital market.

c) The Company has complied with all the mandatory requirements of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.

d) CEO and CFO Certification: The Chief Executive Officer and the Chief Financial Officer of the Company gave annual certification on the financial reporting and internal control to the Board in pursuant to regulation 17 (8) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and the same is published in this report.

e) Code for Prevention of Insider Trading:-The Company has adopted a code of conduct to regulate, monitor and report trading by insiders for prevention of Insider Trading in the shares of the Company. The code, inter-alia, prohibits purchase / sale of shares of the Company by Directors and designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

f) Whistle Blower Policy/ Visil Mechanism: In line with the Companies Act, 2013, erstwhile Listing Agreement and SEBI (LODR) Regulations, 2015, the Company has formulated Vigil Mechanism/Whistle Blower to report concerns about unethical behaviour, actual or suspected incidents of fraud or violation of Code of Conduct, that could adversely impact the Company's operations, business performance and/ or reputation, in a secure and confidential manner. The said policy provides for adequate safeguard against victimization of directors/employees who avail of such mechanism and provides access to the Chairman of the Audit Committee, in exceptional cases. It is affirmed that no person has been denied access to the Audit Committee. The details of Whistle Blower Policy are available on the website of the Company www.sunilhealthcare.com at at web link https://www.sunilhealthcare.com/wp-content/uploads/2015/11/WHISTLE-BLOWER-POLICY- 4 .pdf.

g) **Determination of Material subsidy Policy:** The Regulation 24 of the SEBI (LODR) Regulations, 2015 defines a 'Material Non-listed Subsidiary' as an unlisted subsidiary, incorporated in India, whose turnover or Net worth (i.e. paid up capital and free reserves) exceeds 20% of the consolidated turnover or Net worth respectively, of the listed holding Company and its subsidiaries in immediately preceding accounting year.

During the year under review, the Company does not have material subsidiary as per the criteria specified in Regulation 24 of the SEBI (LODR) Regulations, 2015. However, the Company has adopted a policy on material subsidiaries and the same is uploaded on the website of the Company i.e www.sunilhealthcare.com at web link at https://www.sunilhealthcare.com/wp-content/ uploads/ 2016/04/ SHL_POLICY _OF _DETERMINING _OF_MATERIAL _SUBSIDIARIES. pdf.

h) **Disclosure of Non-Compliance:**There were no non-compliances by the Company and no instances of penalties and strictures imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to the capital market during the last three years.

i) **Code of Conduct :** In compliance with regulation 26 (3) of the SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 and Companies Act 2013, the Company has in place a comprehensive Code of Conduct (the Code) applicable to all the employees and Non-executive Directors including Independent Directors. The Code is applicable to such extent as may be applicable to them depending on their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law. The Code reflects the values of the Company viz. - Customer Value, Ownership Mind-set, Respect, Integrity, One Team and Excellence. A copy of the Code has been put on the Company's website www.sunilhealthcarel.com at web link for code of conduct of Employee at https://www.sunilhealthcare.com/wp-content/uploads/2015/11/CodeofConductforEmplyees.pdf and at web link for code of conduct of Directors https://www.sunilhealthcare.com/wp-content/ uploads/ 2015/ 11/ Code_of_Conduct_for_Directors.pdf.

All the Board Members and Senior Management Personnel have affirmed compliance with Code of Conduct of the Company for the year ended 31st March, 2018. A declaration to this effect signed by Managing Director forms part of this Report.

j) **Compliance Certificate :** The Company has obtained a Certificate from its Statutory Auditors regarding compliance of the conditions of Corporate governance for the year ended 31.03.2018 as required by Schedule V of SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015, Is annexed with **Annexure H** with the Board's Report.

k) **Prevention of Insider Trading :** In terms of the provisions of SEBI (Prohibition of Insider Trading) Regulation 2015, effective from 15.05.2015, the Board of Directors of the Company has adopted the Code of Practices and Procedure and Code of Conduct for fair disclosure of unpublished price sensitive information. The object of this code is to protect the interest of the shareholders at large, to prevent misuse of any price sensitive information and to prevent ant insider trading activity by dealing in shares of the Company by the Directors, designated employees and other employees of the Company. The Board is responsible for implementation of the Code. All Board Directors and the designated and other employees have confirmed compliance with the Code. This code is strictly adhere to. The Insider Code is available on the companies' website www.sunilhealthcare.com at weblink at https://www.sunilhealthcare.com/wp-content/ uploads/ 2015/11/ Code_of_Conduct_for_Directors.pdf.

l) **Policies :** The Company had made the following policies in addition to that which are mentioned in this report as per the requirement of the Companies Act-2013, SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015, and erstwhile Listing Agreement :

a) Prevention of Sexual Harassment of the Employee at Work Place Policy

b) Preservation and Archival of Documents Policy

c) Disclosure of Material Event /Information Policy

A copy of the aforesaid policy is available on the website of the Company i.e https://www.sunilhealthcare.com/investor relations/ under policy.

m) Disclosure on Website : Following information has been disseminated on the website of the Company a www.sunilhealthcare.com:-

i. Details of business of the Company

ii. Terms and conditions of appointment of Independent Directors

iii. Composition of various Committees of Board of Directors

iv. Code of Conduct for Board of Directors and Senior Management Personnel

v. Details of establishment of vigil mechanism/ Whistle Blower policy

vi. Criteria of making payments to Non-Executive Directors (Mentioned in the Annual Report)

vii. Policy on dealing with Related Party Transactions

viii. Policy for determining 'material' subsidiaries

ix. Details of familiarization programmes imparted to Independent Directors

x. Policy for determination of materiality of events

(7) Means of Communication

- The quarterly unaudited results and the annual audited financial results are published in prominent daily Newspaper 'The Pioneer' in English, a leading National newspaper and in "The Pioneer" in Hindi, a regional newspaper.
- Investor Relations: The Company's website contains a separate dedicated section "Investors relation" where information sought by shareholders is available. The Annual report of the Company and quarterly / annually results of the Company apart from the details about the Company, Board of directors and Management, are also available on the website in a user friendly and downloadable form at www.sunilhealthcare.com/investors relation.
- SEBI Complaints Redress System (SCORES): The investor complaints are processed in a centralised web-based complaints redress system. The salient features of this system are: Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status.
- Presentation made to Institutional Investor or to the analysts: - Such presentations and other disclosures which are required to be disseminated on the Company's website under the Listing Regulations have been uploaded on the website of the Company
- Uploading on BSE Listing Center and CSE: The quarterly and annually results, quarterly and annually compliances and all other corporate communications to the Stock Exchanges are filed electronically on BSE Listing Centre for BSE and send it through email to Calcutta Stock Exchange.

(8) General Shareholder's Information

(a) Annual General Meeting :-

Day, Date, Time and Venue	:	Friday, 31st August, 2018 at 3.00 p.m. Modi Hall, Ground Floor, PHD Chamber of Commerce and, Industry PHD House, 4/2, SIRI Institutional Area, August Kranti Marg, New Delhi-110016

(b)	Financial Calendar:- (Tentative)		
	Financial Year	:	1st April, 2018 to 31st March, 2019
	1st Quarterly Results	:	4th week of July, 2018
	2nd Quarterly Results	:	4th week of October, 2018
	3rd Quarterly Results	:	4th week of January, 2019
	4th Quarterly Results	:	3rd week of May, 2019
(c)	Book Close Date	:	24th August, 2018 to 31st August, 2018 (both days inclusive)
(d)	Listing of Equity Shares on stock exchanges:		
	Bombay Stock Exchange:	-	Floor 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.
	Calcutta Stock Exchange: -		7, Lyons Rang, Kolkata- 700 001
(e)	Scrip Code:		537253 (SUNLOC) at BSE Limited
(f)	Listing and Custodian Fees:		Listing and Custodian fees for the financial year 2018-19 were paid (NSDL fees being paid)

(g) There are no outstanding GDR's/ ADR's /Warrants or any Convertible instruments which would have any impact on the Equity.

(h) **Registrar & Transfer Agent:** Alankit Assignments Limited -RTA Division, Alankit Height 1E/13 Jhandelwalan Extension New Delhi -110055, Tel: 91-114254 1234 Fax: 91 11 2794 7384 www.alankit.com/info@alankit.com.

(i) Share Transfer System

Transfer of shares / debentures is processed and registered within the stipulated time, provided all the documents are valid and complete in all respect. The matter is reviewed by the Board in its quarterly meetings. The Company has appointed M/s Alankit Assignment Limited as its Registrar & Share Transfer Agent for both physical and Demat segment of equity shares.

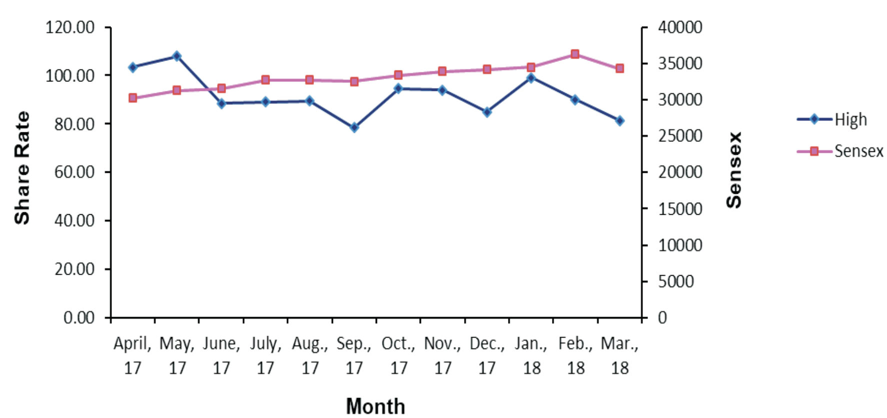
(j)	Dematerialization of Shares	:	97,54,297 shares of the Company are held in Demat form as on 31st March 2018 with NSDL /CDSL
(k)	**ISIN NO**	:	INE 671C01016
(l)	**Corporate Identity Number (CIN)**	:	L24302DL1973PLC189662
(m)	**Compliance officer**		Mr. Santosh Kumar Sharma- AGM Legal cum Company Secretary, F6817, email: cs@sunilhealthcare.com, Phone no. 011-49435555
(n)	**Plant & Works Location:**		17/18 Old Industrial Area, Alwar-301001, Rajasthan
(o)	**Address for Correspondence:**		

Works	:	17/18 Old Industrial Area, Alwar-301001, Rajasthan
Regd off	:	38E/252A, Vijay Tower, Shahpurjat, New Delhi- 110049
R & T Agent	:	Alankit Assignments Limited -RTA Division, Alankit Height 1E/13 Jhandelwalan Extension New Delhi -110055, Tel: 91-114254 1234 Fax: 91 11 2794 7384 www.alankit.com/info@alankit.com

(p) **Market Price Data:** High & Low during each month in the financial year 2017-18 are as under:-

Month	High Price	Low Price	Total Turnover (Rs.)
Apr-17	103.35	91.20	6,026,099
May-17	108.00	76.05	8,950,634
Jun-17	88.50	76.20	5,288,493
Jul-17	89.15	78.10	5,853,704
Aug-17	89.50	73.40	4,594,919
Sep-17	78.40	65.50	5,830,084
Oct-17	94.50	69.70	14,563,635
Nov-17	94.00	70.05	7,192,793
Dec-17	85.00	70.00	4,070,870
Jan-18	99.00	73.95	16,252,337
Feb-18	90.00	73.10	3,881,243
Mar-18	81.50	66.00	5,925,127

(q) Stock Performance: The performance of your Company's shares relative to the S&P BSE Sensitive Index is given in the chart below:



Month	April, 17	May, 17	June, 17	July, 17	Aug., 17	Sep., 17	Oct., 17	Nov., 17	Dec., 17	Jan., 18	Feb., 18	Mar., 18
High	103.35	108.00	88.50	89.15	89.50	78.40	94.50	94.00	85.00	99.00	90.00	81.50
Sensex	30182	31256	31523	32673	32686	32524	33340	33866	34138	34444	36257	34279

(r) Distribution of Shareholding and Shareholding Pattern

Distribution of shareholding as on 31st March, 2018

No. of Shares Range	No. of Shareholders	% of Shareholders	Value of Shares Held	% of Shareholding
1 to 100	4674	70.191	3080830	3.004
101 to 500	1472	22.105	3505730	3.419
501 to 1000	274	4.115	2104970	2.053
1001 to 5000	198	2.973	4048640	3.948
5001 to 10000	25	0.375	1844190	1.798
10001 to 20000	5	0.075	652990	0.637
20001 to 30000	4	0.06	1001320	0.976
30001 to 40000	0	0	0	0
40001 to 50000	0	0	0	0
50001 to 100000	0	0	0	0
100001 to 500000	4	0.06	8174880	7.972
500001 to ABOVE	3	0.045	78133950	76.193
TOTAL	**6659**	**100**	**102547500**	**100**

Shareholding Pattern as on 31st March, 2018

Categories	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Shareholding
Promoters/ Directors & their relatives including associates Companies and Person acting in concert.	3	0.04	7540305	73.530
Banks/Financial Institutions/ Insurance Companies/Mutual Funds etc.	7	0.10	10476	0.10
NRI's and OB C 's	60	0.91	46806	0.46
Other Bodies Corporate	88	1.34	842278	8.21
Clearing Member	7	.10	7338	.07
HUF	84	1.28	75669	.73
Indian Public	6296	96.19	1742354	16.99
Total	**6545**	**100**	**10254750**	**100.00**

On the behalf of Board
Anil Kumar Khaitan
Chairman cum Managing Director
DIN-00759951
Place –Alwar
Date-May 25, 2018

Reg. Office:
38E/252A, Vijay Tower, Shahpurjat, New Delhi-110049
CIN No: L24302DL1973PLC189662
Phone No: +91-11-49435555/00 Fax no 011-43850087
Email ID: info@sunilhealthcare.com
Web; www.sunilhealthcare.com

DECLARATION OF COMPLIANCE OF THE CODE OF CONDUCT

To,
Sunil Healthcare Limited
38E/252-A,
Vijay Tower, Shahpurjat
New Delhi-110049

Pursuant to the requirements of SEBI (LODR) Regulations, 2015, I hereby confirm that all the Board members and Senior Management Personnel of Sunil Healthcare Limited have affirmed compliance with the Code of Business Conduct and Ethics for the year ended 31st March, 2018.

Place: Alwar
Date: May 25, 2018

Anil Khaitan
Chairman cum Managing Director
DIN-00759951

To
The Board of Directors,
SUNIL HEALTHCARE LIMITED
New Delhi
Dear Sir(s),

CEO/CFO CERTIFICATE UNDER REGULATION 17 (8) FOR FINANCIAL YEAR 2017-18

We have examined the compliance of conditions of Corporate Governance of Sunil Healthcare Limited, having its registered office at 38 E/ 252-A, Vijay Tower, Shahpurjat, New Delhi-110049 for the year ended 31st March 2018 as stipulated in Regulation 17 (8) of SEBI (Listing Obligation & Disclosure Requirement) , Regulation, 2015 (Listing Regulation) of the Said Company with Stock Exchange.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the officials of the Company, we hereby certify that:

(a) We have reviewed financial statements and the cash flow statement of the Company for the year ended 31st March 2018 and to the best of our knowledge and belief:

  (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

  (ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) To the best of our knowledge and belief, no transactions entered into b y the company during the year 31st March 2018 are fraudulent, illegal or violative of the company's code of conduct.

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and 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 have been taken to rectify these deficiencies.

(d) We have indicated to the auditors and the Audit committee that:-

  (i) There are no significant changes in internal control over financial reporting during the year;

  (ii) There are no Significant changes in accounting policies during the year and

  (iii) There are no Instances of fraud /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 over financial reporting.

For **SUNIL HEALTHCARE LIMITED.**

Place: Alwar
Date: May 25, 2018

D.GNANASEKARAN
(Chief Executive Officer)

PAWAN RATHI
(Chief Financial Officer)

INDEPENDENTAUDITOR'SREPORT

TOTHEMEMBERS OF SUNIL HEALTHCARELIMITED

Report on the Standalone Ind- AS Financial Statements

We have audited the accompanying Standalone Ind AS financial statements (herein after referred as “Ind AS financial statement) of Sunil Healthcare Limited (“the Company”), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Ind-AS Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these Ind -AS 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 Section143(10)of theAct.Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Ind-AS financial statement sare free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind-AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind-AS 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 of the Ind-AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind-AS 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 Ind-AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Ind AS 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 March 31, 2018, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies' (Auditor's Report) Order, 2016 (“the Order”) issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure-A statements on the matters specified in the paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section143 (3)of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the bes to four knowledge and

belief were necessary for the purpose of our audit.

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

(c) The Balance Sheet, the Statement of Profit and Loss, Statement of Change in Equity and the Cash Flow Statementdealt with by this Report are in agreement with the books of account.

(d) In our opinion, the a fore said Ind-AS financial statements comply with the Accounting Standards specified under Section133 of the Act, read with Rule 7of the Companies(Accounts) Rules, 2014 and the Companies (Indian Accounting Standards)Rules,2015, as amended.

(e) On the basis of written representations received from the directors as on 31st March'2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164(2) of the Act.

(f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **"Annexure B";** and

(g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule11of the Companies (Audit and Auditors) Rules, 2014,in our opinion and to the best of our information and according to the explanations given to us:

   a. The Company does not have any pending litigations which would impact its financial position.

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

   c. There is no amount which is required to be transferred ,to the Investor Education and Protection Fund by the Company.

Other Matter

The comparative financial information of the Company for the year ended March 31, 2017 and the transition date opening balance sheet as at April 1, 2016 included in these Ind AS financial statements, are based on the previously issued financial statements prepared in accordance with the Accounting Standards referred in section 133 of the Companies Act'2013 audited by the previous auditor whose report for the year ended March 31, 2017 and March 31, 2016dated 18th May'2017 and 27th May'2016 respectively expressed unmodified opinion on those financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us.

For Jitendra K Agarwal & Associates
Chartered Accountants
Firm Reg. No. 318086E

Kuldeep Maloo
Partner
Membership No. 515707

Place: Alwar
Date: 25th May, 2018

Annexure-Ato the Auditor's Report

Annexure referred to in paragraph 1 of our report of even date on the other legal and regulatory requirements (Re:SunilHealthcare Limited)

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of plant, property and equipment however the same is in process of updation.

(b) The Company has a regular programme of physical verification of its plant, property and equipment by which plant, property and equipment are verified in a phased manner over a period of three years. In accordance with this programme, fixed assets were not physically verified during the year.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

(ii) The management has conducted physical verification of inventories during the year at reasonable interval and no material discrepancies were noticed on such physical verification.

(iii) The Company has not granted any loan to companies, firms, limited liability partnership or other parties covered in the register maintained under section 189 of the Companies' Act, 2013. Therefore, the provisions of clause 3(iii) of the Order are not applicable.

(iv) The Company has complied with provisions of Section 186 of the Actin respect of advances given and investments made. According to information and explanations given by the management, no loan or guarantee or security under section 185 and no guarantee, loan or security under section 186 of the Act have given during the year.

(v) The Company has not accepted any deposits covered under section 76 of the Companies Act'2013 during the year. Therefore, the provisions of clause 3(v) of the Order are not applicable.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the Company's products to which the said rules are applicable and are of the opinion that prima facie, the prescribed records have been made and maintained. We have, however, not made a detailed examination of the said records with a view to determine whether they are accurate or complete.

(vii) a. According to the records of the Company, the Company is generally regular in depositing amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employee's State Insurance, Income-tax, Sales-tax, Service Tax, Duty of customs, Duty of excise, Value Added Tax, Cess and other material statutory dues with the appropriate authorities.There was no undisputed outstanding statutory dues as at the year end for a period of more than six months from the date they became payable.

b. According to the records of the Company there are no dues outstanding on account of Income-tax, Sales-tax, Value Added Tax, Service Tax, Duty of customs, Duty of excise and Cess on account of any dispute.

(viii) The Company has not defaulted in repayment of dues to bank. The Company did not have any borrowing from any financial institution or Government and dues to debenture holders.

(ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments). Further in our opinion and explanations given to us, term loans were applied for the purpose for which loans were raised.

(x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given to us, no fraud by the Company or no fraud on the Company by its officers and employees has been noticed or reported during the year.

(xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) The Company has made private placement of fully convertible warrants during the year and requirements of section 42 of the Companies Act'2013 in this respect have been complied with. Amount raised on private placement of fully convertible warrants has been used for the purpose for which funds were raised. The Company has not made any preferential allotment of equity shares and has not issued fully or partly convertible debentures.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with directors. Therefore, the provisions of clause 3(xv) of the Order are not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For Jitendra K Agarwal & Associates
Chartered Accountants
Firm Reg. No. 318086E

Kuldeep Maloo
Partner
Membership No. 515708

Place: Alwar
Date: 25th May, 2018

Annexure - B to the Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Sunil Healthcare Limited ("the Company") as of 31 March 2018 in conjunction with our audit of the Ind-AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind-AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Ind-AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind-AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Ind-AS financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India however same needs to be further strengthened.

For Jitendra K Agarwal & Associates
Chartered Accountants
Firm Reg. No. 318086E

Kuldeep Maloo
Partner
Membership No. 515708

Place: Alwar
Date: 25th May, 2018

Sunil Healthcare Limited
Standalone Balance Sheet as at 31st March, 2018
(All amounts are in rupees lakhs, unless otherwise stated)

Particulars	Notes No	As at 31st March, 2018	As at 31st March, 2017	As at 1st April,2016
Assets				
Non-current assets				
Property, Plant and Equipment	2	7,064.19	5,938.88	5,118.61
Capital work-in-progress		18.53	12.38	5.81
Other Intangible assets	2	27.96	33.17	16.73
Financial Assets				
(i) Investment	3	23.01	-	-
(ii) Other financial assets	4	177.10	193.55	91.88
Other non-current assets	5	7.79	11.84	5.93
Current assets				
Inventories	6	974.27	1,054.36	1,316.57
Financial Assets				
(i) Trade receivables	7	4,797.57	3,895.46	2,248.14
(ii) Cash and cash equivalents	8	65.18	148.38	131.65
(iii) Bank balance other than (ii) above	9	401.88	244.32	242.28
(iv) Loans	10	111.67	30.46	-
(v) Other financial assets	11	43.65	39.71	32.54
Current Tax Assets (net)	12	8.66	11.29	9.63
Other current assets	13	537.38	320.43	250.07
		14,258.84	11,934.23	9,469.84
EQUITY AND LIABILITIES				
Equity				
Equity Share Capital	14	1,025.48	1,025.48	1,025.48
Other Equity	15	3,854.21	3,324.00	2,780.46
Liabilities				
Non-current liabilities				
Financial liabilities				
(i) Borrowings	16	1,829.72	1,277.83	916.16
Provisions	17	200.59	129.48	105.29
Deferred tax liabilities (Net)	18	604.27	537.34	488.58
Current liabilities				
Financial liabilities				
(i) Borrowings	19	3,858.41	2,757.12	2,493.07
(ii) Trade payables	20	1,788.09	1,959.40	1,040.36
(iii) Other financial labilities	21	556.28	544.53	408.02
Other current liabilities	22	489.89	243.20	141.15
Provisions	23	48.23	72.30	71.27
Current tax liabilities (Net)	24	3.67	63.55	-
Total Equity and Liabilities		14,258.84	11,934.23	9,469.84
Significant Accounting Policies and Other Notes on Financials Statements.	1-41			

The accompanying Notes are an integral part of the Financial Statements.

FOR AND ON BEHALF OF BOARD OF DIRECTORS

As per our report of even date
For Jitender K Agrawal & Associates
Chartered Accountants
Firm Reg. No. 318086E

ANIL KHAITAN
CHAIRMAN CUM MANAGING DIRECTOR

R.C. KHURANA
DIRECTOR

Kuldeep Maloo
Partner
M. No. 515708

Place: Alwar
Date: 25th May, 2018

SANTOSH KUMAR SHARMA
COMPANY SECRETARY

PAWAN RATHI
CHIEF FINANCIAL OFFICER

Sunil Healthcare Limited
Standalone Statement of Profit & Loss for the Year Ended 31st March, 2018
(All amounts are in rupees lakhs, unless otherwise stated)

Particulars	Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
REVENUES			
Revenue from Operations	25	9,050.50	10,894.62
Other Income	26	200.13	137.07
Total Revenues (I)		9,250.63	11,031.69
EXPENSES			
Cost of Materials Consumed	27	2,870.27	3,015.06
Purchases of Stock in Trade		759.64	1,904.46
Changes in Inventories of Finished goods, Work-in-progress and Stock-in-trade	28	(11.89)	252.17
Employee Benefits Expenses	29	1,223.87	1,063.76
Finance Costs	30	503.05	418.22
Depreciation and Amortization	2	478.25	433.43
Other Expenses	31	2,738.43	3,096.85
Total Expenses (II)		8,561.62	10,183.95
Profit before Tax (I-II)		689.01	847.74
Tax Expenses:			
(1) Current Tax	18		
Current Year		87.19	202.00
For earlier year		22.96	25.98
(2) Deferred Tax	18	46.47	57.84
Profit for the year		532.39	561.92
Other Comprehensive Income			
(1) Items that will not be reclassified to profit & loss			
Remeasurement of defined benefit plan		0.31	(27.46)
Tax relating to remeasurement of defined benefit plan		(2.49)	9.08
(2) Items that will be reclassified to profit & loss		-	-
Total Other Comprehensive Income for the year		(2.18)	(18.38)
Total Comprehensive Income for the year		530.21	543.54
Earnings per Equity Share of Rs. 10/-Per share	32		
Basic		5.19	5.48
Diluted		5.19	5.48
Significant Accounting Policies and Other Notes on Financials Statements.	1-41		

The accompanying Notes are an integral part of the Financial Statements.

As per our report of even date
For Jitender K Agrawal & Associates
Chartered Accountants
Firm Reg. No. 318086E

FOR AND ON BEHALF OF BOARD OF DIRECTORS

ANIL KHAITAN
CHAIRMAN CUM MANAGING DIRECTOR

R.C. KHURANA
DIRECTOR

Kuldeep Maloo
Partner
M. No. 515708

Place: Alwar
Date: 25th May, 2018

SANTOSH KUMAR SHARMA
COMPANY SECRETARY

PAWAN RATHI
CHIEF FINANCIAL OFFICER

Sunil Healthcare Limited

Standalone Cash Flow Statement for the Year ended 31st March, 2018

(All amounts are in rupees lakhs, unless otherwise stated)

		For the year ended 31st March 2018	For the year ended 31st March 2017
A.	Cash Flow From Operating Activities		
	Profit before Tax	689.01	847.74
	Adjustment for :		
	Finance Costs	503.05	418.22
	Depreciation and Amortization Expenses	478.25	433.43
	(Profit)/Loss on Sales/Discarded of Fixed Assets	0.49	11.88
	Interest Income	(24.47)	(17.07)
	Allowances for bad debts	-	83.71
	Liabilities/ Provisions no longer required written back	(60.74)	(19.83)
	Unrealised (gain)/loss foreign currency transactions and translation	(19.96)	5.84
	Operating profit before working capital changes	1,565.63	1,763.92
	Changes in working Capital:		
	(Increase)/Decrease in Inventories	80.10	262.20
	(Increase)/Decrease in Trade and other Receivables	(1,146.53)	(1,959.25)
	Increase /Decrease in Trade and other payable	135.74	1,178.17
	Cash generation from Operation	634.94	1,245.04
	Payment of Direct Taxes	(144.08)	(166.09)
	Net Cash generated/ (used) - Operating Activities	490.86	1,078.95
B.	Cash Flow from Investing Activities		
	Purchase of Fixed Assets	(1,566.28)	(1,330.28)
	Sale of Fixed Assets	0.37	36.32
	Investment in Subsidiary	(13.01)	-
	Investment in Mutual Funds	(10.00)	
	Movement in Fixed Deposits	(157.56)	(2.04)
	Interest Received	10.90	10.88
	Net Cash Generated/ (Used) - Investing Activities	(1,735.58)	(1,285.12)
C.	Cash Flow from Financing Activities		
	Repayment of Long-term Borrowings (Net)	547.70	361.67
	Proceeds/ Repayment of Short-term Borrowings (Net)	1,101.29	264.05
	Finance Cost Paid	(487.47)	(402.82)
	Net Cash Generated/ (Used) - Financing Activities	1,161.52	222.90
	Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)	(83.20)	16.73
	Add : Opening Cash and Cash Equivalents	148.38	131.65
	Closing Cash and Cash Equivalents	65.18	148.38
	Components of Cash & Cash equivalents		
	Cash in hand	2.50	3.05
	Balances with Schedule Banks		
	In Current Accounts	62.68	145.33
		65.18	148.38

Note:

"Amendment to Ind AS 7:Effective 01st April, 2017, the company adopted the amendment to Ind AS 7, which require the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement. The adoption of amendment did not have any material impact on the Statement of Cash Flows."

The accompanying Notes are an integral part of the Financial Statements.

As per our report of even date
For Jitender K Agrawal & Associates
Chartered Accountants
Firm Reg. No. 318086E
Kuldeep Maloo
Partner
M. No. 515708
Place: Alwar
Date: 25th May, 2018

FOR AND ON BEHALF OF BOARD OF DIRECTORS

ANIL KHAITAN
CHAIRMAN CUM MANAGING DIRECTOR

R.C. KHURANA
DIRECTOR

SANTOSH KUMAR SHARMA
COMPANY SECRETARY

PAWAN RATHI
CHIEF FINANCIAL OFFICER

Sunil Healthcare Limited
Standalone Statement of Change in Equity for the Year Ended March 31, 2018
(All amounts are in rupees lakhs, unless otherwise stated)

	As at 31 March 2018		As at 31 March 2017	
(a) Equity Share Capital & Reconciliation of number of shares outstanding at the beginning and end of the year :	No. of Shares	Amount	No. of Shares	Amount
Balance at the beginning of the year	10,254,750	1,025.48	10,254,750	1,025.48
Changes in equity share capital during the year	-	-	-	-
Balance at the end of the reporting period	10,254,750	1,025.48	10,254,750	1,025.48

(b) Other Equity

Particulars	Reserves and Surplus		Other Comprehensive Income	Total
	Capital Redemption Reserve	Retained earnings	Remeasurement of defined benefit plans	
Balance at April 1, 2016 as per IGAAP	7.50	2,785.37	(12.41)	2,780.46
Profit for the year	-	561.92	-	561.92
Other Comprehensive Income for the year	-	-	(18.38)	(18.38)
Total Comprehensive Income for the year	7.50	3,347.29	(30.79)	3,324.00
Transfer to general reserve	-	-	-	-
Dividend Paid	-	-	-	-
Dividend Distribution Tax	-	-	-	-
Balance at March 31, 2017	7.50	3,347.29	(30.79)	3,324.00
Profit for the year	-	532.39	-	532.39
Other Comprehensive Income for the year	-	-	(2.18)	(2.18)
Total comprehensive income for the year	-	532.39	(2.18)	530.21
				-
Balance at March 31, 2018	7.50	3,879.68	(32.97)	3,854.21

Capital Redemption Reserve: It represents the redemption of Preference Shares and can be utilized in accordance with the provisions of the Companies Act, 2013.

The accompanying Notes are an integral part of the Financial Statements.

FOR AND ON BEHALF OF BOARD OF DIRECTORS

As per our report of even date
For Jitender K Agrawal & Associates
Chartered Accountants
Firm Reg. No. 318086E

ANIL KHAITAN
CHAIRMAN CUM MANAGING DIRECTOR

R.C. KHURANA
DIRECTOR

Kuldeep Maloo
Partner
M. No. 515708

Place: Alwar
Date: 25th May, 2018

SANTOSH KUMAR SHARMA
COMPANY SECRETARY

PAWAN RATHI
CHIEF FINANCIAL OFFICER

Sunil Healthcare Limited
Notes to Standalone Financial Statements for the year ended 31st March, 2018
(All amounts are in rupees lakhs, unless otherwise stated)

2 (i) Property, Plant and Equipment

Description of Assets	Gross Block				Depreciation				Net Block	
	As at 1st April 2016	Additions	Deduction/ Adjustments	As at 31st March 2017	Up to 1st April 2016	For the year	Deduction/ Adjustments	Up to 31st March 2017	As at 31st March 2017	As at 1st April 2016
Assets under Finance Lease										
Leasehold Land	1,041.86	-	-	1,041.86	-		-	-	1,041.86	1,041.86
Tangible Assets										
Buildings	431.40	21.34	0.25	452.49	-	21.04	0.01	21.03	431.46	431.40
Plant and Equipment	3,044.34	840.02	4.02	3,880.34	-	308.28	0.02	308.26	3,572.08	3,044.34
Electric Installations	206.61	2.40		209.01	-	26.74		26.74	182.27	206.61
Furniture and Fixtures	251.30	6.27		257.57	-	31.97		31.97	225.60	251.30
Office Equipments	19.91	10.67	0.52	30.06	-	5.74	-	5.74	24.32	19.91
Vehicles	123.19	416.29	46.20	493.28	-	34.75	2.76	31.99	461.29	123.19
Total	**5,118.61**	**1,296.99**	**50.99**	**6,364.61**	**-**	**428.52**	**2.79**	**425.73**	**5,938.88**	**5,118.61**

Description of Assets	Gross Block				Depreciation				Net Block	
	As at 31st March	Additions	Deduction/ Adjustments	As at 31st March 2018	Up to 31st March 2017	For the year	Deduction/ Adjustments	Up to 31st March 2018	As at 31st March 2018	As at 31st March 2017
Assets under Finance Lease										
Leasehold Land	1,041.86	-	-	1,041.86	-	0.01	-	0.01	1,041.85	1,041.86
Tangible Assets										
Buildings	452.49	76.38	-	528.87	21.03	21.67	-	42.70	486.17	431.46
Plant and Equipment	3,880.34	1,386.22	-	5,266.56	308.26	323.06	-	631.32	4,635.24	3,572.08
Electric Installations	209.01	56.37	-	265.38	26.74	24.77	-	51.51	213.87	182.27
Furniture and Fixtures	257.57	70.21	-	327.78	31.97	32.42	-	64.39	263.39	225.60
Office Equipments	30.06	8.35	0.93	37.48	5.74	7.05	0.07	12.72	24.76	24.32
Vehicles	493.28	0.17	-	493.45	31.99	62.55	-	94.54	398.91	461.29
Total	**6,364.61**	**1,597.70**	**0.93**	**7,961.38**	**425.73**	**471.53**	**0.07**	**897.19**	**7,064.19**	**5,938.88**

(ii) Intangible Assets

Description of Assets	Gross Block				Depreciation				Net Block	
	As at 1st April 2016	Additions	Deduction/ Adjustments	As at 31st March 2017	Up to 1st April 2016	For the year	Deduction/ Adjustments	Up to 31st March 2017	As at 31st March 2017	As at 1st April 2016
Software	0.54	0.92	-	1.46		0.27	-	0.27	1.19	0.54
Software -SAP	16.19	-	-	16.19		4.22	-	4.22	11.97	16.19
Patent **		20.43		20.43		0.42	-	0.42	20.01	
	16.73	**21.35**	**-**	**38.08**	**-**	**4.91**	**-**	**4.91**	**33.17**	**16.73**

Description of Assets	Gross Block				Depreciation				Net Block	
	As at 31st March	Additions	Deduction/ Adjustments	As at 31st March 2018	Up to 31st March 2017	For the year	Deduction/ Adjustments	Up to 31st March 2018	As at 31st March 2018	As at 31st March 2017
Software	1.46	1.52	-	2.98	0.27	0.55	-	0.82	2.17	1.19
Software -SAP	16.19	-	-	16.19	4.22	4.14	-	8.36	7.83	11.97
Patent	20.43	-	-	20.43	0.42	2.04	-	2.46	17.97	20.01
	38.08	**1.52**	**-**	**39.60**	**4.91**	**6.73**	**-**	**11.64**	**27.96**	**33.17**

Note:

(i)Assets pledged and Hypothecated against borrowings: (Refer note no.19)

(ii) Vehicle Includes Rs. 257.23 lakhs (31st March 2017- Rs. 257.23 Lakhs, 01st April 2016 - Rs. 150.01 Lakhs) carrying amount are hypothecated against the finance scheme from banks

(iii) Addition to Plant & Machinery includes foreign exchange loss amounting to Rs. 2.20 Lakhs capitalised (31 March 2017- Rs. 30.55 Lakhs (de-capitalised)).

(iv) Patent is under registration with respective department.

(v) Refer Note no. 42 (First Time Adoption).

SUNIL HEALTHCARE LIMITED
Notes to Standalone Financial Statements for the year ended 31st March, 2018
(All amounts are in rupees lakhs, unless otherwise stated)

		As at		
		31/03/2018	31/03/2017	01/04/2016
3	Investment			
	A. Investment in Equity Instruments (Unquoted, fully paid up) measured at cost			
	(i) Subsidiary Companies			
	2,999 Equity Shares (31st March, 2017-Nil, 1st April, 2016-Nil)			
	of MXP 1 per each of Sunil Healthcare Mexico SA.De. CV.	0.10	-	-
	2,000 Equity Shares (31st March, 2017-Nil, 1st April, 2016-Nil)			
	of USD 10 per each of Sunil Healthcare North America LLC	12.91	-	-
	B. Investments in Mutual Fund (Quoted) (valued at fair value through profit & loss)			
	1,00,000 Units (31st March, 2017-Nil, 1st April, 2016-Nil)			
	of Rs. 10 each of SBI Dual Advantage Fund- Series XXIV- Regular	10.00	-	-
	a. Aggregate amount of investments are given below:	23.01	-	-
	Aggregate book value of quoted investments	10.00	-	-
	Aggregate market value of quoted investments	10.00	-	-
	Aggregate book value of unquoted investments	13.01	-	-
	b. None of the above investments are listed on any stock exchange in India or outside India.			
4	Other Financial Assets			
	(Unsecured, Considered Good Unless Stated Otherwise)			
	Security Deposits	70.66	65.48	56.03
	Deposits against Guarantee / Margin money	106.44	128.07	35.85
		177.10	193.55	91.88
5	Other non-current assets			
	Capital Advances	6.88	11.37	5.43
	Prepaid Expenses	0.91	0.47	0.50
		7.79	11.84	5.93
6	Inventories			
	(Valued at Lower of Cost and Net Realisable Value)			
	(As taken, Valued and Certified by the Management)			
	Raw materials	172.84	286.32	333.37
	Work in progress	346.48	300.63	173.16
	Finished goods	199.60	226.35	608.39
	Capsule - Scrap	3.48	7.62	0.85
	Stores and spares	251.87	233.44	200.80
		974.27	1,054.36	1,316.57
	a. Inventories are hypothecated to secure short-term borrowings. Refer to Note No. 19.			
7	Trade receivables			
	Unsecured Considered Good	4,797.57	3,895.46	2,248.14
	Unsecured Considered doubtful	-	265.25	181.54
		4,797.57	4,160.71	2,429.68
	Less : Allowances for credit losses	-	265.25	181.54
		4,797.57	3,895.46	2,248.14
	a. Includes due from related party Rs. 543.55 lakhs (31st March 2017 - Rs. 48.70 lakhs, 1st April 2016- Rs. Nil) (Refer Note 37)			
	b. Trade Receivables are hypothecated to secure short-term borrowings. Refer to Note 19.			
8	Cash and cash equivalents			
	Balances with Banks			
	On Currents Accounts	62.68	145.33	129.61
	Cash on hand	2.50	3.05	2.04
		65.18	148.38	131.65
9	Other Bank Balances			
	Earmarked balances with Banks			
	Unclaimed Dividend Accounts	-	-	0.60
	Other Bank Balance			
	Deposits against Guarantee / Margin money	508.26	372.33	277.47
	Less: Transfer to Other Non-Current Financial Assets (More than 12 months)	106.44	128.07	35.85
		401.82	244.26	241.62
	Deposit with Post Office	0.06	0.06	0.06
		401.88	244.32	242.28
10	Loans			
	(Unsecured, Considered Good Unless Stated Otherwise)			
	Loan to Subsidiary Companies (Related parties)	111.67	30.46	-
		111.67	30.46	-
11	Other Financial assets			
	Accrued Interest	26.47	12.91	6.72
	Other receivables	13.87	9.72	8.93
	Receivable on account of Derivative Assets	3.31	17.08	16.89
		43.65	39.71	32.54

12	Current Tax assets (Net)			
	Income tax [net of provision of Rs. 92.52 Lakhs (31st March 2017 - Rs.189.96 lakhs, 01st April 2016 - Rs.130.47 lakhs)]	8.66	11.29	9.63
		8.66	11.29	9.63
13	Other Current Assets			
	Prepaid Expenses	33.08	28.59	39.97
	Export Incentive Receivable	171.98	124.76	97.69
	Other Advances	249.14	101.48	14.99
	Balance with Government Authorities	52.61	39.63	87.40
	Others *	30.57	25.97	10.02
		537.38	320.43	250.07
	* Others includes advance against expenses, advance to employees and misc. claims receivable.			

14	Equity Share Capital			
A.	Authorized, Issued, Subscribed and Paid-up Share Capital			
	Authorized:			
	10800000 (31st March 2017 - 10800000, 01st April 2016 - 10800000) Equity Shares of Rs 10 /-each.	1,080.00	1,080.00	1,080.00
	20000 (31st March 2017 - 20000, 01st April 2016 - 20000) Redeemable Cumulative Preference Shares of Rs 100/- each	20.00	20.00	20.00
		1,100.00	1,100.00	1,100.00
	Issued:			
	10254750 (31st March 2017 - 10254750, 01st April 2016 - 10254750) Equity Shares of Rs 10 /-each	1,025.48	1,025.48	1,025.48
		1,025.48	1,025.48	1,025.48
	Subscribed and Paid-up:			
	10254750 (31st March 2017 - 10254750, 01st April 2016 - 10254750) Equity Shares of Rs 10/- each fully paid-up	1,025.48	1,025.48	1,025.48
		1,025.48	1,025.48	1,025.48

B. Reconciliation of Shares outstanding at the beginning and at the end of year are given below:

	No. of Shares	Amount
Outstanding as on April 1, 2016	10,254,750	1,025.48
Equity Shares issued/bought back during the year	-	-
Outstanding at the March 31, 2017	10,254,750	1,025.48
Equity Shares issued/bought back during the year	-	-
Outstanding at the March 31, 2018	10,254,750	1,025.48

C. Terms/Right, Preferences and Restrictions attached to equity shares

Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Company the holder of equity share will be entitled to receive remaining assets of the Company after preferential distribution. The distribution will be in proportion to the number of equity shares held by the share holders. There is no restriction on distribution of dividends. However same is subject to the approval of the shareholders in the Annual General Meeting.

E List of shareholders holding more than 5% of the Equity Share Capital of the Company (In numbers)

	As at 31/03/2018		As at 31/03/2017		As at 01/04/2016	
Name of shareholder	No. of Shares held	Percentage of Holding	No. of Shares held	Percentage of Holding	No. of Shares held	Percentage of Holding
Mr. Anil Kumar Khaitan	5942494	57.95%	5,942,494	57.95%	5,942,494	57.95%
M/S Magnum Computer Private Limited	1327211	12.94%	1,327,211	12.94%	1,327,211	12.94%
M/S SNK Executive Search Pvt Ltd	543690	5.30%	543,690	5.30%	543,690	5.30%

15	Other Equity			
(i)	Capital Redemption Reserve			
	Balance at the beginning of the year	7.50	7.50	7.50
	Addition/ (Transfer) during the year	-	-	-
		7.50	7.50	7.50
(ii)	Retained Earnings			
	Balance at the beginning of the year	3,347.29	2,785.37	2,785.37
	Add: Profit during the year	532.39	561.92	-
		3,879.68	3,347.29	2,785.37
(iii)	Other Comprehensive Income			
	Balance at the beginning of the year	(30.79)	(12.41)	(12.41)
	Transfer from Statement of Profit and Loss	(2.18)	(18.38)	
		(32.97)	(30.79)	(12.41)
	Total Other Equity	3,854.21	3,324.00	2,780.46

16	Borrowings			
	Secured			
	Term Loans			
	From Banks	6.87	88.74	173.56
	From Body Corporate	513.85	459.00	494.29
	Vehicle Loans			
	From Banks	193.99	250.83	21.86
	Buyer's/Supplier's Credit	1,294.34	711.47	415.20
	Unsecured			
	Term Loans			
	From Body Corporate	195.13	185.69	108.02
		2,204.18	1,695.73	1,212.93
	Less: Current Maturities of Non Current Borrowings			
	Secured			
	Term Loans			
	From Banks	6.87	84.00	84.00
	From Body Corporate	196.37	137.35	107.82
	Vehicle Loans			
	From Banks	61.35	56.82	20.70
	Unsecured			
	Term Loans			
	From Body Corporate	109.87	139.73	84.25
		374.46	417.90	296.77
		1,829.72	1,277.83	916.16

A. Security

Term loans are secured by specific movable or immovable plant, property and equipment, purchased against specific loan. The same is also personally guaranteed by Chairman cum Managing Director and a relative.

B. Repayment of term loans and Rate of interest

1 Rupee term loans from banks of Rs. 6.87 Lakhs (31st March2017 - Rs. 88.73 lakhs, 01st April2016 - Rs. 173.56 lakhs) will be fully repaid in Financial year 2018-19.

2 Rupee term loans of Rs. 513.85 Lakhs (31st March2017 - Rs. 459.00 lakhs, 01st April2016 - Rs. 494.29 lakhs) from body corporates carries interest rate ranging 12.25% to 13.95% per annum, is repayable in 48 equal monthly installments starting from June 2014.

3 Buyer's/Supplier's Credit of Rs. 1294.34 Lakhs (31st March2017 - Rs. 711.47 lakhs, 01st April2016 - Rs. 415.20 lakhs), equivalent to aggregate of USD 20.05 lakhs (31st March2017 equivalent to aggregate of USD 10.08 Lakhs, 01st April 2016 Equivalent to aggregate of USD 6.25 Lakhs) carries interest rate of 2.16% per annum and is repayable in 33 equal monthly installments starting from June 2015.

4 Vehicle loan of Rs. 193.99 Lakhs (31st March,2017 - Rs. 250.83 lakhs, 01st April2016 - Rs. 21.86 lakhs) carries interest rate ranging 9 % to 10% per annum, is repayable in 40 equal monthly installments starting from April 2016.

5 The unsecured term loans of Rs. 195.13 Lakhs (31st March2017 - Rs. 185.69 lakhs, 01st April2016 - Rs. 108.02 lakhs) from body corporates carries interest rate ranging 17.63%- 19.67% per annum, is repayable in 26 equal monthly installments starting from April 2016.

17	Provisions			
	Employees Benefits	200.59	129.48	105.29
		200.59	129.48	105.29
19	Borrowings			
	Secured			
	Working Capital Facilities from Banks (a)			
	Cash Credit	3,253.41	2,398.08	1,813.25
	Buyer's Import Credit	513.30	267.34	588.12
	From a Body Corporate (b)	91.70	91.70	91.70
		3,858.41	2,757.12	2,493.07

Note:

(a) Working Capital Loan is Secured by first charge by way of hypothecation on the entire stock of inventories, receivables, bills, and other chargeable current assets of the company (both present and future) and extension of first mortgage / hypothecation charge on the entire Property, Plant and Equipment of Company except those non current assets financed by the body corporates . The same is also personally guaranteed by Chairman cum Managing director and a relative.

(b) Secured under Key Man Insurance Policy taken for Key management personnel in earlier years and is repayable on demand.

20	Trade payables			
	Total Outstanding dues of Micro enterprises and small enterprises	-	-	-
	Total Outstanding dues of Creditors other than Micro enterprises and small enterprises	1,788.09	1,959.40	1040.36
		1,788.09	1,959.40	1,040.36

The Company has not received any intimation from its suppliers being registered under the Micro, Small and Medium Enterprises Development Act,2006 (MSME Act, 2006) hence the necessary disclosure required under MSME Act,2006 can not be made.

21	Other Financial Liabilities			
	Current Maturities of Non Current Borrowings	374.46	417.90	296.77
	Interest Accrued	41.81	26.22	10.83
	Unpaid Dividend	-	-	0.60
	Capital Creditors	140.01	100.41	99.82
		556.28	544.53	408.02
22	Other Current Liabilities			
	Statutory dues	336.25	29.67	28.43
	Advances from customers	36.65	71.25	51.33
	Accruals to employees and others	116.99	142.28	61.39
		489.89	243.20	141.15
23	Provisions			
	Employees Benefits	48.23	72.30	71.27
		48.23	72.30	71.27
24	Current Tax Liability(net)			
	Current Tax Liability [net of Advance Tax of Rs. 87.19 Lakhs(31st March2017 - Rs. 198.03 Lakhs, 01st April 2016 - Rs.126.54 lakhs)]	3.67	63.55	-
		3.67	63.55	-

SUNIL HEALTHCARE LIMITED
Notes to Standalone Financial Statements for the year ended 31st March, 2018
(All amounts are in rupees lakhs, unless otherwise stated)

18 Deferred tax liabilities (net)

A. Movement in deferred tax balances

Particulars	As at 01/04/2016	Recognized in P&L	Recognized in OCI	As at 31/03/2017	Recognized in P&L	Recognized in OCI	As at 31/03/2018
Deferred Tax Liabilities							
Property, plant and equipments	604.98	112.70	-	717.68	(9.55)	-	708.13
Fair Value of Investment	-	-	-	-		-	-
Others	5.58	(5.54)	-	0.04	(0.02)	-	0.02
Sub- Total (a)	610.56	107.16	-	717.72	(9.57)	-	708.15
Deferred Tax Assets							
Accrued expenses	58.38	(0.75)	9.08	66.71	(13.08)	2.49	56.12
MAT credit entitlement *	-	25.97	-	25.97	21.79	-	47.76
Provisions for doubtful trade receivables	60.02	27.68	-	87.70	(87.70)	-	-
Others	3.58	(3.58)	-	-	-	-	-
Sub- Total (b)	121.98	49.32	9.08	180.38	(78.99)	2.49	103.88
Net Deferred Tax Liability (a)-(b)	488.58	57.84	(9.08)	537.34	69.42	(2.49)	604.27

* Net of Rs. 22.96 Lakhs related to Tax liablity of earlier year settled with MAT Credit Entitlement during the year.
The Company has concluded that the deferred tax assets on MAT Credit Entitlement will be recoverable using the estimated future taxable income based on the approved business plans and budgets. The Company is expected to generate taxable income in near future. The MAT Credit Entitlement can be carried forward as per local tax regulations and the Company expects to recover the same in due course.

B. Amounts recognised in the Statement of Profit or Loss

Particulars	For the year ended 31/03/2018	For the year ended 31/03/2017
Current tax expense		
Current year	87.19	227.98
Income tax for earlier year	22.96	-
Deferred tax expense	110.15	227.98
Origination and reversal of temporary differences	46.46	57.84
	46.46	57.84
Total Tax Expense	156.61	285.82

C. Amounts recognised in Other Comprehensive Income

Particulars	For the year ended 31/03/2018	For the year ended 31/03/2017
Deferred Tax Charge/(Credit)		
Remeasurements of defined benefit obligation	2.49	9.08
	2.49	9.08

D. Reconciliation of effective tax rate

Particulars	For the year ended 31/03/2018		For the year ended 31/03/2017	
Accounting profit before tax		689.01		847.74
Tax using the Company's domestic tax rate	33.06%	227.81	33.06%	280.29
Tax effect of:				
Non-deductible expenses		3.87		11.18
Changes in estimates related to prior years		22.96		-
Other (including change in Tax Rate)		(98.02)		(5.65)
	22.73%	156.62	33.72%	285.82

SUNIL HEALTHCARE LIMITED

Notes to Standalone Financial Statements for the year ended 31st March, 2018

(All amounts are in rupees lakhs, unless otherwise stated)

		For the Year ended 31-Mar-2018	For the Year ended 31-Mar-2017
25	Revenue from Operations:		
	Sale of Products		
	Empty Capsules	8,226.35	8,862.04
	Traded Goods	741.79	1,955.93
	Other Operating Revenue		
	Export and Other Incentives	82.36	76.65
	Revenue from Operations	9,050.50	10,894.62
26	Other Income:		
	Interest Income	24.47	17.07
	Unspent Liabilities written back	60.74	19.83
	Gain on foreign currency transactions and translation (Other than considered as finance costs)	53.88	24.65
	Insurance Claims	0.04	6.64
	Miscellaneous	61.00	68.88
		200.13	137.07
27	Cost of Materials Consumed:		
	Raw Material		
	Gelatine	2,761.16	2,915.43
	Colour & Chemical	143.55	125.09
		2,904.71	3,040.52
	Less: Transfer to Capital Work-in-Progress/Capitalised	34.44	25.46
		2,870.27	3,015.06
28	Changes in Inventories of Finished goods, Work-in-progress and Stock-in-trade		
	Opening Inventories		
	Work-in-Progress	300.63	173.16
	Finished Goods	226.35	608.39
	Capsule Scrap	10.69	0.85
		537.67	782.40
	Less: Closing Inventories		
	Work-in-Progress	346.48	300.63
	Finished Goods	199.60	226.35
	Capsule Scrap	3.48	3.25
		549.56	530.23
		(11.89)	252.17
29	Employee Benefits Expenses:		
	Salaries and Wages	1,007.52	871.38
	Contribution to Provident and other Funds	92.75	81.05
	Employee Welfare	125.58	112.50
		1,225.85	1,064.93
	Less: Transfer to Capital Work-in-Progress/Capitalised	1.98	1.17
		1,223.87	1,063.76

30 **Finance Costs:**

Interest Expenses	502.54	404.52
Other Borrowing Costs	59.87	19.39
Net (Gain) /Loss on foreign currency transactions and translation	-	1.27
	562.41	425.18
Less: Transfer to Capital Work-in-Progress/Capitalised	59.36	6.96
	503.05	**418.22**

31 **Other Expenses:**

Consumption of Stores and Spares	35.54	39.87
Power and Fuel	889.19	686.87
Job Work charges	98.22	98.22
Packing Materials	211.94	184.17
Repairs to Buildings	22.28	20.66
Repairs to Machinery	329.11	351.85
Repairs to Others	48.34	35.52
Travelling & Conveyance	158.29	146.46
Legal & Professional Charges	90.53	61.94
Rates and Taxes	8.48	9.01
Rent	49.63	49.74
Insurance	44.89	38.18
Auditors' Remuneration - (a)	3.39	5.02
Freight and Forwarding Expenses (Net)	344.19	313.35
Selling Commission	28.02	42.78
Excise Duty on Sales	101.14	685.34
Donation	0.12	0.13
Directors' Fees	3.91	4.34
Loss on sale/ discarded of Plant, property and equipment	0.49	11.88
Increase/ Decrease of Excise Duty on closing stock	(1.86)	(50.38)
Provision for bad and doubtful debts	-	83.71
CSR activities [including Capital Construction Rs. NIL (31 March 2017- Rs. 7.34 Lakhs)]	7.77	12.98
Miscellaneous	277.32	266.64
	2,750.92	3,098.28
Less: Transfer to Capital Work-in-Progress/Capitalised	12.50	1.43
	2,738.43	**3,096.85**

(a). Details of Auditors' Remuneration are as follows:

Statutory Auditors:		
For Audit	2.00	2.00
For Tax Audit		0.55
For Quarterly Review	1.20	1.05
For Company Law matters	-	1.23
For Certification & Others	0.08	-
Reimbursement of expenses	0.11	0.19
	3.39	**5.02**

32 **Earning per Share (EPS) of Rs. 10/- each**

	Year ended	
	31/3/2018	31/3/2017
Profit for the year	532.39	561.92
Weighted average number of shares used in the calculation of EPS	10254750	10254750
Weighted average number of Basic Equity Shares outstanding	10254750	10254750
Weighted average number of Diluted Equity Shares outstanding	10254750	10254750
Face value of per share	10.00	10.00
Basic and Diluted EPS	5.19	5.48

SUNIL HEALTHCARE LIMITED
Notes to Standalone Financial Statements for the year ended 31st March, 2018
(All amounts are in rupees lakhs, unless otherwise stated)

1 Reporting Entity

Sunil Healthcare Limited referred as "the Company" is domiciled in India. The registered office of the Company is at 38E/252A, Vijay Tower, Shahpurjat, New Delhi. Equity shares of the Company are listed in India on the Bombay stock exchange and the Calcutta stock exchange.

The Company has manufacturing plant in Alwar (Rajasthan), India . The Company is a manufacturer of Empty Hard Gelatin and HPMC Capsule Shells . The Company is also doing Trading of Food Items.

The financial statements of the company for the year ended 31st March 2018 were authorized for issue in accordance with a resolution of the directors on 25th May, 2018.

2 Significant Accounting Policies

The Company has consistently applied the following accounting policies to all periods presented in the financial statements.

2.1 Basis of preparation

The standalone financial statements of Sunil Healthcare Limited (“the Company”) comply in all material aspects with Indian Accounting Standards (“Ind AS”) as prescribed under section 133 of the Companies Act, 2013 (“the Act”), as notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and other accounting principles generally accepted in India.

The financial statement up to year ended 31st March, 2017 were prepared in accordance with Generally Accepted Accounting Principles (GAAP) in India and complied with the applicable accounting standards prescribed in the Companies (Accounting Standards) Rules, 2014 issued by the Central Government and as per relevant provisions of the Companies Act, 2013 read together with Paragraph 7 of The Companies (Accounts) Rules, 2014.

The Company followed the provisions of Ind-AS 101 in preparing its opening Ind AS Balance Sheet as of the date of transition i.e 1st April 2016 and transional adjustment were recognized directly through retained earnings(Refer Note No.41)

2.2 Basis of measurement

The financial statements have been prepared under the historical cost convention on accrual basis and the following items, which are measured on following basis on each reporting date:

- Certain financial assets and liabilities (including derivative instruments) that is measured at fair value
- Defined benefit liability/(assets): present value of defined benefit obligation less fair value of plan assets

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company take into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- **Level 1 :** inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the company can access at the measurement date;
- **Level 2 :**inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- **Level 3 :** inputs are unobservable inputs for the asset or liability.

2.3 Functional and presentation currency

These financial statements are presented in Indian National Rupee (‘INR’), which is the Company’s functional currency. All amounts have been rounded to the nearest lakhs, unless otherwise indicated.

2.4 Use of judgements and estimates

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the company’s accounting policies and the reported amounts of assets, liabilities, income and expenses. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Judgements

- Classification of leases into finance and operating lease
- Classification of financial assets: assessment of business model within which the assets are held and assessment of whether the contractual terms of the financial asset are solely payments of principal and interest on the principal amount outstanding.
- Classification of financial assets: assessment of business model within which the assets are held and assessment of whether the contractual terms of the financial asset are solely payments of principal and interest on the principal amount outstanding.

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the financial statements for the every period ended is included below:

- Measurement of defined benefit obligations: key actuarial assumptions;
- Recognition of deferred tax assets: availability of future taxable profit against which carry-forward tax losses can be used;
- Impairment test: key assumptions underlying recoverable amounts;
- Useful life and residual value of Property, Plant and Equipments;
- Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources.

2.5 Classification of Assets and Liabilities as Current and Non-Current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset/liabilities is treated as current when it is:

- Expected to be realised/settled (liabilites) or intended to be sold or consumed in normal operating cycle.
- Held primarily for the purpose of trading
- Expected to be realised/settled within twelve months after the reporting period, or
- Cash and cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period or There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other assets/liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets/liabilities.

The operating cycle is the time between the acquisition of the assets for processing and their realisation in cash and cash equivalents.

2.6 Property, Plant and Equipment (Fixed Assets)

Recognition and Measurement

"Items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss , if any. The cost of assets comprises of purchase price and directly attributable cost of bringing the assets to working condition for its intended use including borrowing cost and incidental expenditure during construction incurred upto the date when the assets are ready to use. Capital work in progress includes cost of assets at sites, construction expenditure and interest on the funds deployed less any impairment loss, if any."

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as a separate items (major components) of property, plant and equipment.

Foreign exchange loss /gain arising on long-term foreign currency monetary items existing as on April 1,2016 used for depreciable assets, which are capitalised as per transitional provision of Ind AS 101 "First time adoption".

On transition to Ind AS, the Company has adopted optional exception under Ind AS 101 to measure leasehold land at fair value. Consequently the fair value has been assumed to be deemed cost of leasehold land on the date of transition.

Subsequent Measurement

Subsequent expenditure is capitalised only if it is probable that there is an increase in the future economic benefits associated with the expenditure will flow to the company.

Depreciation

Depreciation on fixed assets is calculated on Straight Line Method using the rates arrived at estimated useful lives given in Schedule II of the Companies Act, 2013 or assessed by the Company on technical evaluation, as given below.

Plant and Machinery	**15 to 40 years (single shift)**
Electrical Installation	**15 to 40 years (single shift)**

Depreciation on additions to or on disposal of assets is calculated on pro-rata basis. Premium on Leasehold land is being amortised over the period of lease tenure.

Depreciation methods, useful lives and residual values are reviewed in each financial year end and changes, if any, are accounted for prospectively.

Capital work-in-progress

Expenditure incurred during the construction period, including all expenditure direct and indirect expenses, incidental and related to construction, is carried forward and on completion, the costs are allocated to the respective property, plant and equipment.

De-recognisation

An item of property, plant and equipment is de-recognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between net disposal proceeds and the carring amount of the assets and it recognised in the Statement of Profit and Loss.

2.7 Intangible assets

Intangible Assets acquired separately are stated at cost less accumulated amortization and impairment loss, if any. Intangible assets are amortized on straight line method basis over the estimated useful life. Estimated useful life of the Software is considered as 6 years and Patent is considered as 10 years.

Amortisation methods, useful lives and residual values are reviewed in each financial year end and changes, if any, are accounted for prospectively.

An intangible asset is de-recognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in the statement of profit and loss when the asset is derecognised.

2.8 Non-current assets held for sale

Non-current assets are classified as held-for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets are generally measured at the lower of their carrying amount and fair value less costs to sell. An impairment loss is recognised for any initial or subsequent write-down of the asset to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset is recognised at the date of de-recognition.

Once classified as held-for-sale, intangible assets and property, plant and equipment are no longer amortised or depreciated.

2.9 Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets (other than inventories and deferred tax assets) to determine whether there is any indication on impairment. If any such indication exists, then the recoverable amount of assets is estimated.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or Cash Generating Unit (CGUs).

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pretax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment loss in respect of assets other than goodwill is reversed only to the extent that the assets carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised in prior years. A reversal of impairment loss is recognised immediately in the Statement of Profit & Loss.

2.10 Borrowing Cost

Borrowing costs directly attributable to the acquisition, construction of qualifying assets are capitalised as part of the cost of such assets upto the assets are substantially ready for their intended use.

The loan origination costs directly attributable to the acquisition of borrowings (e.g. loan processing fee, upfront fee) are amortised on the basis of the Effective Interest Rate (EIR) method over the term of the loan.

All other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

2.11 Foreign currency transactions

Transactions in foreign currencies are recorded by the Company entities at their respective functional currency at the exchange rates prevailing at the date of the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currency are translated to the functional currency at the exchange rates prevailing at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in the statement of profit and loss with the exception of the following:

- exchange differences on foreign currency borrowings included in the borrowing cost when they are regarded as an adjustment to interest costs on those foreign currency borrowings;
- In respect of long term foreign currency monetary items recognised In the financial statements for the period ending immediately before the beginning of the first Ind as financial reporting period, the Company has elected to recognise exchange differences on translation of such long term foreign currency monetary items In line with its Previous GAAP accounting policy.

Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rates at the date of initial transactions. Non-monetary items measure at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

2.12 Employee benefits

Short term employee benefits

Short-term employee benefits are expensed in the year in which the related services are provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Defined contribution plans

Employee benefits in the form of Provident Fund (with Government Authorities) is defined as contribution plan and charged as expenses during the period in which the employees perform the services.

Defined benefit plans

For defined benefit retirement, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of government bonds.

The effect of the remeasurement changes (comprising actuarial gains and losses) to the asset ceiling (if applicable) and the return on plan assets (excluding interest)), is reflected in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to the statement of profit and loss. Past service cost is recognised in the statement of profit and loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- remeasurement

The Company presents the first two components of defined benefit costs in the statement of profit and loss in the line item employee benefits expense.

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

Other long-term employee benefits

The company has long term employment benefit plans i.e. accumulated leave. Accumulated leave is encashed to eligible employees at the time of retirement. The liability for accumulated leave, which is a defined benefit scheme, is provided based on actuarial valuation as at the Balance Sheet date, based on Projected Unit Credit Method, carried out by an independent actuary.

2.13 Revenue Recognition

The Company recognises revenue from sale of goods when;

i) the Company has transferred to the buyer the significant risks and rewards of ownership of the goods;

ii) the amount of revenue can be measured reliably;

iii) it is probable that the economic benefits associated with the transaction will flow to the Company; and

iv) the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Revenue (other than sale of goods) is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Claim on insurance companies, where quantum of accrual cannot be ascertained with reasonable certainty, are accounted for on acceptance basis.

Revenue represents net value of goods and services provided to customers after deducting for certain incentives including, but not limited to discounts, volume rebates, incentive programs etc.

Interest income are recognised on an accrual basis using the effective interest method.

Dividends are recognised at the time the right to receive payment is established.

2.14 Inventories

"Inventories such as Raw Materials, Work-in-Progress, Finished Goods, Stock in Trade and Stores & Spares are valued at the lower of cost and net realizable value except scrap/waste which are value at net realizable value. The cost is computed on FIFO basis. Finished Goods and Process Stock include cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Materials and other items held for use in the production of inventories are not written down below costs, if finished goods in which they will be incorporated are expected to be sold at or above cost.Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and to make the sale."

2.15 Provisions, Contingent Liabilities and Contingent Assets

Based on the best estimate provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event and it is probable ("more likely than not") that it is required to settle the obligation, and a reliable estimate can be made of the amount of the obligation at reporting date.

A contingent liability is a possible obligation that arises from a past event, with the resolution of the contingency dependent on uncertain future events, or a present obligation where no outflow is probable. Major contingent liabilities are disclosed in the financial statements unless the possibility of an outflow of economic resources is remote.

Contingent assets are not recognized in the financial statements but disclosed, where an inflow of economic benefit is probable.

2.16 Measurement of fair value

a) Financial instruments

The estimated fair value of the Company's financial instruments is based on market prices and valuation techniques. Valuations are made with the objective to include relevant factors that market participants would consider in setting a price, and to apply accepted economic and financial methodologies for the pricing of financial instruments. References for less active markets are carefully reviewed to establish relevant and comparable data.

b) Derivatives

Fair value of financial derivatives is estimated as the present value of future cash flows, calculated by reference to quoted price curves and exchange rates as of the balance sheet date.

2.17 Financial instruments

Financial Assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Classifications

The company classifies its financial assets as subsequently measured at either amortised cost or fair value depending on the company's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

Equity Instruments

All equity instruments in scope of Ind AS 109 are measured at fair value. On initial recognition an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in fair value in OCI. This election is made on an investment-by-investment basis.

All other Financial Instruments are classified as measured at FVTPL.

Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- "The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset."

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognize the transferred asset to the extent of the company's continuing involvement. In that case, the company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the company could be required to repay.

On derecognition of a financial asset, the difference between the carrying amount of the asset (or the carrying amount allocated to the portion of the asset derecognised) and the sum of (i) the consideration received (including any new asset obtained less any new liability assumed) and (ii) any cumulative gain or loss that had been recognised in OCI is recognised in profit or loss.

Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

With regard to trade receivable, the Company applies the simplified approach as permitted by Ind AS 109, Financial Instruments, which requires expected lifetime losses to be recognised from the initial recognition of the trade receivables.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, amortised cost, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of amortised cost, net of directly attributable transaction costs.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial Liabilities measured at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities designated upon initial recognition as at fair value through profit or loss.

Gains or losses on liabilities held for trading are recognised in the profit

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains! losses attributable to changes in own credit risk are recognized in OCI. These gains! loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss.

Derecognition of financial liabilities

The company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

2.18 Income tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to items recognised directly in equity or in Other Comprehensive Income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax assets and liabilities are offset only if, the Company:

a) Has a legally enforceable right to set off the recognised amounts; and

b) Intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Deferred tax

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the balance sheet and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date.

Minimum Alternative Tax (MAT) is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of credit to the consolidated statement of profit and loss and included in deferred tax assets. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income tax during the specified period.

2.19 Leases

Leases of property, plant and equipment where the Company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the percentage value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the statement of profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Lease in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to statement of profit and loss on a straight line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

2.20 Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less.

2.21 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors of the Company has been identified as being the chief operating decision maker by the Management of the company.

2.22 Standard issued but not yet effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective.

On March 28, 2018, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2018, notifying amendments to Ind AS 21, 'The Effects of Changes in Foreign Exchange Rates' and Ind AS 115, 'Revenue from Contracts with Customers.' The amendments are applicable to the Company from April 1, 2018.

(a) Amendment to Ind AS 21

Appendix B to Ind AS 21, Foreign currency transactions and advance consideration: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. The amendment will come into force from April 1, 2018. The Company is evaluating the requirements of the amendment and the effect on the financial statements will be given in due course.

(b) Amendment to Ind AS 115

"Ind AS 115- Revenue from Contract with Customers: On March 28, 2018, Ministry of Corporate Affairs (""MCA"") has notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers. The standard permits two possible methods of transition:"

- Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors;
- Retrospectively with cumulative effect of initially applying the standard recognized at the date of initial application (Cumulative catch - up approach).

The effective date for adoption of Ind AS 115 is financial periods beginning on or after April 1, 2018. The Company is evaluating the requirements of the amendment and the effect on the financial statements will be given in due course.

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33 Contingent liabilities, contingent assets and commitments

	Particulars	As at 31/03/ 2018	As at 31/03/ 2017	As at 01/04/ 2016
A	Contingent liabilities (not provided for) in respect of:			
(i)	Demand for Octroi under disputes	-	8.47	8.47
(ii)	Demand for Income Tax (Paid under Protest Rs. 0.85 Lakhs, 31 March 2017- Rs.0.85 lakhs,01 April 2016- Rs.0.85 lakhs)	3.72	3.72	3.72
(iii)	Customs duty on Raw Materials imported under Advance License, against which export obligation is to be fulfilled. The Company is hopeful of favourable decisions and expect no outflow of resources, hence no provision is made in the books of accounts.	367.67	108.18	504.97
B	Commitments			
(i)	Estimated amount of contracts remaining to be executed on capital account and not provided for (Advances paid Rs. 6.88 Lakhs, 31 March 2017- Rs. 11.37 lakhs, 1 April 2016- Rs.5.43 lakhs)	54.71	5.95	5.4

(ii) The Company has procured certain capital goods under EPCG Scheme at concessional rate of duty. As on 31st March, 2018 the Company is contingently liable to pay differential custom duty Rs. 273.91 Lakhs (31 March 2017- Rs. 47.24 lakhs, 1 April 2016 - Rs. 47.24 Lakhs) on such procurement. In view of past export performance and future projections, the management is hopeful of completing the export obligation within stipulated time, and expect no cash on this account.

(iii) The Company has availed certain government subsidies/grants. As per the terms and conditions, the Company has to continue production for specified number of years and others conditions failing which amount of subsidies availed along with interest, penalty etc. will have to be refunded.

34 Loans and Advances pursuant to Regulation 34(3) and 53(f) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015:

Particulars	Outstanding as at 31/03/2018	Maximum Amount Outstanding during the year ended 31/03/ 2018	Outstanding as at 31/03/2017	Maximum Amount Outstanding during the previous year ended 31/03/ 2017
Sunil Healthcare -North America	88.32	88.32	29.39	29.39
Sunil Healthcare -Mexico	23.35	23.35	1.07	1.07

Note: this advance is pertaining to expenditure incurred by the company on behalf of the above subsidiaries which are fully recoverable.

35 Details of Investment made, Loan and Guarantee given covered under section 186(4) of Companies Act, 2013

Details of investments made and their outstanding balances are given in Note No.3.

36 Foreign exchange derivatives and exposures outstanding at the year-end:

Particulars	31/03/2018 Amount (Foreign Currency in Lakhs)	31/03/2018 Amount (Equivalent Rs. in Lakhs)	31/03/2017 Amount (Foreign Currency in Lakhs)	31/03/2017 Amount (Equivalent Rs. in Lakhs)	01/04/2016 Amount (Foreign Currency in Lakhs)	01/04/2016 Amount (Equivalent Rs. in Lakhs)
Derivatives						
Forward contract	7.71	511.27	4.25	294.32	1.05	71.65
Open Exposures						
Receivables	14.98	959.70	20.92	1,356.33	4.24	281.35
Payables	18.37	1,195.02	11.81	765.83	10.32	690.35

37 Employee benefits

The Company contributes to the following post-employment defined benefit plans in India.

(i) Defined Contribution Plans:

The Company makes contributions towards provident fund to a defined contribution retirement benefit plan for qualifying employees. Under the plan, the Company is required to contribute a specified percentage of payroll cost to the retirement benefit plan to fund the benefits.

Particulars	For the year ended 31/03/2018	For the year ended 31/03/2017
Contribution to government Provident Fund	66.70	57.88

(ii) Defined Benefit Plan:

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. Gratuity liability is being contributed to the gratuity fund formed by the company.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at 31 March 2018. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

A. Movement in net defined benefit (asset) liability

The following table shows a reconciliation from the opening balances to the closing balances for net defined benefit (asset) liability and its components:

Particulars	31/03/2018 Defined benefit obligation	31/03/2018 Fair value of plan assets	31/03/2018 Net defined benefit (asset)/ liability	31/03/2017 Defined benefit obligation	31/03/2017 Fair value of plan assets	31/03/2017 Net defined benefit (asset)/ liability
Balance as at 1 April	199.93	98.70	101.23	162.73	88.36	74.37
Included in profit or loss						
Current service cost	18.77	-	18.77	17.44	-	17.44
Interest cost / (income)	14.38	7.10	7.28	12.53	6.81	5.72
	33.15	7.10	26.05	29.97	6.81	23.16
Included in OCI						
Remeasurements loss / (gain)						
-Actuarial loss / (gain) arising from:						
-Demographic assumptions	-	-	-	4.41	-	4.41
-Financial assumptions	(5.92)	-	(5.92)	(2.37)	-	(2.37)
-Experience adjustment	5.46	-	5.46	26.01	-	26.01
-On plan assets	-	(0.13)	0.13	-	0.58	(0.58)
	(0.46)	(0.13)	(0.33)	28.05	0.58	27.47
Other						
Contributions paid by the employer	-	15.72	(15.72)	-	23.77	(23.77)
Benefits paid	(27.52)	(27.52)	-	(20.80)	(20.80)	-
	(27.52)	(11.81)	(15.72)	(20.80)	2.97	(23.77)
Balance as at 31 March	205.10	93.87	111.23	199.95	98.72	101.23

B. Plan assets

	31/03/2018	31/03/2017	01/04/2016
Fund managed by insurer	100%	100%	100%
	100%	100%	100%

C. Actuarial assumptions

The following were the principal actuarial assumptions at the reporting date (expressed as weighted averages).

	31/03/2018	31/03/2017
Discount rate	7.70%	7.20%
Expected rate of future salary increase	4.00%	4.00%
Mortality	100% of IALM	100% of IALM

Assumptions regarding future mortality have been based on published statistics and mortality tables.

The company expects to pay Rs 111.34 Lakhs (31 March 2017- Rs. 101.23 Lakhs, 01 April 2016- Rs. 74.37 lakhs) in contribution to its defined benefit plans in the next year.

D. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Particulars	31/03/2018		31/03/2017	
	Increase	Decrease	Increase	Decrease
Discount rate (-/+1% Movement)	(194.34)	217.41	(190.94)	210.29
Salary Growth rate (-/+1% Movement)	217.75	(193.89)	210.52	(190.60)

Sensitivities due to mortality & withdrawals are insignificant & hence ignored. Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

E. Description of Risk Exposures:

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such Company is exposed to various risks as follow -

A) Salary Increases- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

B) Investment Risk – Assets and liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.

C) Discount Rate - Reduction in discount rate in subsequent valuations can increase the plan's liability.

D) Mortality & disability – Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

E) Withdrawals – Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

38 Related party Transactions

A. Related parties and their relationships

i) Key Managerial Personnel (KMP) and their relatives

Name	Relationship
Mr. Anil Kumar Khaitan	Key Management Personal
Ms. Sarita Khaitan	Wife of Key Management Personal
Mr. Ishan Khaitan	Son of Key Management Personal
Ms. Aanchal Khaitan	Relative of Key Management Personal
Mr. Kahaan Khaitan	Son of Key Management Personal
Mr. Rakesh Mohan	Independent Director (KMP) under IndAS
Mr. B P Srinivasan	Independent Director (KMP) under IndAS
Dr. Lata Singh	Independent Director (KMP) under IndAS
Mr. R C Khurana	Independent Director (KMP) under IndAS
Mr. Sanjay kumar Kaushik	Independent Director (KMP) under IndAS

ii) Subsidiary Companies

Sunil Healthcare North America LLC

Sunil Healthcare Mexico SA De CV

B. Transactions with the above in the ordinary course of business

Nature of Transaction	For the year ended 31/03/2018	31/03/2017
a) Payments to Key Managerial Personnel and their relatives		
(i) Short-term Employee benefits		
Mr. Anil Kumar Khaitan	28.93	29.58
Mrs. Sarita Khaitan	26.72	26.40
Mr. Ishan Khaitan	28.06	28.79
Mr. Kahaan Khaitan	17.12	17.03
Mrs. Anchal khaitan	6.03	6.22
Mr. Rakesh Mohan	0.70	0.25
Mr. B P Srinivasan	0.86	0.43
Dr. Lata Singh	0.70	0.51
Mr. R C Khurana	0.86	0.85
Mr. Sanjay kumar Kaushik	0.91	0.68
Mr. S N Balasubrmanian	0.56	1.02
Mr. Joginder Singh	-	0.51
Mr. Rajat kumar Niyogi	-	0.09
(ii) Long Term Employee Benefits		
Mr. Anil Kumar Khaitan	14.93	11.92
Mrs. Sarita Khaitan	8.60	7.65
Mr. Ishan Khaitan	8.54	7.21
Mr. Kahaan Khaitan	2.83	2.45
Mrs. Anchal khaitan	0.93	0.80

	31/03/2018	31/03/2017
(iii) Post Employee Benefits		
Mr. Anil Kumar Khaitan	9.29	8.94
Mrs. Sarita Khaitan	4.59	4.07
Mr. Ishan Khaitan	3.12	2.96
Mr. Kahaan Khaitan	1.17	0.96
Mrs. Anchal khaitan	0.38	0.31
(iv) Rent, Repair and Maintenance		
Mrs. Sarita Khaitan	24.63	24.49
Closing balance at the year end:		
Mr. Anil Kumar Khaitan	4.05	2.91
Mrs. Sarita Khaitan	1.54	2.41
Mr. Ishan Khaitan	1.81	0.76
Mr. Kahaan Khaitan	1.33	0.49
Mrs. Anchal khaitan	0.65	0.40

b) With Subsidiary Companies are as under

Nature of Transaction	For the year ended	
	31/03/2018	31/03/2017
Sunil Healthcare North America LLC		
-Sale	62.26	48.80
- Investment in Equity Instruments	12.91	-
-Loan Given*	58.93	29.39
Closing balance at the year end:	198.88	73.90
Trade Receivable	110.56	44.51
Loan*	88.32	29.39
Sunil Healthcare Mexico SA DE CV		
-Sale	485.65	-
- Investment in Equity Instruments	0.10	-
-Loan Given*	22.29	1.07
Closing balance at the year end:		
-Trade Receivable	451.87	-
-Loan*	23.35	1.07

* These advance is pertaining to expenditure incurred by the Company on behalf of the above subsidiaries which are fully recovered.

39 Financial instruments – Fair values and risk management

I. Fair value measurements

A. Financial instruments by category

Particulars	As at 31/03/ 2018		As at 31/03/2017		As at 01/04/ 2016	
	Amortised Cost	FVTPL	Amortised Cost	FVTPL	Amortised Cost	FVTPL
Financial assets						
Investments - Non Current		10.00	-	-	-	-
Loans - Current	111.67	-	30.46	-	-	-
Trade receivables	4,797.57	-	3,895.46	-	2,248.14	-
Cash and cash equivalents	65.18	-	148.38	-	131.65	-
Bank balances other than above	401.88	-	244.32	-	242.28	-
Others						
Non Current	177.10	-	193.55	-	91.88	-
Current	43.65	-	39.71	-	32.54	-
	5,597.05	10.00	4,551.88	-	2,746.49	-
Financial liabilities						
Borrowings						
Non-current	1,829.72	-	1,277.83	-	916.16	-
Current	3,858.41	-	2,757.12	-	2,493.07	-
Trade payables	1,788.09	-	1,959.40	-	1,040.36	-
Other - Current	556.28	-	544.53	-	408.02	-
	8,032.50	-	6,538.88	-	4,857.61	-

B. Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are:

(a) recognised and measured at fair value and

(b) measured at amortised cost and for which fair values are disclosed in the financial statements.

('c) To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

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42 First Time Adoption of Ind AS

As stated in note 2, these are the Company's first financial statements prepared in accordance with Ind AS. The accounting policies set out in note 2 have been applied in preparing the financial statements for the year ended 31st March, 2018, the comparative information presented in these financial statements for the year ended 31st March, 2017 and in the preparation of an opening Ind AS statement of financial position at 1st April, 2016 (the Company's date of transition). In preparing its opening Ind AS statement of financial position, the Company has adjusted amounts reported previously in financial statements prepared in accordance with Indian GAAP (previous GAAP). An explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables and the notes that accompany the tables.

Exemptions and exceptions availed

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

A Ind AS optional exemptions

i) "Deemed costInd AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets.Accordingly, the Company has elected to measure all of its property, plant and equipment and intangible assets except land at their previous GAAP carrying value."

ii) "Effect of changes in exchange rateIn respect of long term foreign currency monetary items recognised in the financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period, the Company has elected to recognise exchange differences on translation of such long term foreign currency monetary items in line with its Previous GAAP accounting policy.In respect of long term foreign currency monetary items recognised in the financial statements beginning with the first Ind AS financial reporting period, exchange differences are recognised in the statement of profit and loss."

iii) "LeasesAppendix C to Ind AS 17 requires an entity to assess whether a contract or arrangement contains a lease. In accordance with Ind AS 17, this assessment should be carried out at the inception of the contract or arrangement. Ind AS 101 provides an option to make this assessment on the basis of facts and circumstances existing at the date of transition to Ind AS, except where the effect is expected to be not material. The Company has elected to apply this exemption for such contracts/arrangements."

B Ind AS mandatory exceptions

i) "EstimatesAn entity's estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.Ind AS estimates as at 01st April 2016 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Company made estimates for Impairment of financial assets based on expected credit loss model in accordance with Ind AS at the date of transition as these were not required under previous GAAP."

ii) "Classification and measurement of financial assetsInd AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS."

C Reconciliations between previous GAAP and Ind AS

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent the reconciliations from previous GAAP to Ind AS.

Particulars	Notes to first-time adoption	As at 01st April, 2016 Previous GAAP*	Adjustments	Ind AS	As at 31st March, 2017 Previous GAAP*	Adjustments	Ind AS
ASSETS							
Non-current assets							
Property, Plant and Equipment	1	4,077.22	1,041.39	5,118.61	4,902.81	1,036.07	5,938.88
Capital work-in-progress		5.81	-	5.81	12.38	-	12.38
Other Intangible Assets		16.73	-	16.73	33.17	-	33.17
Financial assets							
(i) Investments		-	-	-	-		
(ii) Other Financial assets		91.88	-	91.88	193.55	-	193.55
Other non-current assets		5.93	-	5.93	11.84	-	11.84
Current assets							
Inventories		1,316.57	-	1,316.57	1,054.36	-	1,054.36
Financial assets							
(i) Investments		-	-	-	-	-	-
(i) Trade receivables	4	2,413.94	(165.80)	2,248.14	4,144.97	(249.51)	3,895.46
(ii) Cash and cash equivalents		131.65	-	131.65	148.38	-	148.38
(iii) Bank balances other than (ii) above		242.28	-	242.28	244.32	-	244.32
(iv) Loans		-	-	-	30.46	-	30.46
(iv) Other current financial assets	5	16.85	15.69	32.54	39.58	0.13	39.71
(v) Current Tax Assets (net)		9.63	-	9.63	11.29	-	11.29
Other current assets		250.07	-	250.07	320.43	-	320.43
			-				
TOTAL ASSETS		**8,578.56**	**891.28**	**9,469.84**	**11,147.54**	**786.69**	**11,934.23**

Particulars	Notes to first-time adoption	As at 01st April, 2016 Previous GAAP*	Adjustments	Ind AS	As at 31st March, 2017 Previous GAAP*	Adjustments	Ind AS
EQUITY AND LIABILITIES							
Equity							
Equity share capital		1,025.48	-	1,025.48	1,025.48	-	1,025.48
Other equity	8	2,080.56	699.90	2,780.46	2,690.97	633.03	3,324.00
						-	
LIABILITIES						-	
Non-current liabilities						-	
Financial liabilities						-	
(i) Borrowings	1,2	916.16	-	916.16	1,282.03	(4.20)	1,277.83
Provisions		105.29	-	105.29	129.48	-	129.48
Deferred tax liabilities (net)	7	297.55	191.03	488.58	379.48	157.86	537.34
						-	
Current liabilities						-	
Financial liabilities						-	
(i) Borrowings		2,493.07	-	2,493.07	2,757.12	-	2,757.12
(ii) Trade payables		1,040.36	-	1,040.36	1,959.40	-	1,959.40
(iii) Other financial liabilities		408.02	-	408.02	544.53	-	544.53
Other current liabilities		141.15	-	141.15	243.20	-	243.20
Provisions		70.92	0.35	71.27	72.30	-	72.30
Current tax liabilities		-	-	-	63.55	-	63.55
TOTAL EQUITY AND LIABILITIES		**8,578.56**	**891.28**	**9,469.84**	**11,147.54**	**786.69**	**11,934.23**

*The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Reconciliation of total comprehensive income for the year ended 31st March, 2017

Particulars	Notes to first-time adoption	Previous GAAP*	Adjustments	Ind AS
Revenue				
Revenue from operations		10,894.62	-	10,894.62
Other income	5	152.29	(15.22)	137.07
Total income		**11,046.91**	**(15.22)**	**11,031.68**

Expenses				
Cost of materials consumed		3,015.06	-	3,015.06
Purchase of Stock in Trade		1,904.46	-	1,904.46
Changes in inventories of finished goods, stock-in-Trade and work-in-progress		252.17	-	252.17
Employee benefits expense	3	1,091.22	(27.46)	1,063.76
Finance costs	1, 2	416.95	1.27	418.22
Depreciation and amortization expense	1, 2	433.58	(0.15)	433.43
Other expenses	4	3,013.14	83.71	3,096.85
Total Expenses		**10,126.58**	**57.37**	**10,183.95**
Profit/(loss) before exceptional items and tax		**920.33**	**(72.59)**	**847.74**
Tax expense:				
Current tax				
-Current Year		202.00	25.98	227.98
Deferred tax	7	107.94	(50.10)	57.84
Profit/ (loss) for the year (A)		**610.39**	**(48.47)**	**561.92**
Other comprehensive income				
Items that will not be reclassified to profit or loss				
Remeasurement of defined benefit plans	3		(27.46)	(27.46)
Income tax relating to the above	7		9.08	9.08
Total other comprehensive income for the year (B)		**-**	**(18.38)**	**(18.38)**
Total comprehensive income for the year (A + B)		**610.39**	**(66.85)**	**543.54**

*The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Reconciliation of total equity as at 31st March, 2017 and 01st April, 2016

Particulars	**Notes to first-time adoption**	**31 March 2017**	**1 April 2016**
Total equity (shareholder's funds) as per previous GAAP		3,716.45	3,106.04
Adjustments:			
Effect of measuring derivative instruments at fair value through profit or loss	5	(15.56)	15.69
Effect of measuring lease land at fair value	1	-	1,041.39
Provision for expected credit losses	4	(83.71)	(165.80)
Other Ind AS adjustments	1, 2	(0.77)	(0.35)
Deferred Tax on above adjustment	7	33.17	(191.03)
Total adjustments		(66.87)	699.90
Net impact brought forward from Opening balance sheet		699.90	-
Total equity as per Ind AS		4,349.48	3,805.94

Impact of Ind AS adoption on the statements of cash flows for the year ended 31 March 2017

Particulars	**Notes to first-time adoption**	**Previous GAAP***	**Adjustments**	**Ind AS**
Net cash flow from operating activities		1,078.95	-	1,078.95
Net cash flow from investing activities		(1,285.12)	-	(1,285.12)
Net cash flow from financing activities		222.90	-	222.90
Net increase/(decrease) in cash and cash equivalents		16.73	-	16.73
Cash and cash equivalents as at 1 April 2016		131.65	-	131.65
Cash and cash equivalents as at 31 March 2017		**148.38**	**-**	**148.38**

*The previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purposes of this note.

D Notes to first-time adoption:

1 Property Plant and Equipments

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment and intangible assets recognised as at 01 April, 2016 measured as per the previous GAAP except leasehold land which has been fair valued and use that carrying value as the deemed cost of the property, plant and equipment and intangible assets. The resulting impact of fair valuation of land is Rs 1041.86 Lakhs and a positive impact of Rs.801.12 Lakhs is reflected in the reserves as on 31/3/16.

As per Ind AS 16, Property Plant and Equipment, Company has decapitalised certain costs which were capitalised as a part of cost of fixed assets under previous GAAP. Such costs along with accumulated depreciation on such costs have been decapitalised on the date of transition. During the year ended 31 March 2016 depreciation expense was derecognised under Ind AS for such items of Property Plant and Equipments which was charged to statement of profi t and loss under previous GAAP.

2 **Borrowings**

"Ind AS 109 requires transaction costs incurred towards origination of borrowings to be deducted from the carrying amount of borrowings on initial recognition. These costs are recognised in the profit or loss over the tenure of the borrowing as part of the interest expense by applying the effective interest rate method. Under previous GAAP, these transaction costs were charged to profit or loss and PPE as and when incurred. Accordingly, borrowings as at 31 March 2017 have been reduced by Rs. 4.20 Lakhs (1 April 2016– Rs.Nil Lakhs) with a corresponding adjustment to retained earnings. The total equity increased by an equivalent amount of retained earning. The profit for the year ended 31 March 2017 reduced by Rs. 1.27 Lakhs as a result of the additional interest expense."

3 **Remeasurements of post-employment benefit obligations**

Under Ind AS, remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss. Under the previous GAAP, these remeasurements were forming part of the profit or loss for the year.

4 **Trade receivables**

Under previous GAAP, the Group had created provision for doubtful debts based on specific amount for incurred losses. Under Ind AS, the allowance for doubtful debts has been determined based on expected credit loss model.

5 **Fair valuation of derivatives**

The company has taken forward contracts to hedge foreign currency receivables/ payable. Under previous GAAP, AS 11 accounting was followed to account for these contracts. Under Ind AS all these derivatives has been valued at fair value as per Ind AS 109. This has decreased retained earnings by Rs. 13.56 Lakhs as at 31 March 2017 and decreased retained earnings by Rs. 8.48 lakhs.

6 **Other comprehensive income**

Under Ind AS, all items of income and expense recognised in a period should be included in statement of profit & loss for the period, unless a standard requires or permits otherwise. Items of income and expense that are not recognised in statement of profit & loss but are shown in the statement of profit and loss as 'other comprehensive income' includes remeasurements of defined benefit plans and tax thereon. The concept of other comprehensive income was not there under previous GAAP.

7 **Deferred Tax**

Under previous GAAP, deferred tax was prepared using income statement approach. Under Ind AS, company has prepared deferred tax using balance sheet approach. Also, deferred tax have been recognised on the adjustments made on transition to Ind AS.

8 **Retained earnings**

Retained earnings as at April 1, 2016 has been adjusted consequent to the above Ind AS transition adjustments.

As per our report of even date
For Jitender K Agrawal & Associates
Chartered Accountants
Firm Reg. No. 318086E

Kuldeep Maloo
Partner
M. No. 515708

Place: Alwar
Date: 25th May, 2018

FOR AND ON BEHALF OF BOARD OF DIRECTORS

ANIL KHAITAN
CHAIRMAN CUM MANAGING DIRECTOR

R.C. KHURANA
DIRECTOR

SANTOSH KUMAR SHARMA
COMPANY SECRETARY

PAWAN RATHI
CHIEF FINANCIAL OFFICER

INDEPENDENT AUDITOR'S REPORT

To the Members,
Sunil Healthcare Limited

Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying Consolidated Ind AS financial statements of Sunil Healthcare Limited ('hereinafter referred to as "the Holding Company") and its subsidiary Companies (the Holding Company and its subsidiary Companies together referred to as "the Group") comprising the Consolidated Balance Sheet as at March 31, 2018, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Ind-AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated Ind-AS financial statements in terms of the requirements of the Companies Act, 2013 ("hereinafter referred to as the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the relevant rules issued under Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the respective Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind-AS financial statements by the Board of Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated Ind-AS financial statements based on our audit. While conducting the 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 thereunder. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated Ind-AS financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated Ind-AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated Ind-AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated Ind-AS financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their report referred to in Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind-AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind-AS 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 consolidated state of affairs of the Group as at March 31, 2018, and their consolidated profit (including other comprehensive income), consolidated statement of change in equity and their consolidated cash flows for the year ended on that date.

Other Matters

We did not audit the financial statements / financial information of two foreign subsidiaries, whose financial statements / financial information reflect total assets of Rs. 705.40 Lakhs as at March 31, 2018, total revenue of Rs. 682.10 Lakhs and Net cash inflow of Rs. 16.07 Lakhs for the year ended on that date, as considered in the Consolidated Ind AS Financial Statements. This financial statements / financial information are unaudited and have been prepared and converted by the management of the Company into Ind AS complaint financial statements. Our report in terms of sub-section (3) of section 143 of the Act, in so far as relates to the amounts included in respect of these subsidiary companies are based solely on such management certified financial statements.

Our report is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

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

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind-AS financial statements.

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind-AS financial statements have been kept so far as it appears from our examination of those books and management certified account in respect of two foreign subsidiary companies.

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, Consolidated Change in statement of Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with relevant books of account maintained for the purpose of preparation of the consolidated Ind-AS financial statements.

(d) In our opinion, the aforesaid consolidated Ind-AS financial statements comply with the Accounting Standards specified under Section 133 of the Companies Act 2013 read with the relevant rules issued under Companies (Indian Accounting Standards) Rules, 2015, as amended.

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2018 taken on record by the Board of Directors of the Holding Company, none of the Directors of the Holding Company incorporated in India are disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure-A",

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

i The Group has disclosed the impact of pending litigations on consolidated financial position of Group - Refer Note ---- to the consolidated Ind-AS financial statements.

ii. The Group did not have any material foreseeable losses on long term contracts including derivative contracts during the year ended March 31, 2018

iii. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Group.

For Jitendra K Agarwal & Associates
Chartered Accountants
Firm Reg. No. 318086E

Kuldeep Maloo
Partner
Membership No. 515708

Place: Alwar
Date: 25th May, 2018

Annexure - A

to the Independent Auditor's Report of even date on the consolidated Ind-AS financial statements of Sunil Healthcare Limited.

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statement of the Company as of and for the year ended March 31, 2018, we have audited the internal financial controls over financial reporting of Sunil Healthcare Limited (hereinafter referred to as "the Holding Company") as of that date. Internal Financial Control over financial Reporting is not applicable on two foreign subsidiary companies, hence, our report in term of Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013, do not cover these subsidiaries companies.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiary company, incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "guidance Note") and the standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to as audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those standards and the Guidance Note require that we comply with ethical requirements of and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exist, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal; financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company ; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorization of management and directors of the company ; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of Internal Financial Controls Over Financial Reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial controls over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over the financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India, however same needs to be further strengthened.

For Jitendra K Agarwal & Associates
Chartered Accountants
Firm Reg. No. 318086E

Kuldeep Maloo
Partner
Membership No. 515708

Place: Alwar
Date: 25th May, 2018

Sunil Healthcare Limited
Consolidated Balance Sheet as at 31st March, 2018
(All amounts are in rupees lakhs, unless otherwise stated)

Particulars	Notes No	As at 31st March 2018	As at 31st March 2017
Assets			
Non-current assets			
Property, Plant and Equipment	3	7,064.36	5,938.88
Capital work-in-progress		18.53	12.38
Other Intangible assets	3	27.96	33.17
Financial Assets			
(i) Investment	4	10.00	-
(ii) Other financial assets	5	177.27	193.72
Other non-current assets	6	7.79	11.84
Current assets			
Inventories	7	1,012.60	1,078.37
Financial Assets			
(i) Trade receivables	8	4,814.25	3,850.95
(ii) Cash and cash equivalents	9	81.41	148.54
(iii) Bank balance other than (ii) above	10	401.88	244.32
(v) Other financial assets	11	43.65	39.71
Current Tax Assets (net)	12	8.66	11.29
Other current assets	13	551.87	320.43
		14,220.23	11,883.60
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	14	1,025.48	1,025.48
Other Equity	15	3,717.85	3,265.36
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	16	1,829.72	1,277.83
Provisions	17	200.59	129.48
Deferred tax liabilties (Net)	18	604.27	537.34
Current liabilities			
Financial liabilities			
(i) Borrowings	19	3,858.40	2,757.12
(ii) Trade payables	20	1,796.58	1,967.43
(iii) Other financial labilities	21	556.27	544.53
Other current liabilities	22	554.08	243.20
Provisions	23	48.23	72.30
Current tax liabilities (Net)	24	28.76	63.53
Total Equity and Liabilities		14,220.23	11,883.60
Significant Accounting Policies and Other Notes on Financials Statements.	1-41		

The accompanying Notes are an integral part of the Financial Statements.

As per our report of even date
For Jitender K Agrawal & Associates
Chartered Accountants
Firm Reg. No. 318086E

Kuldeep Maloo
Partner
M. No. 515708

Place: Alwar
Date: 25th May, 2018

FOR AND ON BEHALF OF BOARD OF DIRECTORS

ANIL KHAITAN
CHAIRMAN CUM MANAGING DIRECTOR

R.C. KHURANA
DIRECTOR

SANTOSH KUMAR SHARMA
COMPANY SECRETARY

PAWAN RATHI
CHIEF FINANCIAL OFFICER

Sunil Healthcare Limited

Consolidated Statement of Profit & Loss for the Year Ended 31st March, 2018

(All amounts are in rupees lakhs, unless otherwise stated)

Particulars	Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
REVENUES			
Revenue from Operations	25	9,162.23	10,848.42
Other Income	26	222.66	137.07
Total Revenues (I)		9,384.89	10,985.49
EXPENSES			
Cost of Materials Consumed	27	2,870.27	3,015.06
Purchases of Stock in Trade		759.64	1,904.46
Changes in Inventories of Finished goods, Work-in-progress and Stock-in-trade	28	(26.22)	226.16
Employee Benefits Expenses	29	1,255.46	1,065.86
Finance Costs	30	503.05	418.22
Depreciation and Amortization	2	478.26	433.43
Other Expenses	31	2,913.34	3,133.48
Total Expenses (II)		8,753.80	10,196.67
Profit before Tax (I-II)		631.09	788.82
Tax Expenses:			
(1) Current Tax	18		
Current Year		112.27	202.00
For earlier year		22.96	25.98
(2) Deferred Tax	18	46.47	57.84
Profit for the year		449.39	503.00
Other Comprehensive Income			
(1) Items that will not be reclassified to profit & loss			
Remeasurement of defined benefit plan		0.31	(27.46)
Tax relating to above remeasurement of defined benefit plan		(2.49)	9.08
(2) Items that will be reclassified to profit & loss		5.30	0.28
Total Other Comprehensive Income for the year		3.12	(18.10)
Total Comprehensive Income for the year		452.51	484.90
Earnings per Equity Share of Rs. 10/-Per share	32		
Basic		4.38	4.91
Diluted		4.38	4.91
Significant Accounting Policies and Other Notes on Financials Statements.	1-41		

The accompanying Notes are an integral part of the Financial Statements.

As per our report of even date
For Jitender K Agrawal & Associates
Chartered Accountants
Firm Reg. No. 318086E

FOR AND ON BEHALF OF BOARD OF DIRECTORS

ANIL KHAITAN
CHAIRMAN CUM MANAGING DIRECTOR

R.C. KHURANA
DIRECTOR

Kuldeep Maloo
Partner
M. No. 515708

Place: Alwar
Date: 25th May, 2018

SANTOSH KUMAR SHARMA
COMPANY SECRETARY

PAWAN RATHI
CHIEF FINANCIAL OFFICER

Sunil Healthcare Limited
Consolidated Cash Flow Statement for the Year ended 31st March, 2018
(All amounts are in rupees lakhs, unless otherwise stated)

		For the year ended 31st March 2018	For the year ended 31st March 2017
A.	Cash Flow From Operating Activities		
	Profit before Tax	631.09	788.82
	Adjustment for :		
	Finance Costs	503.05	418.22
	Depreciation and Amortization Expenses	478.26	433.43
	(Profit)/Loss on Sales/Discarded of Fixed Assets	0.49	11.88
	Interest Income	(24.47)	(17.07)
	Allowances for bad debts	-	83.71
	Liabilities/ Provisions no longer required written back	(60.75)	(19.83)
	Unrealized (gain)/loss foreign currency transactions and translation	19.98	(7.16)
	Operating profit before working capital changes	1,547.65	1,692.00
	Changes in working Capital:		
	(Increase)/Decrease in Inventories	65.77	238.19
	(Increase)/Decrease in Trade and other Receivables	(1,169.14)	(1,871.18)
	Increase /Decrease in Trade and other payable	248.46	1,186.20
	Cash generation from Operation	692.74	1,245.21
	Payment of Direct Taxes	(144.41)	(166.12)
	Net Cash generated/ (used) - Operating Activities	548.33	1,079.09
B.	Cash Flow from Investing Activities		
	Purchase of Fixed Assets	(1,561.44)	(1,330.26)
	Sale of Fixed Assets	0.37	36.32
	Investment in mutual funds	(10.00)	
	Movement in Fixed Deposits	(157.56)	(2.04)
	Interest Received	10.90	10.88
	Net Cash Generated/ (Used) - Investing Activities	(1,717.73)	(1,285.10)
C.	Cash Flow from Financing Activities		
	Repayment of Long-term Borrowings (Net)	488.46	361.67
	Proceeds/ Repayment of Short-term Borrowings (Net)	1,101.28	264.05
	Finance Cost Paid	(487.47)	(402.82)
	Net Cash Generated/ (Used) - Financing Activities	1,102.27	222.90
	Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)	(67.13)	16.89
	Add : Opening Cash and Cash Equivalents	148.54	131.65
	Closing Cash and Cash Equivalents	81.41	148.54
	Components of Cash & Cash equivalents		
	Cash in hand	2.50	3.05
	Balances with Schedule Banks		
	In Current Accounts	78.91	145.49
		81.41	148.54
		81.41	148.54

Note:

"Amendment to Ind AS 7:Effective 01st April, 2017, the company adopted the amendment to Ind AS 7, which require the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement. The adoption of amendment did not have any material impact on the Statement of Cash Flows."

The accompanying Notes are an integral part of the Financial Statements.

As per our report of even date
For Jitender K Agrawal & Associates
Chartered Accountants
Firm Reg. No. 318086E

FOR AND ON BEHALF OF BOARD OF DIRECTORS

ANIL KHAITAN
CHAIRMAN CUM MANAGING DIRECTOR

R.C. KHURANA
DIRECTOR

Kuldeep Maloo
Partner
M. No. 515708

Place: Alwar
Date: 25th May, 2018

SANTOSH KUMAR SHARMA
COMPANY SECRETARY

PAWAN RATHI
CHIEF FINANCIAL OFFICER

Sunil Healthcare Limited
Consolidated Statement of Change in Equity for the Year Ended March 31, 2018
(All amounts are in rupees lakhs, unless otherwise stated)

	As at 31	As at 31 March 2017	
	Amount	No. of Shares	Amount
(a) Equity Share Capital :			
Balance at the beginning of the year	1,025.48	10,254,750	1,025.48
Changes in equity share capital during the year	-	-	-
Balance at the end of the reporting period	1,025.48	10,254,750	1,025.48

(b) Other Equity :

Particulars	Reserves and Surplus		Other Comprehensive Income	Total
	Capital Redemption Reserve	Retained earnings	Remeasurement of defined benefit plans	
Balance at April 1, 2016 as per IGAAP	7.50	2,785.37	(12.41)	2,780.46
Profit for the year	-	503.00	-	503.00
Other Comprehensive Income for the year	-	-	(18.10)	(18.10)
Total Comprehensive Income for the year	7.50	3,288.37	(30.51)	3,265.36
Transfer to general reserve	-	-	-	-
Dividend Paid	-	-	-	-
Dividend Distribution Tax	-	-	-	-
Balance at March 31, 2017	7.50	3,288.37	(30.51)	3,265.36
Profit for the year	-	449.39	-	449.39
Other Comprehensive Income for the year	-	-	3.12	3.12
Total comprehensive income for the year	-	449.39	3.12	452.51
				-
Balance at March 31, 2018	7.50	3,737.76	(27.39)	3,717.85

Capital Redemption Reserve: It represents the redemption of Preference Shares and can be utilized in accordance with the provisions of the Companies Act, 2013.

The accompanying Notes are an integral part of the Financial Statements.

As per our report of even date
For Jitender K Agrawal & Associates
Chartered Accountants
Firm Reg. No. 318086E

Kuldeep Maloo
Partner
M. No. 515708

Place: Alwar
Date: 25th May, 2018

FOR AND ON BEHALF OF BOARD OF DIRECTORS

ANIL KHAITAN
CHAIRMAN CUM MANAGING DIRECTOR

R.C. KHURANA
DIRECTOR

SANTOSH KUMAR SHARMA
COMPANY SECRETARY

PAWAN RATHI
CHIEF FINANCIAL OFFICER

Sunil Healthcare Limited
Notes to Consolidated Financial Statements for the year ended 31st March, 2018
(All amounts are in rupees lakhs, unless otherwise stated)

3 (i) Property, Plant and Equipment

Description of Assets	Gross Block				Depreciation				Net Block	
	As at 1st April 2016	Additions	Deduction/ Adjustments	As at 31st March 2017	Up to 1st April 2016	For the year	Deduction/ Adjustments	Up to 31st March 2017	As at 31st March 2017	As at 1st April 2016
Assets under Finance Lease										
Leasehold Land	1,041.86	-	-	1,041.86	-		-	-	1,041.86	1,041.86
Tangible Assets										
Buildings	431.40	21.34	0.25	452.49	-	21.04	0.01	21.03	431.46	431.40
Plant and Equipment	3,044.34	840.02	4.02	3,880.34	-	308.28	0.02	308.26	3,572.08	3,044.34
Electric Installations	206.61	2.40		209.01	-	26.74		26.74	182.27	206.61
Furniture and Fixtures	251.30	6.27		257.57	-	31.97		31.97	225.60	251.30
Office Equipments	19.91	10.67	0.52	30.06	-	5.74	-	5.74	24.32	19.91
Vehicles	123.19	416.29	46.20	493.28	-	34.75	2.76	31.99	461.29	123.19
Total	**5,118.61**	**1,296.99**	**50.99**	**6,364.61**	**-**	**428.52**	**2.79**	**425.73**	**5,938.88**	**5,118.61**

Description of Assets	Gross Block				Depreciation				Net Block	
	As at 31st March 2017	Additions	Deduction/ Adjustments	As at 31st March 2018	Up to 31st March 2017	For the year	Deduction/ Adjustments	Up to 31st March 2018	As at 31st March 2018	As at 31st March 2017
Assets under Finance Lease										
Leasehold Land	1,041.86	-	-	1,041.86	-	0.01	-	0.01	1,041.85	1,041.86
Tangible Assets										
Buildings	452.49	76.38	-	528.87	21.03	21.67	-	42.70	486.17	431.46
Plant and Equipment	3,880.34	1,386.22	-	5,266.56	308.26	323.06	-	631.32	4,635.24	3,572.08
Electric Installations	209.01	56.37	-	265.38	26.74	24.77	-	51.51	213.87	182.27
Furniture and Fixtures	257.57	70.21	-	327.78	31.97	32.42	-	64.39	263.39	225.60
Office Equipments	30.06	8.54	0.93	37.67	5.74	7.06	0.07	12.73	24.94	24.32
Vehicles	493.28	0.17	-	493.45	31.99	62.55	-	94.54	398.91	461.29
Total	**6,364.61**	**1,597.89**	**0.93**	**7,961.57**	**425.73**	**471.54**	**0.07**	**897.20**	**7,064.36**	**5,938.88**

(ii) Intangible Assets

Description of Assets	Gross Block				Depreciation				Net Block	
	As at 1st April 2016	Additions	Deduction/ Adjustments	As at 31st March 2017	Up to 1st April 2016	For the year	Deduction/ Adjustments	Up to 31st March 2017	As at 31st March 2017	As at 1st April 2016
Software	0.54	0.92	-	1.46		0.27	-	0.27	1.19	0.54
Software -SAP	16.19	-	-	16.19		4.22	-	4.22	11.97	16.19
Patent		20.43		20.43		0.42	-	0.42	20.01	
	16.73	**21.35**	**-**	**38.08**	**-**	**4.91**	**-**	**4.91**	**33.17**	**16.73**

Description of Assets	Gross Block				Depreciation				Net Block	
	As at 31st March 2017	Additions	Deduction/ Adjustments	As at 31st March 2018	Up to 31st March 2017	For the year	Deduction/ Adjustments	Up to 31st March 2018	As at 31st March 2018	As at 31st March 2017
Software	1.46	1.52	-	2.98	0.27	0.55	-	0.82	2.17	1.19
Software -SAP	16.19	-	-	16.19	4.22	4.14	-	8.36	7.83	11.97
Patent	20.43	-	-	20.43	0.42	2.04	-	2.46	17.97	20.01
	38.08	**1.52**	**-**	**39.60**	**4.91**	**6.73**	**-**	**11.64**	**27.96**	**33.17**

Note:

(i)Assets pledged and Hypothecated against borrowings: (Refer note no.19)

(ii) Vehicle Includes Rs. 257.23 lakhs (31st March 2017- Rs. 257.23 Lakhs, 01st April 2016 - Rs. 150.01 Lakhs) carrying amount are hypothecated against the finance scheme from banks

(iii) Addition to Plant & Machinery includes foreign exchange loss amounting to Rs. 2.20 Lakhs capitalized (31 March 2017- Rs. 30.55 Lakhs (de-capitalized)).

(iv) Refer Note no. 40 (First Time Adoption).

Sunil Healthcare Limited

Notes to Consolidated Financial Statements for the year ended 31st March, 2018

(All amounts are in rupees lakhs, unless otherwise stated)

		As at 31/03/2018	As at 31/03/2017
4	Investment		
	A. Investment in Mutual Fund (Quoted, fully paid up) (valued at fair value through profit and loss)		
	1,00,000 Units (31st March, 2017-Nil, 1st April, 2016-Nil) of Rs. 10 each of SBI Dual Advantage Fund- Series XXIV- Regular	10.00	-
		10.00	-
	a. Aggregate amount of investments are given below:		
	Aggregate book value of quoted investments	10.00	-
	Aggregate market value of quoted investments	10.00	-
	Aggregate book value of unquoted investments	0.00	-
	Aggregated amount of impairment in value of investment	-	-
	b. None of the above investments are listed on any stock exchange in India or outside India.		
5	Other Financial Assets		
	(Unsecured, considered good unless stated otherwise)		
	Security Deposits	70.83	65.65
	Deposits against Guarantee/Margin Money	106.44	128.07
		177.27	193.72
6	Other non-current assets		
	Capital Advances	6.88	11.37
	Prepaid Expenses	0.91	0.47
		7.79	11.84
7	Inventories		
	(Valued at Lower of Cost and Net Realisable Value)		
	(As taken, Valued and Certified by the Management)		
	Raw materials	172.84	286.32
	Work in progress	346.48	300.63
	Finished goods	237.93	250.36
	Capsule - Scrap	3.48	7.62
	Stores and spares	251.87	233.44
		1,012.60	1,078.37
	a. Inventories are hypothecated to secure short-term borrowings. Refer to Note No. 19.		
8	Trade receivables		
	Unsecured Considered Good	4,814.25	3,850.95
	Unsecured Considered doubtful	-	265.25
		4,814.25	4,116.20
	Less : Allowances for credit losses	-	265.25
		4,814.25	3,850.95
	a. Trade Receivables are hypothecated to secure short-term borrowings. Refer to Note 19.		
9	Cash and cash equivalents		
	Balances with Banks		
	On Currents Accounts	78.91	145.49
	Cash on hand	2.50	3.05
		81.41	148.54
10	Other Bank Balances		
	Earmarked balances with Banks		
	Unclaimed Dividend Accounts	-	-
	Other Bank Balance		
	Deposits against Guarantee/Margin Money	508.26	372.33
	Less: Transfer to Other Non-Current Financial Assets (More than 12 months)	106.44	128.07
		401.82	244.26
	Deposit with Post Office	0.06	0.06
		401.88	244.32
11	Other Financial assets		
	Accrued Interest	26.47	12.91
	Other receivables	13.87	9.72
	Receivable on account of Derivative Assets	3.31	17.08
		43.65	39.71
12	Current Tax assets (Net)		
	Income tax [net of provision of Rs. 92.52 Lakhs (31st March 2017 - Rs.189.96 lakhs, 01st April 2016 - Rs.130.47 lakhs)]	8.66	11.29
		8.66	11.29

13 Other current assets

Prepaid Expenses	33.08	28.59
Export Incentive Receivable	171.98	124.76
Other Advances	263.64	101.48
Balances with Government Authorities	52.61	39.63
Others *	30.57	25.97
*Others includes advance against expenses, advance to employees and misc. claims receivable.	551.87	320.43

14 Equity Share Capital

A. Authorized, Issued, Subscribed and Paid-up Share Capital

Authorized:		
10800000 (31st March 2017-10800000) Equity Shares of Rs 10 /-each.	1,080.00	1,080.00
20000 (31st March 2017-20000) Redeemable Cumulative Preference Shares of Rs 100/- each	20.00	20.00
	1,100.00	1,100.00
Issued:		
10254750 (31st March 2017-10254750) Equity Shares of Rs 10 /-each.	1,025.48	1,025.48
	1,025.48	1,025.48
Subscribed and Paid-up:		
10254750 (31st March 2017-10254750) Equity Shares of Rs 10/- each fully paid-up	1,025.48	1,025.48
	1,025.48	1,025.48

B. Reconciliation of Shares outstanding at the beginning and at the end of year are given below:

	No. of Shares	Amount
Outstanding as on April 1, 2016	10,254,750	1,025.48
Equity Shares issued/bought back during the year	-	-
Outstanding at the March 31, 2017	10,254,750	1,025.48
Equity Shares issued/bought back during the year	-	-
Outstanding at the March 31, 2018	10,254,750	1,025.48

C. Terms/Right, Preferences and Restrictions attached to equity shares

Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Company the holder of equity share will be entitled to receive remaining assets of the Company after preferential distribution. The distribution will be in proportion to the number of equity shares held by the share holders. There is no restriction on distribution of dividends. However same is subject to the approval of the shareholders in the Annual General Meeting.

E List of shareholders holding more than 5% of the Equity Share Capital of the Company (In numbers)

	As at 31/03/2018		As at 31/03/2017	
Name of shareholder	No. of Shares held	Percentage of Holding	No. of Shares held	Percentage of Holding
Mr. Anil Kumarr Khaitan	5942494	57.95%	5,942,494	57.95%
M/S Magnum Computer Private Limited	1327211	12.94%	1,327,211	12.94%
M/S SNK Executive Search Pvt Ltd	543690	5.30%	543,690	5.30%

15 Other Equity

(i) Capital Redemption Reserve

Balance at the beginning of the year	7.50	7.50
Addition/ (Transfer) during the year	-	-
	7.50	7.50

(ii)	Retained Earnings			
	Balance at the beginning of the year	3,288.37	2,785.37	
	Add: Profit during the year	449.39	503.00	
		3,737.76	3,288.37	
(iii)	Other Comprehensive Income			
	Balance at the beginning of the year	(30.51)	(12.41)	
	Transfer from Statement of Profit and Loss	3.12	(18.10)	
		(27.39)	(30.51)	
	Total Other Equity	3,717.85	3,265.36	
16	Borrowings			
	Secured			
	Term Loans			
	From Banks		6.87	88.74
	From Body Corporate		513.85	459.00
	Vehicle Loans			
	From Banks		193.99	250.83
	Buyer's/Supplier's Credit		1,294.34	711.47
	Unsecured			
	Term Loans			
	From Body Corporate		195.13	185.69
			2,204.18	1,695.73
	Less: Current Maturities of Non Current Borrowings			
	Secured			
	Term Loans			
	From Banks		6.87	84.00
	From Body Corporate		196.37	137.35
	Vehicle Loans			
	From Banks		61.35	56.82
	Unsecured			
	Term Loans			
	From Body Corporate		109.87	139.73
			374.46	417.90
			1,829.72	1,277.83

Notes:

A Security

Term loans are secured by specific movable or immovable plant, property and equipment, purchased against specific loan. The same is also personally guaranteed by Chairman cum Managing Director and a relative.

BRepayment Term

1Rupee term loans from banks of Rs. 6.87 Lakhs (31st March2017 - Rs. 88.73 lakhs, 01st April2016 - Rs. 173.56 lakhs) will be fully repaid in Financial year 2018-19.

2Rupee term loans of Rs. 513.85 Lakhs (31st March2017 - Rs. 459.00 lakhs, 01st April2016 - Rs. 494.29 lakhs) from body corporates carries interest rate ranging 12.25% to 13.95% per annum, is repayable in 48 equal monthly installments starting from June 2014.

3Buyer's/Supplier's Credit of Rs. 1294.34 Lakhs (31st March2017 - Rs. 711.47 lakhs, 01st April2016 - Rs. 415.20 lakhs), equivalent to aggregate of USD 20.05 lakhs (31st March2017 equivalent to aggregate of USD 10.08 Lakhs, 01st April 2016 Equivalent to aggregate of USD 6.25 Lakhs) carries interest rate of 2.16% per annum and is repayable in 33 equal monthly installments starting from June 2015.

4Vehicle loan of Rs. 193.99 Lakhs (31st March,2017 - Rs. 250.83 lakhs, 01st April2016 - Rs. 21.86 lakhs) carries interest rate ranging 9 % to 10% per annum, is repayable in 40 equal monthly installments starting from April 2016.

5The unsecured term loans of Rs. 195.13 Lakhs (31st March2017 - Rs. 185.69 lakhs, 01st April2016 - Rs. 108.02 lakhs) from body corporates carries interest rate ranging 17.63%- 19.67% per annum, is repayable in 26 equal monthly installments starting from April 2016.

17	Provisions		
	Employees Benefits	200.59	129.48
		200.59	129.48

19	Borrowings		
	Secured		
	Working Capital Facilities from Banks (a)		
	Cash Credit	3,253.41	2,398.08
	Buyer's Import Credit	513.29	267.34
	From Body Corporates (Repayable on demand) (b)	91.70	91.70
		3,858.40	2,757.12

Note:

(a) Working Capital Loan is Secured by first charge by way of hypothecation on the entire stock of inventories, receivables, bills, and other chargeable current assets of the company (both present and future) and extension of first mortgage / hypothecation charge on the entire Property, Plant and Equipment of Company except those non current assets financed by the body corporates . The same is also personally guaranteed by Chairman cum Managing director and a relative.

(b) Secured under Key Man Insurance policy taken for Key management personnel in earlier years and is repayable on demand.

20	Trade payables		
	Total Outstanding dues of Micro enterprises and small enterprises	-	-
	Total Outstanding dues of Creditors other than Micro enterprises and small enterprises	1,796.58	1,967.43
		1,796.58	1,967.43

The Company has not received any intimation from its suppliers being registered under the Micro, Small and Medium Enterprises Development Act,2006 (MSME Act, 2006) hence the necessary disclosure required under MSME Act,2006 can not be made.

21	Other Financial liabilities		
	Current maturities of Non Current Borrowings	374.46	417.90
	Interest Accrued	41.81	26.22
	Unpaid Dividend	-	-
	Capital Creditors	140.00	100.41
		556.27	544.53

22	Other Current Liabilities		
	Statutory dues	400.44	29.67
	Advances from customers	36.65	71.25
	Accruals to employees and others	116.99	142.28
		554.08	243.20

23	Provisions		
	Employees Benefits	48.23	72.30
		48.23	72.30

24	Current Tax Liability(net)		
	Current Tax Liability [net of Advance Tax of Rs. 87.19 Lakhs(31st March2017 - Rs. 198.03 Lakhs, 01st April 2016 - Rs. 126.54 lakhs)]	28.76	63.53
		28.76	63.53

Sunil Healthcare Limited
Notes to Consolidated Financial Statements for the year ended 31st March, 2018
(All amounts are in rupees lakhs, unless otherwise stated)

A. Movement in deferred tax balances

Particulars	As at 01/04/2016	Recognized in P&L	Recognized in OCI	As at 31/03/2017	Recognized in P&L	Recognized in OCI	As at 31/03/2018
Deferred Tax Liabilities							
Property, plant and equipments	604.98	112.70	-	717.68	(9.55)	-	708.13
Others	5.58	(5.54)	-	0.04	(0.02)	-	0.02
Sub- Total (a)	610.56	107.16	-	717.72	(9.57)	-	708.15
Deferred Tax Assets							
Accrued expenses	58.38	(0.75)	9.08	66.71	(13.08)	2.49	56.12
MAT tax credit entitlement*	-	25.97	-	25.97	21.79	-	47.76
Provisions for doubtful trade receivables	60.02	27.68	-	87.70	(87.70)	-	-
Others	3.58	(3.58)	-	-	-	-	-
Sub- Total (b)	121.98	49.32	9.08	180.38	(78.99)	2.49	103.88
Net Deferred Tax Liability (a)-(b)	488.58	57.84	(9.08)	537.34	69.42	(2.49)	604.27

* Net of Rs. 22.96 Lakhs related to Tax liability of earlier year settled with MAT Credit Entitlement during the year.

The Company has concluded that the deferred tax assets on MAT Credit Entitlement will be recoverable using the estimated future taxable income based on the approved business plans and budgets. The Company is expected to generate taxable income in near future. The MAT Credit Entitlement can be carried forward as per local tax regulations and the Company expects to recover the same in due course.

B. Amounts recognized in the Statement of Profit or Loss

Particulars	For the year ended 31/03/2018	For the year ended 31/03/2017
Current tax expense		
Current year	112.27	227.98
Income tax for earlier year	22.96	-
	135.23	227.98
Deferred tax expense		
Origination and reversal of temporary differences	46.47	57.84
	46.47	57.84
Total Tax Expense	181.70	285.82

C. Amounts recognized in Other Comprehensive Income

Particulars	For the year ended 31/03/2018	For the year ended 31/03/2017
Deferred Tax Charge/(Credit)		
Remeasurements of defined benefit obligation	2.49	9.08
	2.49	9.08

D. Reconciliation of effective tax rate

Particulars	For the year ended 31/03/2018		For the year ended 31/03/2017	
Accounting profit before tax		631.09		788.82
Tax using the Company's domestic tax rate	33.06%	183.57	33.06%	280.29
Tax using the Foreign Company's domestic tax rate	33.00%	25.08		
Tax effect of:				
Non-deductible expenses		3.87		11.18
Changes in estimates related to prior years		22.96		-
Other (including change in Tax Rate)		(53.78)		(5.65)
	28.79%	181.70	36.23%	285.82

Sunil Healthcare Limited

Notes to Consolidated Financial Statements for the year ended 31st March, 2018

(All amounts are in rupees lakhs, unless otherwise stated)

		For the Year ended	
		31-Mar-2018	31-Mar-2017
25	Revenue from Operations:		
	Sale of Products		
	Empty Capsules	8,338.08	8,815.84
	Traded Goods	741.79	1,955.93
	Other Operating Revenue		
	Export and Other Incentives	82.36	76.65
	Gross Revenue from Operations	9,162.23	10,848.42
26	Other Income:		
	Interest Income	24.47	17.07
	Unspent Liabilities written back	60.75	19.83
	Gain on foreign currency transactions and translation (Other than considered as Finance Cost)	76.40	24.65
	Insurance Claims	0.04	6.64
	Miscellaneous	61.00	68.88
		222.66	137.07
27	Cost of Materials Consumed:		
	Raw Material		
	Gelatine	2,761.16	2,915.43
	Colour & Chemical	143.55	125.09
		2,904.71	3,040.52
	Less: Transfer to Capital Work-in-Progress/Capitalised	34.44	25.46
		2,870.27	3,015.06
28	Changes in Inventories of Finished goods, Work-in-progress and Stock-in-trade		
	Opening Inventories		
	Work-in-Progress	300.63	173.16
	Finished Goods	250.35	608.39
	Capsule Scrap	10.69	0.85
		561.67	782.40
	Less: Closing Inventories		
	Work-in-Progress	346.48	300.63
	Finished Goods	237.93	252.36
	Capsule Scrap	3.48	3.25
		587.89	556.24
		(26.22)	226.16
29	Employee Benefits Expenses:		
	Salaries and Wages	1,026.14	873.48
	Contribution to Provident and other Funds	106.78	84.65
	Employee Welfare	124.51	108.89
		1,257.44	1,067.02
	Less: Transfer to Capital Work-in-Progress/Capitalized	1.98	1.17
		1,255.46	1,065.86
30	Finance Costs:		
	Interest Expenses	502.54	404.52
	Other Borrowing Costs	59.87	19.39
	Net (Gain) /Loss on foreign currency transactions and translation	-	1.27
		562.41	425.18
	Less: Transfer to Capital Work-in-Progress/Capitalized	59.36	6.96
		503.05	418.22

31 Other Expenses:

Consumption of Stores and Spares	35.54	39.87
Power and Fuel	889.19	686.87
Job Work charges	98.22	98.22
Packing Materials	212.24	184.92
Repairs to Buildings	22.28	20.66
Repairs to Machinery	329.11	351.85
Repairs to Others	48.34	35.52
Travelling & Conveyance	170.43	151.49
Legal & Professional Charges	151.83	75.34
Rates and Taxes	8.67	9.91
Rent	56.39	51.06
Insurance	47.10	38.18
Auditors' Remuneration - (a)	3.39	5.02
Freight and Forwarding Expenses (Net)	356.74	323.44
Selling Commission	28.74	42.78
Excise Duty on Sales	101.14	685.34
Donation	0.12	0.13
Directors' Fees	3.91	4.34
Loss on sale/Discarded of Plant, property and equipment	0.49	11.88
Increase/ Decrease of Excise Duty on closing stock	(1.86)	(50.38)
Provision for bad and doubtful debts	-	83.71
CSR activities [including Capital Construction Rs. NIL (31 March 2017- Rs. 7.34 Lakhs)]	7.77	12.98
Miscellaneous Expenses	356.06	271.78
	2,925.84	3,134.91
Less: Transfer to Capital Work-in-Progress/Capitalized	12.50	1.43
	2,913.34	3,133.48

(a). Details of Auditors' Remuneration are as follows:

Statutory Auditors:

For Audit	2.00	2.00
For Tax Audit		0.55
For Quarterly Review	1.20	1.05
For Company Law matters	-	1.23
For Certification & Others	0.08	-
Reimbursement of expenses	0.11	0.19
	3.39	5.02

32 Earning per Share (EPS) of Rs. 10/- each

	Year ended	
	31/3/2018	31/3/2017
Profit for the year	449.39	503.00
Weighted average number of shares used in the calculation of EPS	10254750	10254750
Weighted average number of Basic Equity Shares outstanding	10254750	10254750
Weighted average number of Diluted Equity Shares outstanding	10254750	10254750
Face value of per share	10.00	10.00
Basic and Diluted EPS	4.38	4.91

Sunil Healthcare Limited

Notes to Consolidated Financial Statements for the year ended 31st March, 2018

(All amounts are in rupees lakhs, unless otherwise stated)

1 Reporting Entity

The Group has manufacturing plant in Alwar (Rajasthan), India . The Group is a manufacturer of Empty Hard Gelatin and HPMC Capsule Shells. The Group is also doing "Trading of Food Items".

The Consolidated Financial Statements of the Group for the year ended 31st March, 2018 were authorized for issue in accordance with a resolution of the directors on 25th May, 2018.

2 Significant Accounting Policies

The Group has consistently applied the following accounting policies to all periods presented in the Consolidated Financial Statements.

2.1Basis of preparation

The Consolidated Financial Statements of the Group comply in all material aspects with Indian Accounting Standards ("Ind AS") as prescribed under section 133 of the Companies Act, 2013 ("the Act"), as notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and other accounting principles generally accepted in India.

The Consolidated Financial Statements up to year ended March 31, 2017 were prepared in accordance with Generally Accepted Accounting Principles (GAAP) in India and complied with the applicable accounting standards prescribed in the Companies (Accounting Standards) Rules, 2014 issued by the Central Government and as per relevant provisions of the Companies Act, 2013 read together with Paragraph 7 of The Companies (Accounts) Rules, 2014.

The Group followed the provisions of Ind-AS 101 in preparing its comparative Ind AS Balance Sheet as at 31st March, 2017 (Refer Note No.41).

2.2Basis of Consolidation

"The Consolidated Ind AS Financials Statements incorporate the financial statements of the Group and entities controlled by the Group. Control is achieved when only if the Group:• Has power over the investee;• Is exposed or has rights to variable return from its involvement with the investee, and• Has the ability to use its power over the investee to affect its returns.The Group reassesses whether or not it controls an investee, if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above."

"When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:• The contractual arrangement with the other vote holders of the investee.• Rights arising from other contractual arrangements.• The Group's voting rights and potential voting rights• The size of the Parent Company's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders."

"Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the Consolidated Financial Statements from the date the Group gains control until the date the Group ceases to control the subsidiary."

Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the Consolidated Financial Statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the Consolidated Financial Statements to ensure conformity with the Group's accounting policies. The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Group, i.e., year ended on March 31.

List of entities considered in Consolidated Financial Statements are as disclosed in Note no. 34

Consolidation procedure:

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the Consolidated Financial Statements at the acquisition date.

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

(c) Eliminate in full intra group assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intra group transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intra group losses may indicate an impairment that requires recognition in the Consolidated Financial Statements. Appropriate adjustments for deferred taxes are made for temporary differences that arise from the elimination of unrealised profits and losses from intra group transactions or undistributed earnings of Group's entity included in consolidated profit and loss, if any.

2.3 Basis of measurement

The Consolidated Financial Statements have been prepared under the historical cost convention on accrual basis and the following items, which are measured on following basis on each reporting date:

- Certain financial assets and liabilities that is measured at fair value.
- Defined benefit liability/(assets): present value of defined benefit obligation less fair value of plan assets.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group take into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- **Level 1 :** inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date;
- **Level 2 :**inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- **Level 3 :** inputs are unobservable inputs for the asset or liability.

2.3 Functional and presentation currency

These consolidated financial statements are presented in Indian National Rupee ('INR'), which is the Group's functional currency. All amounts have been rounded to the nearest lakhs, unless otherwise indicated.

2.4 Use of judgements and estimates

In preparing these consolidated financial statements, management has made judgements, estimates and assumptions that affect the application of the Group's accounting policies and the reported amounts of assets, liabilities, income and expenses. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Judgements

Information about the judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the consolidated financial statements have been given below:

- Classification of financial assets: assessment of business model within which the assets are held and assessment of whether the contractual terms of the financial asset are solely payments of principal and interest on the principal amount outstanding.

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the financial statements for the every period ended is included below:

- Measurement of defined benefit obligations: key actuarial assumptions;

- Recognition of deferred tax assets: availability of future taxable profit against which carry-forward tax losses can be used;
- Impairment test: key assumptions underlying recoverable amounts;
- Useful life and residual value of Property, Plant and Equipments;
- Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources.

2.5 Classification of Assets and Liabilities as Current and Non-Current

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset/liabilities is treated as current when it is:

- Expected to be realised/settled (liabilites) or intended to be sold or consumed in normal operating cycle.
- Held primarily for the purpose of trading
- Expected to be realised/settled within twelve months after the reporting period, or
- Cash and cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period or There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other assets/liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets/liabilities.

The operating cycle is the time between the acquisition of the assets for processing and their realisation in cash and cash equivalents.

2.6 Property, Plant and Equipment

Recognition and Measurement

"Items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss , if any. The cost of assets comprises of purchase price and directly attributable cost of bringing the assets to working condition for its intended use including borrowing cost and incidental expenditure during construction incurred upto the date when the assets are ready to use. Capital work in progress includes cost of assets at sites, construction expenditure and interest on the funds deployed less any impairment loss, if any."

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as a separate items (major components) of property, plant and equipment.

Foreign exchange loss /gain arising on long-term foreign currency monetary items existing as on April 1,2016 used for depreciable assets, which are capitalised as per transitional provision of Ind AS 101 **"First time adoption".**

Subsequent Measurement

Subsequent expenditure is capitalised only if it is probable that there is an increase in the future economic benefits associated with the expenditure will flow to the Group.

Depreciation

Depreciation on fixed assets is calculated on Straight Line Method using the rates arrived at estimated useful lives given in Schedule II of the Companies Act, 2013 or assessed by the Group on technical evaluation, as given below.

Plant and Machinery	**15 to 40 years (single shift)**
Electrical Installation	**15 to 40 years (single shift)**

Depreciation on additions to or on disposal of assets is calculated on pro-rata basis. Premium on Leasehold land is being amortized over the period of lease tenure.

Depreciation methods, useful lives and residual values are reviewed in each financial year end and changes, if any, are accounted for prospectively.

Capital work-in-progress

Expenditure incurred during the construction period, including all expenditure direct and indirect expenses, incidental and related to construction, is carried forward and on completion, the costs are allocated to the respective property, plant and equipment.

De-recognition

An item of property, plant and equipment is de-recognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between net disposal proceeds and the carrying amount of the assets and it recognized in the Statement of Profit and Loss.

2.7 Intangible assets

Intangible Assets (Other than Goodwill) acquired separately are stated at cost less accumulated amortization and impairment loss, if any. Intangible assets are amortized on straight line method basis over the estimated useful life. Estimated useful life of the Software is considered as 6 years and Patent is considered as 10 years.

Amortization methods, useful lives and residual values are reviewed in each financial year end and changes, if any, are accounted for prospectively.

An intangible asset is de-recognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognized in the statement of profit and loss when the asset is derecognized.

2.8 Non-current assets held for sale

Non-current assets are classified as held-for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets are generally measured at the lower of their carrying amount and fair value less costs to sell. An impairment loss is recognized for any initial or subsequent write-down of the asset to fair value less costs to sell. A gain is recognized for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative impairment loss previously recognized. A gain or loss not previously recognized by the date of the sale of the non-current asset is recognized at the date of de-recognition.

Once classified as held-for-sale, intangible assets and property, plant and equipment are no longer amortized or depreciated.

2.9 Impairment of non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than inventories and deferred tax assets) to determine whether there is any indication on impairment. If any such indication exists, then the recoverable amount of assets is estimated.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or Cash Generating Unit (CGUs).

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pretax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment loss in respect of assets other than goodwill is reversed only to the extent that the assets carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognized in prior years. A reversal of impairment loss is recognized immediately in the Statement of Profit & Loss.

2.10 Borrowing Cost

Borrowing costs directly attributable to the acquisition, construction of qualifying assets are capitalized as part of the cost of such assets upto the assets are substantially ready for their intended use.

The loan origination costs directly attributable to the acquisition of borrowings (e.g. loan processing fee, upfront fee) are amortized on the basis of the Effective Interest Rate (EIR) method over the term of the loan.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. All other borrowing costs are recognized in the statement of profit and loss in the period in which they are incurred.

2.11 Foreign currency transactions

Transactions in foreign currencies are recorded by the Group entities at their respective functional currency at the exchange rates prevailing at the date of the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currency are translated to the functional currency at the exchange rates prevailing at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognized in the statement of profit and loss with the exception of the following:

- exchange differences on foreign currency borrowings included in the borrowing cost when they are regarded as an adjustment to interest costs on those foreign currency borrowings;

Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rates at the date of initial transactions. Non-monetary items measure at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

2.12Employee benefits

Short term employee benefits

Short-term employee benefits are expensed in the year in which the related services are provided. A liability is recognized for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Defined contribution plans

Employee benefits in the form of Provident Fund (with Government Authorities) is defined as contribution plan and charged as expenses during the period in which the employees perform the services.

Defined benefit plans

For defined benefit retirement, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of government bonds.

The effect of the remeasurement changes (comprising actuarial gains and losses) to the asset ceiling (if applicable) and the return on plan assets (excluding interest)), is reflected in the balance sheet with a charge or credit recognized in other comprehensive income in the period in which they occur. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to the statement of profit and loss. Past service cost is recognized in the statement of profit and loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorized as follows:

- **service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);**
- **net interest expense or income; and**
- **remeasurement**

The Group presents the first two components of defined benefit costs in the statement of profit and loss in the line item employee benefits expense.

The retirement benefit obligation recognized in the balance sheet represents the actual deficit or surplus in the Group's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

Other long-term employee benefits

The Group has long term employment benefit plans i.e. accumulated leave. Accumulated leave is encashed to eligible employees at the time of retirement. The liability for accumulated leave, which is a defined benefit scheme, is provided based on actuarial valuation as at the Balance Sheet date, based on Projected Unit Credit Method, carried out by an independent actuary.

2.13Revenue Recognition

The Group recognizes revenue from sale of goods when;

i) the Group has transferred to the buyer the significant risks and rewards of ownership of the goods;

ii) the amount of revenue can be measured reliably;

iii) it is probable that the economic benefits associated with the transaction will flow to the Group; and

iv) the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Revenue (other than sale of goods) is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Claim on insurance companies, where quantum of accrual cannot be ascertained with reasonable certainty, are accounted for on acceptance basis.

Revenue represents net value of goods and services provided to customers after deducting for certain incentives including, but not limited to discounts, volume rebates, incentive programs etc.

Interest income are recognized on an accrual basis using the effective interest method.

Dividends are recognized at the time the right to receive payment is established.

2.14Inventories

"Inventories such as Raw Materials, Work-in-Progress, Finished Goods, Stock in Trade and Stores & Spares are valued at the lower of cost and net realizable value except scrap/waste which are value at net realizable value. The cost is computed on FIFO basis. Finished Goods and Process Stock include cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Materials and other items held for use in the production of inventories are not written down below costs, if finished goods in which they will be incorporated are expected to be sold at or above cost.Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and to make the sale."

2.15Provisions, Contingent Liabilities and Contingent Assets

Based on the best estimate provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event and it is probable ("more likely than not") that it is required to settle the obligation, and a reliable estimate can be made of the amount of the obligation at reporting date.

A contingent liability is a possible obligation that arises from a past event, with the resolution of the contingency dependent on uncertain future events, or a present obligation where no outflow is probable. Major contingent liabilities are disclosed in the financial statements unless the possibility of an outflow of economic resources is remote.

Contingent assets are not recognized in the financial statements but disclosed, where an inflow of economic benefit is probable.

2.16Measurement of fair value

a) Financial instruments

The estimated fair value of the Group's financial instruments is based on market prices and valuation techniques. Valuations are made with the objective to include relevant factors that market participants would consider in setting a price, and to apply accepted economic and financial methodologies for the pricing of financial instruments. References for less active markets are carefully reviewed to establish relevant and comparable data.

b) Derivatives

Fair value of financial derivatives is estimated as the present value of future cash flows, calculated by reference to quoted price curves and exchange rates as of the balance sheet date.

2.17Financial instruments

Financial Assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Classifications

The Group classifies its financial assets as subsequently measured at either amortized cost or fair value depending on the Group's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

Equity Instruments

All equity instruments in scope of Ind AS 109 are measured at fair value. On initial recognition an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in fair value in OCI. This election is made on an investment-by-investment basis.

All other Financial Instruments are classified as measured at FVTPL.

Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- "The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset."

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognize the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

On derecognition of a financial asset, the difference between the carrying amount of the asset (or the carrying amount allocated to the portion of the asset derecognised) and the sum of (i) the consideration received (including any new asset obtained less any new liability assumed) and (ii) any cumulative gain or loss that had been recognized in OCI is recognized in profit or loss.

Impairment of financial assets

The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortized cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

With regard to trade receivable, the Group applies the simplified approach as permitted by Ind AS 109, Financial Instruments, which requires expected lifetime losses to be recognized from the initial recognition of the trade receivables.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, amortized cost, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of amortized cost, net of directly attributable transaction costs.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial Liabilities measured at amortized cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities designated upon initial recognition as at fair value through profit or loss.

Gains or losses on liabilities held for trading are recognized in the profit

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains! loss are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the statement of profit or loss.

Derecognition of financial liabilities

The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire.

2.18Income tax

Income tax expense comprises current and deferred tax. It is recognized in profit or loss except to the extent that it relates to items recognized directly in equity or in Other Comprehensive Income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax assets and liabilities are offset only if, the Group:

a) Has a legally enforceable right to set off the recognized amounts; and

b) Intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Deferred tax

Deferred tax is recognized on differences between the carrying amounts of assets and liabilities in the balance sheet and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date.

Minimum Alternative Tax (MAT) is recognized as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of credit to the consolidated statement of profit and loss and included in deferred tax assets. The Group reviews the same at each balance sheet date and writes down the carrying amount of MAT entitlement to the extent there is no longer convincing evidence to the effect that Group will pay normal income tax during the specified period.

2.19 Leases

Leases of property, plant and equipment where the Group, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the lease's inception at the fair value of the leased property or, if lower, the percentage value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the statement of profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Lease in which a significant portion of the risks and rewards of ownership are not transferred to the Group as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to statement of profit and loss on a straight line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

2.20Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less.

2.21Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors of the Group has been identified as being the chief operating decision maker by the Management of the Group.

2.22Standard issued but not yet effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group intends to adopt these standards, if applicable, when they become effective.

On March 28, 2018, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2018, notifying amendments to Ind AS 21, 'The Effects of Changes in Foreign Exchange Rates' and Ind AS 115, 'Revenue from Contracts with Customers.' The amendments are applicable to the Group from April 1, 2018.

(a) Amendment to Ind AS 21

Appendix B to Ind AS 21, Foreign currency transactions and advance consideration: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. The amendment will come into force from April 1, 2018. The Group is evaluating the requirements of the amendment and the effect on the financial statements will be given in due course.

(b) Amendment to Ind AS 115

"Ind AS 115- Revenue from Contract with Customers: On March 28, 2018, Ministry of Corporate Affairs (""MCA"") has notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers. The standard permits two possible methods of transition:"

- Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors;
- Retrospectively with cumulative effect of initially applying the standard recognized at the date of initial application (Cumulative catch - up approach).

The effective date for adoption of Ind AS 115 is financial periods beginning on or after April 1, 2018. The Group is evaluating the requirements of the amendment and the effect on the financial statements will be given in due course.

Sunil Healthcare Limited
Notes to Consolidated Financial Statements for the year ended 31st March, 2018
(All amounts are in rupees lakhs, unless otherwise stated)

33 Contingent liabilities, contingent assets and commitments

Particulars		As at 31/03/ 2018	As at 31/03/ 2017
A	Contingent liabilities (not provided for) in respect of:		
(i)	Claim and other demands against the Group not acknowledged as debts:	-	-
(ii)	Demand for Octroi under disputes	-	8.47
(iii)	Demand for Income Tax (Paid under Protest Rs. 0.85 Lakhs, 31 March 2017- Rs.0.85 lakhs,01 April 2016- Rs.0.85 lakhs)	3.72	3.72
(iv)	Customs duty on Raw Materials imported under Advance License, against which export obligation is to be fulfilled.	367.67	108.18

(v) The Group has procured certain capital goods under EPCG Scheme at concessional rate of duty. As on 31st March, 2018 the Group is contingently liable to pay differential custom duty Rs. 273.91 Lakhs (31 March 2017- Rs. 47.24 lakhs, 1 April 2016 - Rs. 47.24 Lakhs) on such procurement. In view of past export performance and future projections, the management is hopeful of completing the export obligation within stipulated time, and expect no cash on this account.

The Group is hopeful of favourable decisions and expect no outflow of resources, hence no provision is made in the books of accounts.

B Commitments

	31/03/2018	31/03/2017
Estimated amount of contracts remaining to be executed on capital account and not provided for (Advances paid Rs. 6.88 Lakhs, 31 March 2017- Rs. 11.37 lakhs, 1 April 2016- Rs.5.43 lakhs)	54.71	5.95

34 Foreign exchange derivatives and exposures outstanding at the year-end:

Particulars	Amount (Foreign Currency in Lakhs)	Amount (Equivalent Rs. in Lakhs)	Amount (Foreign Currency in Lakhs)	Amount (Equivalent Rs. in Lakhs)
	31/03/2018		31/03/2017	
Derivatives				
Forward contract	7.71	511.27	4.25	294.32
Open Exposures				
Receivables	14.98	959.70	20.92	1,356.33
Payables	18.37	1,195.02	11.81	765.83

35 Employee benefits

The Group contributes to the following post-employment defined benefit plans in India.

(i) Defined Contribution Plans:

The Group makes contributions towards provident fund to a defined contribution retirement benefit plan for qualifying employees. Under the plan, the Group is required to contribute a specified percentage of payroll cost to the retirement benefit plan to fund the benefits.

Particulars	For the year ended 31/03/2018	31/03/2017
Contribution to government Provident Fund	66.70	57.88

(ii) Defined Benefit Plan:

The Group provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. Gratuity liability is being contributed to

the gratuity fund formed by the Group.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at 31 March 2018. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

A. Movement in net defined benefit (asset) liability

The following table shows a reconciliation from the opening balances to the closing balances for net defined benefit (asset) liability and its components:

Particulars		31/03/2018			31/03/2017	
	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability
Balance as at 1 April	199.93	98.70	101.23	162.73	88.36	74.37
Included in profit or loss						
Current service cost	18.77	-	18.77	17.44	-	17.44
Interest cost / (income)	14.38	7.10	7.28	12.53	6.80	5.73
	33.15	7.10	26.05	29.97	6.80	23.16
Included in OCI						
Remeasurements loss / (gain)						
-Actuarial loss / (gain) arising from:						
-Demographic assumptions	-	-	-	4.41	-	4.41
-Financial assumptions	(5.92)	-	(5.92)	(2.37)	-	(2.37)
-Experience adjustment	5.46	-	5.46	26.01	-	26.01
-On plan assets	-	(0.13)	0.13	-	0.58	(0.58)
	(0.46)	(0.13)	(0.33)	28.05	0.58	27.47
Other						
Contributions paid by the employer	-	15.72	(15.72)	-	23.77	(23.77)
Benefits paid	(27.52)	(27.52)	-	(20.80)	(20.80)	-
	(27.52)	(11.81)	(15.72)	(20.80)	2.97	(23.77)
Balance as at 31 March	205.10	93.87	111.23	199.95	98.72	101.23

B. Plan assets

	31/03/2018	31/03/2017	01/04/2016
Fund managed by insurer	100%	100%	100%
	100%	100%	100%

C. Actuarial assumptions

	31/03/2018	31/03/2017
The following were the principal actuarial assumptions at the reporting date (expressed as weighted averages).		
Discount rate	7.70%	7.20%
Expected rate of future salary increase	4.00%	4.00%
Mortality	100% of IALM	100% of IALM

Assumptions regarding future mortality have been based on published statistics and mortality tables.

The Group expects to pay Rs 111.34 Lakhs (31 March 2017- Rs. 101.23 Lakhs, 01 April 2016- Rs. 74.37 lakhs) in contribution to its defined benefit plans in the next year.

D. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Particulars	31/03/2018		31/03/2017	
	Increase	Decrease	Increase	Decrease
Discount rate (-/+1% Movement)	(194.34)	217.41	(190.94)	210.29
Salary Growth rate (-/+1% Movement)	217.75	(193.89)	210.52	(190.60)

Sensitivities due to mortality & withdrawals are insignificant & hence ignored. Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase are not applicable being a lump sum benefit on retirement.of pensions before retirement & life expectancy

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

E. Description of Risk Exposures:

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such Group is exposed to various risks as follow -

A) Salary Increases- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

B) Investment Risk – If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.

C) Discount Rate: Reduction in discount rate in subsequent valuations can increase the plan's liability.

D) Mortality & disability – Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

E) Withdrawals – Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

36 Related party Transactions

A. Related parties and their relationships

i) Key Managerial Personnel (KMP) and their relatives

Name	Relationship
Mr. Anil Kumar Khaitan	Key Management Personal
Ms. Sarita Khaitan	Wife of Key Management Personal
Mr. Ishan Khaitan	Son of Key Management Personal
Ms. Aanchal Khaitan	Relative of Key Management Personal
Mr. Kahaan Khaitan	Son of Key Management Personal
Mr. Rakesh Mohan	Independent Director (KMP) under IndAS
Mr. B P Srinivasan	Independent Director (KMP) under IndAS
Dr. Lata Singh	Independent Director (KMP) under IndAS
Mr. R C Khurana	Independent Director (KMP) under IndAS
Mr. Sanjay kumar Kaushik	Independent Director (KMP) under IndAS

B. Transactions with the above in the ordinary course of business

Nature of Transaction	For the year ended 31/03/2018	31/03/2017
a) Payments to Key Managerial Personnel and their relatives		
(i) Short-term Employee benefits		
Mr. Anil Kumar Khaitan	28.93	29.58
Mrs. Sarita Khaitan	26.72	26.40
Mr. Ishan Khaitan	28.06	28.79
Mr. Kahaan Khaitan	17.12	17.03
Mrs. Anchal khaitan	6.03	6.22
Mr. Rakesh Mohan	0.70	0.25
Mr. B P Srinivasan	0.86	0.43
Dr. Lata Singh	0.70	0.51
Mr. R C Khurana	0.86	0.85
Mr. Sanjay kumar Kaushik	0.91	0.68
Mr. S N Balasubrmanian	0.56	1.02
Mr. Joginder Singh	-	0.51
Mr. Rajat kumar Niyogi	-	0.09
(ii) Long Term Employee Benefits		
Mr. Anil Kumar Khaitan	14.93	11.92
Mrs. Sarita Khaitan	8.60	7.65
Mr. Ishan Khaitan	8.54	7.21
Mr. Kahaan Khaitan	2.83	2.45
Mrs. Anchal khaitan	0.93	0.80
(iii) Post Employee Benefits		
Mr. Anil Kumar Khaitan	9.29	8.94
Mrs. Sarita Khaitan	4.59	4.07
Mr. Ishan Khaitan	3.12	2.96
Mr. Kahaan Khaitan	1.17	0.96
Mrs. Anchal khaitan	0.38	0.31
(iv) Rent, Repair and Maintenance		
Mrs. Sarita Khaitan	24.63	24.49
Closing balance at the year end:		
Mr. Anil Kumar Khaitan	4.05	2.91
Mrs. Sarita Khaitan	1.54	2.41
Mr. Ishan Khaitan	1.81	0.76
Mr. Kahaan Khaitan	1.33	0.49
Mrs. Anchal khaitan	0.65	0.40

37 Financial instruments – Fair values and risk management

I. Fair value measurements

A. Financial instruments by category

Particulars	As at 31/03/ 2018 Amortized Cost	FVTPL	As at 31/03/2017 Amortized Cost	FVTPL
Financial assets				
Investments				
Non Current		10.00	-	-
Trade receivables	4,814.25	-	3,850.95	-
Cash and cash equivalents	81.41	-	148.54	-
Bank balances other than above	401.88	-	244.32	-
Others				
Non Current	177.27	-	193.72	-
Current	551.87	-	320.43	-
	6,026.68	10.00	4,757.96	-
Financial liabilities				
Borrowings				
Non-current	1,829.72	-	1,277.83	-
Current	3,858.40	-	2,757.12	-
Other				
Current	556.27	-	544.53	-
Trade payables	1,796.58	-	1,967.43	-
	8,040.97	-	6,546.91	-

B. Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are:
(a) recognized and measured at fair value and
(b) measured at amortized cost and for which fair values are disclosed in the financial statements.
('c) To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Financial assets and liabilities measured at fair value - recurring fair value measurements

Particulars	As at 31 March 2018 Level 1	Level 2	Level 3	Total
Financial assets				
Financial Investments at FVTPL				
Investments				
Non Current	10.00	-		10.00
Total financial assets	10.00	-	-	10.00

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities.

There are no transfers between level 1 and level 2 during the year

C. Financial assets and liabilities measured at amortized cost

Particulars	As at 31/03/ 2018 Carrying Amount	Fair Value	As at 31/03/ 2017 Carrying Amount	Fair Value
Financial assets				
Trade receivables	4,814.25	4,814.25	3,850.95	3,850.95
Cash and cash equivalents	81.41	81.41	148.54	148.54
Bank balances other than above	401.88	401.88	244.32	244.32
Others				
Non Current	177.27	177.27	193.72	193.72
Current	551.87	551.87	320.43	320.43
	6,026.68	6,026.68	4,757.96	4,757.96
Financial liabilities				
Borrowings				
Non Current	1,829.72	1,829.72	1,277.83	1,277.83
Current	3,858.40	3,858.40	2,757.12	2,757.12
Other				
Non Current				
Current	556.27	556.27	544.53	544.53
Trade payables	1,796.58	1,796.58	1,967.43	1,967.43
	8,040.97	8,040.97	6,546.91	6,546.91

The carrying amounts of trade receivables, trade payables, capital creditors and cash and cash equivalents and other bank balances are considered to be the same as their fair values, due to their short-term nature.

II. Financial risk management

The Group has exposure to the following risks arising from financial instruments:- credit risk;- liquidity risk; and- market risk

The Group's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The board of directors has established the processes to ensure that executive management controls risks through the mechanism of property defined framework.

The Group's risk management policies are established to identify and analyze the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed by the board annually to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Group's Audit Committee oversees compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Audit Committee is assisted in its oversight role by Internal Audit. Internal Audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investments in debt securities.

The carrying amount of financial assets represents the maximum credit exposure. The Group monitor credit risk very closely both in domestic and export market. The Management impact analysis shows credit risk and impact assessment as low.

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry and country in which customers operate.

The Group Management has established a credit policy under which each new customer is analyzed individually for creditworthiness before the Group's standard payment and delivery terms and conditions are offered. The Group's review includes market check, industry feedback, past financials and external ratings, if they are available, and in some cases bank references. Sale limits are established for each customer and reviewed quarterly. Any sales exceeding those limits require approval from the President of the Group.

More than 60 % of the Group's customers have been transacting with the Group for over four years, and no impairment loss has been recognized against these customers. In monitoring customer credit risk, customers are reviewed according to their credit characteristics, including whether they are an individual or a legal entity, their geographic location, industry and existence of previous financial difficulties.

The Group establishes an allowance for impairment that represents its expected credit losses in respect of trade and other receivables. The management uses a simplified approach for the purpose of computation of expected credit loss for trade receivables.

During the year, the Group has taken the credit insurance policy for its domestic customers to mitigate the financial loss in case default in payment. Risk on export customers is covered through the ECGC Ltd.

The gross carrying amount of trade receivables is Rs. 4814.25 Lakhs (31 March 2017 – Rs.3850.95Lakhs, 1 April 2016 – Rs.2248.14).

During the period, the Group has written-offs of trade receivables of Rs. 265.25 lakhs pertains to previous years provisions. The Group management also pursue all legal option for recovery of dues wherever necessary based on its internal assessment.

Reconciliation of loss allowance provision – Trade receivables

Particulars	31/03/2018	31/03/2017
Opening balance	265.25	181.54
Changes in loss allowance	(265.25)	83.71
Closing balance	-	265.25

iii. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are fallen due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, Group treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the Group's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected future cash flows. In addition, the Group's liquidity management strategy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

(a) Maturities of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and exclude contractual interest payments and the impact of netting agreements.

	Carrying Amount	Contractual undiscounted cash flows		
Particulars	31/03/2018	Less than 1 Year	1-5 Years	More than 5 years
Non-derivative financial liabilities				
Non-current Borrowings	2,204.18	374.45	1,829.73	
Current Borrowings	3,858.40	3,858.40	-	-
Trade payables	1,796.58	1,796.58	-	-
Other current financial liabilities	181.81	181.81	-	-
Total non-derivative financial liabilities	8,040.97	6,211.24	1,829.73	-
Derivatives (net settled)				
Foreign exchange forward contracts	-	-	-	-
Total derivative liabilities	-	-	-	-

Particulars		Carrying Amount	Contractual undiscounted cash flows		
		31/03/2017	Less than 1 Year	1-5 Years	More than 5 years
Non-derivative financial liabilities					
Non-current Borrowings		1,695.73	417.90	1,277.83	-
Current Borrowings		2,757.12	2,757.12	-	-
Trade payables		1,967.43	1,967.43	-	-
Other current financial liabilities		126.63	126.63	-	-
Total non-derivative liabilities	-	6,546.91	5,269.08	1,277.83	-
Derivatives (net settled)					
Foreign exchange forward contracts			-	-	-
Total derivative liabilities			-	-	-

iv. Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates and interest rates – will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

v. Currency risk

The Group is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD and small exposure in EUR, AUD and GBP. Foreign exchange risk arises from future commercial transactions and recognized assets and liabilities denominated in a currency that is not the Group's functional currency (Rs.). The risk is measured through a forecast of highly probable foreign currency cash flows. The objective of the hedges is to minimize the volatility of the Rs. cash flows of highly probable forecast transactions by hedging the foreign exchange inflows on regular basis.

Exposure to currency risk

The summary quantitative data about the Group's exposure to currency risk as reported to the management of the Group is as follows:

Particulars	As at 31/03/2018			As at 31/03/2017	
	USD	EUR	AUD	USD	EUR
Receivables	21.93	(0.01)	0.98	25.04	(0.01)
Payables	18.39	0.00	-	11.81	0.01
Forward Contracts	7.71	-	-	4.25	-
Net statement of financial position exposure	(4.16)	(0.01)	0.98	8.98	(0.03)

The following significant exchange rates have been applied

Particulars	Average Rates		Year end spot rates	
	31 March 2018	31 March 2017	31 March 2018	31 March 2017
USD 1	64.48	67.09	65.04	64.84
EUR 1	75.42	73.61	80.62	69.25
AUD 1	49.88	-	50.12	-

Sensitivity analysis

A reasonably possible strengthening (weakening) of the Rs. against USD at 31 March would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

Particulars	Profit or loss		Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
31 March 2018				
USD (10% movement)	27.05	(27.05)	19.53	(19.53)
Euro (10% movement)	0.11	(0.11)	0.08	(0.08)
AUD (10% movement)	(4.93)	4.93	(3.56)	3.56
31 March 2017				
USD (10% movement)	(58.22)	58.22	(38.97)	38.97
Euro (10% movement)	0.18	(0.18)	0.12	(0.12)

Interest rate risk

The Group is exposed to interest rate risk on financial liabilities such as borrowings, both Non-current and Current. It maintains a balance of fixed and floating interest rate borrowings and the proportion is determined by current market interest rates, projected debt servicing capability and view on future interest rates.

Currently the Group's borrowings are within acceptable risk levels, as determined by the management, hence the Group has not taken any swaps to hedge the interest rate risk.

Exposure to interest rate risk

The interest rate profile of the Group's interest-bearing financial instruments as reported to the management of the Group is as follows.

	Nominal Amount	
Particulars	31/03/ 2018	31/03/ 2017
Fixed-rate instruments		
Financial assets	508.26	372.33
Financial liabilities	657.05	750.00
	1,165.31	1,122.33
Variable-rate instruments		
Financial assets	-	-
Financial liabilities	5,420.15	3,707.05
	5,420.15	3,707.05

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 50 basis points in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

	Profit or loss		Equity, net of tax	
Particulars	50 bp increase	50 bp decrease	50 bp increase	50 bp decrease
31/03/2018				
Variable-rate instruments	(27.10)	27.10	(18.14)	18.14
Cash flow sensitivity	(27.10)	27.10	(18.14)	18.14
31/03/2017				
Variable-rate instruments	(18.54)	18.54	(12.41)	12.41
Cash flow sensitivity	(18.54)	18.54	(12.41)	12.41

Fair value sensitivity analysis for fixed-rate instruments

The Group does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

38 Segment Reporting

According to Ind AS 108, identification of operating segments is based on Chief Operating Decision Maker (CODM) approach for making decisions about allocating resources to the segment and assessing its performance. The business activity of the Group falls within two broad business segment viz. "Capsule Shells and Trading of Food products" and substantially sale of the product is within the country.

Particulars	Empty Capsules		Marketing of Food Products		Total	
	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17
Revenue						
Turnover (Net of Excise duty)	8420.44	8893.63	741.79	1,954.79	9,162.23	10,848.42
Total Revenue	8,420.44	8,893.63	741.79	1,954.79	9,162.23	10,848.42
Results						
Segment Results Profit/(Loss)	1,265.69	1,309.37	(49.86)	(12.51)	1,215.83	1,296.86
Finance Cost					503.05	418.22
Unallocated Corporates/(Income)(Net)					81.69	89.82
Profit Before Tax					631.09	788.82
Tax Expenses					181.70	285.82
Profit after Tax					449.39	503.00
Other Information						
Segment Assets	12,895.53	10,279.04	770.41	1,197.40	13,665.94	11,476.44
Unallocated Corporate Assets					554.29	407.16
Total Assets					14,220.23	11,883.60
Segment Liabilities	2,374.47	1,857.31	386.79	653.72	2,761.26	2,511.03
Unallocated Corporate Liabilities					1,027.52	1,046.78
Borrowings					5,688.12	4,034.95
Total Liabilities					9,476.90	7,592.76
Capital Expenditure					1,615.45	1,330.22
Depreciation & Amortization					478.26	433.43

Geographical information

The Empty Capsules, Marketing of Food Products segments are managed on a worldwide basis, but manufacturing facilities and sales offices are primarily in India.

The geographic information analyses, the Group's revenue and non-current assets by the Company's country of domicile and other countries. In presenting the geographic information, segment revenue has been based on the geographic location of customers and segment assets were based on the geographic location of the assets.

Particulars	2017-18			2016-17		
	Within India	Outside India	Total	Within India	Outside India	Total
Revenue from Operations	6,296.38	2,865.85	9,162.23	6,318.41	4,530.01	10,848.42

The Group has common fixed assets in India for providing goods for domestic as well as overseas market except export debtors Rs. 1487.53 lakhs (31st March 2017- Rs.1587.40 , 31st March 2016 - Rs.350.93 Lakhs) .

Major Customer

Revenues from one customer of the Group's Empty Capsules, Marketing of Food Products segments represented approximately Rs. 1098.19 Lakhs (previous year: Rs. 1374.78 Lakhs) of the Group's total revenues.

39 Capital management

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders. The Group may take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The following table summarizes the capital of the Group:

Particulars	31/03/2018	31/03/2017
Equity Share Capital (Note-14)	1,025.48	1,025.48
Other Equity (Note-15)	3,717.85	3,265.36
Total Equity	4,743.33	4,290.84
Non-Current Borrowings (Note-16)	2,204.18	1,695.73
Current Borrowings (Note-19)	3,858.40	2,757.12
Total Debts	6,062.58	4,452.85
Gearing Ratio		
Debt to Equity Ratio	1.28	1.04

40 First Time Adoption of Ind AS

The Group had first time acquired the foreign subsidiaries during the Financial Year 2016-17, therefore, the consolidated financial statement under previous GAAP were prepared only for the year ended 31st March, 2017, accordingly, the impact of coversion from previous GAAP to Ind AS is given as hereunder:

As stated in note 2, these are the Group's first financial statements prepared in accordance with Ind AS. The accounting policies set out in note 2 have been applied in preparing the consolidated Ind AS financial statements for the year ended 31st March, 2018, the comparative information presented in these consolidated financial statements for the year ended 31st March, 2017. In preparing its comparative financial position, the Group has adjusted amounts reported previously in consolidated financial statements prepared in accordance with Indian GAAP (previous GAAP). An explanation of how the transition from previous GAAP to Ind AS has affected the Group's financial position, financial performance and cash flows is set out in the following tables and the notes that accompany the tables.

Exemptions and exceptions availed

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the comparative year from previous GAAP to Ind-AS.

A Ind- AS optional exemptions

i) "Deemed costInd AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the consolidated financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets.Accordingly, the Group has elected to measure all of its property, plant and equipment and intangible assets except land at their previous GAAP carrying value."

ii) "Effect of changes in exchange rateIn respect of long term foreign currency monetary items recognised in the consolidated financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period, the Group has elected to recognise exchange differences on translation of such long term foreign currency monetary items in line with its Previous GAAP accounting policy.In respect of long term foreign currency monetary items recognised in the consolidated financial statements beginning with the first Ind AS financial reporting period, exchange differences are recognised in the consolidated statement of Profit and Loss."

iii) "LeasesAppendix C to Ind AS 17 requires an entity to assess whether a contract or arrangement contains a lease. In accordance with Ind AS 17, this assessment should be carried out at the inception of the contract or arrangement. Ind AS 101 provides an option to make this assessment on the basis of facts and circumstances existing at the date of transition to Ind AS, except where the effect is expected to be not material. The Group has elected to apply this exemption for such contracts/arrangements."

B Ind AS mandatory exceptions

i) "EstimatesAn entity's estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.Ind AS estimates as at 01st April 2016 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Group made estimates for Impairment of financial assets based on expected credit loss model in accordance with Ind AS at the date of transition as these were not required under previous GAAP."

ii) "Classification and measurement of financial assetsInd AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS."

C Reconciliations between previous GAAP and Ind AS

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent the reconciliations from previous GAAP to Ind AS.

Particulars	Notes to first-time adoption	As at 31st March, 2017 Previous GAAP*	Adjustments	Ind AS
ASSETS				
Non-current assets				
Property, Plant and Equipment	1	4,902.81	1,036.07	5,938.88
Capital work-in-progress		12.38	-	12.38
Other Intangible Assets		33.17	-	33.17
Financial assets				
(i) Investments		-		
(ii) Other Financial assets		193.72	-	193.72
Other non-current assets		11.84	-	11.84
Current assets				
Inventories		1,078.37	-	1,078.37
Financial assets				
(i) Investments		-	-	-
(i) Trade receivables	4	4,100.46	(249.51)	3,850.95
(ii) Cash and cash equivalents		148.54		148.54
(iii) Bank balances other than (ii) above		244.32	-	244.32
(iv) Loans		-		-
(iv) Other current financial assets	5	39.56	0.15	39.71
(v) Current Tax Assets (net)		11.29	-	11.29
Other current assets		320.43	-	320.43
TOTAL ASSETS		**11,096.89**	**786.71**	**11,883.60**

Particulars	Notes to first-time adoption	As at 31st March, 2017 Previous GAAP*	Adjustments	Ind AS
EQUITY AND LIABILITIES				
Equity				
Equity share capital		1,025.48	-	1,025.48
Other equity	8	2,632.33	633.03	3,265.36

LIABILITIES			-	
Non-current liabilities			-	
Financial liabilities			-	
(i) Borrowings	1,2	1,282.03	(4.20)	1,277.83
Provisions		129.48	-	129.48
Deferred tax liabilities (net)	7	379.46	157.88	537.34
			-	
Current liabilities			-	
Financial liabilities			-	
(i) Borrowings		2,757.12	-	2,757.12
(ii) Trade payables		1,967.43		1,967.43
(iii) Other financial liabilities		544.53	-	544.53
Other current liabilities		243.20	-	243.20
Provisions		72.30	-	72.30
Current tax liabilities		63.53		63.53
TOTAL EQUITY AND LIABILITIES		11,096.89	786.71	11,883.60

*The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Reconciliation of total comprehensive income for the year ended 31st March, 2017

Particulars	Notes to first-time adoption	Previous GAAP*	Adjustments	Ind AS
Revenue				
Revenue from operations		10,848.42	(0.00)	10,848.42
Other income	5	152.28	(15.21)	137.07
Total income		11,000.70	(15.22)	10,985.49
Expenses				
Cost of materials consumed		3,015.06	-	3,015.06
Purchase of Stock in Trade		1,904.46	-	1,904.46
Changes in inventories of finished goods, stock-in-Trade and work-in-progress		226.16	-	226.16
Employee benefits expense	3	1,093.32	(27.46)	1,065.86
Finance costs	1, 2	416.95	1.27	418.22
Depreciation and amortization expense	1, 2	433.58	(0.15)	433.43
Other expenses	4	3,049.93	83.55	3,133.48
Total Expenses		10,139.46	57.21	10,196.67
Profit/(loss) before exceptional items and tax		861.24	(72.42)	788.82
Tax expense:				
Current tax				
-Current Year		202.00	25.98	227.98
Deferred tax	7	107.94	(50.10)	57.84
Profit/ (loss) for the year (A)		551.30	(48.30)	503.00
Other comprehensive income				
Items that will not be reclassified to profit or loss				
Remeasurement of defined benefit plans	3		(27.46)	(27.46)
Income tax relating to the above	7		9.08	9.08
Items that will be reclassified to profit & loss			0.28	0.28
Total other comprehensive income for the year (B)		-	(18.10)	(18.10)
Total comprehensive income for the year (A + B)		551.30	(66.40)	484.90

*The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Reconciliation of total equity as at 31st March, 2017 and 01st April, 2016

Particulars	Notes to first-time adoption	31 March 2017
Total equity (shareholder's funds) as per previous GAAP		3,657.81
Adjustments:		
Effect of measuring derivative instruments at fair value through profit or loss	5	0.15
Effect of measuring lease land at fair value	1	1,041.39
Provision for expected credit losses	4	(249.51)
Other Ind AS adjustments	1, 2	(1.12)
Deferred Tax on above adjustment	7	(157.88)
Total adjustments		633.03
Total equity as per Ind AS		4,290.84

Impact of Ind AS adoption on the statements of cash flows for the year ended 31 March 2017

Particulars	Notes to first-time adoption	Previous GAAP*	Adjustments	Ind AS
Net cash flow from operating activities		1,079.09	-	1,079.09
Net cash flow from investing activities		(1,285.10)	-	(1,285.10)
Net cash flow from financing activities		222.90	-	222.90
Net increase/(decrease) in cash and cash equivalents		16.89	-	16.89
Cash and cash equivalents as at 1 April 2016		131.65	-	131.65
Cash and cash equivalents as at 31 March 2017		148.54	-	148.54

*The previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purposes of this note.

D Notes to first-time adoption:

1 Property Plant and Equipments

On transition to Ind AS, the Group has elected to continue with the carrying value of all of its property, plant and equipment and intangible assets recognized as at 01 April, 2016 measured as per the previous GAAP except leasehold land which has been fair valued and use that carrying value as the deemed cost of the property, plant and equipment and intangible assets. The resulting impact of fair valuation of land is Rs 1041.86 Lakhs and a positive impact of Rs.801.12 Lakhs is reflected in the reserves as on 01/04/2016.

As per Ind-AS 16, Property Plant and Equipment, Group has decapitalized certain costs which were capitalized as a part of cost of fixed assets under previous GAAP. Such costs along with accumulated depreciation on such costs have been decapitalized on the date of transition. During the year ended 31 March 2016 depreciation expense was derecognized under Ind AS for such items of Property Plant and Equipments which was charged to statement of profit t and loss under previous GAAP.

2 Borrowings

"Ind-AS 109 requires transaction costs incurred towards origination of borrowings to be deducted from the carrying amount of borrowings on initial recognition. These costs are recognised in the profit or loss over the tenure of the borrowing as part of the interest expense by applying the effective interest rate method. Under previous GAAP, these transaction costs were charged to profit or loss and PPE as and when incurred. Accordingly, borrowings as at 31 March 2017 have been reduced by Rs. 4.20 Lakhs (1 April 2016– Rs.Nil Lakhs) with a corresponding adjustment to retained earnings. The total equity increased by an equivalent amount of retained earning. The profit for the year ended 31 March 2017 reduced by Rs. 1.28 Lakhs as a result of the additional interest expense."

3 Remeasurements of post-employment benefit obligations

Under Ind AS, Remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognized in other comprehensive income instead of profit or loss. Under the previous GAAP, these Remeasurements were forming part of the profit or loss for the year.

4 Trade receivables

Under previous GAAP, the Group had created provision for doubtful debts based on specific amount for incurred losses. Under Ind AS, the allowance for doubtful debts has been determined based on expected credit loss model.

5 Fair valuation of derivatives

The Group has taken forward contracts to hedge foreign currency receivables/ payable. Under previous GAAP, AS 11 accounting was followed to account for these contracts. Under Ind AS all these derivatives has been valued at fair value as per Ind AS 109. This has decreased retained earnings by Rs. 13.56 Lakhs as at 31 March 2017 and decreased retained earnings by Rs. 8.48 lakhs.

6 Other comprehensive income

Under Ind AS, all items of income and expense recognized in a period should be included in statement of profit & loss for the period, unless a standard requires or permits otherwise. Items of income and expense that are not recognized in statement of profit & loss but are shown in the statement of profit and loss as 'other comprehensive income' includes remeasurements of defined benefit plans and tax thereon. The concept of other comprehensive income was not there under previous GAAP.

7 Deferred Tax

Under previous GAAP, deferred tax was prepared using income statement approach. Under Ind AS, Group has prepared deferred tax using balance sheet approach. Also, deferred tax have been recognized on the adjustments made on transition to Ind AS.

8 Retained earnings

Retained earnings as at April 1, 2016 has been adjusted consequent to the above Ind AS transition adjustments.

As per our report of even date
For Jitender K Agrawal & Associates
Chartered Accountants
Firm Reg. No. 318086E

Kuldeep Maloo
Partner
M. No. 515708

Place: Alwar
Date: 25th May, 2018

FOR AND ON BEHALF OF BOARD OF DIRECTORS

ANIL KHAITAN
CHAIRMAN CUM MANAGING DIRECTOR

R.C. KHURANA
DIRECTOR

SANTOSH KUMAR SHARMA
COMPANY SECRETARY

PAWAN RATHI
CHIEF FINANCIAL OFFICER

SUNIL HEALTHCARE LIMITED

Regd. Off; - 38E/252-A, Vijay Tower, Shahpurjat, New Delhi-110049
Email: info@sunilhealthcare.com/ Website: www.sunilhealthcare.com
CIN-L24302DL1973PLC189662

44th Annual General Meeting -31st August, 2018

ATTENDANCE SLIP

Please fill attendance slip and hand it over at the entrance of the meeting venue. Joint shareholders may obtain additional slip at the venue of meeting.

Name	
Registered Address	
Email Id : -	
Re. Folio No	
Client ID no *	
D P ID No *	
No of Share held	

I. *Applicable to all investors/ shareholders holding shares in Electronic Mode.
II. I certify that I am the registered shareholders/proxy for the registered shareholder of the Company.
III. I hereby record my presence at the 44th Annual General Meeting of the Members of the Company will be held at 3.00 p. m. on Friday the August 31, 2018 at Modi Hall, Ground Floor, PHD Chamber of Commerce and, Industry PHD House, 4/2, SIRI Institutional Area, August Kranti Marg, New Delhi-110016

Name of the Member / Proxy _______________ **Signature of the Member / Proxy** ___________________

SUNIL HEALTHCARE LIMITED

Regd. Off; - 38E/252-A, Vijay Tower, Shahpurjat, New Delhi-110049 Tel;-+91-11-49435555/00, Fax; +91-11-43850087
Email: info@sunilhealthcare.com/ Website: www.sunilhealthcare.com | CIN-L24302DL1973PLC189662

Form No. MGT 11

PROXY FORM

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

Name	
Registered Address & Email Id;	
Re. Folio No / Client ID no*	
D P ID No*	
No of Share held	

* Applicable for investors holding shares in Electronic form.

I/We____________________________________of____being a member/members of Sunil Healthcare Limited hereby appoint the following as my/our Proxy to attend vote (for me/us and on my/our behalf at the 44th Annual General Meeting of the Company to be held on Friday, the 31st August, 2018 at 3.00 P.M. at Modi Hall, Ground Floor, PHD Chamber of Commerce and, Industry PHD House, 4/2, SIRI Institutional Area, August Kranti Marg, New Delhi -110016 and any adjournment thereof) in respect of such resolutions as are indicated below;

1.	Name ________________________________Address______________________________ E mail id ______________________________Signature ___________________or falling him
2.	Name ________________________________Address______________________________ E mail id ______________________________signature ___________________or falling him

Sr. No	Resolution	Ordinary/Special	For	Against
	Ordinary Business			
1	To receive, consider and adopt the Audited Financial Statements (Both Standalone and Consolidated) of the Company for the financial year ended 31st March, 2018 together with the report of Board of Directors' and Auditors' thereon.	Ordinary		
2	To appoint a Director in place of Mr. B.P. Srinivasan(DIN: 02543837), who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment.	Ordinary		

This is optional. Please put a tick mark (✓) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write "Abstain" across the boxes against the Resolution

Signed this ___________day on __________2018

Signature of Shareholders _______________________________

Signature of Proxy holder(s) _______________________________

Affix
One
Rupees
Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less the the 48 hours before the commencement of the meeting.
2. A Proxy need not be a member of the Company.
3. In case of joint holders, the signature of any holder will be sufficient, but name of all the joint holders should be stated.
4. For the Resolution, Explanatory Statement and notes, please refer to the Notice of 44th Annual General Meeting.
5. It is optional to put an "✓" in the appropriate column against the resolutions indicated in the Box. If you leave the For or Against column blank against any or all resolution, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
6. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.
7. Please complete all details including details of member(s) in the above box before submission.
8. Undated proxy form will not be considered valid.
9. If Company receives multiple proxies for the same holdings of a member, the proxy which is dated last will be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple proxies will be treated as invalid.

OUR ORGANISATION

WORKS :	17-18, Old Industrial Area Alwar - 301 001	Telephone : 0144-301422 to 3014224 Fax : 0144-2373826 E-mail : info@sunilhealthcare.com Website : www.sunilhealthcare.com
REG. OFFICE	38E/252A, Vijay Tower Shahpurjat New Delhi - 110049	Telephone : 011-49435555 Fax : 011-43850087 E-mail : info@sunilhealthcare.com CIN : L24302DL1973PLC189662 Website : www.sunilhealthcare.com
BRANCH OFFICE AHEMDABAD	3rd Floor, Mrudul Tower Nr. HK House, Ashram Road Ahmedabad - 380 009	Telephone : 079-26588094 Mobile : 9374991041 E-mail : kn.didwania@sunilhealthcare.com
BANGLORE	Flat No. 3D, Classik Eternity 13th D Cross, Kaggadaspura CV Raman Nagar PO- Banglore - 560 093	Mobile : 9840366278 E-mail : varkeykodak@rediffmail.com
KOLKATA	25, Ganesh Chandra Avenue Kolkata - 700 013	Telephone : 033-22349308-10 Fax : 033-22116880 E-mail : suman@sunilhealthcare.com
Mumbai	111, IVY Centre, 1st Floor 3, Prabhat Udyog Nagar Patel Estate, Off. S.V. Road Jogeshwari (West) Mumbai - 400 102	Telephone : 022-26789584, 26788102 Direct : 022-26789584 E-mail : suresh.kamath@sunilhealthcare.com

SUNLOC

If undelivered please return to:

Sunil Healthcare Limited

Regd. Office: 38E/252-A, Vijay Tower, Shahpurjat,
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