

Registered & Corporate Office:

Plot No. 72, H. No. 8-2-334/3 & 4, Road No. 5, Opp. SBI Executive Enclave, Baniara Hills. Hyderabad - 500 034, Telangana, INDIA.

Tel: +91-40-2525 9999, Fax: +91-40-2525 9889

CIN: L24239TG1987PLC008066

Email: info@smspharma.com, www.smspharma.com

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Date: 08th February, 2024

To, The Manager, Corporate Filings Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001

The Manager, Listing Compliance Department, National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051.

Security Code: 532815

Symbol: SMSPHARMA

Dear Sir/Madam,

Subject: Outcome of the Board Meeting - Approval of financial results for the quarter ended 31st December, 2023 and approval for issue of share warrants on preferential basis.

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,

With reference to the cited subject matter, we would like to inform you that the Board of Directors of the Company at their meeting held today i.e., 08th February, 2024, have interalia, transacted the following item(s) of the Agenda:

- * Approved the standalone and consolidated un-audited Financial Results for the third quarter ended on 31st December, 2023 and a copy of the same is enclosed along with Limited Review Report of the Statutory Auditors of the Company.
- The Board Considered and Approved raising of funds through Issue of Convertible Equity Warrants to the Promoters/Promoters Group by issuing up to 90,00,000 (Ninety Lakhs) Warrants convertible in one or more tranches to equity shares of Rs.1/- each of the Company at an issue price of Rs.127/- (including premium of Rs.126/-) for each Warrant, aggregating to Rs.114,30,00,000/- (Rupees One Hundred Fourteen Crores and Thirty Lakhs Only) by way of preferential issue in accordance with the provisions of Section 42 and Section 62(1)(c) of the Companies Act, 2013, as amended ("Act") read with Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended ("Rules"), Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"),

SEBI Listing Regulations and such other acts / rules / regulations as maybe applicable and subject to necessary approval of the members of the Company and other

regulatory, statutory, authorities, as maybe applicable.

The requisite details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is set out below at

Annexure - I.

Approved convening of an Extra Ordinary General Meeting (EGM) of the of the • Company on Wednesday, 06th March, 2024 at 11.00 A.M (IST) through Video Conferencing/ Other Audio Visual Means (VC/OAVM) to seek the approval of the

members of the Company for the aforesaid preferential issue.

• The Company has fixed Wednesday, 28th February, 2024 as the "Cut-off Date" for the purpose of determining the eligibility of the shareholders entitled to vote by remote e-

voting/e-voting at the EGM.

• The Board has appointed Mr. C.Sudhir Babu (FCS 2724 & CP No. 7666), Company Secretary in Practice as Scrutinizer to conduct the e-voting process in fair and

transparent manner.

The meeting of Board of Directors commenced at 03:30 P.M. and concluded at about 6.40

p.m.

Please take the above intimation on your records.

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Hyderabad

Thanking you Yours faithfully

For SMS Pharmaceuticals Limited

Thirumalesh Tumma

Company Secretary

Encl: as above

Disclosure in terms of Regulation 30 of the SEBI Listing Regulations read with the SEBI Disclosure Circular

Sr.	Particulars	Details					
No.							
1	Type of securities proposed to be	Convertible Warrants ("Warrants") with a right					
	issued (viz. equity shares, convertibles	exercisable by the Warrant holder to subscribe to					
	etc.);	one Equity Share per Warrant					
2	Type of issuance (further public	Preferential Allotment					
	offering, rights issue, depository						
	receipts (ADR/GDR), qualified						
	institutions placement, preferential	,					
	allotment etc.);						
3	Total number of securities proposed to	Issue of Convertible Equity Warrants to the					
	be issued or the total amount for which	Promoters/Promoter's Group on Preferential					
	the securities will be issued	Basis by issuing up to 90,00,000 (Ninety Lakhs)					
*	(approximately);	Warrants convertible in one or more tranches to					
		equity shares of Rs.1/- each of the Company at					
		an issue price of Rs.127/-(including premium of					
		Rs.126/-) for each Warrant aggregating to					
		Rs.114,30,00,000/- (Rupees One Hundred					
	*	Fourteen Crores and Thirty Lakhs Only)					
4	In case of preferential issue, the listed e	ntity shall disclose the following additional details					
	to the stock exchange(s):	,					
Α.	Names of the investors;	As per list attached in Annexure-A					
В	Post allotment of securities - outcome	The details of the shareholding of the Proposed					
	of the subscription, issue price /						
	allotted price (in case of convertibles),	Preferential Issue has been mentioned in					
	number of investors;	Annexure-A					
		At an issue price of Rs.127/- (including premium					
		of Rs.126/-) for each Warrant.					
С	In case of convertibles - intimation on	The Warrants may be exercised by the Warrant					
	conversion of securities or on lapse of	f holder, in one or more tranches, at any time or					
	the tenure of the instrument;	or before the expiry of 18 months from the date					

		of allotment of the Warrants by issuing a written
		notice to the Company specifying the number of
		Warrants proposed to be exercised along with
		the aggregate amount payable thereon.
D	Any cancellation or termination of	Not Applicable
	proposal for issuance of securities	
	including reasons thereof.	

Annexure- A

LIST OF PROPOSED ALLOTTEES

Sr.	Name of the	Category	Pre-Issue	Pre-	Proposed	Post-Issue	Post-
No	Proposed allottees	4	holding	Issue %	Issue	holding	Issue %
		ш	(No.of	of	(No.of	(No.of	of
			shares)	holding	warrants)	shares)*	holding
							*
1	Mr. Ramesh Babu	Promoters/	1,56,53,060	18.49%	25,00,000	1,81,53,060	19.38%
	Potluri	Promoters group					3
2	Mr. Vamsi Krishna	Promoters/	1,33,28,370	15.74%	25,00,000	1,58,28,370	16.90%
	Potluri	Promoters group					
3	Mr. Trilok Potluri	Promoters/	21,88,000	2.58%	25,00,000	46,88,000	5.01%
		Promoters group					
4	M/s. Potluri Infra	Promoters/	73,46,420	8.68%	15,00,000	88,46,420	9.45%
	Projects LLP	Promoters group					

^{*}This preferential issue shareholding is on fully diluted basis with the assumption that all the 90,00,000 convertible warrants will be converted into equity shares.



SMS PHARMACEUTICALS LIMITED (CIN: L24239TG1987PLC008066)

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Statement of Un-Audited Standalone Financial Results for the Quarter and Nine Months ended 31st December, 2023

(Rs. In Lakhs)

		(Quarter Ended		Nine Mont	Year ended	
S.No	Particulars	31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Revenue From Operations	16,148.22	16,664.35	14,880.42	46,346.51	37,262.58	52,205.14
2	Other Income	149.08	81.03	221.44	281.40	362.93	491.38
3	Total Revenue	16,297.30	16,745.38	15,101.86	46,627.91	37,625.51	52,696.52
4	Expenses						
	(a) Cost of Materials Consumed	13,259.89	10,359.32	7,573.88	32,743.96	22,415.30	29,952.40
	(b) Changes in Inventories	(4,122.12)	(578.08)	2,188.50	(6,422.49)	2,497.94	3,608.44
	(c) Manufacturing Expenses	1,951.94	1,869.01	1,385.79	5,158.94	3,800.21	5,369.08
	(d) Employee Benefits Expense	1,401.62	1,364.58	1,229.25	4,121.60	3,569.92	5,007.97
	(e) Finance Cost	595.27	557.22	593.47	1,784.76	1,602.79	2,191.33
	(f) Depreciation and Amortization Expense	800.85	789.96	812.49	2,359.94	2,415.05	3,212.54
	(g) Other Expenses	769.06	867.36	676.63	2,408.74	1,833.60	2,799.80
	Total Expenses - (a to g)	14,656.51	15,229.37	14,460.01	42,155.45	38,134.81	52,141.56
5	Profit Before Exceptional and Extraordinary Items and Tax (3-4)	1,640.79	1,516.01	641.85	4,472.46	(509.30)	554.96
6	Exceptional items	-	-	-	-	-	-
7	Profit Before Extraordinary Items and Tax (5-6)	1,640.79	1,516.01	641.85	4,472.46	(509.30)	554.96
8	Extraordinary Items	=	.=	-	-	-	-
9	Profit before Tax (7-8)	1,640.79	1,516.01	641.85	4,472.46	(509.30)	554.96
10	Tax Expenses						
	(a) Current Tax relating to Current Period	400.00	310.00	-	1,050.00	-	5.50
	(b) Current Tax relating to Earlier Period	(0.22)	-	(5.92)	(0.22)	(5.92)	(5.92)
	(c) Deferred Tax	23.73	1.27	145.01	72.38	(104.38)	146.92
		423.51	311.27	139.09	1,122.16	(110.30)	146.50
11	Net Profit / (Loss) for the Period (9-10)	1,217.28	1,204.74	502.76	3,350.30	(399.00)	408.46
12	Other Comprehensive Income (OCI):						
	Items that will not be reclassified to profit or Loss:	(8.91)	(8.23)	1.70	(24.68)	4.73	(27.43)
	Income Tax effect on the above	2.24	2.07	(0.43)	6.21	(1.19)	6.90
		(6.67)	(6.16)	1.27	(18.47)	3.54	(20.53)
13	Total Comprehensive Income for the period (11+12)	1,210.61	1,198.58	504.03	3,331.83	(395.46)	387.93
14	Earning Per Equity Share of Re.1/- each Basic / Diluted (not annualised)	1.44	1.42	0.59	3.96	(0.47)	0.48
	Paid-up equity share capital (Face Value of Re.1/- each)	846.52	846.52	846.52	846.52	846.52	846.52
15	Reserves excluding Revaluation Reserve as per balance sheet of previous accounting vear						48,663.47



Notes:

- The above un-audited standalone financial results for the quarter ended December 31, 2023 have been reviewed by the Audit Committee on February 07, 2024 and approved by the Board of Directors at their meeting held on February 08, 2024. The Statutory Auditors of the Company have carried out a Limited Review on Standalone Financial Results for the quarter ended December 31, 2023 and expressed an unmodified conclusion thereon.
- These Standalone Financial Results of the Company have been prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with relevant rules issued thereunder ('IND AS') and other accounting principles generally accepted in India and guidelines issued by the Securities and Exchange Board of India ("SEBI"). (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The Company is engaged in the manufacturing of Active Pharmaceutical Ingredients and their intermediates and the same constitutes a single reportable business segment as per Ind AS108.

4 Figures for the previous period have been reclassified/ regrouped wherever necessary to confirm to current period's classification.

For SMS Pharmaceuticals Limited

Ramesh Babu Potluri Chairman and Managing Director

DIN: 00166381

Place: Hyderabad Date: 08-02-2024

SURYANARAYANA & SURESH

Chartered Accountants



Flat # C1, Millenium House, # 8-2-601/B, Road No. 10, Near Zaheer Nagar Cross Road, Banjara Hills, Hyderabad - 500 034,

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Independent Auditor's Review Report on the Quarterly Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

To
The Board of Directors
SMS Pharmaceuticals Limited
Hyderabad.

We have reviewed the accompanying statement of unaudited financial results of SMS Pharmaceuticals Limited ("the Company"), for the quarter ended 31st December 2023 and year to date from 01st April 2023 to 31st December 2023. This statement which is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

This statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS 34"), prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial information performed by Independent Auditor of Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with the aforesaid Indian Accounting standards and other accounting principles generally accepted in India has not disclosed the information required to be disclosed in terms of regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: Hyderabad Date: 08.02.2024

UDIN: 24227679BKDIDY8009

For Suryanarayana & Suresh., Chartered Accountants

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Reg. No.006631S

F.R.No.0066319 T W Nagendra Rao

Pred AccourPartner

Hyderabad

M.No. 227679

SMS PHARMACEUTICALS LIMITED

(CIN: L24239TG1987PLC008066)

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Statement of Un-Audited Consolidated Financial Results for the Quarter and Nine months Ended 31st December, 2023

(Rs. In Lakhs)

							Rs. In Lakns)
		Quarter Ended Nine Mo				ths ended	Year ended
S.No	Particulars	31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Revenue From Operations	16,148.22	16,664.35	14,880.42	46,346.51	37,262.58	52,205.14
2	Other Income	149.08	81.03	221.44	281.40	362.93	491.38
3	Total Revenue	16,297.30	16,745.38	15,101.86	46,627.91	37,625.51	52,696.52
4	Expenses						
	(a) Cost of Materials Consumed	13,247.98	10,359.39	7,548.97	32,779.51	22,390.39	29,972.45
	(b) Changes in Inventories	(4,122.12)	(578.08)	2,188.50	(6,422.49)		3,608.44
	(c) Manufacturing Expenses	1,951.94	1,869.01	1,385.79	5,158.94	3,800.21	5,369.08
	(d) Employee Benefits Expense	1,401.62	1,364.58	1,229.25	4,121.60	3,569.92	5,007.97
	(e) Finance Cost	595.27	557.22	593.47	1,784.76	1,602.79	2,191.33
	(f) Depreciation and Amortization Expense	800.85	789.96	812.49	2,359.94	2,415.05	3,212.54
	(g) Other Expenses	769.06	867.36	676.63	2,408.74	1,833.60	2,799.80
	Total Expenses - (a to g)	14,644.60	15,229.44	14,435.10	42,191.00	38,109.90	52,161.61
5	Profit Before Exceptional and Extraordinary Items and Tax (3-4)	1,652.70	1,515.94	666.76	4,436.91	(484.39)	534.91
6	Exceptional items	-	-	-	-	-	-
7	Profit Before Extraordinary Items and Tax (5-6)	1,652.70	1,515.94	666.76	4,436.91	(484.39)	534.91
8	Extraordinary Items		-	-	-	-	-
9	Profit before Tax (7-8)	1,652.70	1,515.94	666.76	4,436.91	(484.39)	534.91
10	Tax Expenses	400.00	210.00		4 050 00		5.50
	(a) Current Tax relating to Current Period (b) Current Tax relating to Earlier Period	400.00 (0.22)	310.00	(5.92)	1,050.00 (0.22)	(5.92)	(5.92)
	(c) Deferred Tax	23.73	1.26	145.01	72.38	(104.38)	146.92
	(c) Deletted Tax	423.51	311.26	139.09	1,122.16	(110.30)	146.50
11	Net Profit / (Loss) for the Period (9-10)	1,229.19	1,204.68	527.67	3,314.75	(374.09)	388.41
	Share of Profit/(Loss) in associate companies	(81.16)	(32.17)	(151.24)	(60.04)	(682.90)	(1,094.34)
		1,148.03	1,172.51	376.43	3,254.71	(1,056.99)	(705.93)
12	Other Comprehensive Income (OCI):						
	Items that will not be reclassified to profit or Loss:	(8.91)	(8.23)	1.70	(24.68)		(27.43)
	Income Tax effect on the above	2.24	2.07	(0.43)	6.21	(1.19)	
	Share of Other Comprehensive Income in Associates Share of Income Tax effect on the above in Associates	1.39 (0.36)	1.39 (0.35)	1.39	4.14 (1.08)	4.16 (1.08)	5.51
	Other Comprehensive Income/(Loss) after Tax for the Period/Year	(5.64)	(5.12)	(0.35)	(1.08)	6.62	(1.43) (16.45)
13	Total Comprehensive Income for the period (11+12)	1,142.39	1,167.39	378.74	3,239.30	(1,050.37)	
15	Total comprehensive income for the period (11.12)	1,142.00	1,107.55	370.74	3,233.30	(1,000.01)	(122.50)
14	Earning Per Equity Share of Re.1/- each Basic / Diluted (not annualised)	1.36	1.39	0.44	3.84	(1.25)	(0.83)
	Paid-up equity share capital (Face Value of Re.1/- each)	846.52	846.52	846.52	846.52	846.52	846.52
15	Reserves excluding Revaluation Reserve as per balance sheet of previous accounting year	9:					45,206.00



Notes:

Place: Hyderabad

Date: 08-02-2024

- The above un-audited consolidated financial results for the quarter ended December 31, 2023 have been reviewed by the Audit Committee on February 07, 2024 and has been approved by the Board of Directors at its meeting held on February 08, 2024. The Statutory Auditors of the Company have carried out a Limited Review on consolidated financial results for the quarter ended December 31, 2023 and expressed an unmodified conclusion thereon.
- These Consolidated Financial Results of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act,2013 ("the Act") read with relevant rules issued thereunder('INDAS) and other accounting principles generally accepted in India and guidelines issued by the Securities and Exchange Board of India (SEBI).
- 3 VKT Pharma Private Limited is considered as an Associate Company for the consolidation in which the Company holds 36.55% as on December 31, 2023 in their equity. Accordingly, the results include appropriate share of the results of said Associate. The Company has another Joint venture "Chemo SMS Enterprises SL" in which there were no financial operations during the reporting period.
- 4 Consolidated Financial Statements have been prepared by applying Accounting Standard "Ind AS" 28 " Investments in Associates and Joint Ventures" as applicable under the Companies Act, 2013 and applicable rules there under.
- The Group is engaged in the manufacturing of Active Pharmaceutical Ingredients and their intermediates and the same constitutes a single reportable business segment as per Ind AS108.

6 Figures for the previous period have been reclassified/ regrouped wherever necessary to confirm to current period's classification.

For SMS Pharmaceuticals Limited

Ramesh Babu Potluri
Chairman and Managing Director

DIN: 00166381

SURYANARAYANA & SURESH

Chartered Accountants



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Independent Auditor's Review Report on the Quarterly Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

TO THE BOARD OF DIRECTORS OF SMS PHARMACEUTICALS LIMITED

Report on the Review of Consolidated Financial Results

- 1. We have reviewed the accompanying "Statement of Consolidated Unaudited financial results for the quarter and Nine months ended December 31st, 2023", and its associate (the holding company and its associate hereinafter referred to as the "Group"), for the quarter and Nine months ended December 31st, 2023. The Consolidated Statement is being submitted by the holding company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations, 2015").
- 2. This Consolidated Statement, which is the responsibility of the holding company's management and has been approved by the holding company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Consolidated Statement based on our review.
- 3. We conducted our review of the Consolidated Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Consolidated Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

SURYANARAYANA & SURESH

Chartered Accountants



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- 4. The Consolidated Statement includes the results of the following associate entity/joint venture:
 - a) VKT Pharma Private Limited
 - b) Chemo SMS Enterprises SL
- 5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Consolidated Statement has not been prepared in all material respects in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India and has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.
- 6. The unaudited financial statements/ financial results of associate namely VKT Pharma Private Limited which have been reviewed by their auditor whose financial statements / financial results reflect total revenue of Rs.2991.47 lakhs, total net profit/(loss) after tax of Rs.(222.05) lakhs and total comprehensive income/(loss) of Rs.(219.24) lakhs for the guarter ended December 31st, 2023.
- 7. The consolidated financial results include the unaudited financial statements/ financial results of joint venture namely Chemo SMS Enterprises SL in which there is no operations during the quarter ended on 31st December, 2023. Hence, there is no significant effect on the financial statements and not material to the group.
- 8. Our conclusion on the Consolidated Statement is not modified in respect of the above matters.

Place: Hyderabad

Date: 08.02.2024

For Suryanarayana & Suresh.,

Chartered Accountants

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Reg. No.006631S

UDIN: 24227679BKDIDZ1823

od NV Nagendra Rao

Partner

M. No. 227679