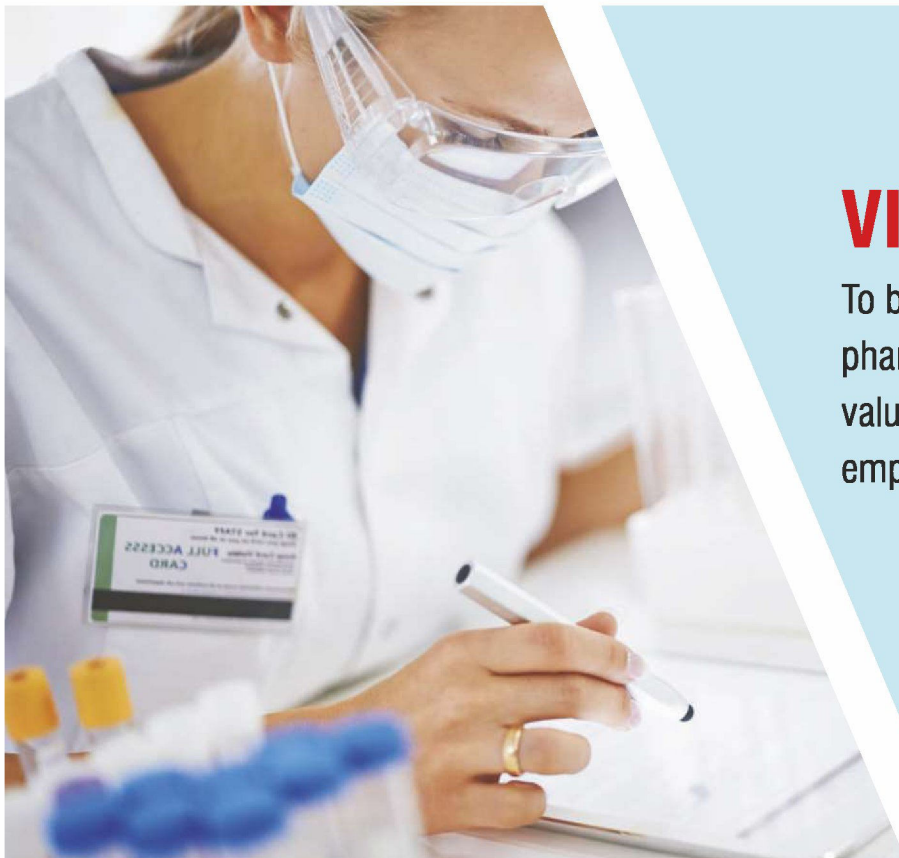


ALBERT DAVID LIMITED ANNUAL REPORT 2020-2021



Adds life to life



VISION

To become a globally respected pharmaceutical entity and create value for our stakeholders and employees



MISSION

To deliver excellence in each of our efforts through innovation using cutting edge technology and methodology

- DIRECTORS :** Mr. A. K. Kothari, Executive Chairman
Dr. T. S. Parmar, Managing Director & CEO
Smt. Prabhawati Devi Kothari
Mr. Hemal Kampani
Mr. Rajiv Singhi
Mr. Arindam Sarkar
Mr. Shirish G. Belapure
Dr. Monjori Mitra (w.e.f. 24th August, 2020)
- MANAGEMENT TEAM :** Mr. S. C. Shah (upto 30th November, 2020)
Corporate Head (Finance) & CFO
Mr. A. J. Chattopadhyay
Corporate Head - HR
Mr. R. Bhattacharya (w.e.f. 1st December, 2020)
Chief Financial Officer
Mr. Anirban Ghosh
Head (Sales & Marketing) - ADL Div.- I
Mr. Ashis A. Majumdar
Head (Sales & Marketing) – ADL Div.- II
Mr. H. T. Nazare
Plant Head, Ghaziabad
Mr. S. Bhattacharya
Plant Head, Kolkata
- COMPANY SECRETARY :** Dr. Indrajit Dhar (upto 29th June, 2020)
Mr. Chirag A. Vora (w.e.f. 29th June, 2020)
- AUDITORS :** Basu Chanchani & Deb,
Chartered Accountants, Kolkata.
- BANKER :** State Bank of India
- REGISTRAR & SHARE
TRANSFER AGENT :** Maheshwari Datamatics Pvt. Ltd.
23, R. N. Mukherjee Road, 5th Floor, Kolkata-700001.
Tel : 033-2248-2248 / 2243-5029, Fax : 033-2248-4787
Email : mdpldc@yahoo.com
- REGISTERED OFFICE :** ALBERT DAVID LIMITED
(CIN : L51109WB1938PLC009490)
'D' Block, 3rd Floor, Gillander House,
Netaji Subhas Road, Kolkata - 700001.
Tel : 033-2262-8436 / 8456 / 8492, 2230-2330; Fax : 033-2262-8439
Email : adidavid@dataone.in, Website : www.albertdavidindia.com
- MANUFACTURING UNITS :** 5 / 11, D. Gupta Lane,
Kolkata - 700050 (W.B.)
B-12 / 13, Meerut Road, Industrial Area,
Ghaziabad - 201003 (U.P.)

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Chairman's Message

Albert David Limited is a trusted Pharmaceutical Company with over 8 decades of successful operations. 'Albert David' is the flagship company of prominent and highly diversified 'Kothari Group' headquartered in Kolkata with operations across India and overseas.

The Year Gone By

The COVID-19 pandemic that started globally in Nov/Dec'19 went full blown on India by the end of Mar'20 and dominated life, liberty & livelihood over the last financial year and continues to this date. It left the economy in shambles, and industries, in unprecedented uncertainties. Pharma industry was relatively immune, though the acute segment has suffered. I wish that you and your family members remain in health, and express my solidarity to those adversely affected by the pandemic.

During the past couple of years, Indian Pharma industry has been facing newer & overlapping challenges, primarily due to the jolts of dynamic reform measures of the Government, like demonetization (2016-17), implementation of GST (2017-18), followed by economic slowdown (2018-19 onwards, which continues even to date) and finally, the outbreak of COVID-19 posed a plethora of absolutely unforeseen adversaries to industry and economy worldwide.

Structural Changes

Under the dynamic leadership of Dr. T. S. Parmar, MD & CEO and enlightened Board, your Company has been consistently taking multi-dimensional measures to evolve leaner, agile & efficient. These initiatives will continue to shape the future of your Company.

During the year gone by, your Company, which happens to have its presence solely in the 'acute' segment, has vigorously tried to arrest the impact of the pandemic on its top-line. Notably, despite the pandemic-hit top-line, your Company has been able to honor its commitments towards stakeholders & employees and also protect the bottom-line via aggressive cost streamlining measures.

Dividend

In continuation of Albert David Limited steady dividend policy and performance outlook, the Albert David Limited Board has proposed Dividend of Rs. 6/- (60%) per equity share of Rs. 10/- each for the financial year ended on 31st March, 2021, vis-à-vis, Rs. 7/- (70%) dividend paid in the previous year.

Future Outlook

The outlook for the Indian pharma industry and the ~Rs. 1.57 trillion+ IPM is mixed with limitations as well as opportunities, depending inter-alia on organizational positioning, market dynamics, PLIs, regulatory & policy environment, and geopolitical factors affecting export demand.

Whilst the size of the IPM and India's comparative advantage in the global pharma arena extrapolate to a positive future outlook, respective organizational resilience, agility and adaptation to the 'new normal' is expected to play a crucial determinant of success in days to come.

I, on behalf of Albert David Limited Board, express my appreciation and gratitude to all our stakeholders and we look forward to your continued trust and support.

A K Kothari
Executive Chairman



Managing Director & CEO's Message

Dear Shareholders,

It is my pleasure to address you in my fourth year of association with Albert David Limited.

The year gone by had indeed been a tough one, nonetheless to say, an unprecedented one in its disruptions over life and business, overwhelming fear of the unknown and concerns over mid-long term ramifications. While nations, having recovered from the so-called first wave of the pandemic thought it to be over & lowered its guards, the second wave was in the making for a deadlier comeback. In the given backdrop, I sincerely hope you all remain healthy and safe, and do express my solidarity to those affected adversely by the pandemic. 'Albert David' congratulates all frontline warriors including all medical professionals, pharma manufacturers/distributors/retailers, police, and Govt. agencies etc. for their exemplary efforts. 'Albert David' is doing its bit by ensuring that essential medicines are available regularly across the country.

The Market Scenario

The FY 2021 saw the full blown impact of the COVID-19 pandemic and the Indian pharma industry continued to face debilitating impediments to reach its target customers from multi-dimensional change in dynamics (ranging from procurement/supply-chain/logistics to production to marketing/sales/product off-take etc.). Despite the aforesaid, it has, by quick adaptation to the 'evolving new normal' survived the pandemic.

While organizations strived to keep essential activities going, it was R&D, ANDA, and Marketing that suffered the most. Further, postponement of non-emergency clinic visits and elective surgeries by patients at large, shut down of OPDs and social distancing norms restrained face-to-face meeting with doctors and campaign/promotional activities led to lower off-take of 'acute' therapeutic products affecting top-lines.

The International Monetary Fund's World Economic Outlook (April, 2021) projections predict world output growth rate to slide from 6.00% (in CY 2021) to 4.40% (in CY 2022). The World Bank has already slashed its earlier GDP growth forecast for the Indian economy for 2021-22 from 10.10% to 8.30% given the hurdles on economic recovery emanating from the devastating second wave of COVID-19 infections.

Despite the aforesaid, being a comparatively inelastic demand industry, 'Pharma' continues to be one of the safest and most resilient industries & is playing a crucial role of enabling supply of key medicines across the globe amid complying Govt restrictions, employee safety protocols, curtailed mobility and industry specific challenges.

Our Current Status

At 'Albert David', "Adds life to life", a simple yet profound theme, continues to define our efforts reflecting our mindset, aspiration and vision. We, as a Company, continued to take initiatives to address the changing business environment. During the FY 2020-21, we have achieved net sales and net profit of Rs.246.31 Cr. & Rs.22.14 Cr. against Rs. 318.43 Cr. & Rs.19.17 Cr. respectively during the previous year.

Though in these trying times, our top-line has been hit, we have managed to secure the bottom-line for the FY 2020-21 and register a growth of 15.52% over the previous year, through calculated cost rationalization measures, timely shift to digital marketing and shift to the new tax regime.

We, being part of an essential industry, do enjoy certain relaxations from the strict enforcement of lockdown measures; however, return to normalcy in financial performance will depend on many factors that include resumption in demand, lockdown status, Govt restrictions, availability of essential factors of production/sales & essentially, market dynamics etc.

We are closely monitoring the scenario and given the unpredictability of exact duration of the pandemic, no precise estimate can be made of the impact thereof, except that it may turn out to be adverse on turnover / profitability / cash flow of the Company.

The Company believes that the quality of its employees is the key to organizational success, and thus, is committed to extend necessary support for realization of their full potential. During the year 2020-21, we ensured that the employee interest is not adversely affected both in terms of health and their earnings.

A few of the initiatives we are taking and areas we continue to work on are as under –

- (i) Continuous review and alignment of our Strategic Plan(s), for prompt identification & tapping of available market potential and de-risking of business performance including calibrating the Product Marketing vertical to given circumstances;
- (ii) Proactive review of overall operational efficiency and resource optimization with heightened focus on overhead/ cost rationalization in line with industry best practices;
- (iii) Rapid transition to digital connect and virtual engagement with doctors, patients, employees and other stake holders;
- (iv) Organizational restructuring necessitated in realizing the broader organizational plan;

The Way Forward

India's exalted position 'Pharmacy to the world' will hold strong, amid disruptions and challenges driven by the pandemic or otherwise. The domestic pharma market is currently valued at ~ Rs. 1.57 trillion + and according to IQVIA, the global pharma market is expected to grow at 3–6% CAGR through 2025, reaching about USD 1.6 trillion in 2025, excluding COVID-19 vaccine spending.

Furthermore, the Govt's policy stance to promote indigenization of API / KSMs / Drug Intermediary production, Production Linked Incentives (PLIs) etc., health care reforms and economic stimulus package announced in the wake of corona outbreak, coupled with proper implementation of existing Ayushman Bharat Scheme, Jan Aushadhi Scheme, National Health Protection Scheme etc. and push towards genericisation of pharma / stand against blind patent protection, will surely provide the needed thrust to propel India's domestic pharma industry to newer heights.

In view of the promising outlook for the pharma industry, your company is taking many new initiatives to enhance its presence in the coming years – organically, as well as inorganically, both in the domestic as well, as in the international market.

I, on behalf of Albert David Limited can assure you that we are steadily navigating through the unfolding challenges albeit with due caution, and moving towards a stronger and brighter future.

I am thankful to all members of our Albert David Limited family – our customers, partners, fellow employees and above all you, our shareholders, for reposing your continued faith and support.

Do take care & stay safe.

Warm regards!

T S Parmar
Managing Director & CEO

ALBERT DAVID LIMITED

(CIN : L51109WB1938PLC009490)

Registered Office: 'D' Block, 3rd Floor, Gillander House, Netaji Subhas Road, Kolkata – 700001

Tel: 033-2262-8436/8456/8492, 2230-2330, Fax: 033-2262-8439

Email: adidavid@dataone.in Website: www.albertdavidindia.com

NOTICE**TO THE MEMBERS**

NOTICE is hereby given that the Eighty Second Annual General Meeting ("AGM") of the Members of Albert David Limited ("the Company") will be held on **Tuesday, 14th September, 2021 at 11.00 a.m.** Indian Standard Time ("IST") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following businesses:

AS ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2021 and the Reports of the Board of Directors and the Auditors thereon.
2. To declare dividend.
3. To appoint a Director in place of Mrs. Prabhawati Devi Kothari (DIN: 00051860), who retires by rotation and being eligible, offers herself for re-appointment.

AS SPECIAL BUSINESS

4. **To approve the remuneration of the Cost Auditors for the financial year ending on 31st March, 2022 and in this regard, to consider and, if though fit, to pass the following resolutions as Ordinary Resolutions:**

"RESOLVED THAT pursuant to the provisions of Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. S. Gupta & Co., Cost & Management Accountants, Kolkata (bearing Firm Registration No.000020), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending on 31st March, 2022, be paid the remuneration as set out in the Explanatory Statement annexed to the Notice convening this AGM;

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. **To approve the re-appointment of Mr. Arun Kumar Kothari (DIN: 00051900) as Wholetime Director designated as "Executive Chairman" of the Company and in this regard, to consider and, if though fit, to pass the following resolutions as Special Resolutions:**

"RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee, Audit Committee and approval of the Board of Directors, and in accordance with the provisions of Section 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("the Rules") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Schedule V to the Act, and relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Regulations" or "Listing Regulations"), as amended from time to time, as per the Article of Association, and other applicable laws, regulations, guidelines, if any, and subject to any other approvals, if applicable, the consent of the Members of the Company be and are hereby accorded for the re-appointment of Mr. Arun Kumar Kothari (DIN: 00051900) as Wholetime Director designated as "Executive Chairman" of the Company for another term of 3 (three) years with effective from 1st April, 2021 to 31st March, 2024 on the terms and conditions including remuneration as mentioned in the agreement, material terms of which are as set out in the Explanatory Statement annexed to the Notice conveying this AGM;

RESOLVED FURTHER THAT Mr. Arun Kumar Kothari shall be subject to retirement by rotation during his tenure as the Wholetime Director of the Company, provided that if he vacates office by retirement by rotation under the provisions of the Companies Act, 2013 at any Annual General Meeting and is re-appointed as a Director at the same meeting, he shall not, by reason only of such vacation, cease to be the Wholetime Director;

FURTHER RESOLVED THAT in the event of absence or inadequacy of profits during his appointment, the Company will pay to Mr. Arun Kumar Kothari the remuneration as per the Explanatory Statement as minimum remuneration;

RESOLVED FURTHER THAT Mr. Arun Kumar Kothari, shall, notwithstanding his age exceeding 70 years during his tenure of appointment, shall continue to act as the Executive Chairman on the terms and conditions mentioned in the Explanatory Statement;

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all such acts, deeds and things as it may in its absolute discretion consider proper, necessary or desirable including obtaining any approval(s) – statutory, contractual or otherwise, in relation to the above and execute all such agreements, documents, instruments and writings as may be required in order to give effect to the foregoing resolutions and to settle any question, difficulty or doubt that may arise in the said regard.”

6. To approve the revision in remuneration of Dr. Tarminder Singh Parmar (DIN: 05118311), Managing Director & CEO of the Company and in this regard to consider and if thought fit, to pass the following resolutions as Special Resolutions:

“**RESOLVED THAT** pursuant to the recommendation of the Nomination and Remuneration Committee, Audit Committee and approval of the Board of Directors of the Company, and in accordance with the provisions of section 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (“the Rules”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Schedule V to the Act, and relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Regulations” or “listing Regulations”), as amended from time to time, and other applicable laws, regulations, guidelines, if any, and subject to any other approvals, if applicable, the consent of Members of the Company be and is hereby accorded for revision in remuneration payable to Dr. Tarminder Singh Parmar (DIN: 05118311), Managing Director & CEO of the Company for the period from 1st April, 2021 to 31st March, 2022 in the manner and to the extent set out in the Explanatory Statement annexed to the Notice convening this AGM;

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all such acts, deeds and things as it may in its absolute discretion consider proper, necessary or desirable including obtaining any approval(s) – statutory, contractual or otherwise, in relation to the above and execute all such agreements, documents, instruments and writings as may be required in order to give effect to the foregoing resolution and to settle any question, difficulty or doubt that may arise in the said regard.”

Registered Office:

‘D’ Block, 3rd Floor, Gillander House,
Netaji Subhas Road, Kolkata - 700 001.
CIN: L51109WB1938PLC009490

Place: Mumbai
Dated: 17th June, 2021

By Order of the Board
For **Albert David Limited**

Chirag A. Vora
Company Secretary, Compliance Officer
cum Legal Manager
(ACS-28776)

NOTES

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its MCA Circular No. 14/2020 dated 8th April, 2020, MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 20/2020 dated 5th May, 2020 and Circular No. 02/2020 dated 13th January, 2021 (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India ("SEBI") vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 (collectively referred to as "SEBI Circular") permitted the holding of the Annual General Meeting ("the Meeting/AGM") through Video Conferencing / Other Audio Visual Means ("VC"/"OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the "Act"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), MCA Circulars and SEBI Circular, the Meeting of the Company is being held through VC/OAVM. The deemed venue for AGM shall be the Registered Office of the Company.
2. An Explanatory Statement, pursuant to Section 102(1) of the Companies Act, 2013 ("Explanatory Statement") in relation to the Special Businesses to be transacted at the Meeting is annexed hereto and forms part of this Notice convening this AGM.
3. The Members can join the Meeting through VC/OAVM mode 15 minutes before and after the scheduled time of commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the Meeting through VC/OAVM will be made available to at least 1000 members on first come first served basis. However, the participation of large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholder's Relationship/ Grievance Committee, Auditors, etc. are not restricted on first come first served basis.
4. Members attending the Meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. As the AGM shall be conducted through VC/OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
5. Pursuant to Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-voting or for participation and voting in the Meeting to be conducted through VC/OAVM.
6. In compliance with the aforesaid MCA Circulars and SEBI Circular, the Notice of AGM and the Annual Report of the Company for the Financial Year 2020-2021 are being sent only in electronic mode to the Members whose email addresses are registered with the Company/ RTA or the Depository Participant(s).
 - a) For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with scanned self-attested copy of PAN Card and any document (such as Driving License, Passport, Bank statement, AADHAAR) supporting the registered address of the Member, through email to the Company Secretary's email address at cvora@adlindia.in or by visiting the link of the RTA at <https://mdpl.in/form/email-update>
 - b) For the Members holding shares in demat form, please update your email address through your respective Depository Participant(s). (Any such updation effected by the DPs will automatically reflect in the Company/ RTA's subsequent records.)
7. In line with MCA Circulars and SEBI Circular, the Notice convening the 82nd AGM and Annual Report for the FY 2020-2021 has been uploaded on the website of the Company at <https://albertdavidindia.com/annualreport.php>. The said documents can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-voting facility and e-voting system during the AGM) at www.evotingindia.com.
8. M/s. Basu Chanchani & Deb, Chartered Accountants (ICAI Firm Registration No. 304049E) were appointed as the Statutory Auditors of the Company for a period of five consecutive years at the 78th Annual General Meeting of the Members held on 12th September, 2017 at a remuneration to be mutually agreed upon by the Board of Directors and the Statutory Auditors.