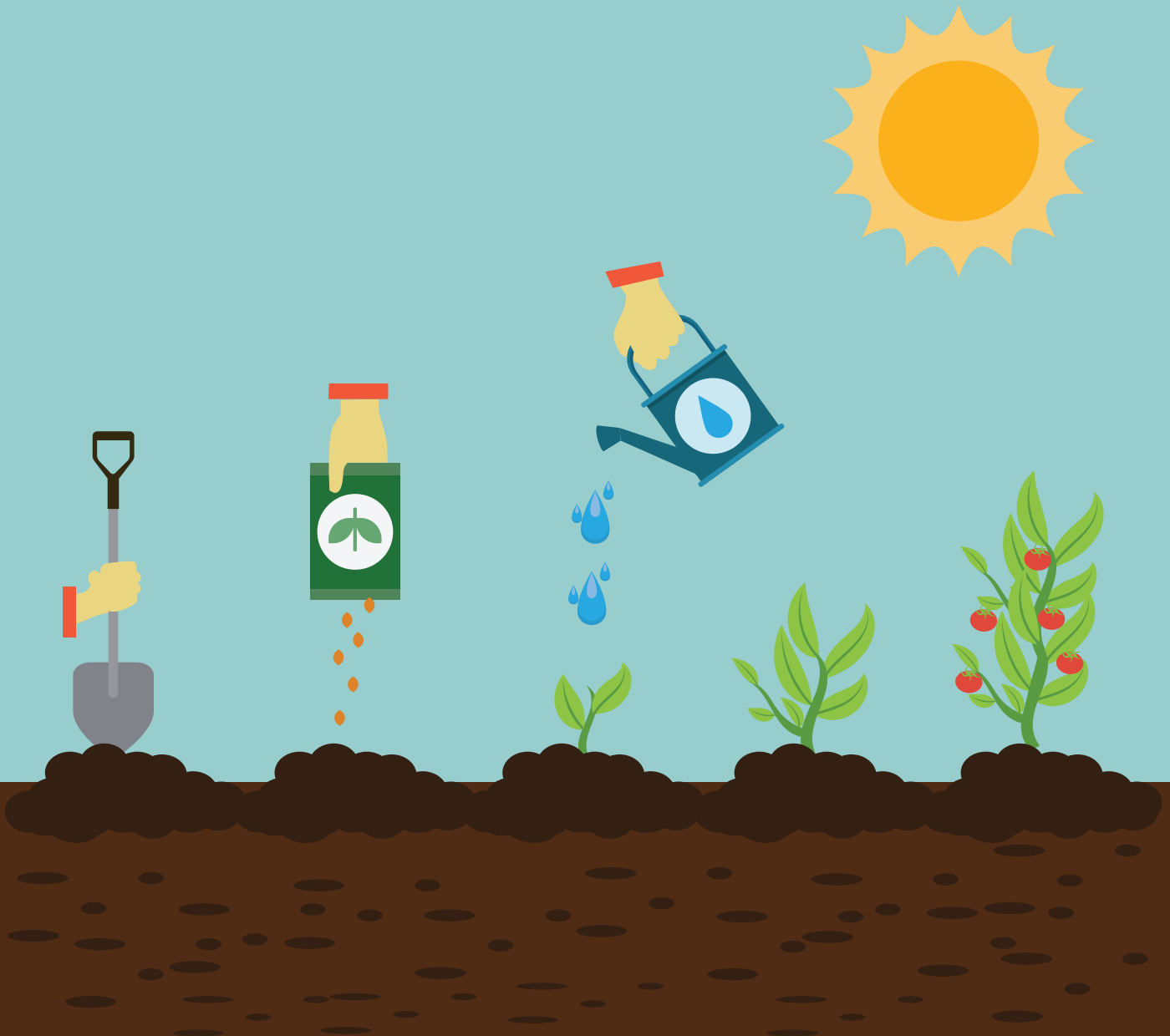


# CONSISTENCY

IS THE KEY TO SUCCESS.



# FINANCIAL SUMMARY

## 10 Years' Performance

₹ In lakhs

### CAPITAL ACCOUNT

	2008-09	2009-10	2010-11	2011-12	2012-13	2013-14	2014-15	2015-16	2016-17	2017-18
Share Capital	139	139	418	418	418	418	418	1,253	1,253	1,253
Reserves	4,282	5,241	5,716	6,503	7,145	8,171	9,672	10,958	12,802	13,709
Borrowings	43	301	696	702	52	-	-	211	-	244
Gross Block	1,465	1,559	1,786	1,936	2,294	2,387	2,295	3,361	3,364	2,640
Net Block	917	902	1,028	1,095	1,308	1,233	982	1,850	1,759	2,262

### REVENUE ACCOUNT

	2008-09	2009-10	2010-11	2011-12	2012-13	2013-14	2014-15	2015-16	2016-17	2017-18
Total Revenue	12,227	17,323	17,903	22,908	24,490	27,055	28,874	32,973	22,454	24,863
Profit before Depreciation & Tax	1,438	1,870	1,861	1,937	1,935	2,722	3,513	4,020	2,955	2,525
Profit before Tax	1,325	1,754	1,751	1,805	1,768	2,548	3,186	3,794	2,759	2,342
Profit After Tax	872	1,255	1,229	1,285	1,253	1,759	2,199	2,580	2,005	1,651
Earnings per Share (₹)	31.31	45.07	14.71	15.38	15.01	21.06	26.00	10.30	8.00	6.59
Dividend per Share (₹)	11.50	10.00	5.00	5.50	6.00	7.75	7.00	2.50	2.50	2.75

#### Notes :

- 1) EPS & DPS reported w.e.f. FY 2015-16 is after giving effect to Bonus Issue of Shares in the ratio of 2:1 i.e. 2 Bonus Shares for each Equity Share held.
- 2) Figures for the FY 2016-17 and FY 2017-18 is reported as per Ind AS requirements.
- 3) Gross Block reported above for the FY 2017-18 is as per Ind AS transition provision, however comparable value of Gross Block as per old IGAAP is ₹ 4,050/- Lakhs
- 4) Reconciliation of Net Profit and EPS as per Ind AS and IGAAP

Particulars	12 months ended 31/03/2018	12 months ended 31/03/2017
Profit before tax as per Ind AS (as per above results)	2,341.71	2,758.60
Add/ less :-		
Mark to market loss/ (gain) on Investment in mutual funds	222.25	(246.71)
Employee benefit Ind AS	-	(0.50)
<b>Profit before tax as per old IGAAP</b>	<b>2,563.96</b>	<b>2,511.39</b>
Provision for Tax as per above results	690.47	753.54
Profit after Tax as per old IGAAP	1,873.49	1,757.85
Earning Per Share (as per old IGAAP)	7.48	7.02
Earning Per Share (as per Ind AS)	6.59	8.00

# CONTENTS

Particulars	Page Nos.
Corporate Information	2
Route Map for AGM Venue	3
List of Board of Directors	4
List of Senior Management and Key Managerial Personnel	6
Notice	7
Directors' Report	16
Management Discussion and Analysis	42
Corporate Governance Report	45
Certificate on Corporate Governance	58
Independent Auditor's Report	59
Balance Sheet as on March 31, 2018	66
Statement of Profit and Loss for the year ended on March 31, 2018	67
Cash Flow Statement	68
Notes to Financial Statements	71
Attendance Slip and Proxy Form	-

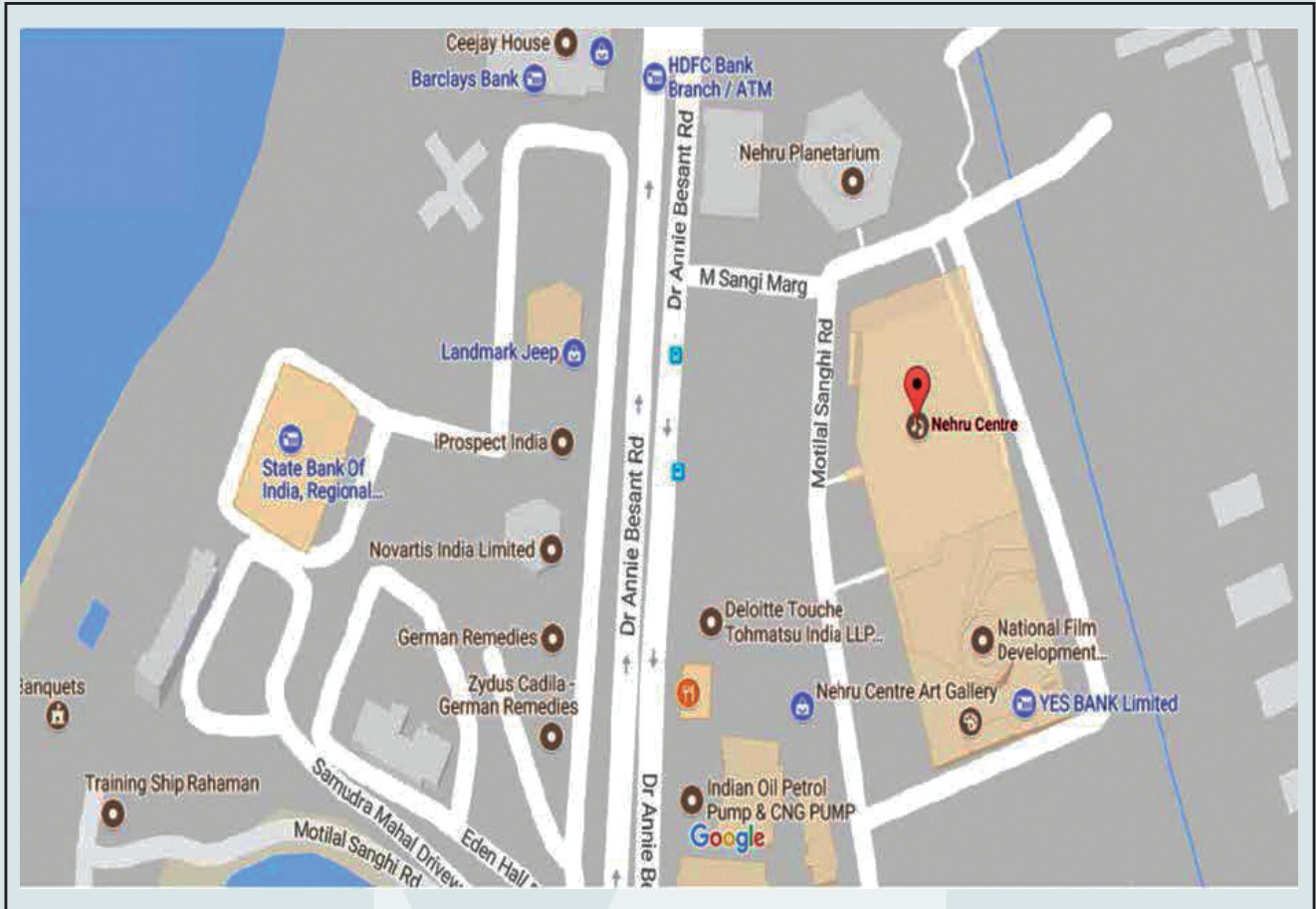
## ANUH PHARMA LTD.

CIN: L24230MH1960PLC011586

### Fifty-Eighth Annual Report of the Board of Directors with the Audited Statement of Accounts for the year ended March 31, 2018

<b>Board of Directors</b>	: Mr. Jasvantlal Shah	Chairman - Independent and Non-Executive Director	(DIN: 00372600)
	Mr. Bipin Shah	Managing Director - Executive Director	(DIN: 00083244)
	Mr. Lalitkumar Shah	Non-Executive Director	(DIN: 00396345)
	Mr. Bharat Shah	Non-Executive Director	(DIN: 00083354)
	Mr. Dilip Shah	Independent and Non-Executive Director	(DIN: 01989812)
	Mr. Arun Todarwal	Independent and Non-Executive Director	(DIN: 00020916)
	Mr. Sandeep Joshi	Independent and Non-Executive Director	(DIN: 00516409)
	Ms. Rajeshree Gor	Non-Executive Director	(DIN: 06873519)
	Mr. Samir Shah	Non-Executive Director	(DIN: 00157396)
	Mr. Ketan Shah	Non-Executive Director	(DIN: 00083326)
	Mr. Ritesh Shah	Whole Time Director & CEO	(DIN: 02496729)
	Mr. Vivek Shah	Whole Time Director & CEO (R&D)	(DIN: 02878724)
<b>Chief Financial Officer</b>	: Mr. Darshan Rampariya		
<b>Company Secretary &amp; Compliance Officer</b>	: Ms. Ashwini Ambrale		
<b>Auditors</b>	: M/s. Jayantilal Thakkar & Co. Chartered Accountants, (Firm Registration No. 104133W)		
<b>Bankers</b>	: HDFC Bank Ltd.		
<b>Registrars and Transfer Agents</b>	: Bigshare Services Private Limited 1 <sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis Makwana Road, Marol, Andheri East, Mumbai 400059 Tel: +91-22-6263 8200 Fax: +91-22-6263 8299 Email: investor@bigshareonline.com Web: www.bigshareonline.com		
<b>Registered Office</b>	: 3-A, Shivsagar Estate, North Wing, Dr. Annie Besant Road, Worli, Mumbai - 400018 Tel : +91-22-6622 7575 Fax: +91-22-6622 7600 Email: anuh@sk1932.com Web: www.anuhpharma.com		
<b>Factory</b>	: E-17/3 & 17/4, MIDC, Tarapur, Boisar, Dist. Palghar - 401506 Tel : +91-7410055574/75		
<b>R &amp; D Division</b>	: A-514, TTC Industrial Area, MIDC, Mahape, Navi Mumbai - 400701 Tel : +91-22-4119 3333 Fax: +91-22-4119 3300 Email: research@anuhpharma.com Web: www.aplrnd.com		

## Route Map for AGM Venue



## Board of Directors



**Mr. Jasvantlal G. Shah**  
Chairman



**Mr. Bipin N. Shah**  
Managing Director



**Mr. Lalitkumar P. Shah**  
Director



**Mr. Bharat N. Shah**  
Director



**Mr. Arun L. Tadarwal**  
Director



**Mr. Dilip G. Shah**  
Director

## Board of Directors



**Mr. Sandeep M. Joshi**  
Director



**Ms. Rajeshree T. Gor**  
Director



**Mr. Samir J. Shah**  
Director



**Mr. Ketan L. Shah**  
Director



**Mr. Ritesh B. Shah**  
Whole Time Director



**Mr. Vivek B. Shah**  
Whole Time Director



## Senior Management & Key Managerial Personnel



**Mr. Rajendra C. Kotadia**  
Vice President - Marketing



**Dr. Rajendra M. Agrawal**  
Vice President - Technical



**Mr. Girish P. Mandlekar**  
General Manager - Works



**Mr. Ketan N. Shah**  
Senior Marketing Executive



**Mr. Kaushal H. Shroff**  
Senior Marketing Executive



**Mr. Gaurav S. Shah**  
Head Anti Malarials



**Dr. Uday V. Korgaonkar**  
Head of the Department - R & D



**Dr. Sushil J. Dheer**  
General Manager - R & D



**Mr. Nilesh S. Mohare**  
QA Assistant General Manager



**Mr. Darshan D. Rampariya**  
Chief Financial Officer



**Ms. Ashwini S. Ambrale**  
Company Secretary &  
Compliance Officer



**Mr. Surendra U. Rai**  
QC Assistant General Manager



## NOTICE

FIFTY EIGHTH ANNUAL GENERAL MEETING of the Members of ANUH PHARMA LIMITED will be held on Friday, August 03, 2018 at 03.00 PM at Hall of Harmony, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400018 to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018, including Audited Balance Sheet as at March 31, 2018 and the Statement of Profit & Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon for the said year.
2. To declare a final Dividend on Equity Shares of the Company for the financial year 2017-18.
3. To appoint a Director in place of Mr. Samir J. Shah (DIN: 00157396) who retires by rotation and, being eligible offers himself for re-appointment.
4. To appoint a Director in place of Mr. Ketan L. Shah (DIN: 00083326) who retires by rotation and, being eligible offers himself for re-appointment.

### SPECIAL BUSINESS :

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

**“RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹ 1,10,000/- plus applicable tax and reimbursement of the out of pocket expenses, if any, payable to Mr. Ankit Kishor Chande, Cost Accountant, (Certificate of Practice No. 34051) being a Cost Auditor, to conduct the audit of the Cost Accounting records related to Bulk Drugs of the Company for the financial year 2018-19, be and is hereby ratified.

**RESOLVED FURTHER THAT** Mr. Bipin N. Shah, Managing Director (DIN: 00083244), Mr. Bharat N. Shah (DIN: 00083354), Mr. Lalitkumar P. Shah, (DIN: 00396345) Directors or the Company Secretary of the Company be and is hereby severally authorized to take all such necessary steps and actions and authorized to do all the necessary formalities and to sign and submit the necessary papers and forms with required authorities including E-Form with Registrar of Companies to give effect to this resolution.”

6. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 197 read with Part I and Section I of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), applicable clauses of the Articles of Association of the Company and the recommendation of the Nomination and Remuneration Committee and as agreed by the Board of Directors, approval of the Members be and is hereby accorded for revision in the remuneration of **Mr. Bipin N. Shah (DIN: 00083244), Managing Director** of the Company w.e.f. 01<sup>st</sup> April, 2018, on the terms and conditions including remuneration as mentioned below:

- i) Salary ₹ 2,75,000/- per month with such increments as may be decided by the Board subject to a ceiling of ₹ 5,00,000/- per month.
- ii) Commission on net profit before tax - at such rate as may be decided by the Board of Directors from time to time subject to a minimum of one percent (1%).

### Part A

1. Medical Reimbursement - Expenses incurred for self and family, including dependent parents subject to a ceiling of one month's salary in a year or three months salary over a period of three years.
2. Leave Travel Concession - For Self and family once a year incurred in accordance with the rules of the Company.
3. Personal Accident Insurance - Premium not exceeding ₹ 15,000/- p.a.
4. Entertainment Expenses - Reimbursement of entertainment expenses actually incurred in the course of business of the Company.

## Part B

- (a) Provident Fund:  
Company's contribution subject to a ceiling as laid down by the Government from time to time.
- (b) Gratuity :  
Gratuity payable shall not exceed half a month's salary for each completed year of service and which shall be subject to the maximum amount as may be permitted under the company's rules in relation to Gratuity prevailing from time to time.

## Part C

The Company shall provide a car with a driver and a telephone at his residence.

The Managing Director shall be entitled to earned privilege leave on full pay and allowances as per rules of the company but not more than one month's leave for every eleven months of service.

The accumulated leaves can be encashed at the end of the service.

**RESOLVED FURTHER THAT** Mr. Bharat N. Shah (DIN: 00083354), Mr. Lalitkumar P. Shah, (DIN: 00396345) Directors or the Company Secretary of the Company, be and is hereby severally authorised to make necessary application(s) to such authorities, as may be required, for seeking its approval to the said revision in remuneration and to do all such acts, deeds, matters and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

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

**"RESOLVED THAT** pursuant to the provisions of Section 197 read with Part I and Section I of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), applicable clauses of the Articles of Association of the Company and the recommendation of the Nomination and Remuneration Committee and as agreed by the Board of Directors, approval of the Members be and is hereby accorded for revision in the remuneration of **Mr. Ritesh B. Shah (DIN: 02496729), Whole Time Director & Chief Executive Officer** of the Company w.e.f. 01<sup>st</sup> April, 2018, on the terms and conditions including remuneration as mentioned below:

### I. Remuneration:

- a) Basic Salary: ₹ 2,10,000/- per month
- b) Allowances and Perquisites:
- i) Telephone
  - ii) Car facility with Driver
  - iii) Leave Travel
  - iv) Contribution to Provident Fund:  
Company's contribution to Provident Fund equal to 12% of Basic Salary or up to such an amount permissible under the law and as may be decided by the Board of Directors from time to time.
  - v) Leave  
Leave with full pay or encashment thereof as per the rules of the Company.
  - vi) Gratuity  
Gratuity payable shall not exceed half a month's salary for each completed year of service and which shall be subject to the maximum amount as may be permitted under the company's rules in relation to Gratuity prevailing from time to time.

### II. Overall Remuneration

The aggregate of salary and perquisites in any financial year shall not exceed the limits prescribed from time to time under sections 197 and 198 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act, as may for the time being, in force.

**RESOLVED FURTHER THAT** Mr. Bipin N. Shah, Managing Director (DIN: 00083244), Mr. Bharat N. Shah (DIN: 00083354), Mr. Lalitkumar P. Shah, (DIN: 00396345) Directors or the Company Secretary of the Company, be and is hereby severally authorised to make necessary application(s) to such authorities, as may be required, for seeking its approval to the said revision in remuneration and to do all such acts, deeds,