



**AMAR REMEDIES LTD.**

**A N N U A L   R E P O R T**

**2 0 0 9 - 2 0 1 0**



AMAR REMEDIES LTD.

## DOMESTIC PRODUCTS - “AMAR” & “SMILES BRAND”



AFRICAN PRODUCTS - "FRESH SMILES" BRAND





AMAR REMEDIES LTD.

## U.S.A. PRODUCTS - "AMAR BRAND"



**HIGH END PREMIUM COSMETIC PRODUCTS - "THE NATURE'S CO."**



*Select CITYWALK  
DELHI*



*Palladium  
MUMBAI*



*Express Avenue  
CHENNAI*

*ISCON mall  
AHMEDABAD*





AMAR REMEDIES LTD.

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### **BOARD OF DIRECTORS**

|                                     |   |  |
|-------------------------------------|---|--|
| <b>Mr. Pravin Shah</b>              | - | <i>Chairman, Non-Executive Director</i>    |
| <b>Mrs. Pratima Shah</b>            | - | <i>Non-Executive Director</i>              |
| <b>Mr. Sagar P. Shah</b>            | - | <i>Managing Director</i>                   |
| <b>Mrs. Natasha S. Shah</b>         | - | <i>Non-Executive Director</i>              |
| <b>Mr. Rajiv Chitnis</b>            | - | <i>Whole Time Director</i>                 |
| <b>Mr. Gaurav Doshi</b>             | - | <i>Non-Executive, Independent Director</i> |
| <b>Mr. Dilip Mehta</b>              | - | <i>Non-Executive, Independent Director</i> |
| <b>Mr. Yusuf Iqbal Yusuf</b>        | - | <i>Non-Executive, Independent Director</i> |
| <b>Mr. Jyotirmay Prakash Varma</b>  | - | <i>Non-Executive, Independent Director</i> |
| <b>Ms. Preeti Balwantraai Desai</b> | - | <i>Non-Executive, Independent Director</i> |

### **COMPANY SECRETARY**

Mr. Ashwin Panditpautra

### **AUDITORS**

M/s. Shyam C. Agrawal & Co.  
Chartered Accountants  
Mumbai

### **BANKERS**

State Bank of India  
Indian Bank

### **REGISTERED OFFICE**

Block No-3, 2nd Floor,  
Sane Guruji Premises,  
386, S.V. Savarkar Marg,  
Opp. Siddhivinayak Temple,  
Prabhadevi, Mumbai-400 025.  
Website : [www.amarremedies.com](http://www.amarremedies.com)  
E-mail : [investors@amarremedies.com](mailto:investors@amarremedies.com)

### **REGISTRAR & TRANSFER AGENT**

**link Intime India Pvt. Ltd.**  
C-13, Pannalal Silk Mills Compound,  
L.B.S. Marg, Bhandup (W),  
Mumbai - 400 078.

## **INDEX**

### **AMAR REMEDIES LTD : STANDALONE**

|     |   |    |
|-----|---|----|
| 1.  | FINANCIAL HIGHLIGHTS .....                    | 8  |
| 2.  | NOTICE .....                                  | 9  |
| 3.  | DIRECTORS' REPORT .....                       | 13 |
| 4.  | MANAGEMENT DISCUSSION & ANALYSIS REPORT ..... | 17 |
| 5.  | CORPORATE GOVERNANCE REPORT .....             | 21 |
| 6.  | AUDITORS 'REPORT .....                        | 29 |
| 7.  | BALANCE SHEET .....                           | 32 |
| 8.  | PROFIT & LOSS ACCOUNT .....                   | 33 |
| 9.  | SCHEDULES .....                               | 34 |
| 11. | NOTES ON ACCOUNTS .....                       | 39 |
| 12. | SEGMENT REPORTING .....                       | 41 |
| 13. | GENERAL BUSINESS PROFILE .....                | 43 |
| 10. | CASH FLOW STATEMENT .....                     | 44 |

### **AMAR REMEDIES LTD : CONSOLIDATED**

|     |                             |    |
|-----|-----------------------------|----|
| 14. | AUDITORS' REPORT .....      | 45 |
| 15. | BALANCE SHEET .....         | 46 |
| 16. | PROFIT & LOSS ACCOUNT ..... | 47 |
| 17. | SCHEDULES .....             | 48 |
| 18. | NOTES TO ACCOUNTS .....     | 53 |
| 19. | CASH FLOW .....             | 59 |

### **AMAR REMEDIES FZE : UAE**

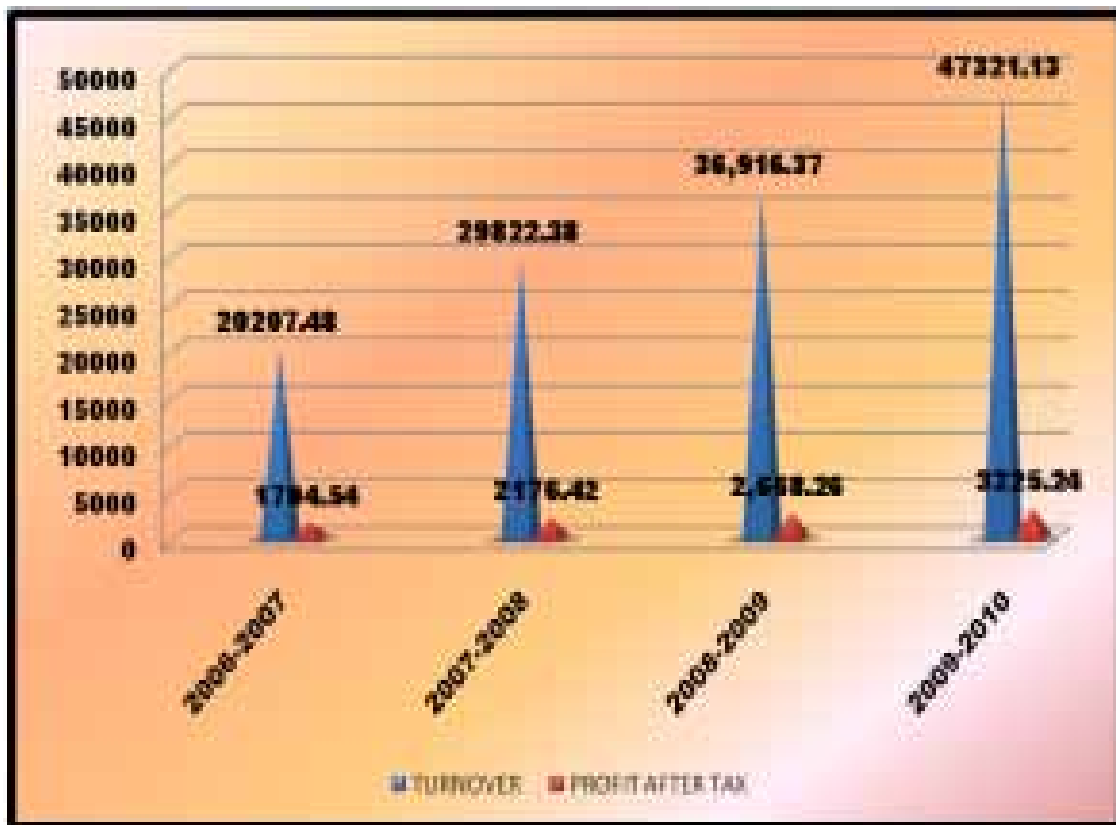
|     |                             |    |
|-----|-----------------------------|----|
| 20. | DIRECTORS REPORT .....      | 60 |
| 21. | AUDITORS REPORT .....       | 61 |
| 22. | BALANCE SHEET .....         | 62 |
| 23. | PROFIT & LOSS ACCOUNT ..... | 63 |
| 24. | SCHEDULES .....             | 64 |
| 26. | NOTES TO ACCOUNTS .....     | 66 |
| 25. | CASH FLOW .....             | 67 |



AMAR REMEDIES LTD.

## FINANCIAL HIGHLIGHTS

| YEAR      | (Rs. In Lacs) |                  |
|-----------|---------------|------------------|
|           | TURNOVER      | PROFIT AFTER TAX |
| 2006-2007 | 20207.48      | 1704.54          |
| 2007-2008 | 29,822.38     | 2,176.42         |
| 2008-2009 | 36,916.37     | 2,668.26         |
| 2009-2010 | 47321.13      | 3225.24          |





## NOTICE

Notice is hereby given that the Annual General Meeting of the members of Amar Remedies Limited will be held on Thursday, 30<sup>th</sup> September, 2010 at 9:30 a.m. at Saina Resort, Madh-Marve Road, Malad (W), Mumbai - 400061 to transact the following business:

### ORDINARY BUSINESS

1. To consider and adopt the Audited Profit & Loss Account for the year ended 30th June, 2010 and the Balance Sheet as on that date together with the Reports of Board of Directors and Auditors thereon.
2. To declare the Final Dividend on Equity Shares
3. To appoint a Director in place of Mrs. Pratima P. Shah who retires by rotation and being eligible offers herself for reappointment.
4. To appoint a Director in place of Mr. Yusuf Iqbal Yusuf who retires by rotation and being eligible offers himself for reappointment.
5. To appoint Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

### SPECIAL BUSINESS

6. To consider, and if thought fit, pass, with or without modification, the following resolution, as **Ordinary Resolution**:

**"RESOLVED** that Mr. Jyotirmay Prakash Varma who was appointed as an Additional Director of the company by the Board of Directors on 22<sup>nd</sup> June, 2010 to hold office upto the date of ensuing Annual General Meeting in terms of Section 260 of the Companies Act, 1956 and in respect of whom the company has received a notice in writing from a member in terms of the provisions of Section 257 of the Act proposing his candidature for the office of director of the company, be and is hereby appointed as a Director of the company, liable to retirement by Rotation."

7. To consider, and if thought fit, pass, with or without modification, the following resolution, as **Ordinary Resolution**:

**"RESOLVED** that Ms. Preeti Balwantra Desai who was appointed as an Additional Director of the company by the Board of Directors on 22<sup>nd</sup> June, 2010 to hold office upto the date of ensuing Annual General Meeting in terms of Section 260 of the Companies Act, 1956 and in respect of whom the company has received a notice in writing from a member in terms of the provisions of Section 257 of the Act proposing her candidature for the office of director of the company, be and is hereby appointed as a director of the company, liable to retirement by Rotation."

8. To consider, and if thought fit, pass, with or without modification, the following resolution, as **Ordinary Resolution**:

**"RESOLVED THAT**, in accordance with the provisions of the Section 198,269,309,310,311,340 and other applicable provisions, if any, of the Companies Act, 1956, and approval of members of the Company hereby accords its approval to re-appointment and payment of remuneration and perquisites, benefits and amenities set out hereinafter to Mr. Sagar P. Shah as the Managing Director of the Company, for a period of 5 Years from 1<sup>st</sup> April, 2010 to 31<sup>st</sup> March, 2015.

#### Remuneration

- a) The Managing Director shall be paid the salary of Rs. 2,00,000/- per month with increment as may be decided by Board of Directors from time to time of an amount not exceeding 50% of the salary.
- b) Perquisites-

In addition to the salary mentioned herein above, the Managing Director shall also be paid the following perquisites and benefits within the limits mentioned against each of them respectively.

- i) House rent allowance upto 50% of salary and free furniture, gas, electricity, and water.
- ii) Reimbursement of medical expenditure incurred for self and family subject to the ceiling of 1 month salary in a year or 3 months over a period of 3 years.



AMAR REMEDIES LTD.

- iii) Leave travel concession self and family once in a year in accordance with the rules of the Company.
- iv) Personnel accident insurance for an amount, the annual premium for which shall not exceed Rs. 50,000/-

**Explanation:-** For the purpose of above perquisites "family" means spouse, dependent children and dependent parents of the Managing Director. Provided the perquisites mentioned at Nos. i to iv here-in-above shall be restricted to an amount equal to annual salary.

- v) Contribution to Provident Fund and Superannuation Fund to the extent not taxable under the Income Tax Act.
- vi) Gratuity at the rate of half months salary for each completed year of service.
- vii) Encashment of leave at the end of tenure as per the rules of the Company.
- viii) Provisions of car for use of Company's business provided that the use of car for private purposes shall be billed by the company to the Managing Director.
- ix) Free telephone facility at residence that personal long distance calls shall be billed by the company to the Managing Director.

Provided that the remuneration aforesaid including all perquisites, benefits and amenities shall be paid or allowed to the Managing Director as minimum remuneration in any year in event of absence or inadequacy of the profits of any year.

**RESOLVED FURTHER THAT,** The Directors of the Company be and are severally authorized to do any acts, deeds, things, matters as may be necessary to give effect to this resolution.

**By order of the Board of Directors  
For Amar Remedies Limited**

Place : **Mumbai**  
Date : **28<sup>th</sup> AUGUST, 2010**

**Sd/-  
Sagar P. Shah  
Managing Director**

**NOTES:**

1. The relative Explanatory Statement pursuant to Section 173 of the Companies Act, 1956, in respect of the business under items 6 to 8 set out above is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING.**
3. Members/ Proxies should bring the attendance slip duly filled in, for attending the meeting, along with Annual report.
4. The Register of Members and the Share Transfer register of the Company shall be remained closed from 23<sup>rd</sup> September, 2010 to 30<sup>th</sup> September 2010 (both days inclusive).
5. The Dividend, if declared at the Annual General Meeting, will be paid on or after 1<sup>st</sup> October 2010 to those persons or their mandates:
  - (a) whose names appear as Beneficial Owners as at the end of the business hours on 22<sup>nd</sup> September, 2010 in the list Beneficial Owners to be furnished by National Depository Limited and Central Depository Services (India) Limited in respect of the shares held in Electronic form; and
  - (b) whose names appear as Members in the Register of Members of the company on 22<sup>nd</sup> September, 2010 after giving effect to valid share transfers in physical form lodged with the company/Registrar and share Transfer Agents on or before the aforesaid date.