



Combat Drugs Limited

REGD. OFF & WORKS

185, 186 YELLAMPET, MEDCHAL MANDAL, R.R.DISTRICT - 501401



27th Annual Report

2012-2013

COMBAT DRUGS LIMITED



Regd Office: 185, 186 Yellampet, Medchal Mandal, R.R.District
Andhra Pradesh, INDIA

27th

ANNUAL GENERAL MEETING

Date: 30-09-2013
Day : Monday
Time : 11.00 AM
Venue : 185, 186 Yellampet, Medchal Mandal, R.R.District
Andhra Pradesh, INDIA

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No Gifts will be distributed at the meeting.



BOARD OF DIRECTORS

Sri SUCHIT MOHAN LAL
Managing Director

Shri ANJANI KUMAR AGARWAL
Shri SUSHANT MOHAN LAL
Shri SANJAY AGARWAL
Shri S.S.MARTI
Shri B.N. GNANA PRAKASH

Auditors:

Anandam& Company
Chartered Accountants
Secunderabad.
Andhra Pradesh, India.

Registered Office:

185,186, Yallampet,
MedchalMandal,
R.R.District
Andhra Pradesh, India.

Bankers

HDFC Bank Limited
Secunderabad.
Andhra Pradesh, India

Corporate Office:

203, Kabra Complex,
61, M.G.Road,Secunderabad-3

Central Bank of India

Secunderabad.
Andhra Pradesh, India

Legal Advisors:

N. Rajeshekar Reddy
Advocates
Flat No. 204, 2nd Floor
HilinePratap Apartments
Kachiguda 'X' Road, Hyderabad

NOTICE

Notice is hereby given that the Twenty Seventh Annual General Meeting of the members of Combat Drugs Limited will be held on **Monday, 30th day of September, 2013 at 11:00 A.M.** at the Registered Office of the Company at 185/186, Yellampet, Medchal, R.R. District, A.P. to transact the following items of business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2013 and the Profit and Loss Account for the period ended as on that date and the Report of Directors and the Auditors thereon.
2. To appoint a Director in place of Shri Sanjay Agarwal, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of S.S. Marthi, who retires by rotation and being eligible offers himself for re-appointment.
4. To re-appoint M/s **Anandam & Company**, the Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting till the conclusion of next Annual general Meeting and to authorize the Board of Directors to fix their remuneration.

By the Order of the Board

For **COMBAT DRUGS LIMITED**

Sd/-

Place: Hyderabad

SUCHIT MOHAN LAL

Date: 05.09.2013

MANAGING DIRECTOR

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. Proxies in order to be effective must be received at the Company's Registered Office not less than 48 hours before the commencement of the meeting.
2. The Register of Members and Share Transfer Books shall remain closed from 25th September, 2013 to 30th September, 2013 (both days inclusive).
3. Members who hold shares in dematerialized form are requested to write their Client ID and DPID Number and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting.
4. In case of joint holders attending the meeting, only such joint holder who is higher in the order of name will be entitled to vote.
5. Members are requested to quote their Registered Folio No. on all correspondence(s) with the Company.
6. The information pursuant to Clause 49 of the Listing Agreement with respect to the details of the Directors seeking appointment / re-appointment in this Annual General Meeting is given under the head "Additional Information", which is annexed herewith.

By the Order of the Board

For **COMBAT DRUGS LIMITED**

Sd/-

Place: Hyderabad
Date: 05-09-2013

SUCHIT MOHAN LAL
MANAGING DIRECTOR

**ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-APPOINTMENT AT
THE ENSUING ANNUAL GENERAL MEETING**

(Pursuant to Clause 49 IV (G) of the Listing Agreement)

SRI SANJAY AGARWAL:

Sri Sanjay Agarwal, S/o Sri Dayanand Agarwal aged about 35 years, is a resident of Plot No. 68, A.P. Text Book Colony, Gunrock, Karkhana, Secunderabad – 500 009. He completed his graduation in He is a technical graduate and occupies himself into the business. He was co-opted as Additional Director on the Board considering his expertise in handling and operating the purchase and credit control departments and is specialized in ventures like real estate, infrastructure and credit control.

He is also a Director on the boards of DRS Logistics Private Limited,, DRS Education Private Limited, DRS Labs (India) Private Limited, and other companies.

Shareholding in the Company as on 31st March, 2013 : **10,00,000 Equity Shares.**

SHRI S.S.MARTHI:

Shri S.S.Marthi aged about 57 years, is a practicing company secretary since last 21 years. He has completed masters in commerce, and is a law graduate. He has also done post graduate diploma in personnel management and is a fellow member of the institute of company secretaries of India.

He serves as an independent director on the board of the company and provides his advisory services on the matters pertaining to corporate laws and the corporate governance.

He is also a director on the boards of Transgene Biotek Limited, Kistler Morse Automation Limited and Sree Padma Corporate Services Private Limited.

Committee membership (of other companies)- He is the member of Audit Committee, Remuneration Committee and share holders grievance committee of Transgene Biotek Limited.

Shareholding in the company as on 31st March 2013 : Nil

DIRECTORS' REPORT

Dear Members,

Your Directors feel pleased to present before you the **Twenty Seventh Annual Report** of the Company for the financial year ended 31st March, 2013.

FINANCIAL RESULTS:**(Rs. In Lakhs)**

Particulars	2012-13	2011-2012 (6 Months period ended 31st March, 2012)
Net Sales	50.07	92.56
Other Income (including sundry balances written back)	5.41	0.32
Total Expenditure	48.76	127.05
Profit before Interest, Depreciation & Tax	6.73	34.17
Interest and Financial Charges	-----	0.05
Depreciation	20.80	7.17
Profit before Tax	(-) 14.07	(-)41.39
Provision for Tax	-----	-----
Provision for FBT	-----	-----
Net Profit (After Tax)	(-) 14.07	(-)41.39

DIVIDEND:

Your Directors do not recommend any dividend for the financial year ended 31st March, 2013.

OPERATIONS & PROSPECTS FOR THE FUTURE:

During the year under review your company has been in discussions with various Companies for utilizing the Spare capacities in the Company besides augmenting the Market operations. The company is very confident of building a very decent business volume in due course of time.

DIRECTORS:

In accordance with the provisions of the Companies Act, 1956, Shri Sanjay Agarwal and Shri Sanjay Agarwal, Directors of the Company are liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment.

FIXED DEPOSITS:

The Company has neither accepted nor renewed any deposits falling within the provisions of Section 58A of the Companies Act, 1956 read with the Companies (Acceptance of Deposits) Rules, 1975 from the public during the financial year.

AUDITORS:

The term of office of M/s Anandam & Co., Chartered Accountants, as Statutory Auditor of the Company expires at the conclusion of the ensuing Annual General Meeting. However, being eligible they offer themselves for reappointment.

The Company has received a declaration from M/s Anandam & Co., Chartered Accountants, stating that their re-appointment, if made for another term, will be within the limits laid down under Section 224(1B) of the Companies Act, 1956.

The Board recommends their re-appointment.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement under Section 217 (2AA) of the Companies Act, 1956 the Directors confirm that:

- i. The applicable accounting Standards have been followed in the preparation of Annual Accounts for the Financial Year ended 31st March, 2013
- ii. The accounting policies selected were applied consistently and the judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of 31st March, 2013 and of the Profit of the Company for year ended on that date;
- iii. Proper and sufficient care has been taken for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for the preventing and detecting fraud and other irregularities;

iv. The annual accounts have been prepared on a going concern basis.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report, pursuant to Clause 49 of the Listing Agreement, forms part of this Report and is annexed hereto as "**Annexure B**".

CORPORATE GOVERNANCE:

The Company has implemented the procedures and adopted practices in conformity with the Code of Corporate Governance as laid under Clause 49 of the Listing Agreement with the Stock Exchanges. A separate report on Corporate Governance is annexed herewith, as a part of the Annual Report along with the Auditor's Certificate on its compliance as "**Annexure C**".

LISTING & TRADING:

The Equity Shares of the Company are listed at The Bombay Stock Exchange Limited, Mumbai. Your Directors are happy to inform you that its equity shares are listed on exchange with effect from Thursday 8th November 2012.

PARTICULARS OF EMPLOYEES:

There are no employees whose particulars are required to be furnished under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of employees) Rules, 1975, and as amended from time to time as remuneration of none of the employees is in excess of Rs.5,00,000/- per month, if employed for the part of year or Rs.60,00,000/- per annum during the financial year 2012-2013.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars as prescribed under sub section (1)(e) of Section 217 of the Companies Act, 1956 read with Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 are given in the "**Annexure A**" to this Report.

ACKNOWLEDGEMENTS:

Your Directors wish to place on record their gratitude to the Company's shareholders, customers, vendors and bankers for their continued support to the Company's growth initiatives. Your Directors also appreciate the contribution made by the Employees at all levels through their competence, sincerity hard work and dedicated support.

For and on behalf of the Board

For **COMBAT DRUGS LIMITED**

Sd/-

Sd/-

Place: Hyderabad

SUCHIT MOHANLAL

ANJANI KUMAR AGARWAL

Date: 05.09.2013

MANAGING DIRECTOR

DIRECTOR