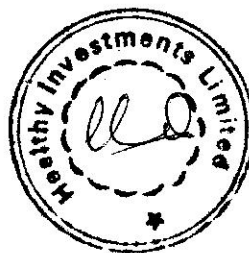


# **THIRTY SECOND ANNUAL REPORT**

*Certified True Copy*



**HEALTHY INVESTMENTS LIMITED**

# **HEALTHY INVESTMENTS LIMITED**

## **32<sup>nd</sup> Annual Report**

### **BOARD OF DIRECTORS**

MR.MURALI D.KANURI  
MR.HARISHCHANDRA PRASAD KANURI  
MRS.C.SHANTA PRASAD

### **AUDITORS**

M/S Ganesh & Rajendra Associates  
Chartered Accountants  
103, 1<sup>st</sup> Floor, Madhu Industrial Park  
Mogra Village Road, Avath Narayan Tiwari Marg  
Andheri (East), Mumbai – 400069.

### **BANKERS**

HDFC BANK LIMITED

### **REGISTRARS & SHARE TRANSFER AGENTS**

CIL SECURITIES LTD  
214, Raghava Ratna Towers, Chirag Ali Lane  
Abids, Hyderabad – 500 001. Tel.No.040-23202465, 23203155.

### **REGISTERED OFFICE**

805, 8<sup>th</sup> Floor, Maker Chambers V  
Nariman Point, Mumbai – 400 021.

#### **Admn Office:**

1C, First Floor, Uma Enclave  
Road No.9, Banjara Hills  
Hyderabad – 500 034. Tel.No. 040-65881221.

Annual Report and Accounts for the period ended 31<sup>st</sup> March 2014



# HEALTHY INVESTMENTS LIMITED

Regd. Office : Flat No. 805, 8<sup>th</sup> Floor, Makers Chambers V, Nariman Point, Mumbai – 400 021

## NOTICE

NOTICE is hereby given that Thirty-second Annual General Meeting of M/s. Healthy Investment Ltd. will be held on Tuesday 30<sup>th</sup> September 2014 at 11.00 a.m. at the registered office of the Company at 805, 8<sup>th</sup> Floor, Makers Chambers V, Nariman Point, Mumbai-400 021 to transact the following business:

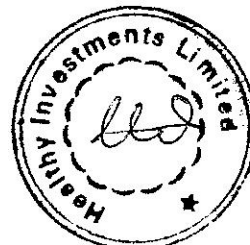
### ORDINARY BUSINESS:

1. To receive, consider and adopt the Balance Sheet of the Company as at 31<sup>st</sup> March 2014 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Sri. Murali D. Kanuri who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors and to fix their remuneration and in this regard pass the following resolution, with or without modification:  
“**RESOLVED THAT** pursuant to the provisions of section 139, 140 and section 142 of the Companies Act, 2013, and the rules made thereunder, M/s C K S Associates (Peer Review Certificate No: 006803), Chartered Accountants, Hyderabad, be and are, hereby, appointed as the Statutory Auditors of the Company in place of the retiring auditors M/s. Ganesh & Rajendra Associates, Chartered Accountants, Mumbai, for a term of five years from the conclusion of this meeting till the conclusion of sixth consecutive annual general meeting i.e., Thirty-Eighth Annual General Meeting subject to ratification by the members at each such meeting at such remuneration as may be determined by the Board of Directors from time to time”

### SPECIAL BUSINESS:

4. To appoint **Mr. C. Kameswara Sharma** as the independent director of the Company to hold office for a term of five consecutive years and in this regard, pass the following resolution, with or without modification:

“**RESOLVED THAT Mr. C. Kameswara Sharma** be and is, hereby, appointed as the Independent Director of the Company pursuant to the provisions of section 149, 150 and 152 read with Schedule IV of the Companies Act, 2013, and the rules notified thereunder to hold office for a term of five consecutive years”



# HEALTHY INVESTMENTS LIMITED

Regd. Office : Flat No. 805, 8<sup>th</sup> Floor, Makers Chambers V, Nariman Point, Mumbai – 400 021

5. To appoint Dr. K.P. Reddy as the independent director of the Company to hold office for a term of five consecutive years and in this regard, pass the following resolution, with or without modification:

**“RESOLVED THAT** Dr. K.P. Reddy be and is, hereby, appointed as the Independent Director of the Company pursuant to the provisions of section 149, 150 and 152 read with Schedule IV of the Companies Act, 2013, and the rules notified thereunder to hold office for a term of five consecutive years”

Regd. Office :  
805, 8<sup>th</sup> Floor, Maker Chamber V,  
Nariman Point ,  
Mumbai – 400 021.

BY ORDER OF THE BOARD

DIRECTOR

Dated : 30<sup>th</sup> May, 2014

## NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Members are requested to notify change of address, if any to the company's Registered office at Mumbai.
3. The Register of members and share transfer books of the Company will be closed from the 25/09/2014 to 28/09/2014 (both days inclusive).



# HEALTHY INVESTMENTS LIMITED

Regd. Office : Flat No. 805, 8<sup>th</sup> Floor, Makers Chambers V, Nariman Point, Mumbai – 400 021

## Explanatory Statement pursuant to section 102 of the Companies Act, 2013:

### Item No: 3

The present auditors M/s. Ganesh & Rajendra Associates, Chartered Accountants, retire at the ensuing Annual General Meeting, and have not expressed their willingness to be reappointed as the Auditors. The company received a letter from a share holder proposing M/s C K S Associates, Chartered Accountants, Hyderabad, as Auditors.

In view of this, your directors propose appointment of M/s C K S Associates, (Peer Review Certificate No: 006803), Chartered Accountants, Hyderabad, as the Statutory Auditors of the Company from the conclusion of the ensuing Annual General Meeting till the conclusion of the sixth consecutive Annual General Meeting subject to ratification at each such meeting as per the provisions of section 139 of the Companies Act, 2013, and the Rules made thereunder, from whom a certificate as prescribed under section 139 (1) of the said Act confirming their eligibility for appointment has been obtained.

### Item No: 4

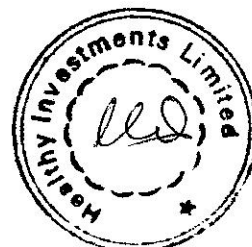
Mr. C. Kameswara Sharma, aged 53 years, (DIN 06933900) is a Graduate in Commerce from Andhra University and Fellow Member of the Institute of Chartered Accountants of India. He has been practicing as a Chartered Accountant and has been associated with the Pharma and Engineering Companies as Management Consultant. He has over 20 years experience in audit, taxation and corporate finance.

In the opinion of the Board, Mr. C. Kameswara Sharma, proposed to be appointed as Independent Director, satisfies the conditions specified under section 149 (6) and other applicable provisions of the Companies Act, 2013, and is independent of the management.

### Item No: 5

Dr. K.P. Reddy, aged 65 years, (DIN 00246457) is a renowned ophthalmologist and is a member of Indian Medical Association, Royal College of Ophthalmologists, UK, American Academy of Ophthalmologists and many others professional bodies. He is a visionary of high repute with social responsibility being the core of his pursuit and thrives to maximize his vision through constant research and development and has been a pioneer in introducing technological advancements in his area of practice. He is the chairman of a super specialty eye care hospital in Hyderabad which is India's first Lasik Centre.

In the opinion of the Board, Dr. K.P. Reddy, proposed to be appointed as Independent Director, satisfies the conditions specified under section 149 (6) and other applicable provisions of the Companies Act, 2013, and is independent of the management.



# HEALTHY INVESTMENTS LIMITED

Regd. Office : Flat No. 805, 8<sup>th</sup> Floor, Makers Chambers V, Nariman Point, Mumbai – 400 021

## DIRECTORS' REPORT

To the Shareholders,

Your Directors present the Thirty second Annual Report together with the audited statement of accounts for the year ended 31<sup>st</sup> March 2014.

### 1. FINANCIAL RESULTS :

	Current Year Rupees	Previous Year Rupees
Profit before depreciation	10,96,174/-	9,80,493/-
Less : Depreciation	10,464/-	14,612/-
Profit before taxes	10,85,710/-	9,65,881/-
Less : Provision for current taxation	(80,000/-)	-
Add : Provision for deferred taxation	136/-	2,416 /-
MAT credit entitlement	70,535/-	-
Profit available for appropriation	10,76,381/-	9,68,297/-
Prior year taxes written back	-	-
Reserve fund	2,00,000/-	1,95,000/-
	8,76,381/-	7,73,297/-
Surplus brought forward from last year	2,60,09,083/-	2,52,35,786/-
Surplus carried to balance sheet	2,68,85,464/-	2,60,09,083/-

### 2. DIRECTORS:

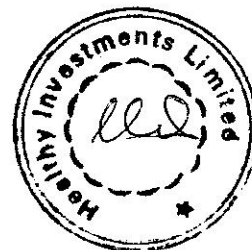
Sri. Murali D. kanuri Director of the Company, retires by rotation and being eligible, offer himself for reappointment.

Sri C. Kameswara Sharma and Dr. K.P. Reddy are proposed to be appointed as Independent Directors pursuant to the provisions of section 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013, and the Rules notified thereunder to hold office for a term of five consecutive years. These directors shall not be liable to retire by rotation. The Board is of the opinion that the proposed appointees have adequate skills, experience and knowledge and are independent of management.

Your Directors recommend their appointment on the Board.

### 3. DIRECTORS' RESPONSIBILITY STATEMENT :

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956 with respect to Directors Responsibility statement, the directors hereby confirm that:



# HEALTHY INVESTMENTS LIMITED

Regd. Office : Flat No. 805, 8<sup>th</sup> Floor, Makers Chambers V, Nariman Point, Mumbai – 400 021

- i) in preparation of the accounts for the financial year ended 31<sup>st</sup> March, 2014, the applicable accounting standard have been followed along with proper explanation relating to material departures;
- ii) they have selected such accounting policies and applied them consistently and made judgment and estimate that were reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for the year under review;
- iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provision of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) they have prepared the accounts for the financial year ended 31<sup>st</sup> March 2014 on a going concern basis.

## 4. AUDITORS :

The present auditors M/s. Ganesh & Rajendra Associates, Chartered Accountants, retire at the ensuing Annual General Meeting, and have not expressed their willingness to be reappointed as the Auditors. The company received a letter from a share holder proposing M/s C K S Associates, Chartered Accountants, Hyderabad, as Auditors.

In view of this, your directors propose appointment of M/s C K S Associates, (Peer Review Certificate No: 006803), Chartered Accountants, Hyderabad, as the Statutory Auditors of the Company from the conclusion of the ensuing Annual General Meeting till the conclusion of the sixth consecutive Annual General Meeting subject to ratification at each such meeting as per the provisions of section 139 of the Companies Act, 2013, and the Rules made thereunder, from whom a certificate as prescribed under section 139 (1) of the said Act confirming their eligibility for appointment has been obtained.

## 5. APPOINTMENT OF COMPANY SECRETARY :

As per section 383A of the Companies Act, 1956, the company is supposed to appoint a company secretary in whole time employment. The management has made efforts to comply with the same, but could not succeed in appointing a company secretary. Hence the company has obtained the compliance certificate from a practicing company secretary.

## 6. PARTICULARS OF EMPLOYEES :

The Company had no employees whose particulars are required to be mentioned pursuant to the provisions of Section 217 (2A) of the Companies Acts, 1956 read with the rules thereunder.

