





## INDRAPRASTHA MEDICAL CORPORATION LIMITED

#### **BOARD OF DIRECTORS**

Smt. Shailaja Chandra (Chairman)

Dr. Prathap C Reddy (Vice Chairman)

Dr. Yogi Mehrotra (Managing Director)

Shri Anil Thadani
Shri Atmaram Jatia
Shri Banwari Lal Jatia
Dr. B.Venkataraman
Shri Deepak Vaidya
(Alternate to Shri Anil Thadani)
Shri M.K. Bezboruah
Shri Prem Pandhi
Shri S.P. Aggarwal
Shri Satpal Arora (IFCI nominee)
Mrs. Suneeta Reddy
(Alternate to Shri Atmaram Jatia)

## SENIOR GENERAL MANAGER CUM COMPANY SECRETARY

Lt. General Vijay Lall, PVSM, AVSM, ADC (Retd.)

Shri A.K. Singhal

## REGISTERED OFFICE & HOSPITAL COMPLEX

Sarita Vihar, Delhi-Mathura Road, New Delhi-110 044

#### **AUDITORS**

M/s. Brahmayya & Co. Chartered Accountants Chennai

&

M/s S.C. Vasudeva & Co. Chartered Accountants New Delhi

#### **BANKERS**

Oriental Bank of Commerce
Bank of Baroda
Indian Overseas Bank
Indian Bank
ICICI Bank Limited
The Jammu & Kashmir Bank Limited
UTI Bank Limited
CITI Bank, N.A.

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#### NOTICE



Notice is hereby given that the Fifteenth Annual General Meeting of Indraprastha Medical Corporation Limited will be held on Tuesday, 2<sup>nd</sup> September, 2003 at 11.00 a.m. at FICCI Golden Jubilee Auditorium, Federation House, Tansen Marg, New Delhi – 110001, to transact the following business:

#### **ORDINARY BUSINESS:**

- To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2003 and the Profit & Loss Account for the year ended on that date together with the Report of Directors' and Auditors' thereon.
- 2. To declare dividend on shares.
- 3. To elect a Director in place of Shri Prem Pandhi who retires by rotation and being eligible, offers himself for re-election.
- 4. To elect a Director in place of Shri Anil Thadani who retires by rotation and being eligible, offers himself for re-election.
- To elect a Director in place of Shri Atmaram Jatia who retires by rotation and being eligible, offers himself for re-election.
- To consider and, if thought fit, to pass, with or without modifications, the following resolution as "Special Resolution":

"RESOLVED THAT pursuant to the provisions of Section 224A and other applicable provisions, if any, of the Companies Act, 1956, M/s. S. C. Vasudeva & Co., Chartered Accountants, be and is hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting of the Company until the conclusion of the next Annual General Meeting of the Company at a remuneration of Rs. 5.25 lacs plus out of pocket expenses."

#### **SPECIAL BUSINESS**

- 7. To consider and, if thought fit, to pass with or without modification (s), the following resolution as an "Ordinary Resolution".
  - "RESOLVED THAT in accordance with the provisions of Sections 198, 269, 309 read with

Schedule XIII and other applicable provisions, if any, of the Companies Act 1956 and subject to such other approvals as may be necessary, the Company hereby accords its approval for the re-appointment of Dr. Yogi Mehrotra as a Managing Director of the Company for a period of 2 years w.e.f. 14th December, 2002, on the following terms and conditions:

- **a.** Salary Rs. 1,50,000/ per month effective from 14<sup>th</sup> December, 2002 and Rs. 2,00,000/- per month effective from 14<sup>th</sup> December, 2003.
- b. Housing: Rent Free Accommodation.
- **c.** Medical Reimbursement: Reimbursement of Medical Expenses for self and family subject to a ceiling of Rs. 50,000/- in a year
- **d.** Leave Travel Concession: For self and family once in a year subject to a ceiling of Rs. 50, 000/-.
- **e.** Club fees: Fees of club, subject to a maximum of two clubs (excluding admission and life membership fee)
- f. Personal Accident Insurance: Premium not exceeding Rs. 5,000/- (Rs. five thousand only)
- g. Soft Furnishing Allowance: Rs. 50, 000/- in a vear.
- h. Privilege leave, sick leave, and all other facilities/benefits according to the rules of the Company. Leave accumulated but not availed of can be encashed at the end of the tenure.
- i. Gratuity: Not exceeding 15 days salary for every completed year of service.
- j. Conveyance: Free use of Company car with Driver
- **k.** Telephone: Free telephone facility at residence
- I. In the absence or inadequacy of profits in any financial year, the remuneration payable to the Managing Director by way of salary and perquisites shall not exceed the maximum limits prescribed under Schedule XIII to the Companies Act, 1956"
- 8. To consider and, if thought fit, to pass with or without modification (s), the following resolution as an "Ordinary Resolution".
  - "RESOLVED THAT Shri M K Bezboruah be and is hereby appointed as Director of the Company, who shall be liable to retire by rotation."

- To consider and, if thought fit, to pass with or without modification (s), the following resolution as a "Special Resolution".
  - "RESOLVED THAT approval be and is hereby accorded under Section 163 and other applicable provisions, if any, of the Companies Act, 1956 for keeping the Register and Index of Members and copies of Annual Return at the premises of the Company's Registrar and Transfer Agents M/s. In-time Spectrum Registry Limited, A-31, 3rd Floor, Near PVR Cinemas, Naraina Ind. Area, Phase I, New Delhi 110028 or such other Registrar and Transfer Agents as may be appointed by the Company from time to time."

By order of the Board for Indraprastha Medical Corporation Limited

Place: New Delhi A.K. SINGHAL Date: 18th July, 2003 Senior General Manager-cum-Company Secretary

#### NOTES:

- The relevant Explanatory Statement pursuant to Section 173 (2) of the Companies Act, 1956 is annexed hereto.
- 2. A member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote at the meeting instead of himself and the Proxy need not be a Member of the Company. The instrument appointing proxy, in order to be effective, must be deposited at the Registered Office of the Company at least 48 hours before the commencement of the meeting.
- The Register of Members and Share Transfer Books of the Company shall remain closed from Monday, 18th August, 2003 to Tuesday, 2<sup>nd</sup> September, 2003 (both days inclusive).
- 4. Dividend, if declared, will be paid to those members whose name stand registered on the Company's Register of Members:-
  - a) as Beneficial owners as at the end of the business on 17th day of August, 2003 as per the lists to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in demat form and

- b) as Members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company before 18th August, 2003.
- 5. a) To avoid the incidence of fraudulent encashment of the Dividend warrants, Members are requested to intimate the Company under the signature of the Sole/First Joint holder, the following information, so that the Bank Account Number and Name and Address of the Bank can be printed on the Dividend Warrant:-
  - Name of Sole/ First Joint Holder and Folio No.
  - 2) Particulars of Bank Account, viz.
    - i) Name of the Bank
    - ii) Name of Branch
    - iii) Complete address of the Bank with Pin Code Number
    - iv) Account Type, whether savings (SB) or Current Account (CA)
    - v) Bank Account Number allotted by the Bank.
  - b) Shareholders desirous of availing the facilities of Electronic Credit of Dividend are requested to fill up the ECS Form attached to this Annual Report.
  - c) Members who hold shares in the dematerialized form, want to change / correct the bank account details should send the same immediately to the concerned Depository Participant. The Company will not entertain any direct request from members for deletion/change in the Bank Account details furnished by Depository Participants to the Company.
- 6. Non- Resident Shareholders are requested to inform immediately:-
  - The change in the residential status on return to India for permanent settlement and
  - b) The particulars of NRE Account with a Bank in India, if not furnished earlier
- 7. Members who have not encashed the dividend warrant (s), so far for the financial year ended 31<sup>st</sup> March, 2001 and 31<sup>st</sup> March, 2002, are requested to make their claim to the Share Department at the Registered Office of the Company at New Delhi.



- 8. As per the provisions of the Companies Act, 1956, as amended, facility for making nominations is available to INDIVIDUALS holding shares in the Company. The Nomination can be made in Form- 2B, which can be obtained from the Share Department of the Company.
- Members are requested to notify immediately the change in their address, if any, at the Registered Office of the Company.
- 10. Shareholders seeking any information with regard to accounts are requested to write to the Company at least seven days in advance so as to enable the Company to keep the information ready.
- Members are requested to bring their copy of Annual Report and Attendance Slip duly filled at the meeting.

## EXPLANATORY STATEMENT PURSUANT TO SECTION 173 (2) OF THE COMPANIES Act, 1956

**ITEM NO. 3, 4 & 5** 

A brief resume of the Director's offering themselves for re-election is given below.

#### Sh. Prem Pandhi

Shri Prem Pandhi, aged 83 years, has a Masters degree in History, and is also a Law Graduate. Shri Prem Pandhi is a professional manager with over 30 years experience with foreign companies like Dunlops, Metal Box and, finally, as Chairman of Cadburys in India.

After his corporate career, Shri Pandhi set up International Management Institute, and was its Founder Director for the first 12 years. He is now a Business Consultant, and sits on a number of a Boards like Waterbase Ltd., Shriram Pistons & Rings Ltd. (Deputy Chairman), Manisha Commercial Ltd. and Sera Com Private Ltd. He also takes interest in the social sector like Board Member of SOS Children's Villages, Shriram College of Commerce, etc.

Shri Pandhi is a past President of All India Management Association and PHD Chamber of Commerce and Industry.

Except Shri Prem Pandhi no other director is interested in the aforesaid resolution.

#### Sh. Anil Thadani

Shri Anil Thadani, aged 57 years, has a Master's Degree in Chemical Engineering from the University of Wisconsin, Madison and an MBA from the University of California at Berkeley. Shri Thadani is the founder and Chairman of Schroder Capital Partners Ltd., a private investment advisory company which was formed in 1992 as a joint venture with Schroders Plc. of the United Kingdom. Funds advised by Schroder Capital Partners invest in development capital, buy-out and venture capital transactions throughout the Asia Pacific region. The primary thrust of the investment programme is to invest in the sectors of Information Technology, Life Sciences, Healthcare and a wide variety of consumer based businesses. Prior to founding of Schroder Capital Partners Ltd., he was Managing Director of another investment company, which he founded in 1981 as the first Private Equity Investment Company in Asia. Shri Thadani was with Bank of America for 9 years with assignments in San Francisco, Tokyo, Manila and Hong Kong. He also worked as a Research Engineer with Standard Oil of California in 1970-71. Shri Anil Thadani is also a director of Blue Dart Express Ltd., Apollo Hospitals Enterprises Ltd, Water Base Ltd, Strides Arcolab Ltd, Orchid Chemicals & Pharmaceuticals Ltd., TV India Pvt. Ltd and Hotel Scopevista Private Limited.

Except Shri Anil Thadani no other director is interested in the aforesaid resolution.

#### Sh. Atmaram Jatia

Shri Atmaram Jatia, aged 61 years, is a Chemical Engineer from the University of Wisconsin at Madison, USA. A Non-resident Indian, he has acquired more than 40 years of extensive knowledge in various fields, including International Trade, Finance and Corporate Management. He is currently the Managing Director of East West Corporation, Osaka, Japan, a trading Company with affiliates in Hong Kong and Shanghai, dealing in chemicals, electronics, textiles etc. He is also a director of Wedgewood Holdings Limited, Mauritius, an Investment Firm. In India, Sh. Jatia is a Director in Asia Fab Limited, a manufacturer of textile and yarn products, which are predominantly exported to Japan. He is also a director in Shrachi Securities Limited, a non-banking financial Company of the Kolkata – based S.K.Todi Group, dealing mainly in higher purchase and lease activities.

Except Shri Atmaram Jatia no other Director is interested in the aforesaid resolution.

#### ITEM NO. 7

The appointment of Dr. Yogi Mehrotra as Managing Director of the Company for a period of two years was approved by the members in the Annual General Meeting of the Company held on 6<sup>th</sup> September, 2001. His period of office expires on 13<sup>th</sup> December, 2002.

The Board of Directors in the meeting held on 30<sup>th</sup> November, 2002, have re-appointed Dr. Yogi Mehrotra as Managing Director of the Company for a further period of two years effective from 14<sup>th</sup> December, 2002. The terms of remuneration of Dr. Yogi Mehrotra has the approval of Remuneration Committee and are within the limits prescribed under Schedule XIII to the Companies Act, 1956.

An abstract of the terms of re-appointment of Managing Director and Memorandum of Interest of Directors pursuant to Section 302 of the Companies Act, 1956 was circulated to all the members of the Company.

The appointment of and payment of remuneration to Dr. Yogi Mehrotra, Managing Director requires the approval of the members in General Meeting.

Dr. Yogi Mehrotra, aged 69 years, is a surgeon by profession and has been associated with Apollo Hospitals Group for the past twelve years. Prior to joining Apollo Hospitals group, Dr. Yogi Mehrotra was with the Indian Railway Medical Services and retired as Chief Medical Officer, Southern Railways. He has wide experience in running Hospitals for over 35 years.

Your Directors recommend the appointment of Dr. Yogi Mehrotra, on the terms and conditions as set out in the resolution.

Except Dr. Yogi Mehrotra no other Director is interested in the aforesaid resolution.

#### ITEM NO. 8

Shri M K Bezboruah was appointed as an Additional Director of the Company on 26th March, 2003. Pursuant to Section 260 of the Companies Act, 1956, Shri M K Bezboruah holds office only up to the Annual General Meeting. The Company has received a notice in writing from a member together with deposit of Rs.500/- as required by the Section 257 of the Companies Act, 1956 proposing Sh. M K Bezboruah as a candidate for the office of Director.

Sh. M K Bezboruah, aged 59 years, is a member of the Indian Administrative Service. He has extensive experience in administration, having held several senior posts both in the State Government and in the Government of India for the last 35 years. He has worked in various district level and secretariat level posts in Assam, Mizoram, Goa, Andaman & Nicobar and Delhi. He has been Chief Secretary and Development Commissioner cum Secretary (Planning) in Andaman & Nicobar Admn. In the GNCT of Delhi he has held the post of Secretary of various departments including Sales Tax, Vigilance, Managing Director (Delhi Financial Corporation), Services, Health, Education and Industries / Labour. In the Govt. of India, he has held the post of Chief Executive Officers (Super Bazar), Ministry of Civil Supplies, Director Enforcement, Ministry of Finance (Department of Revenue) and Members Secretary (Tariff Commission), Ministry of Industrial Promotion and Policy. He is presently posted at Principal Secretary (Finance), Govt. of NCT of Delhi. He is also a Director of a number of other bodies of GNCT of Delhi such as Metro Rail, Delhi Financial Corporation, Delhi Transco etc.

Except Sh. M K Bezboruah, no other Director is interested in the aforesaid resolution.

#### ITEM NO. 9

The Company had taken electronic connectivity with M/s. In-time Spectrum Registry Limited, a SEBI Registered Registrar and Transfer agents and all physical work related to transfer and dematerialisation of shares were handled in-house by the Secretarial Department of the Company.

As required by SEBI vide circular no. D&CC/FITTC/CIR-15/2002 dated 27<sup>th</sup> December, 2002, the Company has appointed M/s. In-time Spectrum Registry Limited, Registrar and Transfer agents to do all the work related to share registry in terms of both physical and electronic w.e.f. 29<sup>th</sup> January, 2003.

Now, the approval of the shareholders by Special Resolution is sought for maintaining the Register and Index of the Members and copies of Annual Returns at the premises of Company's Registrar and Transfer Agents.

Your Directors recommend the Special Resolution for approval of members.

None of the Directors is concerned or interested in the said resolution.

#### **DIRECTORS' REPORT**



#### **Dear Shareholders**

The Directors have pleasure in presenting the 15<sup>th</sup> Annual Report of the Company alongwith audited accounts for the year ended 31<sup>st</sup> March, 2003.

#### **FINANCIAL RESULTS**

(Rs. in Lakhs)

Part	ticulars	Year ended 31-03-2003	Year ended 31-03-2002
Income from operations		14,498.05	13,085.08
Other income		1,304.13	1,152.41
Tota	al expenditure		
(a)	Consumption of stores & spares	4,090.06	3,630.95
(b)	Staff Cost	2,208.68	1,960.10
(c)	Consultation Fees paid to the Doctors	3,909.73	3,401.78
(d)	Other expenditure	2,270.36	1,974.40
Interest		427.21	530.34
Dep	preciation	1,014.06	925.97
	r period provisions & ustments (Net)		(70.29)
Prof	it before tax	1,882.08	1,743.66
Provision for taxation		763.31	848.05
Net Profit (PAT)		1,118.77	895.60
	ance brought forward from vious year	1,218.77	1,010.71
Divi	dend ( <b>Proposed</b> )	779.22	687.55
Cor	porate Dividend Tax	99.82	_
Bala	ance carried to Balance Shee	t 1,458.50	1,218.77

#### DIVIDEND

The Directors are pleased to recommend payment of dividend on equity shares @ 8.5 % i.e. Rs. 0.85 per share for the year ended 31<sup>st</sup> March, 2003. (Previous Year Rs. 0.75 per share).

#### **OPERATIONS**

The year under review has been another successive year of growth in the working of the Company and the Company has achieved higher income and profit. The total income stood at Rs. 158.02 crores against the total income of Rs. 142.37 crores in the previous year - a growth of 11%. The profit before tax for the year also stood higher at Rs. 18.82 crores against Rs. 17.44 crores in the previous year - a growth of 8%. After provision of tax Rs. 7.63 crores including Rs.6.10 crores deferred tax (previous year Rs. 8.48 crores including deferred tax Rs. 7.11 crores), the profit after tax stood at Rs. 11.19 crores against Rs. 8.96 crores in the previous year, an increase of over 25%.

A second high energy linear accelerator with a multileaf collimeter to give precise radiation to the diseased part has become functional. With this, the Oncology Unit of the Hospital has emerged as a comprehensive, multidisciplinary setup offering treatment facilities in Medical, Radiation and Surgical Oncology and is equipped with some of the most advanced equipments, including Dynamic Micro Multileaf Collimator (CLINAC - 600 SR) and advanced Dual Energy Linear Accelerator with Millennium Dynamic Multileaf Collimator (CLINAC-21-EX). The centre is also the first-of-its-kind in the country to offer Dynamic Intensity Modulated Radiation Therapy (as opposed to Static IMRT being offered by other centres) and Virtual Simulation for treatment of cancer. These facilities are aided by high end diagnostic tools that facilitate seamless transfer of data between the imaging devices and the therapy tools, increasing the accuracy and precise delivery of dosage based on 3-D modeling of patient data. The centre also have specialized Cancer Screening Programs for early diagnosis of the disease.

The Company has been rated by ICRA as A1+ indicating highest safety for short term borrowings upto Rs.500 lakhs and MAA indicating high safety for medium term borrowing upto Rs.1000 lakhs.

The Telemedicine linkages have expanded to other areas of the North Eastern Region, Jammu Kashmir and soon to the state of Jharkhand. The hospitals telemedicine services to Kohima, Assam is acknowledged a successful model in Urban Rural, Public Private partnership. With the recent installation of VSAT connectivity, the hospital has developed into a regional leader in Telemedicine programs.

The Company is in the process of seeking accreditation from Joint Commission International Standards, USA for the services rendered by the Hospital. The Hospital is also expanding its activities into the neighbouring countries. Teams of doctors are scheduled to visit countries in Eastern Aftica, CIS and the Middle East.

The demand for ICU beds in the Hospital have been under pressure and an additional nine ICU beds is being planned which is likely to be functional by end of July,2003. The Hospital is in the process of replacing the existing MRI and procure a Brachytherapy unit for the Oncology Unit.

The operational performance details are as under:-

2002-03	2001-02	Growth
24305	21990	11%
338	305	11%
192055	178986	7%
13156	9659	36%
10607	6926	53%
869	1052	-17%
143	94	52%
9395	8462	11%
	24305 338 192055 13156 10607 869 143	338 305 192055 178986 13156 9659 10607 6926 869 1052 143 94

As per the terms of lease deed with Govt.of Delhi entered by the Company for the Hospital land, the Hospital has been providing free treatment exclusive of medicines and medical consumables to the patients sponsored by Govt.of Delhi since June, 1998. During the year, 539 number of patients were extended the benefits, which include 3 renal transplants and 9 cardiac surgeries. A PIL regarding free treatment in the Hospital was filed in the High Court of Delhi, by All Indian Lawyer's Union, Delhi Unit. The main issue raised in the PIL is that the Hospital should provide free medicines and medical consumables to the patients sponsored by Govt.of Delhi for free treatment in the Hospital. The PIL has been contested by the Company and the proceedings of the PIL has reached the final stage of hearing.

#### **AUDITORS / AUDITORS' REPORT**

M/s.Brahmayya & Co., Chartered Accountants and M/s.S.C.Vasudeva & Co., Chartered Accountants, Auditors of the Company shall hold office until the conclusion of the ensuing Annual General Meeting. M/s.Brahmayya & Co., Chartered Accountants, have informed the Company of their desire not to seek re-appointment. Pursuant to the provisions of Section 225 of the Companies Act, 1956, a notice, in writing, has been received from a member proposing the name of M/s. S.C. Vasudeva & Co., Chartered Accountants, New Delhi, as auditors of the Company.

The Board has considered the matter and decided to seek approval of the members at the ensuing Annual General Meeting for appointment of M/s. S.C. Vasudeva & Co., Chartered Accountants, New Delhi, as auditors of the Company to hold office from the conclusion of the Annual General Meeting until the conclusion of the next Annual General Meeting of the Company at a remuneration of Rs.5.25 lacs plus out of pocket expenses.

The Company has received a letter from M/s.S.C.Vasudeva & Co.,Chartered Accountants,to the effect that their appointment,if made,would be within the prescribed limits under Section 224(1-B) of the Companies Act, 1956. The Board of Directors recommends the appointment of M/s.S.C.Vasudeva & Co.,Chartered Accountants as Auditors of the Company.

The observations made in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

#### **DIRECTORS**

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company, Sh. Prem Pandhi, Sh. Anil Thadani and Sh. Atmaram Jatia retire by rotation at the forthcoming Annual General Meeting and being eligible, offer themselves for re-election.

Dr. Yogi Mehrotra was re-appointed as a Managing Director of the Company for a period of two years effective from 14<sup>th</sup> December. 2002.

Sh.Ramesh Chandra, Director of the Company had superannuated from the office of Principal Secretary (Finance), Govt. of Delhi and ceased to be a Director of the Company and his successor Sh.Satish Chandra, Principal Secretary (Finance), Govt. of Delhi was appointed as a Director of the Company. Sh. Satish Chandra had also ceased to be a Director of the Company consequent upon his transfer from the office of Principal Secretary (Finance), Govt. of Delhi.

Sh.M.K.Bezboruah, Principal Secretary (Finance), Govt. of Delhi was appointed as an Additional Director of the Company. Pursuant to Section 260 of the Companies Act, 1956, Sh.M.K.Bezboruah holds office of the Director until the conclusion of the forthcoming Annual General Meeting. The Company has received a notice under Section 257 of the Companies Act, 1956 proposing his appointment as a Director liable to retirement by rotation.

Sh.N.K.Gupta, Nominee Director had ceased to be a director consequent upon withdrawal of his nomination as a director of the Company by IFCI Limited.



Sh. Satpal Arora has been appointed as a Nominee Director of IFCI on the Board of Directors of the Company in place of Sh.N.K.Gupta.

Your Directors express their profound grief on the sad demise of Sh.B.L.Paranjape, Director of the Company, on 19<sup>th</sup> March, 2003 and pay tributes for the valuable contribution made by him for the growth of the Company during his tenure as a Director of the Company.

Your Directors also wish to place on record their appreciation of the valuable services rendered by Sh.Ramesh Chandra, Sh.Satish Chandra and Sh.N.K.Gupta during their tenure as a Director of the Company.

#### **FIXED DEPOSITS**

During the year under review, the Company has not accepted any deposit under Section 58 A of the Companies Act, 1956 read with Companies (Acceptance and Deposits) Rules, 1975.

#### **INSURANCE**

All properties and insurable assets of the Company, including Building, Plant & Machinery and Stocks had been adequately insured, wherever necessary, and to the extent required.

## INFECTION CONTROL, HEALTH, SAFETY AND ENVIRONMENT PROTECTION

Infection Control, Health, Safety and Environment Protection are an integral part of the Company's business process. The Hospital has a very active infection control committee which ensures excellent Hospital environment by continuous monitoring of different areas. The environment of OT and ICU's is extensively under surveillance. All the invasive procedures are monitored to ensure that they have been carried out as required. The infection control manual providing details of infection control measures has been prepared for day to day guidelines to health providers.

Appropriate measures have been taken for vaccination of staff and screening of the food handlers to prevent infection.

The various pollution control measures are operating effectively and maintaining ambient air quality and disposal of liquid waste, solid waste and bio medical waste as per the prescribed norms.

#### **RESEARCH & DEVELOPMENT**

The Company is running a super-speciality Hospital and is not engaged in any major research & development activity. However, the Hospital has been a major centre for international clinical trials.

# CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

Energy Conservation has been an important thrust area of the management and is being continuously monitored. The Company has taken steps for optimization of process, improvement in utilization factor of utility generation equipment and selection of efficient equipment.

The Company has not imported any technology.

During the year under review, foreign exchange earnings and outgo are as under:-

Earnings : Rs. 1.02 crores Outgo : Rs. 14.94 crores

#### PARTICULARS OF EMPLOYEES

During the year, there was no employee in the company drawing remuneration within ceiling limits whose particulars are required to be given as per Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended upto date.

#### **DIRECTORS' RESPONSIBILITY STATEMENT**

As required under Section 217(2AA) of the Companies Act, 1956, your Directors state:

- that in the preparation of the annual accounts, the applicable accounting standards have been followed;
- (ii) that the accounting policies selected and applied are consistent and the judgements 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 the financial year and of the profit or loss of the Company for that period;

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

- (iii) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) that the annual accounts have been prepared on a going concern basis..

#### **CORPORATE GOVERNANCE**

A report on Corporate Governance alongwith Auditors' Certificate on its compliance is attached to this report.

#### **LISTING**

The shares of your Company are listed on Delhi, Mumbai and National Stock Exchanges. The annual listing fee for the year 2003-2004 has been paid.

#### **ACKNOWLEDGEMENT**

The Directors wish to thank and deeply acknowledge the cooperation, assistance and support extended by the financial institutions, banks, the Government of Delhi and the Union Government.

The Directors also wish to place on record their appreciation for the all-round support and cooperation received from the employees at all levels and the Consultant Doctors.

For and on behalf of the Board

Place: New Delhi
Date: 27th June, 2003

SHAILAJA CHANDRA
CHAIRMAN

#### INDUSTRY STRUCTURE AND DEVELOPMENTS

The Indian Health Care Industry is expected to grow rapidly during this decade. As per the study conducted by the CII and Mackinsey the estimated expenditure during the next 15 years is expected to be around Rs. 1,00,000 crores and the number of beds expected to double. The majority of this investment is expected to come through private sector. In this year's budget the Hon'ble Finance Minister has recognize the importance of health care and has given concessions to see that there is growth in this sector. Today, there is a change in the mindset, the public would look for good health care and are ready to pay for the same. With the opening of the Insurance Sector and with the registration of third party administrators it is expected that there will be a boost in the health insurance.

#### **OPPORTUNITIES & THREATS:**

The majority of Health Care growth would be in the private sector, which will account for over 60% of this spending. Over 80% of the inpatient spending is in the five areas i.e. Cardiology, Cancer, Accidents, Acute Infections and Maternity. The pattern of Health Care spending is also showing a change with changing demography and lifestyles.

Conscious of its role as a Health Care leader and a trend setter in the country, the group has launched several initiatives to be in the for front of this revolution. Indraprastha Apollo Hospitals is taking an active role in these initiatives to be in the lead in Northern India.

With this in mind, Indraprastha Apollo Hospitals has started telemedicine linkage to Kohima, Nagaland and it has now been extended to the state of Jammu & Kashmir and Satna in Madhya Pradesh. Recently a VSAT has been installed to provide connectivity to four places in Jammu & Kashmir i.e. Jammu, Srinagar, Kathua and Leh. This is expected to be online within next month or so. We also offered to linkup the other North Eastern Regions and we are in the process of discussion with the Government.

One of the vision of Apollo has been to be a global player and with this in mind Indraprastha Apollo Hospitals is launching the initiative to attract patient from neighbouring countries like Nepal, CIS country, Yemen, Oman, Saudi Arabia, and Kuwait.

To be an International Player, this Hospital has also Launched an ambitious programme to be accredited to the Joint Commission of Health Care