

# **LOOKS HEALTH SERVICES LIMITED**

(Earlier Known as Monarch Health Services Limited)



**5<sup>TH</sup> ANNUAL REPORT**  
**2015 - 2016**

## CORPORATE INFORMATION

### Board of Directors

Dr. Nishita Sheth  
Dr. Prashant Vikram  
Pritesh Champalal Doshi  
Deepak Meghraj Doshi  
\*Dhruvaprakash Shetty  
(Resigned on 18.05.2016)  
Narpatraj Rajmal Bafna

Managing Director  
Chief Financial Officer  
Whole Time Director/Compliance Officer  
Independent Director  
Independent Director

Independent Director

### Additional Information

#### Registered Office

A/203, Green Villa, above Pizza Hut Lokhandwala  
Complex, Andheri West, Mumbai- 400053.  
Tel: 022-4295 2616  
Website: www.looksclinic.com

#### Auditors

#### KRIPLANI MILANI & CO.

Office No. 203, Mint Chambers,  
45 / 47, Mint Road, Opp. GPO,  
Fort, Mumbai - 400001  
Cell No.- 9860220400  
Email - bharat@cakmco.com

#### Registrar & Transfer Agent

#### Skyline Financial Services Private Limited

D-153 A, 1st Floor, Okhla Industrial Area,  
Phase- I, New Delhi - 110 020  
Tel: 011-64732681-88  
Fax: 011-26812682  
Email: viren@skylinerta.com

#### Bankers

#### HDFC Bank Limited

#### Bank of Baroda

#### Kotak Mahindra Bank Ltd

	CONTENTS
Sr. No.	Particulars
1	Corporate Information
2	Notice
3	Directors Report
4	Annexure to Directors Report
5	Corporate Governance Report
6	Management Discussion & Analysis Report
7	Independent Auditors Report
8	Balance Sheet as on 31.03.2016
9	Profit & Loss for the FY 2015-16
10	Cash Flow Statement
11	Notes to Accounts
12	Form SH-13
13	Proxy Form
14	Attendance Slip

**NOTE:** Shareholders are requested to bring their copy of the Annual Report along with them  
At the Annual General Meeting.

## 5th Annual Report 2015 - 2016

### NOTICE

NOTICE is hereby given that the **Fifth Annual General Meeting** of the Members of the Company will be held at A/203, Green Villa, above Pizza Hut Lokhandwala Complex, Andheri West, Mumbai- 400053 on Friday, **30th September, 2016 at 3:00 P.M.** to transact the following business:

#### Ordinary Business

**1. Adoption of Financial Statements :**

To consider and adopt the audited Profit & Loss A/c. of the Company for the period ended 31st March 2016 and the Balance Sheet as at that date together with the Auditor's Report & Director's Report thereon.

**2) Appointment of Dr. Nishita Sheth as a Managing director liable to retire by rotation :**

To appoint a director in place of Dr. Nishita Sheth (Din: 02190381) Managing Director, who retires by rotation and being eligible offers herself for reappointment.

Therefore, shareholders are requested to consider and, if thought fit, to pass with or without modification (s), the following resolution as Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, the approval of the members of the Company be, and is hereby accorded to the re-appointment of Dr. Nishita Sheth (Din: 02190381) as a Managing director, to the extent that she is required to retire by rotation."

**3. To ratify the appointment of Auditors:**

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 139,142 of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014 and pursuant to the resolution passed by the members at the 3rd Annual General Meeting held on 30th September, 2014, the appointment of M/s. Kriplani Milani & Co, Chartered Accountants, Mumbai (FRN: 130461W) as the Statutory Auditors of the Company to hold office from the conclusion of 3rd Annual General Meeting till the conclusion of 7th Annual General Meeting to be held for the financial year ending 31st March, 2019, be and is hereby ratified and the Board of Directors of the Company be and are hereby authorized to fix the Auditor's remuneration payable for the financial year ending 31st March, 2017 in consultation with the auditors."

#### Special Business:

**4. 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 94 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company hereby approves that the Register of Members and Index of Members maintained under Section 88 of the Act and copies of Annual Returns prepared under Section 92 of the Act, together with the copies of certificates and documents required to be annexed thereto or any other documents as may be required, be kept at the office of the Registrar and Share Transfer Agent of the Company viz. M/s. Skyline Financial Services Private Limited, 4A9 Gundecha Onclave, Khairani Road, Sakinaka, Mumbai- 400072 or at such other place or office within Mumbai, where the Registrar and Share Transfer Agent may shift from time to time.

**RESOLVED FURTHER THAT** the Board of Directors (including a Committee thereof, if any, constituted by the Board) be and are hereby severally authorised to do all such acts, things and matters and take such actions as may be required from time to time to give effect to the above resolution and to delegate all or any of the powers or authorities herein conferred by this resolution, to any Director(s) or to any other official(s) or authorised representative(s) of the Company for the purpose of giving effect to this resolution."

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

**"RESOLVED THAT** pursuant to Section 27(1) and 13(8) of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 ("the Act") read with Rule 7 of the Companies (Prospectus and Allotment of

## 5th Annual Report 2015 - 2016

Securities) Rules, 2014, Rule 32(1) of Companies (Incorporation) Rules, 2014 and any other rules applicable (including any statutory modification(s) or re-enactment thereof for the time) also read with other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time) and Securities And Exchange Board Of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (including any statutory modification(s) or re-enactment thereof from time to time) Subject to approval of the Members of the company, consent of the Company be and is hereby accorded to Board of Directors (herein hereinafter called the "Board" which term shall be deemed to include any committee which the Board may have constituted) to vary the purpose of utilization of public issue proceeds raised in last IPO and further allow to utilize remaining proceeds of public issue to any other purposes which includes Inter Corporate Deposits or loans or advances as decided by the Board of Directors from time to time.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things, deal with such matters, take necessary steps in the matter as the Board may in its absolute discretion deem necessary, desirable or expedient and to settle any question that may arise in this regard and incident thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Directors or any other Officer(s)/ Authorised Representative(s) of the Company to give effect to the aforesaid resolution."

By Order of the Board

**For Looks Health Services Limited**

**(Earlier known as Monarch Health Services Limited)**

**Pritesh Doshi**

Chairman

DIN: 05155318

Date: 03.09.2016

Place: Mumbai

### 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/herself and such proxy need not be a member of the Company. A proxy form to be effective must be lodged with the registered office of the Company at least 48 hours before the commencement of the meeting. Proxies submitted on behalf of companies, societies, etc., must be supported by an appropriate resolution/ authority, as applicable. Pursuant to section 105 of the Act, a person shall not act as a proxy for more than 50 (fifty) Members and holding in aggregate not more than 10% (ten percent) of the total share capital of the Company. However, a single person may act as a proxy for a Member holding more than 10% (ten percent) of the total share capital of the Company provided that such person shall not act as a proxy for any other person.
2. An instrument appointing proxy is valid only if it is properly stamped as per the applicable law. Blank or incomplete, unstamped or inadequately stamped, undated proxies or proxies upon which the stamp have not been cancelled, will be considered as invalid. If the Company receives multiple proxies for the same holdings of a Member, the proxy which is dated last will be considered as valid. If such multiple proxies are not dated or they bear the same date without specific mention of time, all such proxies shall be considered as invalid.
3. The proxy-holder shall prove his identity at the time of attending the Meeting.
4. During the period beginning 24 hours before the time fixed for the commencement of the Meeting and ending with conclusion of the Meeting, a Member can inspect the proxies lodged at any time during business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
5. The Statement pursuant to Section 102 of the Companies Act, 2013, in respect of special business is annexed hereto and forms part of the Notice.
6. In terms of Section 152 of the Act, Dr. Nishita Sheth (Din: 02190381), Director, retires by rotation at the Meeting and being eligible has offered herself for re-appointment. Accordingly, a brief resume of Dr. Nishita Sheth and the information pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India is provided in the Corporate Governance Report forming part of the Annual Report.

## 5th Annual Report 2015 - 2016

7. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a duly certified copy of the Board Resolution in terms of Section 113 of the Act, together with their specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting, to the Company's Registrar and Transfer Agents.
8. Additional information, pursuant to Regulation 36 of the SEBI (Listing and Obligations disclosure requirements) Regulations, 2015, in respect of the directors seeking appointment/ re-appointment at the AGM, is furnished to the Notice. The directors have furnished their consent/declaration for their appointment/re-appointment as required under the Companies Act, 2013 and the Rules, there under.
9. Pursuant to Section 91 of the Act, the Share Transfer books and Members Register of the Company will remain closed from 23rd September, 2016 to 30th September, 2016 (both days inclusive).
10. The Register of Directors and Key Managerial Personnel and their shareholdings, maintained under Section 170 of the Act, & The Register of Contracts or Arrangements, in which Directors are interested, maintained under Section 189 of the Act, will be available for inspection at the Meeting.
11. Members are requested to forward all Share Transfers and other communications/correspondence to the Registrar & Share Transfer Agent (RTA) - M/s. Skyline Financial Services Private Limited, Unit: Looks Health Services Limited- D 153A, 1st Floor, Okhla Industrial Area, Phase- I, New Delhi - 110020 and are further requested to always quote their Folio Number in all correspondences with the Company.
12. Members holding shares in physical form are requested to notify immediately any change in their address or bank mandates to the Company/Registrar & Share Transfer Agents quoting their Folio Number and Bank Account Details along with self-attested documentary proofs. Members holding shares in the dematerialized form may update such details with their respective Depository Participants.
13. Members holding shares in identical order of names in more than one folio are requested to write to the Company/ RTA enclosing their Share Certificates to enable the Company to consolidate their holdings in one folio for better services.
14. Members are requested to hand over the enclosed Attendance Slip duly signed in with their specimen signature(s) registered with the Company for admission to the AGM. Members who hold shares in dematerialized form are requested to bring their client ID and DP ID for easier identification of attendance at the meeting. In case of joint holders attending the meeting, the joint holder with highest, in order of names will be entitled to vote.
15. Pursuant to the provisions of Section 72 of the Act read with the Rules made there under, Members holding shares in single name may avail the facility of nomination in respect of shares held by them. Members holding shares in physical form may avail this facility by sending a nomination in the prescribed Form No. SH-13 duly filled to the Registrar and Transfer Agents, M/s. Skyline Financial Services Private Limited. Members holding shares in electronic form may contact their respective Depository Participant(s) for availing this facility.
16. Members desirous of getting any information about the accounts and operations of the Company are requested to address their queries to the Compliance Officer at the Registered Office of the Company at least seven days in advance of the meeting to enable the company to provide the information required, at the meeting.
17. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their respective PAN details to their respective Depository Participant with whom they have their demat account(s). Members holding shares in physical form can submit their PAN details to the Registrar & Share Transfer Agent of the Company - M/s. Skyline Financial Services Private Limited.
18. Members are requested to bring their Original photo ID (like PAN Card, Aadhar Card, Voter Identity Card, etc, having photo identity) while attending the meeting.
19. Members/Proxies are requested to bring duly filled Attendance Slip along with their copy of Annual Report at the time of the Meeting.
20. To comply with the provision of Section 88 of the Companies Act, 2013 read with Rule 3 of the Companies (Management and Administration) Rule 2014, the Company is required to update its database by incorporating some additional details of its members.
21. Members are thus requested to submit your e-mail ID and other details vide the e-mail updation form attached in this Annual Report. The same could be done by filling up and signing at the appropriate place in the said form and by returning the same by post.

22. The e-mail ID provided shall be updated subject to successful verification of your signatures as per record available with the RTA of the Company.
23. The Notice of 5th Annual General Meeting and instructions for remote e-voting along with attendance slip and proxy are being sent by courier to all members at their registered address.
24. Members are required to bring their admission slip along-with copy of the Annual Report at the Annual General Meeting.
25. The Ministry of Corporate Affairs (MCA), Government of India, through its Circular No's 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively has allowed Companies to send official documents to their shareholders electronically as part of its Green Initiatives in Corporate Governance.

We request you to update your e-mail address with the Director, Looks Health Services Ltd., A/203, Green Villa, above Pizza Hut Lokhandwala Complex, Andheri West Mumbai- 400053 e-mail [cs@looksclinic.com](mailto:cs@looksclinic.com) to ensure that the annual report and other documents reach you on your preferred e-mail.

22. Route Map for the venue of the proposed AGM of the company, is appearing at the end of the Annual Report.

### 23. E-Voting process:

Pursuant to provisions of Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility to its members to cast their votes electronically on all resolutions set forth in the Notice convening the 5<sup>th</sup> Annual General Meeting to be held on Friday, 30<sup>th</sup> September, 2016. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facility.

The facility for voting, either through ballot / polling paper shall also be made available at the venue of the 24<sup>th</sup> AGM. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote against the AGM.

The Company has appointed M/s. VKM & Associates, Company Secretaries, Mumbai as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner. E-voting is optional. In terms of requirements of the Companies Act, 2013 and the relevant Rules, the Company has fixed Friday, 23<sup>rd</sup> September, 2016 as the 'Cut-off Date'. The remote e-voting /voting rights of the shareholders/ beneficial owners shall be reckoned on the equity shares held by them as on the Cut-off Date i.e. Friday, 23<sup>rd</sup> September, 2016, only. The e-voting facility is available at the link [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

### Procedure/ Instructions for e-voting are as under:

- A. In case a Member receives an e-mail from NSDL (for Members whose e-mail addresses are registered with the Company / Depositories):
  - i. Open the e-mail and also open PDF file, namely, "LOOKS e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your User ID and password for e-voting. Please note that the password is an initial password.
  - ii. Open the internet browser and type the following URL: <https://www.evoting.nsdl.com>
  - iii. Click on Shareholder – Login
  - iv. If you are already registered with NSDL for e-voting, then you can use your existing user ID and password for casting your vote.
  - v. If you are logging in for the first time, please enter the User ID and password provided in the PDF file attached with the e-mail as initial password. The Password Change Menu will appear on your screen. Change to a new password of your choice, making sure that it contains a minimum of 8 digits or characters or a combination of both. Please take utmost care to keep your password confidential.
  - vi. Once the e-voting home page opens, click on e-Voting> Active Voting Cycles.
  - vii. Select "EVEN" (E-voting Event Number) of Looks Health Services Limited. Now you are ready for e-voting as 'Cast Vote' page opens.
  - viii. Cast your vote by selecting the appropriate option and click on "Submit" and also "Confirm" when prompted.
  - ix. Upon confirmation, the message "Vote cast successfully" will be displayed.
  - x. Once the vote on a resolution is cast, the Member shall not be allowed to change it subsequently.

## 5th Annual Report 2015 - 2016

- xi. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board Resolution and / or Authority letter, etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [vkmassociates@yahoo.com](mailto:vkmassociates@yahoo.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
  - xii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) and e-voting user manual for shareholders available at the Downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no: 1800-222-990.
- B. In case a Member receives physical copy of the Notice of the AGM (for Members whose e-mail addresses are not registered with the Company / Depositories):
- i. Initial password is provided in the enclosed attendance slip: EVEN (E-voting Event Number) + USER ID and PASSWORD
  - ii. Please follow all steps from Sl. No. 20. A (ii) to (xii) above, to cast vote.
- C. Other Instructions
- i. The e-voting period commences on Tuesday, 27<sup>th</sup> September, 2016 (9.00 a.m. IST) and ends on 29<sup>th</sup> September, 2016 (5.00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Friday, 23<sup>rd</sup> September, 2016 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently or cast vote again.
  - ii. The voting rights of Members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting, as well as voting at the Meeting through electronic voting system or poll paper.
  - iii. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting vote. If you forget your password, you can reset your password by using "Forgot User Details / Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - iv. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
  - v. The result declared along with the Scrutinizer's Report shall be placed on the Company's website [www.looksclinic.com](http://www.looksclinic.com) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

By Order of the Board  
**For Looks Health Services Limited**  
**(Earlier known as Monarch Health Services Limited)**

**Pritesh Doshi**  
Chairman  
DIN: 05155318  
Date: 03.09.2016  
Place: Mumbai



**ANNEXURE –**

**Additional Information on directors recommended for appointment/re-appointment as required under Regulation 26 (3) of the SEBI (Listing and Obligation Disclosure Requirements) Regulations 2015 at ensuing Annual General Meeting are as follows –**

<b>Name of the Director</b>	<b>Dr. Nishita Sheth</b>
Date of Birth	10/03/1969
Date of Appointment	01/10/2011
Specialized Expertise	Doctor and Professionally qualified Aesthetician, Cosmetician and Weight Loss Specialist.
Qualifications	In addition to holding M.B.B.S. degree, she has qualified as DPD (Dermatology) from Cardiff University (UK), Obesity Consultant (AARO), Laser Consultant (Hong Kong), Anti ageing Diploma (USA), Level 2 & 3 from City & Guilds, U.K. Also she had previously worked as Faculty & Director at IDA(International Dermesthetic Institute), Mumbai.
Directorship of other Companies as at 31/03/16.	2
Chairmanship/Membership of other Committees as at 31/03/16.	—
No. of Shares held in Company as on 31/03/16.	413000 Shares

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**Item No. 4:-**

The Company had appointed Sharepro Services (India) Private Limited (hereinafter referred to as "Sharepro") as its Registrar and Share Transfer Agent (hereinafter referred to as "R & T"). Certain irregularities were discovered at Sharepro with respect to share transfer and dividend payment related activities. Further operations of Sharepro are currently being investigated by statutory authorities over alleged misappropriation of dividends and securities of its client companies. Securities and Exchange Board of India ("SEBI") had passed an interim order dated March 22, 2016, wherein it had asked the companies to shift their Registrar and Transfer activities from Sharepro. In accordance with the directions of SEBI and in order to protect the interest of the shareholders, the Board of Directors, through board resolution dated April 20, 2016, had approved the appointment of M/s. Skyline Financial Services Private Limited, 4A9 Gundecha Onclave, Khairani Road, Sakinaka, Mumbai-400072 as the R & T of the Company.

In accordance with the provisions of Section 94 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014, the Register and Index of Members maintained under Section 88 of the Act and copies of Annual Returns maintained under Section 92 of the Act are required to be kept and maintained at the Registered Office of the Company, unless a Special Resolution is passed by the members of the Company at a General Meeting authorising the Company to keep the Register and Index of Members and the copies of Annual Returns at any other place in India where more than one-tenth of the total number of members reside. The Company proposes to shift its Register and Index of Members and copies of Annual Returns to the office of M/s. Skyline Financial Services Private Limited, 4A9 Gundecha Onclave, Khairani Road, Sakinaka, Mumbai- 400072. Your Directors recommend Resolution No. 4 as a Special Resolution for approval by the Members. None of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

**Item No. 5:-**

Company is in business of health care services providing skin care, hair care, obesity treatments, cosmetic surgeries and other medical services and with increasing competition and change in market conditions and the



## 5th Annual Report 2015 - 2016

business strategy of opening company owned franchises with which company planned to develop did not work-out well and company had to close couple of its franchisees in past.

Now management wants to work out separate development plan and in the mean time Company has given excess funds on Interest to various corporate bodies as ICD's & Loans but however since the new development plan is taking time and hence Company and its Board decided, as a good corporate governance practice, to seek the approval of members for giving such excess IPO fund as ICD's/Loans, as and when exigency arises, as matter of good Corporate practice. Your Directors recommend the resolution for your approval and adoption.

None of the Directors of the Company is concerned or interested in the resolution under Item No.5 of the Notice.

### **Disclosures required under Rule 32(1) of Companies (Incorporation) Rules, 2014 and Rule 7 of Companies (prospectus and allotment of securities) Rules, 2014:**

Company has done Initial Public offer with the main object of the IPO as follows:

- To augment our capital base and provide for our additional fund requirements for increasing our operational scale by opening up 23 new clinics and for meeting the working capital requirements.
- To meet the issue related expenses.
- To benefit from the listing of equity shares on the SME Platform of BSE.

Particular	Amount (in Lakhs)
Funds raised from Public Issue (including share premium)	1,200.00
Utilization of Funds- Towards purchase of Fixed Assets (Med. & Off. Equipments)	88.90
Working Capital	114.98
IPO Expenses	42.32
Balance for ICD's/Loans	953.80

The company considered that, till the time proper environment is not made to utilise the remaining money for the purpose for which company has taken money from public, the board of the director is of the opinion that to allow to utilise remaining proceeds of public issue to any other income generating segment which includes but not limited to investing excess funds in granting of Inter Corporate Deposits or loans till the completion of the project for which funds were originally raised.

In terms of estimated financials impact of the proposed alteration on the earnings and cash flow of the company the management has done all kinds of due diligences and it is hereby expressed that this proposed alteration of object for utilisation of money will increase cash flow liquidity of the company, increase other income and give company excessive capital to invest in main business activities of the company.

By Order of the Board

**For Looks Health Services Limited**  
**(Earlier known as Monarch Health Services Limited)**

**Pritesh Doshi**

Chairman

DIN: 05155318

Date:03.09.2016

Place:Mumbai

## 5th Annual Report 2015 - 2016

### DIRECTOR'S REPORT

For the Financial Year Ended on 31st March, 2016

Dear Shareholders,

Your Directors have great pleasure in presenting the 5th Annual Report together with the Audited Balance Sheet as at 31st March, 2016 and Profit & Loss Account for the year ended on that date.

#### 1. FINANCIAL STATEMENTS & RESULTS:

##### a. Financial Results

The Company's performance during the year ended 31st March, 2016 as compared to the previous financial year, is summarized below: (Amount in Rs.)

Particular	For the Financial year ended 31st March, 2016	For the Financial yearended 31st March, 2015
Income	25,750,732	31,035,409
Less: Expenses	23,837,675	32,541,518
Profit/(Loss) before tax	1,913,057	(1,506,109)
Less: Provision for tax/ Deferred Tax	(1052217)	(102373)
Profit after Tax	860,840	(1,608,482)
No. of Equity Shares	10500000	6000000
EPS	0.08	(0.27)

#### FINANCIAL PERFORMANCE:

The total income of the Company for the year under review stood at Rs.25,750,732/- (previous year 31,035,409). During the year the Company earned net profit of Rs. 860,840 (previous year loss of Rs. 1,608,482).

#### SHARE CAPITAL:

The Authorised Share Capital of the Company has been increased from Rs.6 Crores to Rs.12 Crores vide Members Resolution passed at the Annual General Meeting held on 30<sup>th</sup> September, 2015.

The Company has issued 4500000 Bonus Equity Shares of Rs.10/- each from out of its free reserves and thereby paid up share capital of the Company has been increased from Rs.6.00 Crores to Rs.10.50 Crores.

#### DIVIDEND:

In order to conserve the resources for future business requirements, your Directors do not recommend dividend for the year under review.

#### PUBLIC DEPOSITS:

During the year under review, the Company has not accepted any deposits within the meaning of Section 73 and 76 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

#### MIGRATION OF EQUITY SHARES FROM BSE SME PLATFORM TO BSE MAINBOARD PLATFORM:

The equity shares of Looks Health Services Limited which were listed under BSE SME Platform has now been migrated & admitted to dealings on the Main board Platform w.e.f. April 28, 2016.

#### LISTING AGREEMENT:

The Securities and Exchange Board of India (SEBI) on September 2, 2015, issued SEBI (Listing and Obligation Disclosure Requirements) Regulations 2015 with the aim to consolidate and streamline the provisions of Listing Agreement for different segments of capital markets to ensure better enforceability. The said regulations were effective from December