



**(RELISH PHARMACEUTICALS LTD.)**

**Board of Directors**

<b>Name of Director</b>	<b>Category of Director</b>
Riddhi Mihir Patel	Chairman & Executive Director
Mihir Patel	Executive Director
Dakshesh Ramesh Shah	Executive Director
Anar Jayesh Patel	Executive Director
Naimi Mihir Patel	Executive Director
Shailesh Babubhai Patel	Independent and Non Executive Director
Payalben Sujay Mehta	Independent and Non Executive Director
Sujay Jyotindra Mehta	Independent and Non Executive Director

**Auditors**

M/s. Rajesh Singi & Associates  
Chartered Accountants  
Ghodasar, Ahmedabad – 380 006

**Registered Office**

1-2 Moon Light 3rd Floor,  
Opp. Gurukul Drive-In-Road, Memnagar,  
Ahmedabad – 380052

E-mail id: [info@relishpharma.com](mailto:info@relishpharma.com),  
Website: [www.relishpharma.com](http://www.relishpharma.com)



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**(RELISH PHARMACEUTICALS LTD.)**

**NOTICE**

Notice is hereby given that Annual General Meeting of the members of Relish Pharmaceuticals Limited will be held on 27<sup>th</sup> September, 2013 at 12:30 p.m. at 1-2 Moon Light 3<sup>rd</sup> Floor Opp. Gurukul Drive-In-Road, Memnagar, Ahmedabad – 380052 to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended on 31<sup>st</sup> March, 2013, balance sheet as on that date, Director's Report and the Auditor's report thereon.
2. To appoint Director in place of Mrs. Riddhi Mihir Patel who retires by rotation and being eligible offers herself for reappointment.
3. To appoint the Auditors of the Company from the Conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

**For And on Behalf of the Company**

**Date : 30/05/2013**

**Place : Ahmedabad**

Sd/-	Sd/-	Sd/-
Director	Director	Director
(Mihir Patel)	(Riddhi Patel)	(Dakshesh Shah)



NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

Proxies, in order to be effective, must be lodged at the registered office of the Company not later than 48 hours before the meeting.

2. Pursuant to section 154 of the Companies Act, 1956, Register of Members and Shares Transfer Books of the Company will remain closed from 18<sup>th</sup> September, 2013 to 27<sup>th</sup> September, 2013 (both days inclusive).
3. The Company has appointed M/s. Purva Sharegistry (India) Pvt. Ltd., as its Registrars and Share Transfer Agents for rendering the entire range of services to the Shareholders of the Company. Accordingly, all documents, transfers, Demat request, change of address intimation and other communication in relation thereto with respect to shares in electronic and physical form should be addressed to the Registrars directly quoting Folio No., full name and Address to Purva Sharegistry (India) Pvt. Ltd., Unit: Relish Pharmaceuticals Limited.
4. Members/proxies should bring the attendance slip duly filled in for attending the Meeting.
5. Members are requested to bring their copies of the Annual Report to the Meeting.
6. The Company is concerned about the environment and utilizes natural resources in sustainable way. The Ministry of Corporate Affairs (MCA), Government of India, has by its circular Nos. 17/2011 and 18/2011, dated April 21, 2011 and April 29, 2011 respectively, permitted companies to send official documents to their shareholders electronically as part of "GREEN INITIATIVES" in corporate governance.
7. Members are requested to update their Email ID with their respective depository participant and with the Company's Registrar and Transfer Agents (RTA) to enable dispatch the communications in electronic form from time to time as your Company have taken a "Green Initiative" as per the directions of Ministry of Corporate Affairs, New Delhi allowing paperless compliances for Companies.
8. Members holding shares in physical form are requested to notify to the company's Registrar and share Transfer Agent, M/s. Purva Sharegistry (India) Pvt. Ltd. quoting their folio, any change in their registered address with pin code and in case their



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shares are held in dematerialized form, this information should be passed on to their respective Depository Participant.

9. Corporate Members intending to send their authorized representatives under Section 187 of the Companies Act, 1956, are requested to send a duly certified copy of the board Resolution authorizing their representatives to attend and vote at the Meeting.
10. In case of joint holding, the joint holder whose name stands first, as per the Company's records, shall alone be entitled to vote.

**For And on Behalf of the Company**

**Date : 30/05/2013**

**Place : Ahmedabad**

<b>Sd/-</b>	<b>Sd/-</b>	<b>Sd/-</b>
<b>Director</b>	<b>Director</b>	<b>Director</b>
<b>(Mihir Patel)</b>	<b>(Riddhi Patel)</b>	<b>(Dakshesh Shah)</b>



**Annexure to Notice**

Notes on directors seeking appointment/re-appointment as required under Clause 49 of the Listing Agreement entered into with Stock Exchanges:

**Item No. 3**

<b>Name</b>	:	Mrs. Ridhhi Mihir Patel
<b>Date of birth</b>	:	15/10/1967
<b>Qualification</b>	:	M. Pharm
<b>Expertise</b>	:	20 years in pharmaceuticals company
<b>Director of the Company since</b>	:	13/09/1993
<b>Directorship in other public limited companies</b>	:	NA
<b>Membership of Committees of other public limited companies</b>	:	NA
<b>No. of Shares held in the Company</b>	:	9,93,222 shares

**For And on Behalf of the Company**

**Date : 30/05/2013**

**Place : Ahmedabad**

**Sd/-                      Sd/-                      Sd/-**  
**Director              Director              Director**  
**(Mihir Patel)      (Riddhi Patel)      (Dakshesh Shah)**

**DIRECTORS' REPORT**

**To,  
The Members  
Relish Pharmaceuticals Limited**

The Directors' present the Annual report on the business and operations of your Company for the year 2013-14.

**FINANCIAL RESULTS AND OPERATIONAL REVIEW:**

Particulars	Year Ended 31.03.2013 (₹)	Year Ended 31.03.2012 (₹)
Gross Sales/Income	5,17,58,978	6,64,87,517
Less Depreciation	72,89,458	44,62,213
Profit/(Loss) before Tax	(2,93,07,287)	2,05,04,950
Taxes/Deferred Taxes	0	1,09,65,452
Profit/(Loss) After Taxes	(2,93,07,287)	95,39,498
P& L Balance b/f	(7,51,29,076)	(8,46,68,574)
Profit/ (Loss) carried to Balance Sheet	(10,60,19,576)	(7,51,29,076)

**PARTICULARS OF EMPLOYEES:**

There is no employee having remuneration with the provisions of section 217(2A) of the companies Act 1956 read with the companies (Particulars of employee) Rules, 1975 as amended.

**DIRECTORS:**

Mrs. Ridhhiben Patel, Director of the Company are liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offer herself for re-appointment.

**DIVIDEND:**

In view of losses, your Directors do not recommend any dividend during the year.

**DEPOSITS:**

During the year under review the Company has not accepted any deposits to which the provisions of section 58A of the Companies Act, 1956 read with Acceptance of Deposits Rules, 1975 as amended are applicable.



### **RESPONSIBILITY STATEMENT:**

As required u/s 217(2AA) of the Companies Act, 1956 your Director confirms that in the preparation of the annual accounts:

The applicable accounting standards have been followed along with proper explanation relating to material departures.

Such accounting policies have been selected and applied consistently and reasonable and prudent judgments and estimates made, 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 the profit/loss of the company for that period.

Proper and sufficient care has been taken for the maintenance of the adequate accounting records in accordance with provisions of this act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

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

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE:**

Information in accordance with the provisions of Section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosures of Particulars in the Report of Board of Directors) Rules, 1988 regarding conservation of energy and technology absorption is annexed herewith.

Further, during the period under review, following were earning and expenditure in Foreign Currency:

Earning in Foreign Currency: Rs. Nil (Previous Year Rs. Nil)

Expenditure in Foreign Currency: Nil (Previous Year Rs. Nil)

### **APPOINTMENT OF AUDITORS:**

M/s. Rajesh Singi & Associates, Chartered Accountants, Ahmedabad the retiring auditors being eligible offer themselves for re-appointment. Members are requested to appoint them as auditors of the company.



## **MANAGEMENT DISCUSSION AND ANALYSIS:**

Management discussion and analysis Report, pursuant to Clause 49 of the Stock Exchange Listing agreement, forms part of this Report and the same is annexed hereto.

## **CORPORATE SOCIAL RESPONSIBILITY:**

Every year 5<sup>th</sup> June is observed as the World Environment Day around the world and is of immense importance for the Relish Group. In the year 2012-13, one specific area which was related to our work. Sustainability is a complex concept incorporating a wide range of social, environmental and economic issues. We recognise the holistic nature of a sustainable approach. As such, this commitment is as much about our construction processes and business operations as it is about our people, the communities where we work, our suppliers and partners and the clients we work with.

This is a commitment to safeguard the health and safety of our employees and workers and for that company take the following steps.

- The company has been provided with change rooms and wash facilities. There are separate change rooms for ladies and gents workers.
- Street cloths and footwear are removed in the change room. Company uniform and footwear are provided in the change room.
- The Company uniform consists of Apron, Cap and Slipper for workers. White apron cap and slipper for staff, Blue apron, caps and safety shoe for maintenance and Brown apron, cap and slipper for house keeping persons.
- There is further change in the gowning procedures for personnel working in sterile area. They are trained in the gowning & degowning procedures. The gowning instructions are displayed in the entry of airlock of injection department.
- Persons working in beta lactum area are provided with separate set of uniforms (with different colour) over and above normal uniform. These uniforms are separately washed, dried and stored separately.
- All the employees are trained on the requirements of good personnel hygiene at the time of their training programme and same is monitored by QA officers and department heads on routine basis.



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## **REPORT ON CORPORATE GOVERNANCE:**

A separate Report on Corporate Governance along with Certificate from Auditors on its compliance as annexed hereto.

## **SEGMENT:**

Your Company is engaged in a single segment only.

## **ACKNOWLEDGEMENT:**

The management is grateful to the government authorities, Bankers, Vendors for their continued assistance and co-operation. The directors also wish to place on record the confidence of members in the company.

**For And on Behalf of the Company**

**Date : 30/05/2013**

**Place : Ahmedabad**

<b>Sd/-</b>	<b>Sd/-</b>	<b>Sd/-</b>
<b>Director</b>	<b>Director</b>	<b>Director</b>
<b>(Mihir Patel)</b>	<b>(Riddhi Patel)</b>	<b>(Dakshesh Shah)</b>