

BOARD OF DIRECTORS

Chairman- Promoter Non Executive
Mr. ARUN KUMAR BHANGADIA

Managing Director
Mr. ARVIND KUMAR BHANGADIA

Independent Director
Mr. MURLIDHAR MUTGI

Independent Director
Mr. RAMSWAROOP AGARWAL

Independent Director
Mr. ARUN KUMAR SARDA

BANKERS

Axis Bank
ING Vysya Bank
HDFC Bank

AUDITORS

M/s. K. Venkateswara Rao & Associates
Chartered Accountants
Flat No. 105, 1st Floor, Pooja Manor,
Himayathnagar, Hyderabad - 500 029.

REGISTRAR & SHARE TRANSFER AGENT

Venture Capital & Corporate Investments Private Limited
12-10-167, Bharat Nagar, Hyderabad-18
Ph.No: (040) 23818475 / 23818476

DEMAT

Central Depository Services (India) Ltd.,
National Securities Depository Limited

STOCK EXCHANGE (Listed/Traded)

Bombay Stock Exchange Ltd
(BSE Indo Next-BSE Code 590093)

The Ahmedabad Stock Exchange Ltd.

The Madras Stock Exchange Ltd.,

17th ANNUAL GENERAL MEETING

Day : Friday

Date : 30th September, 2011

Time : at 11.00 a.m.

Venue : **RGA Hall, Snatak Bhavan,**
5-4-790/1, Ashirvad Complex,
1st Flr, Abids, Hyderabad

REGISTERED OFFICE

4-4-231/1/2/ABC, Inderbagh,
Sultan Bazar, Hyderabad - 500 095.
Phone No. : 040-24757370
Email: info@trimurthidrugs.com
Web site: www.trimurthidrugs.com

NOTICE

Notice is hereby given that the 17th Annual General Meeting of the Members of the Company will be held on Friday the 30th day of September, 2011 at 11 .00 A.M. at RGA Hall, Snatak Bhavan, 5-4-790/1, Ashirvad Complex, 1st Floor, Abids, Hyderabad – 500 001, to transact the following Business:

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2011 and Profit and Loss Account for the year ended on that date and the Reports of the Directors and the Auditors thereon.
2. To declare dividend for the financial year ended 31st March, 2011.
3. To appoint Mr. Ramswaroop Agarwal, Director who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint Auditors who shall hold the office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.

By Order of the Board

Place: Hyderabad.

Dated: 19th August 2011

SD/-

ARUN KUMAR BHANGADIA
Chairman

NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a member of the company. The instrument of proxy in order to be effective shall be deposited at the registered office of the Company by not less than 48 hours before the commencement of the meeting.
2. The Register of Members and Share Transfer Books of the Company will remain closed from 25-09-2011 to 30-09-2011 (both days inclusive) for the purpose of Annual General Meeting and dividend.
3. Members / Proxies should bring the attendance slip duly filled in along with their Annual Report for attending the meeting.

By Order of the Board

Place : Hyderabad

Dated: 19th August 2011

SD/-

ARUN KUMAR BHANGADIA

Chairman

**ANNEXURE TO THE NOTICE
INFORMATION PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT
PROFILE OF DIRECTORS TO BE REAPPOINTED**

MR. Ramswaroop Agarwal

Sri Ramswaroop Agarwal is an Independent Director of the Company. He is also a director on the Board of Hyderabad Securities and Enterprises Ltd (Formerly: Hyderabad Stock Exchange Ltd) and HSE Securities Ltd. He has experience of over 25 years in various fields and his services will immensely help the company in independent working and growth of the business of the company. Hence the Board recommends his appointment for the approval of the members.

None of the Directors are interested in the above resolution except Sri Ramswaroop Agarwal.

By Order of the Board

Place : Hyderabad
Dated: 19th August 2011

SD/-
ARUN KUMAR BHANGADIA
Chairman

DIRECTORS' REPORT

To
The Members,

Your Directors have pleasure in presenting the 17th Annual Report on the business and operations of the Company together with the audited statements of accounts for the financial year ended 31st March, 2011.

FINANCIAL HIGHLIGHTS :

The Financial results for the year ended 31st March, 2011 are summarized as under:

(Rs. In Lakhs)

Particulars	2010-2011	2009-2010
Income from operations	1651.92	685.78
Other Income	62.09	52.11
Total Expenditure	1644.51	647.05
Profit/Loss before Interest and Depreciation	96.97	114.60
Interest	01.34	0.05
Depreciation	26.13	23.70
Profit/Loss after Interest and Depreciation	69.50	90.85
Provision for Taxation		
* Current Tax	24.92	20.55
* Deferred Tax	(02.62)	01.31
* Fring Benifit Tax	NIL	NIL
* Previous Year's Tax Adjustment	NIL	NIL
Profit After Taxation	47.22	68.99
Appropriations		
* Proposed Dividend	20.25	20.25
* Provision for Tax on Dividend	03.28	03.36
* Transfer to General Reserve	04.72	06.90
Balance Brought Forward from Previous Year	73.99	35.52
Balance Carried to Balance Sheet	92.95	73.99
Earning Per Share	00.70	01.02

DIVIDEND:

Your board of directors has recommended a dividend of Rs 0.30 Paisa (Thirty Paisa Only) (3%) per equity share which is subject to the approval of the Shareholders in the ensuing Annual general meeting of the Company. The total payment on account of dividend (Including Dividend Tax) shall be Rs.23.53 Lakhs.

REVIEW OF OPERATIONS:

The Company has earned profit of Rs. 47.22 Lakhs after Tax and after making provision for Dividends and Dividend Tax, a sum of Rs. 4.72 Lakhs has been transferred to Reserves & Surplus.

2010-11 is was a very good year for the company, the Income from operations of the Company has increased by 1.41 times over the previous years turnover, however the profitability of the company is decreased due to the increased competition, Licence & Fees expences and input costs. The over all working of the Company is Satisfactory. The Company is looking at various cost reduction measures and hopes to improve the performance in the year to come. The Company also expects to enhance the shareholders value through a responsible strategy directed at building the brand value over a period of time.

DIRECTORS' RESPONSIBILITY STATEMENT:

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

- i) In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- ii) Appropriate accounting policies have been selected and applied consistently and have made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2011 and of the profit of the Company for the said period.
- iii) 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) The annual accounts have been prepared on a going concern basis.

AUDITORS:

The Statutory Auditors M/s. K. Venkateswara Rao & Associates, Chartered Accountants retire at the conclusion of the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment.

DIRECTORS:

Mr. Ramswaroop Agarwal, in accordance with provisions of the Companies Act, 1956 and the Articles of Association of the Company retire by rotation at the 17th Annual General Meeting and being eligible, offers himself for re-appointment. The board recommends his reappointment as a director of your company.

Brief profile of the director seeking reappointment is given in Annexure to AGM Notice.

None of the Directors of the Company are disqualified under section 274 (1)(g) of the Companies Act, 1956.

FIXED DEPOSITS:

The Company has not accepted any fixed deposits U/s 58A and as such no amount of principle or interest was outstanding as on the date of Balance Sheet.

CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION:

The Company has no activity relating to conservation of energy or technology absorption. Further the company did not have any foreign exchange earnings or outgo during the year. Hence no information pursuant to section 217(1)(e) of the Companies Act, 1956 read with (disclosure of particulars in the report of Board of Directors) Rules, 1988 is provided.

LISTING OF SECURITIES:

The Equity Shares of your Company are traded at Bombay Stock Exchange Limited (BSE Indo Next Model) and listed at The Ahmedabad Stock Exchange Limited. In order to increase the marketability of the Company's equity the company has also got itself listed on The Madras Stock Exchange Limited during the year. The requisite Annual Listing Fees of the Ahmedabad Stock Exchange Limited and Madras Stock Exchange Limited had been paid as on the date of this report.

CORPORATE GOVERNANCE:

The Company's philosophy on Corporate Governance is attainment of the highest level of transparency, accountability and equity in all the spheres of operations, interactions with the shareholders, employees, government and others. And as per clause 49 of the Listing Agreement with the stock exchanges a separate section on Corporate Governance followed by the Company together with the certificate from the Auditors of the Company confirming Compliance is set out in the Annexure forming part of this Report.

CORPORATE SOCIAL RESPONSIBILITY:

Your Company recognized that its operations impact a wide community of stakeholders, including investors, employees, customers, business associates and local communities and that appropriate attention to the fulfillment of its corporate responsibilities can enhance overall performance. In structuring its approach to the various aspects of the corporate social responsibility, the company takes account of guidelines and statements issued by stakeholder representatives and other regulatory bodies.

PARTICULARS OF EMPLOYEES:

None of the employees who is employed throughout the year are covered under section 217 (2A) of the Companies Act 1956 read with Companies (Particulars of Employees) Rules, 1975 as amended from time to time.

ACKNOWLEDGEMENT:

Your Directors place on record their appreciation for the valuable support extended by various departments viz., Commercial Tax department, Drug Control Department and Banks for their continued support to the Company's growth. The Directors record their special appreciation to all employees for their efforts and contribution towards the growth and achieving this performance.

Your Directors also wish to express their thanks to the shareholders for the confidence which they reposed in them.

For and on behalf of the Board

Place: Hyderabad.

Dated: 19th August 2011

ARUN KUMAR BHANGADIA
Chairman

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Company has earned profit of Rs. 47.22 Lakhs after Tax. The company has after making provision for Dividends and Dividend Tax, transferred a sum of Rs. 4.72 Lakhs to General Reserve.

INDUSTRIES STRUCTURE AND DEVELOPMENTS

In India, Drugs and Pharmaceutical Industries are among the largest and the most advanced in the developing countries in terms of impact on the Societies they make. They Generate large employment pool and provide essential drugs to the vast and needy populations across the subcontinent and also across the globe. Indian Pharmaceutical Industry has made huge technological strides in the recent past and attained the know how of wide ranging capabilities in the complex domain of drug manufacturing.

Pharmaceutical Industry in India has been de-licensed and industrial licensing for most of the drugs and pharmaceutical products has been done away with. Manufacturers are now free to produce any drug duly approved by the Drug Control Authority.

The Company Operations as on date are limited to Generic Drug Industry. A Generic Drug is identical to and bioequivalent of a branded drug in dosage form, safety, strength, route of administration, quality performance characteristics and intended use which US Food and drug administration (FDA) also confirms respective countries have intensive procedures for drug approval wherein various generic version also have to meet the stringent criteria in the same way as innovative drugs. The most important advantage with generic drug is that they are cheaper as no R&D investments are involved as in the case of new drugs. The prevailing fierce competition also makes the manufactures keep to low prices. Thus, generic drugs help various patients by making drug available at affordable prices while retaining the quality. In other words, generic drugs balance public interest especially in diseases like cancer and AIDS, the prevalence of which is very high, that too in developing countries and treatment with patented drugs is steeply priced.

OUTLOOK:

Keeping in view of the current competitive marketing conditions and improving economic situations in the country, the company is looking at various cost reduction measures and hopes to perform better in its margins. The Company looks forward to greater reach and significant holding of hand with new business areas in the years to come. The Company also expects to enhance the shareholders value through a responsible strategy directed at building value over the long-term.

RISK AND CONCERNS:

Risks and prospects are un-separable components of any company's business. The Directors and the Management of your Company keeping this in mind is taking all decisions so that no single shareholder is adversely affected on account of any decision taken by the Company. The Risk Management Committee of the company is working in this area, to assess the risks and minimize their incidence, so that the returns can be maximized.

INTERNAL AUDIT SYSTEM:

During the year the Company had appointed M/s. Ramesh Athasniya & Company, Chartered Accountants as internal auditors to the Company an external audit firm of Chartered Accountants, who submits reports on quarterly basis. The reports are placed before the Audit Committee and comments and suggestions made by the internal auditors are noted and implemented by the Company.

CAUTIONARY STATEMENT:

Statements in this Management Discussion and Analysis Report may be "forward looking statements: within the meaning of applicable securities laws and regulations. These statements are based on certain assumption and expectations of future events. Actual results could differ materially from those expressed or implied. Important facts that could make a difference at the Company's operations include economic conditions affecting domestic demand and supply conditions, finished goods prices, changes in government regulations and tax regime etc. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements on the basis of subsequent developments, information or events.