

BOARD OF DIRECTORS	:	SHRI ARUN KUMAR BHANGADIA Promoter Chairman / Executive Director SHRI ARVIND KUMAR BHANGADIA Managing Director SHRI RAMSWAROOP AGRAWAL Independent Director SHRI DEVENDER KUMAR RATHI Independent Director SMT. PRIYANKA BARVE Independent Director
COMPANY SECRETARY	:	CS JYOTHI RAMESH KAKANI
REGISTERED OFFICE	:	4-4-231/1/2/ABC, Inderbagh, Sultan Bazar, Hyderabad - 500 095. Phone No. (040) 24757370 Email: info@trimurthidrugs.com
AUDITORS	:	M/s. K. VENKATESWARA RAO & ASSOCIATES Chartered Accountants H No. 3-5-907/2, Flat No. 402, Mahavir Lok, Himayat Nagar, Hyderabad - 500 029.
AUDIT COMMITTEE	:	1. Shri Ramswaroop Agarwal 2. Shri Arun Kumar Bhangadia 3. Smt. Priyanka Barve
NOMINATION & REMUNERATION COMMITTEE	:	1. Shri Devendra Kumar Rathi 2. Shri Ramswaroop Agarwal 3. Shri Arun Kumar Bhangadia
STAKEHOLDERS RELATIONSHIP COMMITTEE	:	1. Shri Ramswaroop Agarwal 2. Smt. Priyanka Barve 3. Shri Arvind Kumar Bhangadia
BANKERS	:	HDFC BANK, Madhura Nagar Branch, Hyderabad
REGISTRAR & SHARE TRANSFER AGENT	:	VENTURE CAPITAL & CORPORATE INVESTMENTS PRIVATE LIMITED 12-10-167, Bharat Nagar, Hyderabad - 500 018 Ph.No: (040) 23818475/23818476
STOCK EXCHANGE (Listed/Traded)	:	Bombay Stock Exchange Ltd. The Ahmedabad Stock Exchange Ltd. Madras Stock Exchange.
DEMAT ISIN CDSL & NSDL	:	INE314I01036
WEBSITE	:	www.trimurthidrugs.com
INVESTOR EMAIL ID	:	info@trimurthidrugs.com
CORPORATE IDENTITY NUMBER	:	L67120TG1994PLC018956

NOTICE

Notice is hereby given that the 21st Annual General Meeting of the Members of the Company will be held on 28th September 2015, 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 Financial Statements of the company for the year ended 31st March, 2015 including the Audited Balance Sheet as at 31st March, 2015 and the statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To Ratify the appointment of M/s. K. Venkateswara Rao & Associates, Chartered Accountants, Hyderabad as Statutory Auditors of the Company and authorize board of directors to fix the remuneration.

"Resolved that pursuant to the provisions of section 139 and all other applicable provisions, of the companies act 2013 read with rule 3(7) of the companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or re-enactment thereof, for the time being in force), the appointment of M/s., K. Venkateswara Rao & Associates, Chartered Accountants as auditors of the company for a term of 3 years i.e... till the conclusion of 23rd Annual General Meeting (AGM) to be held in 2017 which was subject to ratification at every AGM, be and is hereby ratified to hold office from conclusion of this meeting until conclusion of next annual general meeting to be held in financial year 2016-17, on such remuneration as may be determined by the Board of Directors."

SPECIAL BUSINESS:

Item No: 3

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 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and Articles of Association of the Company and subject to the approval of Central Government or other Government authority/agency/board, if any, the consent of the shareholders of the Company be and is hereby accorded to appoint Mr. Arun Kumar Bhangadia as Managing Director of the Company for a period of Five years with effect from 1-10-2015 to 1-10-2020.

FURTHER RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and Articles of Association of the Company and subject to the approval of Central Government or other Government authority/agency/board, if any, approval of the Company be and is hereby accorded to pay a remuneration of Rs.1,25,000 (Rupees One Lakh and twenty five thousand only) per Month to Mr. Arun Kumar Bhangadia, Managing Director of the Company, the details of which are given in the Explanatory Statement annexed hereto.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution without being required to seek any further consent or approval of the members or otherwise to the end and intent that it shall be deemed to have their approval thereto expressly by the authority of this resolution."

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

2. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 22-09-2015 to 28-09-2015.

4. Members who wish to claim dividends, which have remained unclaimed, are requested to correspond with the Company's Registrar and Share Transfer agent, Venture Capital and Corporate Investments Private Limited, 12-10-167, Bharat Nagar, Hyderabad - 500 018. Members are requested to note that dividends remaining unpaid or unclaimed for a period of seven years from the date they became due for payment will, as per Section 124(5) read with section 125 of the Companies Act, 2013, be transferred to Investors Education and Protection Fund.

After completion of seven years as aforesaid, no claims shall stand against the Investors Education and Protection Fund or the Company for the amounts of dividend so transferred nor shall any payments be made in respect of such claims.

5. Members / Proxies are requested to bring the attendance slip duly signed as per the Specimen Signature recorded with the Company/Depository Participant for admission to the meeting hall.
6. Members are requested to notify immediately any change in their address to the Share Transfer Agents and in case their shares are held in the dematerialized form, this information should be passed on to their respective Depository Participants.
7. A member desirous of receiving any information on the accounts or operations of the company is requested to forward his/her queries to the Company at least 7 working days prior to the meeting, so that the required information can be made available at the meeting.
8. Members holding shares in physical form are requested to notify immediately any change in their address along with address proof, i.e. Electric/Telephone Bill, driving License or a copy of passport and Bank particulars to the Company or its Registrar & Share Transfer Agent and in case their shares are held in dematerialized form, this information should be passed on directly to their respective depository Participants and not to the Company/RTA without any delay.
9. Members, who hold shares in dematerialized form, are requested to bring their client ID and DP IDs for easier identification of attendance at the meeting.
10. It shall be mandatory for the transferee(s) to furnish copy of PAN CARD to the Company/ RTAs for registration of such transfer of shares, for securities market transactions and off market/private transactions involving transfers of shares in physical form of listed companies.
11. As a part of Green initiative in Corporate Governance the Ministry of Corporate Affairs (MCA), government of India vide its circular has allowed paperless compliance by

Companies inter-alia stating that if the Company sends official documents to their shareholders electronically, it will be in compliance with the provisions of the companies Act, 2013 keeping in view shareholders are requested to update their E-Mail ID with their DP.

12. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

13. Voting through electronic means:

I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 21st Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by National Securities Depository Limited (NSDL).

The instructions for e-voting are as under:-

- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participant(s)]:
 - (i) Open email and open PDF file viz: "Trimurthi Drugs and Pharmaceuticals Limited e-Voting.pdf" with your client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.co.in>.
 - (iii) Click on Shareholder - Login
 - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - (v) Password change Menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of e-voting opens. Click on e-Voting: Active Voting Cycles.
 - (vii) Select "EVEN" (Electronic Voting Event Number) of Trimurthi Drugs and Pharmaceuticals Limited.
 - (viii) Now you are ready for e-voting as Cast Vote page opens.

- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority Letter etc. together with the attested specimen signature of the duly authorized signatory(ies) who are authorized to vote to the Scrutinizer through e-mail to fcspavan@gmail.com with a copy marked to evoting@nsdl.co.in
- B. In case a Member receives physical copy of the Notice of AGM [for members whose email Ids are not registered with the Company/Depository participant(s) or requesting physical copy]:**
- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:
- EVEN (Electronic Voting Even Number) USER ID PASSWORD/PIN**
- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- II. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.**
- III. If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.**
- IV. You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for casting your vote.**
- V. The e-Voting period commences on 25th September, 2015 (9.00 a.m.) and ends on 27th September, 2015 (5.00 p.m.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the 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 shareholder, the shareholder shall not be allowed to change it subsequently.**
- VI. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on 21st September, 2015 the (cut-off date).**
- VII. Any person, who acquires shares of the Company and become member of the Company**

after dispatch of the notice and holding shares as of the cut-off date i.e. 21st September, 2015, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

VIII. Shri Pavan Kankani, Company Secretary in Whole-time Practice, (Membership No. F-7432, CP No.7643) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

- IX. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unlock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the vote cast in favor or against, if any, forthwith to the Chairman of the Company.
- X. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.trimurthidrugs.com and on the website of NSDL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges.
- XI. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

Place: Hyderabad.

Dated: 31-08-2015

By Order of the Board
ARUN KUMAR BHANGADIA
Chairman
(DIN: 00021024)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

Mr. Arun Bhangadia is the director of the company. The board has decided to appoint him as a executive chairman of the company. In the terms of the provisions of companies Act, 2013 and the articles of association of the company, the nomination and remuneration committee of the company and the board of directors of the company at their meeting held on 11th April, 2015 designated him as a Executive director.

Accordingly the board recommends the passing of the special resolution as set out in the notice.

Statement of particulars (Item No.3)

(Pursuant to Schedule -V of the companies Act, 2013)

i. GENERAL INFORMATION

1. Nature of the industry: The Company is in to the business of Trading in Drugs and Pharmaceuticals products.
2. Date of /Expected date of commencement of activities: The Company is carrying out the business of trading in pharmaceutical products since 2005.
3. Financial performance of the company : The details regarding financial performance of the company is included in the directors report for reference .

INFORMATION ABOUT THE APPOINTEE:

Particulars	Mr Arun Bhangadia
Background details	Mr.Arun kumar bhangadia is having experience of more than 20 years in administration and management of the business. He is one of the promoters of the company associated with the company ever since its incorporation. He is currently chairman of the company.
Recognition or Awards	NIL
Job profile and his suitability	He is responsible for day to day management of the company under supervision and control of the board of directors of the company
Remuneration proposed	1,25,000 per month
Comparative remuneration profile with respect to industry, size of the company	The remuneration of the appointee are fully justifiable and comparable to that prevailing in the industry Keeping in view of the position of the Executive Chairman
Pecuniary relationship directly or indirectly, with the company or relationship with managerial personnel	Mr. Arun kumar bhangadia is the promoter director and the shareholder of the company



- i. Any Other information -Nil-
- ii. Disclosures

The details of the remunerations and other information's is given in the corporate Governance part of the directors report.

By Order of the Board

Place: Hyderabad.
Dated: 31-08-2015

ARUN KUMAR BHANGADIA
Chairman
(DIN: 00021024)

DIRECTORS' REPORT

To
The Members,

Your Directors have pleasure in presenting the 21st Annual Report on the business and operations of the Company together with the audited statements of accounts for the financial year ended 31st March, 2015.

FINANCIAL HIGHLIGHTS:

The Financial results for the year ended 31st March, 2015 are summarized as under:
(Rs. in Lakhs)

Consolidated		Particulars	Standalone	
2014-15	2013-14		2014-15	2013-14
634.96	576.90	Income from Operations	145.63	574.23
0.24	1.65	Other Income	0.24	1.65
566.80	485.76	Total Expenditure	97.13	485.76
68.40	92.79	Profit/Loss before Interest and Depreciation	48.74	90.11
0.39	0.65	Interest	0.39	0.65
40.89	28.53	Depreciation	39.57	28.53
27.12	63.61	Profit/Loss after Interest and Depreciation	8.78	60.94
16.22	22.29	Provision for Taxation		
(3.28)	(2.10)	- Current Tax	10.24	21.46
		- Deferred Tax	(3.32)	(2.10)
14.18	43.43	Profit after taxation	1.86	41.58
5.67	0.76	Minority Interest	--	--
8.51	42.67	Profit after Minority Interest	--	--
187.32	145.15	Balance Brought Forward from previous year	182.57	145.15
195.83	187.32	Balance carried to Balance Sheet	184.43	182.57
0.11	0.53	Earnings Per share	0.02	0.51