BAL PHARMA LIMITED

33rd ANNUAL REPORT

2019 - 2020

"STRENGTH AND GROWTH
COME ONLY THROUGH CONTINUOUS EFFORT AND STRUGGLE."

Bal Pharma Limited

COMPANY PROFILE

BOARD OF DIRECTORS

Mr. Shailesh D Siroya	–	Managing Director
Dr. Subba Rao Prasanna	–	Executive Director
*Mr. Pramod Kumar. S	–	Independent Director
$ Mrs. Sarika Bhandari	–	Independent Director
Dr. C.V Srinivas	–	Independent Director
# Mr. Himesh Virupakshaya	–	Additional Director
@Mr. HS Venkatesh	–	Additional Director
@Ms. Nicloa Neeladri	–	Additional Director

*Resigned w.e.f 24.02.2020

$ Ceased to be on Board w.e.f 27.03.2020

#Appointed w.e.f 28.09.2019

@ Appointed w.e.f 23.05.2020

STATUTORY AUDITORS

Messrs NSVM & Associates

Chartered Accountants

INTERNAL AUDITORS

Ms Akshitha Jain

Chartered Accountant

SECRETARIAL AUDITORS

Mr. Parameshwar G Bhat

Practising Company Secretary

COST AUDITORS

Mr. M. R Krishna Murthy

Cost Accountant

REGISTRAR & TRANSFER AGENTS

TSR DARASHAW Private Limited
6-10, Haji Moosa Patrawala Industrial Estate
20, Dr.E.Moses Road, Mahalaxmi
Mumbai-400 011.

PLANT LOCATIONS

1. Unit 1-Formulations
   # 21 & 22, Bommasandra Industrial Area,
   Bangalore-560099. Karnataka.

2. Unit 2 – API's
   # 61/B, Bommasandra Industrial Area,
   Bangalore-560099. Karnataka.

3. Unit 3 – Parenterals (Temporarily in-operational)
   # 732/735, Off National Highway No.4
   Village Kenjal, Dist Bhor.
   Maharashtra.

4. Unit 4- Formulations
   Plot # 1,2,3&69, Sector 4, IIE-Pantnagar
   Rudrapur, Udham Singh Nagar – 263153, Uttarakhand.

5. Unit 5 – API's and Intermediates
   Thabadewadi Post, Kavatha Mahankal
   Sangli-416405, Maharashtra.

6. Unit 6, API's and Intermediates
   Golden Drugs Private Ltd
   # C-155, Mewar Industrial Area
   Madri, Udaipur-313001, Rajasthan

BANKERS

Canara Bank
HDFC Bank
Standard Chartered Bank
Yes Bank Limited

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NOTICE IS HEREBY GIVEN THAT the 33rd (Thirty Third) Annual General Meeting of the Members of Bal Pharma Limited will be held on Friday 25th September, 2020 at 11:00 A.M through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 the Statement of Profit and Loss for the financial year ended as on that date and the Cash Flow Statement together with the Reports of the Board of Directors and the Auditors thereon;
2. To appoint a Director in place of Mr. Shailesh D Siroya (DIN# 00048109), who is retiring by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS:

3. **To appoint Mr. Himesh Virupakshaya (Holding DIN: 08554422) as a Director of the Company:**

   To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 160 of the Companies Act, 2013 and the Rules made there under and other applicable laws, if any, Mr. Himesh Virupakshaya (holding DIN: 08554422), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 28th September, 2019 and who holds office until the date of this AGM in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as Director of the Company.

   RESOLVED FURTHER THAT the Board of Directors and / or Company Secretary of the Company, be and are hereby severally authorized to do such acts, deeds, things as may be required to give effect to the above said Resolution also to take necessary steps to file necessary returns with the Registrar of Companies and comply with other formalities, if any as may be required pursuant to the provisions of the Companies Act, 2013 or such other applicable Regulations."

4. **To appoint Mr. Himesh Virupakshaya (Holding DIN: 08554422) as a Whole-Time Director of the Company:**

   To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any of the Companies Act, 2013, the consent of the Members of the Company be and is hereby accorded to appoint Mr. Himesh Virupakshaya (holding DIN: 08554422), as a Whole Time Director of the Company for a period of 5 (Five) years with effect from 28th September, 2019 to 27th September, 2024 on the following terms and conditions:

   (1) Basic Salary - Rs.2,40,000 (Two Lakhs Forty Thousand only) per month for a period of 5 years with effect from 28/09/2019 which is inclusive of salary and perquisites but exclusive of the following:
   a) Contribution to provident fund, superannuation fund or annuity fund to the extent they singly or together are not taxable under Income Tax Act, 1961.
   b)Gratuity payable at a rate not exceeding half a month salary for each completed year of continued service.
   c) Encashment of leave at the end of the tenure.

   (2) Annual revision in the salary: Annual revision in the salary, if any shall be decided by the Nomination and Remuneration Committee of Board of Directors based upon Company's performance and personal performance measured against agreed objectives for the year as decided by the Board from time to time, subject to the condition that the overall remuneration shall not exceed the limits specified under the Companies Act, 2013 read with Schedule V of the Companies Act, 2013.

   (3) He will not be paid any sitting fees for attending Meetings of the Board of Directors or Committees thereof.

   (4) He is liable to retire by rotation

   RESOLVED FURTHER THAT the Board of Directors and / or Company Secretary of the Company, be and are hereby severally authorized to do such acts, deeds, things as may be required to give effect to the above said Resolution also to take necessary steps to file necessary returns with the Registrar of Companies and comply with other formalities, if any as may be required pursuant to the provisions of Companies Act, 2013 or such other applicable Regulations."

5. **To appoint Mr. H.S Venkatesh (Holding DIN: 01776040) as an Independent Director of the Company.**

   To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Rules made there under and other applicable laws, if any and Articles of Association of the Company Mr. H.S. Venkatesh (holding DIN: 01776040), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 23rd May, 2020 and who holds office until the date of this AGM, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and 160 of the Companies Act, 2013 read with Schedule IV and all other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Mr. H S Venkatesh (holding DIN: 01776040), be and is hereby appointed as Independent Director of the Company for a period of 2 (two) consecutive years commencing from 23rd May, 2020 to 22nd May, 2022 and whose office shall not be subject to retirement by rotation.

RESOLVED FURTHER THAT any of the Directors and/or Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, things and take all such steps as may be necessary, proper and expedient to give effect to the above said Resolution also to take necessary steps to file necessary returns with the Registrar of Companies and comply with other formalities, if any as may be required pursuant to the provisions of Companies Act, 2013 or such other Regulations."

6. **To appoint Ms. Nicola Neeladri (Holding DIN: 01997936) as an Independent Director of the Company.**

To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Rules made there under and other applicable laws, if any and Articles of Association of the Company Mrs. Nicola Neeladri (holding DIN: 01997936), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 23rd May, 2020 and who holds office until the date of this AGM, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and 160 of the Companies Act, 2013 read with Schedule IV and all other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Mrs. Nicola Neeladri (holding DIN: 01997936), be and is hereby appointed as Independent Director of the Company for a period of 3 (three) consecutive years commencing from 23rd May, 2020 to 22nd May, 2023 and whose office shall not be subject to retirement by rotation.

RESOLVED FURTHER THAT any of the Directors and/or Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, things and take all such steps as may be necessary, proper and expedient to give effect to the above said Resolution also to take necessary steps to file necessary returns with the Registrar of Companies and comply with other formalities, if any as may be required pursuant to the provisions of Companies Act, 2013 or such other Regulations."

7. **To authorize Board of Directors to exercise powers pursuant to Section 180 (1) (a) of the Companies Act, 2013:**

To consider and if thought fit to pass the following Resolution as a Special Resolution;

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the Articles of Association of the Company, and in suppression of all the earlier resolutions passed in this regard if any, and such other approvals/sanctions/permissions as may be necessary consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board) to sell, lease or otherwise dispose of, to charge / mortgage / pledge / hypothecation / security in addition to existing charge / mortgage / pledge / hypothecation / security, in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the moveable and / or immovable properties, tangible or intangible assets of the Company, both present and future and / or the whole or any part of the undertaking(s) of the Company, as the case may be in favour of the Lender(s), Agent(s) and Trustee(s), for securing the borrowings availed / to be availed by the Company by way of loan(s) (in foreign currency and / or rupee currency) and securities (comprising fully / partly Convertible Debentures and/or Non-Convertible Debentures with or without Detachable or Non-Detachable Warrants and / or secured premium notes and / or floating rate notes / bonds or other debt instruments), issued / to be issued by the Company including Deferred Sales Tax Loans availed / to be availed by various Units of the Company, from time to time, subject to the limits approved under Section 180(1)(c) of the Act together with interest at the respective agreed rates, additional interest compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premia on prepayment, remuneration of the Agent(s)/ Trustee(s), premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation / revaluation / fluctuation in the rates of exchange and all other monies payable by the Company in terms of the Loan Agreement(s), Debenture Trust Deed(s) or any other document, entered into / to be entered into between the Company and the Lender(s) / Agent(s) / Trustee(s) / State Government(s) / Agency(ies) representing various state government and/or other agencies etc. in respect of the said loans / borrowings / debentures

/ securities / deferred sales tax loans and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board and the Lender(s) / Agent(s) / Trustee(s) / State Government(s) / Agency(ies), etc.which does not exceed the amount of Rs. 250 Crores /- (Rupees Two Hundred and Fifty Crores only).

RESOLVED FURTHERTHAT the Securities to be created by the Company as aforesaid may rank *paripassu* with charges already created or to be created in future by the Company or in such other manner and ranking as may be thought expedient by the Board and as may be agreed to between the concerned parties.

RESOLVED FURTHERTHAT for the purpose of giving effect to the above said resolution, the Board be and is hereby authorized to finalize, settle, and execute such documents / deeds / writings / papers / agreements as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to creating mortgages / charges as aforesaid".

8. To renew contract with Desa Marketing International.

To consider and if thought fit, to pass the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or amendments(s) or re-enactments(s) thereof, for the time being in force), and provisions of Section 188 of the Companies Act, 2013 other applicable provisions, if any of the Companies Act,2013 read with Companies (Meetings of Board and its powers) Rules, 2014, consent of the Members be and is hereby accorded to carry the related party transaction(s) by the Company with Desa Marketing International, a 'Related Party' as defined under Section 2(76) of the Companies Act, 2013 and Regulation 2(zb) of the Listing Regulations, 2015 i.e., renewal of contract or arrangement with Desa Marketing International for promoting the Company's products and sourcing of raw materials for the Company in India as well as abroad, for a further period of 3 (Three) years, with a fee of 2% of the value on domestic sourcing and marketing promotion and 3% for international sourcing and market promotion on such other terms and conditions as specified in the Agreement which are in the ordinary course of business and at arms' length terms within the limits details of which are set out in the explanatory statement annexed to this Notice.

RESOLVED FURTHER THAT Dr. S. Prasanna and Mr. V. Himesh, Directors of the company be and are hereby authorized severally to execute the required documents and to give effect to the proposed contract or arrangement on behalf of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds or things as may be required to give effect to the above said Resolution.

9. Issue of Warrants to Promoters on Preferential basis:

To consider, and if thought fit, to pass the following Resolution as a Special Resolution:

"RESOLVED THAT in accordance with the provisions of 62(1)(c)read with Section 42 and all other applicable provisions, if any, of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof, for the time being in force, the provisions of the Memorandum and Articles of Association of the Company, the relevant Guidelines for Preferential Issue of the SEBI {Issue of Capital and Disclosure Requirements} Regulations, 2018, and subsequent amendments thereof, any other Guidelines or Regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulation') and any other applicable laws/rules/regulations and subject to the consent/approval of any other authority / institution, consent of the member be and is hereby accorded to create, offer, issue and allot up to 14,00,000 (Fourteen Lakhs) Warrants on a preferential basis to Mr. Shailesh D Siroya, one of the Promoters of the Company (Warrant Holder/ Proposed Allottee) as set out herein below with(hereinafter referred to as "Warrants") each Warrant convertible into one Equity Share of the Company of nominal value of Rs.10/- (Rupees Ten only) each at a premium of Rs 40/- (Rupees Forty Per Share) so that the total number of Equity Shares to be issued by the Company upon conversion of the Warrants does not exceed 14,00,000 Equity Shares, on such terms and conditions as may be decided and deemed appropriate by the Board of Directors of the Company (hereinafter referred to as the "Board" which shall be deemed to include any duly authorized Committee thereof) at the time of issue or allotment on such terms and conditions as set out in the Statement annexed to the notice.

RESOLVED FURTHERTHAT the "Relevant Date" in relation to the issue of Warrants in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 would be 26th August, 2020, being 30 days prior to the date of passing of this resolution.

RESOLVED FURTHER THAT the aforementioned issue of Warrants shall be subject to the following terms and conditions:

1. The Warrants shall be convertible (at the sole option of the Warrant holders) at any time but within a period of 18 months from the date of allotment ofWarrants.

2. Each Warrant shall be convertible into one Equity Share of nominal value of Rs. 10/- each of the Company.

3. The Warrant holder(s) shall, on the date of allotment of Warrants, pay an amount equivalent to 25% of the total consideration per Warrant viz., Rs 12.5/-per Warrant, each Warrant priced at Rs. 50/.

4. The Warrant holder(s) shall, before the date of conversion of the Warrants into Equity Shares, pay the balance 75% viz., Rs. 37.5 per Warrant, of the balance consideration towards the subscription to each Equity Shares.

5. The price of each Equity Share to be issued in lieu of the warrants shall be calculated in accordance with the provisions of Regulation 164(1) of Chapter V of the SEBI (ICDR) Regulations, 2018. If SEBI floor price for the preferential issue determined as per SEBI (ICDR) regulations exceeds the conversion price determined as on the date of this notice, the management is authorized to revise the conversion price in accordance with the floor price computed as on the relevant date.

6. The amount referred to in (3) above shall be forfeited, if the option to convert in to the Shares is not exercised subject however, to the enabling powers being vested in the Board herein.

7. The number of Warrants and the price per Warrant shall be appropriately adjusted, subject to the Companies Act, 2013 and SEBI Guidelines, for corporate actions such as bonus issue, right issue, stock split, merger, de-merger, transfer of undertaking, sale of division or any such Capital or corporate restructuring.

8. The Equity Shares shall be under lock in for a period of three (3) years and the lock in date commences from the date of conversion of Warrants into Equity Shares or such other lock in commencement date as may be prescribed by SEBI.

9. In the event of the Warrant holders not subscribing to all or any of the Equity Shares relatable to the Warrants within the stipulated period viz., 18 months from the date of allotment of the Warrants, such warrants shall lapse.

RESOLVED FURTHER THAT the Equity Shares proposed to be so allotted upon conversion of aforesaid Warrants shall rank *pari-passu* in all respects including dividend, with the existing fully paid up Equity Shares of face value of Rs.10/- (Rupees Ten only) each of the Company and shall subject to the relevant provisions contained in the Memorandum of Association and the Articles of Association of the Company.

RESOLVED FURTHER THAT and for the purpose of giving effect to this Resolution, Board/Committee(s) of the Board and the Company Secretary of the Company be and are hereby jointly/severally authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the option in the Warrants held by the Warrant holder, applications to the Stock Exchanges, filing of requisite documents with the Registrar of Companies, Depositories and/ or such other Authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue of the said Warrants, including making an offer to the proposed Warrant Holders through Offer Letter, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the Shareholders.

RESOLVED FURTHER THAT all actions taken by the Board or Committee(s) duly constituted for this purpose in connection with any matter(s) referred or contemplated in any of the foregoing Resolutions be and are hereby approved, ratified and confirmed in all respects."

10. To ratify the remuneration payable to Cost Auditors for the financial year 2020-21:

To consider and if thought fit to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or re-enactment thereof), the remuneration payable to Mr. M.R Krishna Murthy, Bengaluru (Membership No. 7568), Cost Auditors, appointed by the Board of Directors based on the recommendation of the Audit Committee of the Company to conduct the audit of the Cost records of the Company for the financial year 2020-21 amounting to Rs. 40,000/- (Rupees Forty Thousand only) including applicable taxes and re-imbursement of out of pocket expenses incurred by them in connection with the audit of cost records, be and is hereby ratified and approved.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary and expedient in order to give effect to the above said Resolution."

By the order of the Board of Directors
For **Bal Pharma Limited**

Preeti Singh
Company Secretary
M. No. A51854

Place: Bengaluru
Date: 29/07/2020

NOTES : -

1. Statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013 ("Act"), in respect of the Special Business to be transacted at the Annual General Meeting ("AGM") is annexed hereto.

2. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide circular dated May 12, 2020 ("SEBI Circular") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.

3. A Member entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote on his/her behalf and the proxy need not be a Member of the Company. However, pursuant to MCA Circulars and SEBI Circular, the AGM will be held through VC/OAVM and the physical attendance of Members in any case has been dispensed with. Accordingly, the facility for appointment of Proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

4 The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice.

5. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, September 21, 2020 to Friday, September 25, 2020 (both days inclusive).

6. 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.

7. Members seeking any information/desirous of asking any questions with regard to the accounts, operations or any matter of the Company are requested to send email to the Company at investors@balpharma.com at least 7 days before the Meeting. The same will be replied by the Company suitably.

8. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents (RTA), TSR Darashaw Consultants Private Limited for assistance in this regard.

9. Members holding more than one Share Certificate in different folios are requested to apply for consolidation of the folios and send the relative Share Certificates to the Company's Registrar and Share Transfer Agent, TSR Darashaw Consultants Private Limited, # 6-10, Haji Moosa Patrawala Industrial Estate, 20, Dr. E. Moses Road, Mahalaxmi, Mumbai – 400 011.

10. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.balpharma.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL https://www.evoting.nsdl.com

11. Pursuant to Section 124 of the Companies Act, 2013 any money transferred to Unpaid Dividend Account and remaining unclaimed for a period of 7 (Seven) years from the date of such transfer to the Unpaid Dividend Account shall be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government, and thereafter, the Shareholders shall not be able to claim any Unpaid Dividend amount from the Company. The Company has since transferred the amount lying in the credit of Unpaid Dividend Account for up to the financial year 2008-09, to Investor Education and Protection Fund as stipulated under Section 125 of the Companies Act, 2013 read with Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001. The members who have not en-cashed the

Dividend Warrants for the financial years 2012-13 onwards are requested to write to the Company directly or to TSR Darashaw Consultants Private Limited, the Registrar and Share Transfer Agents of the Company.

12. The Members may now avail of the facility of nomination, by nominating in the prescribed form, a person to whom your shares in the Company shall vest in the event of death of the Member. Interested Members may write to the Company's Registrar & Share Transfer Agent for the prescribed form.

13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrar and Transfer Agents, TSR Darashaw Consultants Private Limited, Mumbai.

14. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with TSR Darashaw Consultants Private Limited in case the shares are held by them in physical form.

15. Relevant documents referred to in the accompanying Notice and the Explanatory Statement, Registers and all other documents will be available for inspection in electronic mode. Members can inspect the same by sending an email to the Company at secretarial@balpharma.com.

16. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

17. The Company has designated an exclusive email id called investors@balpharma.com to redress Members' complaints/ grievances. In case you have any queries/ complaints or grievances, then please write to us at investors@balpharma.com.

18. Information and other instructions relating to e-voting are as under:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.balpharma.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on 22nd September, 2020 (9:00 am IST) and ends on 24th September, 2020 (5:00 pm IST) The remote e-voting module shall be disabled by NSDL for voting thereafter.

How do I vote electronically using NSDL e-Voting system?
The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: **Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/**
Step 2: **Cast your vote electronically on NSDL e-Voting system.**

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. **Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.**
2. **Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.**
3. **A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.**

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is In300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding Shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

1. If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

2. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

3. How to retrieve your 'initial password'?

   (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

   (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

<u>How to cast your vote electronically on NSDL e-Voting system?</u>

(1) After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

(2) After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

(3) Select "EVEN" of company for which you wish to cast your vote.

(4) Now you are ready for e-Voting as the Voting page opens.

(5) Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

(6) Upon confirmation, the message "Vote cast successfully" will be displayed.

(7) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

(8) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

<u>General Guidelines for shareholders</u>

1 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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to parameshwar@vjkt.in with a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. 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 download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card),AADHAR (self attested scanned copy of Aadhar Card) by email to investors@balpharma.com

   In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investors@balpharma.com

2. Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE ANNUAL GENERAL MEETING AREAS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM AREAS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at https://www.evoting.nsdl.com under shareholders/ members login by using the remote e-voting credentials.The link for VC/OAVM will be available in shareholder/ members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

Other Instructions:

(I) This AGM Notice is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on 28th August, 2020. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding Shares as of the cut-off date of 18th September 2020, may obtain the login ID and password by sending a request at 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 the vote.

(ii) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

(iii) The e-voting period commences on 22nd September, 2020 (9:00 am IST) and ends on 24th September, 2020 (5:00 pm IST). During this period, Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 18th September, 2020 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.

(iv) The voting rights of Shareholders shall be in proportion to their shares of the Paid up Equity Share Capital of the Company as on the cut-off date (record date) of 18th September, 2020

(v) The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.

(vi) The Board of Directors has appointed Mr. Parameshwar G Bhat, Practising Company Secretary (Membership No. FCS 8860) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

(vii) The Scrutinizer shall within a period not exceeding forty eight (48) hours from the conclusion of the e-voting period unblock 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 votes cast in favour or against, if any, forthwith to the Managing Director or designated Director of the Company.

(viii) The Results shall be declared within forty-eight hours from the conclusion of the Annual General Meeting. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.balpharma.com and on the website of NSDL within two (2) working days of passing of the resolutions at the AGM of the Company and also be communicated to BSE and NSE.

ix) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. Friday, September 25, 2020.

Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013:

Item Nos. 3 and 4:

Based on the recommendation of Nomination and Remuneration Committee, Mr. Himesh Virupakshaya was appointed as an Additional Director and Whole Time Director of Company by the Board at its Meeting held on 28th September, 2019.

Mr. Himesh Virupakshaya is a Chemical engineer with over 30 years of experience in various capacities in pharmaceutical industry.

The Board considers that the appointment of Mr. Himesh Virupakshaya as a Director of the Company would be of significant importance to the Company especially with respect to Research & Development and commercialisation of new molecules. Accordingly, the Board recommends his appointment as a Whole Time Director of the Company and recommends the proposed Resolutions for approval of Shareholders.

Except Mr. Himesh Virupakshaya, none of the Directors, Key Managerial Personnel or their relatives financially or otherwise are interested or concerned in the said resolution.

In the opinion of the Board, Mr. Himesh Virupakshaya fulfills the conditions specified in the Companies Act, 2013 and SEBI (LODR) Regulations, as amended from time to time, for his appointment as Whole Time Director of the Company.

The Nomination and Remuneration of the Company and the Board at its Meeting held on 28th September, 2019 has considered and recommended a remuneration of Rs.2,40,000 (Rupees Two Lakh Forty Thousand only) per month with immediate effect for a period of 5 (Five) years, as per the provisions of Schedule V of the Companies Act, 2013 and subject to the approval of the Members of the Company.

Remuneration recommended may be revised to the minimum remuneration payable in the event of loss or inadequacy of profits, as per Schedule V of the Companies Act, 2013.

A brief profile of Mr. Himesh Virupakshaya is set out in the Annexure to the Notice.

This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) of Institute of Company Secretaries of India.

Accordingly the Board recommends the Ordinary Resolutions set forth in Item Nos.3 and 4 of the Notice for approval of the Members.

Item No. 5 and 6:

Based on the recommendation of Nomination and Remuneration Committee, Mr. H S Venkatesh and Mrs. Nicola Neeladri were appointed as an Additional Directors and Independent Directors of Company by the Board at its Meeting held on 23rd May, 2020.

The Board considers that the appointments of Mr. H S Venkatesh and Mrs. Nicola Neeladri as a Directors of the Company would be of significance to the Company.

In the opinion of the Board, Both Directors fulfill the conditions specified in the Companies Act, 2013 and SEBI (LODR) Regulations for their appointment as Independent Directors of the Company.

Except Mr. H S Venkatesh, and Mrs. Nicola Neeladri none of the Directors, Key Managerial Personnel or their relatives financially or otherwise, are either interested or concerned in the said Resolutions.

A brief profile of Mr. H S Venkatesh and Mrs. Nicola Neeladri are set out in the Annexure to the Notice.

This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) of Institute of Company Secretaries of India.

Accordingly the Board recommends their appointments as an Independent Directors of the Company as an Ordinary Resolutions set forth in Item No. 5 and 6 of the Notice for approval of the Members.

The terms and conditions of appointments of Mr. H S Venkatesh and Mrs. Nicola Neeladri shall be open for inspection by the Members at the Registered Office of the Company on all working days, between 11:00 A.M. and 01:00 P.M. up to the date of the Annual General Meeting.

Item No. 7:

As per the provisions of Section 180(1) (a) of the Companies Act, 2013, the Board of Directors of the Company with the approval of the Shareholders through a Special Resolution may sell, lease or dispose off an undertaking or substantially the whole of the undertaking of the Company. An undertaking is an entity into which the Company has invested 20% or more of its net worth as per the Audited Balance Sheet of the preceding financial year or the entity is contributing to 20% of the total income of the during the previous financial year.

Keeping in view your Company's business requirements and growth plans, the Company is proposing to monetize one of its asset if required, so as to improve its liquidity and cash flows of the Company.

None of the Directors are in any way concerned or interested in the said Resolution except to the extent of their shareholding in the Company.

The Board recommends the Special Resolution set forth in Item No. 7 of the Notice for approval of the Members.

Item No. 8:

SEBI (LODR) Regulations, 2015 with respect to Related Party Transactions were notified on September 2, 2015, inter-alia require that all the Related Party Transactions shall require prior approval of the Audit Committee and all material Related Party Transactions shall require approval of the Shareholders.

Desa Marketing International is a proprietor concern and Mr. Shailesh D Siroya, Managing Director of the Company is the sole proprietor of the firm.

Desa Marketing International has the experience and expertise in sourcing of raw materials and has been promoting the Company's products in India and abroad since 13 years. The previous contract was executed on 01.04.2017 with a validity of 3 (Three) years. As per the provisions of Section 188 of the Companies Act, 2013, approval of the Shareholders is required to enter into contract with Desa Marketing International which is a related party as defined under Section 2(76) of the Companies Act, 2013 and Regulation 2(zb) of the Listing Regulations, 2015 for Bal Pharma Limited as the said firm is owned by Mr. Shailesh D Siroya, Managing Director of the Company.

As the contract with Desa Marketing International is beneficial to the Company, the Board recommends to renew the contract for a further period of 3 years with the following limits.

Period	Purchase (Rs in Lakhs)		Sales (Rs in Lakhs)	
	Domestic	International	Domestic	International
20/05/2020 to 19/05/2021	800	5550	900	1000
20/05/2021 to 19/05/2022	850	5650	1150	1200
20/05/2022 to 19/05/2023	900	5800	1350	1400

The Board of Directors has confirmed that the transactions with Desa Marketing International will be in the ordinary course of business and at arms' length.

Mr. Shailesh D Siroya being the sole proprietor of the firm is considered as related party to the transactions proposed and hence he may be deemed as interested or concerned with the proposed Resolution.

None of the other Directors and Key Managerial personnel of the Company are interested or concerned financially or otherwise, in the said Resolution.

The Board recommends the Special Resolution set forth in Item No.8 of the Notice for approval of the Members.

Item No.9

The Management Company has after assessing the need to infuse Capital to ease the constraints of cash flow triggered by uncertain economic situation created by COVID-19 pandemic. The Company has leveraged its debt borrowing capacity to optimum extent and the management has felt that capital infusion is the best alternative available to tide over the situation.

Accordingly talks were held with Promoters of the Company and decided to allot 14,00,000 Warrants to Mr. Shailesh D Siroya, Managing Director and one of the Promoters of the Company at Rs.50/-per Warrant.

Your approvals are sought in terms of the provisions of Section 62 of the Companies Act, 2013 for the Resolution set forth in the item no. 9 of the Notice for approval of the Members.

The Disclosures and other particulars as required in terms of SEBI (ICDR) Regulations and other applicable statutes in relation to the proposed Special Resolution are given hereunder:

1. **Objects of the Issue:**

   To ease the cash flow constraints and leverage on debt borrowing capacity of the Company.

2. **Type and Number of Warrants to be issued:**

   14,00,000 (Fourteen lakhs) Convertible Warrant to be issued

3. **Intention of Promoters/Directors/ Key management personnel to subscribe to the offer:**

   Mr. Shailesh D Siroya, Managing Director and Promoter intended to subscribe to 14,00,000 Warrants on preferential basis constituting 8.99% of the expanded capital of the Company, as per SEBI (SAST) Amendment Regulation, 2020 dated 16/06/2020.

   None of the others Directors or Key Managerial Personnel and other promoters of the Company intends to subscribe to Warrants proposed to be issued under the Preferential Allotment.

4. **Shareholding pattern before and after the offer proposed at Resolution No. 9 and based on the Shareholding pattern as on 31.03.2020 is as under:**

Cate gory Code	Category	Pre-Issue Shareholding		Post-Issue shareholding	
		Number of Shares	%	Number of Shares	%
(A)	**PROMOTERS HOLDING**				
(1)	**INDIAN**				
(a)	Individual	40,50,459	28.58	54,50,459	35.00
(b)	Bodies Corporate	13,10,836	9.25	13,10,836	8.42
(c)	**Sub-Total**	**53,61,295**	**37.83**	**67,61,295**	**43.42**
(2)	**Foreign Promoters**	**6,55,187**	**4.62**	**6,55,187**	**4.21**
	Sub-Total (A)	**60,16,482**	**42.45**	**74,16,482**	**47.63**
(B)	**NON- PROMOTERS HOLDING**				
(1)	**Institutional** Investors	2,715	0.02	2,715	0.01
(2)	**Non-Institution:**				
	Individual share capital upto Rs. 2 Lacs	37,59,583	26.53	37,59,583	24.14
	Individual share capital in excess of Rs. 2 Lacs	17,25,376	12.17	17,25,376	11.08
	Others (Including NRI's)	26,68,216	18.83	26,68,216	17.13
	Sub-Total (B)	**81,55,890**	**57.55**	**81,55,890**	**52.37**
	Grand Total (A+B):	**1,41,72,372**	**100**	**1,55,72,372**	**100**

The above shareholding pattern has been arrived on the assumption that the entire 14,00,000 Warrants proposed to be issued would be converted into Equity Shares.

5. Proposed time limit within which the allotment shall be completed.

The Warrants shall be allotted in dematerialized form within a period of 15 days from the date of passing of the Special Resolution by the Members, provided that where the said allotment is pending on account of pendency of any application for approval/permission for such allotment by any regulatory authority, if applicable, the allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of last of such approvals or permissions.

6. The identity of the proposed allottee/s and the percentage of post preferential issue capital that may be held by the allottee/s would be as follows.

The details of the proposed allottee are as per the following table. No change in control or management is contemplated consequent to the proposed preferential issue of Warrants. However, voting rights will change in accordance with the shareholding pattern.

A. Promoters – Warrants:

Sl. No.	Name of the Allottee	Pre Issue Equity Holdings		No. of Warrant to be alloted	Post Issue Equity Holdings	
		No. of Shares	% of Shares		No. of Shares	% of Shares
1.	Mr. Shailesh D Siroya	13,45,459	9.49	14,00,000	27,45,459	17.63
	TOTAL	**13,45,459**	**9.49**	**14,00,000**	**27,45,459**	**17.63**

The above shareholding has been arrived on the assumption that the entire 14,00,000 Warrants proposed to be issued would be converted into Equity Shares.

7. The Company would re-compute the price of the securities specified above in terms of the provision of SEBI (ICDR) Regulations where it is so required.

8. If the amount payable, if any, on account of the re-computation of price is not paid within the time stipulated in SEBI (ICDR) Regulations, 2018 the above Warrants shall continue to be locked-in till the time such amount is paid by the allottee.

9. None of the Company, the Promoter or the Directors has been declared as willful de-faulters by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India or a fugitive econom-ic offender.

Issue Price

The issue price of Rs. 50/- (including the premium of Rs. 40 per Equity Share) is in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, and for the purpose of the above guidelines, the Relevant Date is 26th August 2020.

Auditor's Certificate.

A copy of the Certificate of the Statutory Auditors of the Company certifying the adherence to SEBI Guidelines for preferential issues, under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 for the proposed issue is open for inspection at the Registered Office of the Company till the date of General Meeting.

The shares shall be locked in for such period as prescribed by SEBI Guidelines.

As per SEBI (ICDR) Regulations 2018, the Shares allotted to the Promoter after the conversion of Warrants will be subjected to a lock in for 3 years from the date of their allotment or such other period as may be prescribed by SEBI(ICDR) Regulations, through any amendments.

Basis/ Justification of Price

Basis on which the floor price has been arrived at and justification for the price (including premium, if any)The Shares of the Company are listed on Stock Exchanges viz, BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE', together with BSE referred to as 'Stock Exchanges'). The Shares are frequently traded and NSE, being the Stock Exchange with higher trading volumes for the said period, has been considered in accordance with the SEBI ICDR Regulations.

In terms of the applicable provisions of the SEBI ICDR Regulations, the floor price at which Warrants shall be allotted is Rs 48.88/- being higher of the following:

a) the average of the weekly high and low of the volume weighted average price of the related equity shares quoted on the recognised stock exchange during the twenty six weeks preceding the relevant date; or

b) the average of the weekly high and low of the volume weighted average prices of the related equity shares quoted on a recognised stock exchange during the two weeks preceding the relevant date.

The Board of Directors of the Company recommends passing of the Resolution as set out at Item No. 9 as a Special Resolution. The Board of Directors believes that the proposed Preferential Issue of Warrants is in the best interest of the Company and its Members.

None of the Directors/Key Managerial Personnel or any relative of any of the other directors/key managerial personnel of the Company are concerned or interested, financially or otherwise in the Resolution except to the extent of their shareholding and any Shares/Warrants which may be allotted to them in the Company.

Item No. 10

The Board of Directors of the Company at its Meeting held on May 23rd, May, 2020 had on the recommendation of the Audit Committee, approved the re-appointment of Mr. M. R Krishna Murthy, Cost Accountant, Bangalore (Membership No.7568) as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2020-21 as per the Companies (Cost Records and Audit) Rules, 2014, on remuneration of Rs. 40,000/- (Rupees Forty Thousand only) including applicable taxes and out of pocket expenses at actuals.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditors as set out in the Resolution for the aforesaid services to be rendered by them.

None of the Directors, Key Managerial Personnel of the Company, and their relatives are are in any way, concerned or interested, financial or otherwise, in the said Resolution.

The Board recommends the Special Resolution set forth in Item No. 10 of the Notice for approval of the Members.

Annexure to the Notice

Additional Information seeking the appointment /reappointment of Directors at the forthcoming Annual General Meeting (pursuant to Regulation 36 of SEBI(LODR) Regulations, 2015 (as amended from time to time)and Secretarial Standards on General Meetings issued by ICSI.

Name of the Director	Mr. Virupakshaya Himesh	Mr. H S Venkatesh*	Mrs. Nicola Neeladri*
DIN #	08554422	01776040	01997936
Date of Birth	09/08/1961	02/12/1955	01/01/1978
Original Date of Appointment/re-appointment	28/09/2019	23/05/2020	23/05/2020
Educational Qualifications	BE Chemical Engineering	Chartered Accountant	Bachelor of Arts.
Expertise in functional areas	API Manufacturing and R&D	Over 30 years of experience in audit and financial management.	10 years in wellness industry.
Experience in Years	30 + years	30 + years	10 years
Terms and conditions of Appointment re- appointment and Remuneration/	As per the Nomination and Remuneration Policy	As per the Nomination and Remuneration Policy	As per the Nomination and Remuneration Policy
Remuneration last drawn	2,40,000 p.m	NA	NA
No of Board Meetings attended during Financial Year 2019-2020.	02	NA	NA
Relationship with other Directors and Key Managerial Personnels'.	NA	NA	NA
Directorship in other Companies /LLP's	NA	NA	1. ISG Novasoft Technologies Limited 2. Ra Chem Pharma Limited
Directorship in other listed Entities	NA	1. MRO-Tek Realty Limited	1. Opto Circuits (India) Ltd 2. MRO-Tek Realty Limited
Membership/Chairmanship of committees in public limited companies	NA	1. MRO-Tek Realty Limited a) Audit Committee-Chairperson b) Stakeholders Relationship Committee- Member	1. MRO-Tek Realty Limited- a) Nomination and Remuneration Committee-Member b) Corporate Social Responsibility Committee- Member 2. Opto Circuits (India) Ltd a) Audit Committee-Member b) Stakeholders Relationship Committee-Member c)Nomination and Remuneration Committee-Member d) Corporate Social Responsibility Committee- Member e) Risk Management Committee-Member
No. of shares held in the Company (either directly or indirectly	NA	NA	NA

* Mr. H S Venkatesh and Ms Nicola Neeladri were appointed on May 23, 2020 so they had not attended any meeting in the Financial Year 2019-2020 and hence no sitting fees paid to them during the year.

By the order of the Board of Directors
For Bal Pharma Limited

Preeti Singh
Company Secretary
M. No. A51854

Place: Bengaluru
Date: 29/07/2020

We have started this financial year 2019-20 on a positive note with favourable conditions to achieve a healthy revenue during the financial year. Months of April and May 2019 were very encouraging with the Company on track to achieve the projected turnover. But from the month of June 19 onwards, the Company started experiencing supply constraints for the manufacture of Gliclazide and its intermediate, enamino. The Company earlier has identified multiple suppliers from different zones of China to mitigate supply constraints. However due to accidental explosions of chemicals at these manufacturing units, Chinese government has tightened the safety standards and imposed restrictions on manufacturing of the intermediates until the units meet the safety requirements. All the suppliers from various zones of China were affected due to these restrictions and as a result, the intermediate's supplies to India has started to affect from June 2019.

Supplies of intermediates were expected to be normalised during September 2019, but the Chinese New Year celebrations has come in the way during October 19, for uninterrupted supply of the intermediates. However when the industry is ready to start the supplies of basic chemical, an major accident took place in one of the raw material manufacturing facility in China, which has worsened the situation. This situation has extended till January 2020. In spite of maintaining caution on short supply of the raw materials by stocking additional materials and looking for alternative supply sources, the situation has gone beyond our Control. Now the threat of corona virus has further diminished the supplies from China.

This has led to missing some of our production schedules and which has resulted in temporary cash flow and liquidity constraints.

Supplies to Government institutions which is one of our main business verticals has to face severe challenges during the year due to liquidity crisis with government departments. Supplies made with 90 days DA, has extended beyond 240 days which has led to cash flow crises. We have taken a conscious decision during the year to restrict the supplies to the govt departments, which has enabled us to minimise the extended Working Capital cycle.

Taking the supply constraints as a precedent, the Company has started backword integration by focusing on R&D efforts to get the process developed for manufacture of intermediates from the basics. We have developed the technical knowhow in our inhouse R&D and has identified two units one in Andhra Pradesh .This effort put in by the Company to become fully integrated player will yield results in the next 6 to 8 months and our dependence on supplies from China will be significantly reduced.

In order to improve P&L, the Company has aggressively pursuing the cost cutting measures like ensuring a much more leaner verticals, backword integration to become self reliant on the raw material supply, exploring new markets both domestic and export, for supply of our products and emphasis on our inhouse research and development (R&D) to develop new products with higher margins. On the other hand, our new API manufacturing unit at Udaipur has commenced its commercial production during the quarter ended 31.12.2019 and is currently running at 65 % of its production capacity. As soon as the supply constraints eases, we will try and achieve 100% capacity utilisation of this unit which will reduce the load on our Unit 2 in Bangalore, in execution of orders.

To conclude, F.Y 2019.20 was the year of crises for the whole world, both socially and economically and the Company has taken this as a challenge to overcome its limitations and strengthen its operations. We are confident that with the support of strong fundamentals of the Company, we will bounce back to normal course of operations during F.Y 2020-21 and will achieve the targets with the help of its employees, suppliers, Bankers and all those associated with the Company.

BUSINESS OPERATIONS:

Bal Pharma Ltd continues to operate in a single segment i.e Pharmaceuticals and there is no change in the nature of business of the Company during the financial year under review.

Turnover and Net profit:

Your Company has registered a total revenue of Rs. 174.28 Crores for the financial year ended 31.03.2020 as against Rs.225.82 Crores during the previous year.

Rs.(9.07) Cr was the Profit before tax (PBT) of the Company for the financial year ended 31.3.2020.

The Company has registered a net profit of Rs (8.90) Crores for the year ended 31.03.2020 as against the net profit of Rs.6.76 Crores during the previous year.

The Company has recorded an EPS of Rs.(6.28) per equity share of Rs.10 each as against Rs.4.77 during the previous year.

Formulations Business:

The formulations business of the Company has contributed to a revenue of Rs.94.20 Crores during F.Y 2019.20 as against the revenue of Rs.131.83 Crores during F.Y 2018.19.

Turnover from the export of formulations during F.Y 2019.20 is at Rs.57.98 Crores as against Rs.57.98 crores during F.Y 18.19.

Domestic sales of formulations mainly constituting branded formulations has contributed a revenue of Rs,36.22 Crores during F.Y 2019.20 as against a revenue of Rs.56.79 Crores during F.Y 2018.19.

Bulk Drugs Business:

API business of the Company has contributed to a revenue of Rs.72.50 Crores for F.Y 2019.20 as against the revenue of Rs.86.50 Crores during F.Y 2018.19.

Revenue from export of API products has resulted in a turnover of Rs.47.33 Crores and domestic sales of the said products has yield a revenue of Rs.25.18 Crores.

Diabetic and cardiac drugs of the Company continues to be the major revenue earners of the Company, from both domestic and export markets during the financial year.

Export Business:

The Company has recorded export sales of Rs.105.31 Crores during F.Y 2019.20 as against Rs.135.79 Crores recorded during the previous financial year.

Domestic Business:

The Company has recorded a revenue of Rs.61.40 Crores from its domestic business for the financial year 2019.20 as against the revenue of Rs.82.74 crores during F.Y 2018.19.

Revenue from Operations:

Revenue from operations for F.Y 2019.20 stood at Rs.170.67 Crores as against Rs.223.07 Crores during F.Y 2018.19, which is 23.49% loss over the previous financial year.

Total income from operations stood at Rs.174.29 Crores as against Rs.225.83 Crores during F.Y 2018.19.

Expenses:

Total expenses for the financial year ended 31.3.2020 stood at Rs.183.36 Crores as against Rs.221.59 Crores during F.Y 2018.19.

EBDITA:

Due to the increase in the expenditure, there was a decline in the EBITA during the F.Y 2019.20 which was at Rs.10.37 Crores as against Rs.23.05 Crores during F.Y 2018.19.

Net Profits:

Total comprehensive income during the financial year 2019.20 stood at Rs.-9.20 Crores as against Rs.6.33 Crores during the financial year 2018.19.

Earnings per Share:

EPS for the year ended 31/3/2019 stood at Rs.-6.28/- as against Rs.4.77/- during the previous financial year.

Key Financial ratios/ Indicators:

Debtors Turnover:

Debtors turnover during 2019.20 is 87 days as against 110 days during F.Y 2018.19. The company is reassessing its credit policy to ensure the timely collection of its receivable and further reduce the debtors turnover period.

Inventory Turnover:

2.49% is the inventory turnover for the F.Y 2019.20 as against 2.74% during F.Y 2018.19. By improving the product mix and introducing new products into the markets, the Company expects to increase its inventory turnover in the near future.

Interest Coverage Ratio:

For the financial year ended 31.3.2020 the interest coverage ratio of the Company is at 2.81 as against 1.07 for the financial year ended 31.3.2019 which indicates that the Company can service its interest obligations without much strain on its financial health.

Current Ratio:

Current ratio for the year ended 31.3.2020 stood at 1.24 as against 0.02 for the financial year ended 31.3.2019, which indicates that the Company remains solvent towards its short term obligations.

Debt Equity ratio:

The debt-to-equity (D/E) ratio calculated by dividing a company's total liabilities by its shareholder equity for the F.Y 2019.20 stood at 3.56. which is a measure of the degree to which a company is financing its operations through debt versus wholly-owned funds i.e total shareholders equity.

Operating profit margin:

7.44% is the operating profit margin of the Company for the financial year ended 31.3.2020 which is an indicator of how much percentage profits the Company makes out of its total revenue from operations.

Net Profit Margin:

5.22% is the net profit margin of the Company for F.Y 2019.20 which indicates profits generated as a percentage of total revenue.

Return on net worth:

13.10% is the return on net worth of the Company for F.Y 2019.20, which is an indicator of how effectively management is using the company's assets to create profits.

Your Directors are pleased to present the Thirty Third (33rd) Annual Report and the audited financial statements of the Company, for the financial year ended 31.03.2020.

FINANCIAL SUMMARY/ REVIEW OF OPERATIONS /STATE OF COMPANY'S AFFAIRS:

The following is the analysis of the standalone financial statements of the Company during the year under review.

(in Rs. Lakhs)

Particulars	F.Y 2019-2020	F.Y 2018-2019
Total income from operations Profit from operations before interest, other income and	17,428.82	22,582.51
exceptional items	(907.62)	441.06
Tax Expense	(17.44)	(234.94)
Finance Cost	1,241.57	1252.85
Profit after tax	(890.18)	676.01
Total Comprehensive Income	(920.60)	633.38
Earnings per share (In Rs) Basic and Diluted	(6.28)	4.77

APPROPRIATIONS/ DIVIDEND

Considering the liquidity position and future business plans of the Company, Your Directors has not recommended any Dividend for the financial year 2019-20.

TRANSFERTO RESERVE

The Company has not transferred any amount to general reserves.

SHARE CAPITAL

During the financial year under review, Rs.14,17,23,720/- comprising of 1,41,72,372 equity shares of Rs.10 each continues to be the issued and paid up capital of the Company.

During the financial year 2019-2020, the Company has not issued any Equity Shares with differential voting rights, granted stock options nor issued sweat Equity Shares.

CONSOLIDATED FINANCIAL STATEMENTS

The Annual consolidated financial statements together with the auditors reports is annexed along with standalone financial statements for the financial year ended 31.03.2020.

NEW PROJECTS

The Company assesses the future infrastructure requirements and continuously invests in the same on need basis. During the financial year under review the Company has spent Rs.5.70 Crores towards capital expenditure.

AUDITORS AND AUDITORS REPORT

a) **Statutory Auditors:**

Messrs NSVM & Associates, Chartered Accountants (FRN # 010072S) were appointed as Statutory Auditors of the Company from the conclusion of 30th Annual General Meeting held on 22.09.2017 up to the conclusion of 35th Annual General Meeting i.e for a period of 5 years.

Pursuant to the amendment to Section 139 of the Act effective 7th May 2018, ratification by Shareholders every year for the appointment of the Statutory Auditors is no longer required and accordingly, the notice of ensuing Annual General meeting does not include the proposal for seeking shareholders' approval for ratification of Statutory Auditors appointment.

In terms of the Listing Regulations, the auditors have confirmed that they hold a valid certificate issued by the Peer Review Board of the ICAI.

Clarifications from the management regarding observations from the auditors in their report.

1.We have furnished the audited accounts of our 4 subsidiaries i.e Lifezen Healthcare Pvt Ltd, Golden Drugs Pvt Ltd, Bal Research Foundation and Balance Clinics LLP to our statutory auditors and they have consolidated the accounts as on 31.03.2020, based on the audited accounts of our subsidiaries.

2. The Company is making arrangement to fulfil the Dividend distribution Tax liability.

There are no other observations, qualifications or adverse remarks by the Statutory Auditors in their report, issued for the financial year 2019-2020.

b) **Cost Auditors:**

Mr. M.R Krishna Murthy, Cost accountant,(FCMA # 7568) was reappointed as the Cost Auditor of the Company for the financial year 2020-21, to conduct cost audit of the cost records maintained by the Company.

Cost Audit Report for the FY 2018-2019 has been filed with the Ministry of Corporate Affairs on 27/02/2020.

c) **Secretarial Auditors:**

Pursuant to Section 204 of the Companies Act,2013 and rules made thereunder and in compliance with Regulation 24A of SEBI (LODR) Regulations, Mr. Parameshwar G Bhat, Practising Company Secretary (CP # 11004) were appointed as the Secretarial Auditor of the Company for the financial year 2019-2020.

Secretarial Audit Report for the F.Y 2019-2020 is annexed to this report as Annexure - I.

Management's Response to Audit observations:

a) The Company has complied with provisions of Section 149 of the Companies Act,2013 and other applicable provisions and Rules of the Companies Act, 2013 and Listing Regulations in appointing the Independent Director.

b) Due to the outbreak of COVID-19 Pandemic and subsequent Lockdown imposed by the Government, there was delay in payments and filing of returns with ESI and PF departments.

d) **Internal Auditors:**

Ms. Akshitha Jain, Chartered Accountant (M. No. # 246978) was appointed as the Internal Auditors of the Company for the F.Y 2019-2020 and the internal audit reports issued by her were periodically reviewed by the Audit Committee and the Audit Committee is appraised about the observations of the internal auditor and on corrective actions, if any, that needs to be taken.

RISK MANAGEMENT

The Risk Management Committee of the Company comprising of the functional heads of the Company will submit its periodical report to the Board of Directors on the measures to be taken for mitigation of potential risk factors that may affect the business of the Company.

The Risk Management Policy implemented by the Company which is designed to enable risks to be identified, assessed and mitigated appropriately, is available on the website of the Company i.e http://www.balpharma.com/pdf/finance/irl/Risk%20Management%20Policy.pdf

INTERNAL CONTROL SYSTEM AND ITS ADEQUACY

Your Company has an adequate system of internal controls with clearly defined authority limits. Internal controls ensure that the Company's assets are protected against loss from unauthorised use or disposition and all transactions are authorised, recorded and reported in conformity with generally accepted accounting principles. These systems are designed to ensure accuracy and reliability of accounting data, promotion of operational efficiency and adherence to the prescribed management principles. These policies are periodically reviewed to meet business requirements. The Company has in place adequate internal financial controls with respect to financial statements.

DIRECTORS' RESPONSIBILITY STATEMENT

In compliance with the provisions of Section 134(5) of the Companies Act, 2013, your Directors wish to confirm,

a) That in preparing the annual accounts, all the applicable accounting standards had been followed along with proper explanation relating to material departures.

b) That the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that 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 and loss of the Company for that period.

c) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the act for safeguarding the assets of the Company and for preventing / detecting fraud and other irregularities.

d) That the Directors had prepared the annual accounts on a going concern basis.

e) That the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively.

f) That the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

RELATED PARTY TRANSACTIONS

All contracts /arrangements / transactions entered by the Company during the financial year with related parties were in ordinary course of business and at arms length basis and the same were undertaken after prior omnibus approval of Audit Committee.

All the RPT's affected during the financial year are disclosed in the notes to the financial statements.

During the year, the Company has not entered into any contract/arrangement/transaction with the related parties that could be considered as material, as per the policy of the Company on materiality of related party transactions.

There were no materially significant related party transactions which could have potential conflict with the interests of the Company at large.

The Company's policy on the related party transactions as approved by the Board can be assessed from the website i.e http://www.balpharma.com/pdf/finance/irl/Policy%20on%20Dealing%20with%20Related%20Party%20Transaction.pdf

Details of disclosure relating to the related party transactions under Section 188 of the Companies Act, 2013, form part of the notes to the financial statements provided in this annual report.

Since all the transactions with related parties were in the ordinary course of business and at arms' length, and there were no material related party transactions, the statement in Form AOC-2, is not annexed to this report.

SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

During the year under review, the following companies continuesd to be the subsidiaries, joint ventures or associates of Bal Pharma Ltd. A report on the financial performance of each of the subsidiaries, joint ventures or associate companies as per section 129(3) of the Companies Act, 2013 in the prescribed format AOC-1 is provided in Annexure- 2 to the Board's report and hence not repeated here, for the sake of brevity.

Sl No	Name of the Company/LLP	Nature of Business	% of stake with Bal Pharma, as on 31.03.2020
1	Lifezen Healthcare Private Limited.	Marketing of OTC products.	50.50%
2	Bal Research Foundation	Research and Development.	80%
3	Balance Clinics LLP.	Diabetic care clinics.	80%
4	Golden Drugs Private Limited.	Manufacturing of API's	100%
5	AB VET Pharma Pty Ltd	R&D and Veterinary Medicine	50%

SECRETARIAL STANDARDS

Secretarial Standards i.e SS1 & SS2 issued by the Institute of Company Secretaries of India(ICSI) relating to the meetings of Board of Directors and General meetings, respectively have been duly followed by the Company.

DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP'S)

Mr. Pramod Kumar.S, Independent Director of the Company has tendered his resignation from his Directorship in the Company with effect from 24.02.2020, citing personal reasons. He further confirmed that there are no other material reasons other than those provided in the resignation letter.

Mrs. Sarika Bhandari ceases to be a Director on the Board of the Company w.e.f 27.03.2020, as she has completed her tenure of 5 years.

Mr. Himesh Virupakshya (DIN # 08554422) was appointed as an Additional Director on the Board of the Company w.e.f 28/09/2019 and Mr. HS Venkatesh (DIN # 01776040) and Ms. Nicola Neeladri (DIN # 01997936) were appointed as an Additional Directors of the Company w.e.f 23.05.2020 by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee of the Company. These additional Directors seeks the approval of the members for their reappointment as regular Directors of the Company.

Resolutions for aforementioned re-appointments along with brief profile of the director proposed to be re-appointed, form part of the Notice of the AGM and the resolutions are recommended for shareholders approval.

Mr. Shailesh Siroya (DIN #00048109) Managing Director, Dr. Subba Rao Prasanna (DIN # 00084602) Whole Time Director, Mr. Virupakshaya Himesh (DIN # 08554422) Additional Director, Mr. Rengarajan Gopalakrishnan, Chief Financial Officer and Mrs. Preeti Singh, Company Secretary are the Key Managerial Personnel of the Company as on the date of this report.

DECLARATION OF INDEPENDENCE

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence, as prescribed under Section 149(6) of the Companies Act, 2013.

The Independent Directors have also confirmed under Regulation 16(b) of SEBI (LODR) Regulations, 2015 that they are not Non-Independent Director of another Company on the Board of which any non-independent Director of the listed entity is an independent Director.

The Company has devised a policy for familiarization of Independent Directors on their roles, rights, responsibilities with the Company and the said policy is available on our website.

BOARD EVALUATION

The Company has devised a policy for performance evaluation of the Board, Committees and Individual Directors. The evaluation process among others considers attendance of Directors at Board and Committee meetings, acquaintance with business, communication within Board members, effective participation, domain knowledge, compliance with the internal code of conduct, vision and strategy.

The Company has also in place a Policy for Nomination and Remuneration of KMPs, Senior Management personnel and Directors of the Company, which is in compliance with Section 178 of the Companies Act, 2013. Policy guiding the nomination and remuneration of the Directors and KMP's can be assessed from our website www.balpharma.com

The Board carried out annual performance evaluation of itself, Committees, Individual Directors and Chairman at their meeting held on 12/02/2020.

The performance of each committee is evaluated based on the reports of evaluation received from the respective committees.

Report on performance evaluation of the individual Directors was reviewed by the Chairman and feedback was given to the Directors. The Board has expressed satisfaction over the overall functioning of the Board members and their committees, which are in line with the objectives and goals of the Company.

MEETINGS OF BOARD

Six (6) meetings of the Board were held during the year under review.

Details of the meetings of the Board and Committee meeting held during the year is disclosed in Corporate Governance Report.

VIGIL MECHANISM

The vigil mechanism of the Company which also incorporates Whistle Blower Policy as prescribed by SEBI(LODR) Regulations, 2015 includes compliance task force comprising of senior executives of the Company.

The policy of whistle blower is available on our website. The policy is reviewed by the Audit Committee from time to time and no concerns and/or irregularities were reported by the employees till date. Please access our website i.e www.balpharma.com to refer to the whistle blower policy of the Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTFLOW

As per the provisions of Section 134 of the Companies Act, 2013, details relating to the conservation of energy, technology absorption, foreign exchanges earnings and outflow are given as Annexure -3 to this report.

CORPORATE GOVERNANCE

Your Company is committed to maintaining highest standards of Corporate Governance requirements set out by the Securities and Exchange Board of India. A detailed report on the corporate governance system and practises of the Company along with a certificate from the practising Company secretary confirming to the compliance with the corporate governance requirements, are given in a separate section of this report as Annexure-4.

PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEE'S GIVEN OR SECURITY PROVIDED BY THE COMPANY

The Company makes investments and trade advances to its subsidiaries for their business purpose. Details of loans, investments and advances covered under Section 186 of the Companies Act, 2013, form part of the notes to the financial statements provided in this annual report.

DEPOSITS

Your Company has not accepted any deposits from the public falling within the purview of Section 73 of the Companies Act, read with Companies (Acceptance of Deposit) Rules, 2014.

Mr. Shaielsh Siroya, Managing Director of the Company has given advance of an amount of Rs 2.41 Crores for meeting its short term working capital requirements of the Company and has given declaration pursuant to rule 2 (1) (c)(viii) of the Companies (Acceptance of Deposit) Rules,2014 that the amount being given is unsecured loan and is not being given out of funds acquired by him by borrowing or accepting from others.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY BETWEEN THE END OF THE FINANCIAL YEAR AND UPTO THE DATE OF THIS REPORT

There have been no material changes or commitments affecting the financial position of the Company between the end of the financial year and as on the date of this report. There has been no change in the nature of business or constitution of the Company.

EXTRACT OF THE ANNUAL RETURN

In accordance with Section 134 (3) (a) of the Companies Act, 2013, an extract of the Annual return of the Company for the financial year 2019-20 in Form MGT-9 is uploaded on our website. The same can be assessed through the web link i.e www.balpharma.com.

CORPORATE SOCIAL RESPONSIBILITY

As per the provisions of Section 135 of the Companies Act, 2013, the Company has constituted a CSR committee. As on the date of report following are the Composition.

1. Mr. H S Venkatesh	-	Chairman
2. Dr. S. Prasanna	-	Member
3. Mr. Shailesh Siroya	-	Member

The Committee has formulated a Corporate Social Responsibility policy which recommends the social activities to be undertaken by the Company, as specified in Schedule VII of Companies Act, 2013. A copy of the said policy is available on the website i.e http://www.balpharma.com/pdf/finance/irl/CSR%20Policy.pdf The Committee has not recommended any CSR budget for the financial year 2019-2020, due to inadequate profits.

HUMAN RESOURCES

Human resources of the Company have major share in the growth and development of the Company. The Company continues to hire new talent in order to keep pace with the new projects and initiatives undertaken. The Management of the Company aims to strengthen its employee relations through progressive people management.

LISTING WITH STOCK EXCHANGES

The Equity Shares of the Company continued to be listed on BSE Limited, and National Stock Exchange of India Ltd, and the Company has paid the annual listing fees for F.Y 2020-21 to the Exchanges.

PARTICULARS OF EMPLOYEES

There are no employees who are in receipt of remuneration in excess of the limits prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013, read with Rules 5(1), 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached as "Annexure -5" to this report.

CEO & CFO CERTIFICATION:

The CEO and CFO of the Company in their submission to the Board have confirmed that the annual financial statements presents a true and fair view of the Company's affairs and do not omit any material facts, which may make the statements or figures contained therein either misleading or false.

INSURANCE COVERAGE

The Management of the Company wishes to confirm that all the movable, immovable and current assets of the Company are covered with comprehensive and adequate insurance cover.

CREDIT RATING

The discipline with which the Company conducts its financial transactions is reflected in the BB rating given by the credit rating agency ICRA for the financial year 2019-20. The Management of the Company aims at further improving its credit rating during the current financial year.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an anti-sexual harassment policy on lines with the requirements of the sexual harassment of women at the workplace (Prevention, Prohibition and Redressal) Act, 2013. All the employees of the Company either they are permanent, contractual, temporary or trainees, are covered by the policy.

The following is the summery of the Complaints regarding sexual harassment, received and redressed during the financial year 2019-20.

Number of Complaints received during the year	:	Nil
Number of Complaints resolved	:	NA
Number of Complaints pending at the end of the year	:	NA

GENERAL INFORMATION:

Your Directors reports that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review.

1 Details relating to the deposits covered under Chapter V of the Companies Act, 2013.

2 Issue of equity shares with differential voting rights with respect to dividend, voting etc.

3. Issue of shares (including sweat equity shares) to the employees of the Company under any scheme.

4. Neither the Managing Director nor the whole time Directors of the Company receive any remuneration or commission from any of its subsidiaries.

5. No significant or material orders were passed by the regulators or courts or tribunals which impacts the going concern status of the Company and its operations in future.

6. No fraud has been reported by the Auditors to Audit Committee or the Board during the year.

Appreciation

Your Directors express their gratitude to the Company's customers, shareholders, employees, business partners' viz. distributors, suppliers, medical professionals, Company's bankers, financial institutions including investors for their valuable, sustainable support and co-operation.

For and on behalf of Board of Directors
Bal Pharma Limited

Place: Bengaluru	**Dr. Subba Rao Prasanna**	**Shailesh D Siroya**
Date: 29/07/2020	Whole-Time Director	Managing Director
	DIN: 00084602	DIN: 00048109

Annexure-I

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2020

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To
The Members
Bal Pharma Limited
Bangalore

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Bal Pharma Limited (CIN: L85110KA1987PLC008368)** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31.03.2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31.03.2020 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;
(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
b. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
c. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
d. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
e. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
g. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
I. Circulars/Guidelines issued there under;

(vi) The Industry specific laws applicable to the Company are as follows:
a. Pharmacy Act, 1948
b. Drugs and Cosmetics Act, 1940
c. Homoeopathy Central Council Act, 1973
d. Drugs and Magic Remedies (Objectionable Advertisement) Act, 1954
e. Narcotic Drugs and Psychotropic Substances Act, 1985

f. Conservation of Foreign Exchange and Prevention of Smuggling Activities Act, 1974
g. The Medicinal & Toilet Preparations (Excise Duties) Act, 1955
h. Petroleum Act, 1934
I. Poisons Act, 1919
j. Food Safety and Standards Act, 2006
k. Insecticides Act, 1968
l. Biological Diversity Act, 2002
m. The Indian Copyright Act, 1957
n. The Patents Act, 1970
o. The Trade Marks Act, 1999

(vii) The other general laws as may be applicable to the Company including the following:

(1) Employer/Employee Related Laws & Rules:

i. Industries (Development & Regulation) Act, 1951
ii. The Factories Act, 1948
iii. The Employment Exchanges (Compulsory notification of Vacancies) Act, 1959
iv. The Apprentices Act, 1961
v. The Employees Provident Fund & Miscellaneous Provisions Act, 1952
vi. The Employees State Insurance Act, 1948
vii. The Workmen's Compensation Act, 1923
viiii. The Maternity Benefits Act, 1961
ix. The Payment of Gratuity Act, 1972
x. The Payment of Bonus Act, 1965
xi. The Industrial Disputes Act, 1947
xii. The Trade Unions Act, 1926
xiii. The Payment of Wages Act, 1936
xiv. The Minimum Wages Act, 1948
xv. The Child Labour (Regulation & Abolition) Act, 1970
xvi. The Contract Labour (Regulation & Abolition) Act, 1970
xvii. The Industrial Employment (Standing Orders) Act, 1946
xviii. Equal Remuneration Act, 1976
xix. Inter-State Migrant Workmen (Regulation of Employment and Conditions of Services) Act, 1979
xx. The Sexual Harassment of Women at Work Place (Prevention, Prohibition & Redressal) Act, 2013
xxi. Persons with Disabilities (Equal Opportunities, Protection of Rights and Full Participation) Act, 1996
xxii. Prohibition of Employment as Manual Scavengers and their Rehabilitation Act, 2013
xxiii. Dangerous Machines (Regulation) Act, 1983
xxiv. Indian Boilers Act, 1923
xxv. The Karnataka Shops & Establishments Act, 1961
xxvi. The Industrial Establishments (National and Festival Holidays) Act, 1963
xxvii. For majority of Central Labour Laws, the State has introduced Rules [names of each of the Rules is not included here]

(2) Environment Related Acts & Rules:

i. The Environment Protection Act, 1986
ii. The Water (Prevention & Control of Pollution) Act, 1974
iii. The Air (Prevention & Control of Pollution) Act, 1981
iv. Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008.

3) Economic/Commercial Laws & Rules:

a) The Competition Act, 2002
b) The Indian Contract Act, 1872
c) The Sales of Goods Act, 1930
d) The Forward Contracts (Regulation) Act, 1952
e) The Indian Stamp Act, 1899
f) The Transfer of Property Act, 1882

I have also examined compliances with the applicable clauses of the Secretarial Standards issued by the Institute of Company Secretaries of India on the Board and General Meetings i.e. SS - 1 and SS – 2.

During the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above as may be applicable during the year under review. Certain non material findings made during the course of the audit relating to the provisions of Companies Act, Secretarial Standards, Labour Laws were addressed suitably by the Management. Following are my observations/recommendation on the overall compliance of the Company:

a) The Company has not obtained prior approval from the Shareholders for re-appointment of Independent Director pursuant to Section 149 of the Companies Act, 2013. However, such approval was obtained subsequently.
b) The Company needs to take proper steps to comply with compliances under Secretarial Standards on Board and General Meetings i.e. SS - 1 and SS – 2.
c) Minor lapses were observed in relation to filing of returns with the Ministry of Corporate Affairs, Factories Act and Labour Laws. There were cases of non payment of PF and ESI within the prescribed time.

Further, I report that with regard to financial and taxation matters, I have relied on the Audit Report, Limited Review Report and the Internal Audit Report provided by the Statutory/Internal Auditor as the case may be.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors which took place during the period under review were carried out in compliance with the provisions of the Act except for the one point mentioned in the above observation.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the Meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes as per the practice followed. However, during the period under report, there was no such case instance.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that I could not physically verify few documents/registers/returns due to Lockdown situation in relation to outbreak of Pandemic Covid-19 and I have relied up on the soft copies/information shared with me.

Parameshwar G. Bhat
FCS No.: 8860
C P No.: 11004
UDIN: F008860B000522428

Place: Bangalore
Date: 29.07.2020

Note: This report is to be read with our letter of even date which is annexed as Annexure and forms an integral part of this report.

Annexure

My report of even date is to be read along with this letter:

- Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.
- I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records. I believe that the processes and practices, I have followed provide a reasonable basis for our opinion.
- I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company including records under Income Tax Act, Central Excise Act, Customs Act, GST Act.
- Where ever required, the Company has represented about the compliance of laws, rules and regulations and happening of events etc as applicable from time to time.
- The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of Management. My examination was limited to the verification of procedures on test basis.
- The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

Place: Bangalore
Date: 29.07.2020

Parameshwar G. Bhat
FCS No.: 8860
C P No.: 11004

Annexure-2

Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

Particulars				(Amount in Rs)
Sl. No.	1	2	3	4
Name of the subsidiary	Lifezen Healthcare Private Ltd.	Bal Research Foundation	Balance Clinics LLP	Golden Drugs Private Ltd.
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA	NA	NA
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA	NA	NA	NA
Share capital	2,00,00,000	10,00,000	10,00,000	3,59,00,000
Reserves & surplus	(16,94,81,962)	(10,07,083)	(1,63,26,262)	(1,32,30,736)
Total assets	15,42,63,777	6,10,000	49,73,022	19,11,86,136
Total Liabilities	30,49,35,084	6,17,083	2,02,99,284	16,61,95,518
Investments	0	0	0	0
Turnover 96,20,941	0	37,30,356	98,77,352	
Profit before taxation	(1,32,72,751)	(2,15,063)	(15,77,790)	(1,78,56,467)
Provision for taxation	(23,839)	0	34,915	(46,42,682)
Profit after taxation	(1,32,48,912)	(2,15,063)	(16,12,705)	(1,32,13,786)
Proposed Dividend	NA	NA	NA	NA
% of shareholding	50.5%	80%	80%	100%

1. Names of subsidiaries which are yet to commence operations- NA
2. Names of subsidiaries which have been liquidated or sold during the year- NA

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures	AB VET Pharma Pty Ltd (Overseas Joint Venture)
1. Latest audited Balance Sheet Date	31.03.2020
2. Shares of Associate/Joint Ventures held by the company on the year end	
Amount of Investment in Associates/Joint Venture Extend of Holding %	50 (Australian $) 50%
3. Description of how there is significant influence	Bal Pharma holds 50% shares of AB VET Pharma Pty Ltd
4. Reason why the associate/joint venture is not consolidated	NA
5. Net worth attributable to Shareholding as per latest audited Balance Sheet	-
6. Profit / Loss for the year	-
I. Considered in Consolidation	NA
Not Considered in Consolidation	-

1. Names of associates or joint ventures which are yet to commence operations- AB Vet Pharma Pty Ltd.
2. Names of associates or joint ventures which have been liquidated or sold during the year - NA

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified.

Annexure-3

CONVERSION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTFLOW:

The Company is planning to shift its focus from utilization of conventional energy sources like gas, oil, coal etc to non-conventional energy sources like solar and wind energy. Even though the cost of migrating to the non-conventional energy resources is high due to expenditure on infrastructures etc but in the long run, the energy generated from non-conventional resources will be cost effective and will also result in emission of less carbon into the environment.

a) **Technology absorption & Adaptation:**

The Research and Development wing in the Active Pharmaceutical Ingredient department of Bal Pharma Limited has stayed its course on developing new and economical methods for products possessing medicinal properties. These now include cardio related drugs which reduce heart rates and prevent heart attacks. Some in this category inhibit platelet aggregation and treat deep vein thrombosis.

Also under development are drugs for hyperparathyroidism and benign prosthetic hyperplasia. At the other end, work is in progress on bladder muscle relaxants.

Another class of drugs that is receiving R & D's attention is connected with antidepressants. Depression is a serious malady that affects a large number of people. The drugs for the treatment of this ailment have been receiving great attention. Such drugs have good export potential from the country.

Metal chelators which remove excess unwanted and, at times toxic, impurities from the human body is an additional field which Bal Pharma is working on. These are drugs that form clathrates with excess metals rejected by the body and excrete them out.

In continuance of its specialization, Bal Pharma is focusing on developing novel antihistaminic compounds.

Expenditure on R&D during the financial year ended 31-03-2020:

Amount (In Rs Lakh)

Capital Expenditure	74.44
Revenue Expenditure	208.63
Total Expenditure	**283.07**
Total R&D expenditure as a percentage of total turnover.	**1.6%**

Foreign Exchange earnings and outflow:

Amount (In Rs Lakh)

	2019-2020	**2018-19**
Total Foreign Exchange Earnings	10,345.49	12,655.62
Total Foreign Exchange outflow	2,716.80	3,599.89
a) Towards purchase of raw materials	2,453.94	3,319.85
b) Towards purchase of capital goods.	-	-
c) Towards other foreign currency payments		
I) Travelling Expenses	70.84	53.54
ii) Registration fees	12.06	12.54
iii) Commission on Export Sales	73.01	76.58
iv) Export Promotion Expenses	106.95	137.38

CORPORATE GOVERNANCE REPORT FOR THE FINANCIAL YEAR-2019-2020 Annexure-4

Bal Pharma Limited believes that a good corporate governance practice is all about maintaining a transparent and significant emphasis on Corporate trustworthy relationship with all its stakeholders, be it its employees, shareholders, vendors, lenders and policy makers. Corporate Governance practices of the Company encompass a set of system and practises which are aimed at meeting the investors aspirations and societal expectations. The Board considers itself as a Trustee of its Stakeholders and acknowledges its responsibilities towards them for safeguarding their interests.

1. BOARD OF DIRECTORS :

1.1 Composition :

During the year under review, the Board consist of 6 Directors, of which 3 Directors are Independent Directors (including 1 Women Director). The composition of the Board is in conformity with the relevant Regulations of the SEBI (LODR) Regulations, 2015.

Composition of the Board is as follows:

Sl. No.	Name of the Director	DIN	Designation
1)	Mr. Shailesh Siroya	00048109	Managing Director
2)	Dr. S. Prasanna	00084602	Whole-Time Director
3)	Dr. C.V Srinivas (w.e.f 29.06.2019)	08495304	Independent Director
4)	*Mrs Sarika Bhandari(Upto 27.03.2020)	07140112	Independent Director
5)	*Mr. Pramod Kumar.S (Upto 24.02.2020)	00719828	Independent Director
6)	$Mr. Himesh Virupakshya	08554422	Additional Director (Whole- Time Director)
	Post Financial year, 31st March, 2020		
7)	Mr. H S Venkatesh	01776040	Independent Director (Additional)
8)	Ms. Nicola Neeladri	01997936	Independent Director (Additional)

**** Mr. Pramod Kumar S and Mrs Sarika Bhandari, Independent Directors ceased to be Directors on the Board of the Company w.e.f 24./02./2020 and 27./03./2020 respectively.***

$ Mr. Himesh Virupakshya was appointed as Whole-Time Director w.e.f 28.09.2019.

 # Mr. H S Venkatesh and Ms Nicola Neeladri were inducted into the Board of the Company as Additional and Independent Director w.e f 23.05.2020.

All the Independent Directors possess the requisite qualifications and are experienced in their own fields. None of the Directors is a Director in more than Eight (8) Listed Companies or Ten (10) Public Limited Companies or acts as an Independent Director in more than Seven (7) Listed Companies. Further, none of the Directors are the members of more than Ten Committees or Chairman of more than five Committees in Public Listed Companies in which they are Directors. Necessary disclosures have been obtained from all the Directors regarding their Directorship's and have been taken on record by the Board.

The Board of Directors confirms that all the Independent Directors of the Company ful-fill the conditions specified under SEBI (LODR) Regulations, 2015 and are Independent of the Management of the Company.

1.2 Board Meetings:

During the financial year under review, 6 (Six) Board Meetings were held on 30-05-2019, 29-06-2019, 13-08-2019, 28-09-2019, 14-11-2019, and 12-02-2020. Compositions of the Board, attendance of the members of the Board at the Board meetings and Annual General Meeting along with their Chairmanship/Membership on Boards/Committees as on 31.03.2020, are as furnished below:

Sl. No.	Name of Director	Category	No. of Board Meeting attended during the year	Whether attended last AGM held on September, 23 2019	Number of Directorships in other Public Companies as on this Report		Number of Committee positions held in other Public Companies as on this Report		Directorship in other listed entity (Category of Directorship) as on this Report
					As Chairman	As Member	As Chairman	As Member	
1	Mr. Shailesh Siroya	Executive Director	6	Yes	0	0	0	0	0
2	Dr. S. Prasanna	Executive Director	6	Yes	0	0	0	0	0
3	Dr.C.V Srinivas	Non-Executive Independent Director	3	Yes	0	0	0	0	0
4	*Mr. Pramod Kumar S	Non-Executive	6	Yes	0	1	0	1	1. Sunil Agro Foods Limited- Executive Director, CEO
5	**Mrs Sarika Bhandari	Non-Executive	5	No	0	1	1	2	1. Sunil Agro Foods Limited- Independent Director
6	$Mr. Himesh Virupakshya	Executive Director	2	No	0	0	0	0	0
7	#Mr. H S Venkatesh	Non-Executive Additional Independent Director	NA	NA	0	1	1	1	1. Mro-Tek Realty Limited Independent Director
8	#Ms Nicola Neeladri	Non-Executive Additional Independent Director	NA	NA	0	4	0	7	1. Mro-Tek Realty Limited Independent Director 2. Opto Circuits (India) Limited- Indepndent Director

**** Mr. Pramod Kumar S ceased to be the Independent and Non- Executive Director of the Company w.e.f 24.02.2020 due to his personal reasons and also confirmed that there is no material reason for his exit from the Board other than what is stated above.***

*****Mrs Sarika Bhandari, to be the Independent and Non- Executive Director of the Company w.e.f 27/03/2020 due to completion of her tenure of 5 years.***

$ Mr. Himesh Virupakshya was appointed as Whole-Time Director w.e.f 28.09.2019.

 # Mr. H S Venkatesh and Ms Nicola Neeladri were inducted into the Board as Non Executive and Independent Director w.e f 23.05.2020.

Notes:

1. Other directorships excludes Foreign Companies, Private Limited Companies and alternate Directorships.
2. Only membership in Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee and Corporate social Responsibility Committee have been reckoned for other Committee memberships.
3. None of the Directors has any Directorship in other listed Companies other than stated above.
4. All the Directors possess requisite qualifications, experience and expertise in leadership, Mentorship, Business ethics and vision to achieve the goals of the Company, which the Board has identified as key functional areas which a Director should possess and which are in sync with the business and operations of the Company.
5. There are no inter-se relationships between our Board members.

Declaration under Schedule V, Part C, Clause 10 (i) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018:

All the Directors have confirmed that they are neither debarred nor disqualified from being appointed or continuing as Director by Securities and Exchange Board of India / The Ministry of Corporate Affairs or any such statutory authority. The Company has obtained a Certificate to this effect from Mr. Vijayakrishna K.T., Practising Company Secretary, Bangalore as mandated under Schedule V, Part C, Clause 10(i) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018.

Brief profile of the Board of Directors as on date of this Report are:

i) Mr. Shailesh D Siroya, Managing Director

Mr. Shailesh D Siroya is the Chief Promoter and Managing Director of the Company and with over 28 years of pharmaceutical Industry experience. He is Graduate from Akron University, Ohio, USA and is heading the Management team of the Company since its inception.

ii) Dr. S Prasanna, Executive Director

Dr. S Prasanna is a Whole-Time Director of the Company from 1992 onwards. He is Post Graduate in science and hold Phd. in Organic Chemistry from Indian Institute of Science(IIS), Bangalore. He is heading Research and Development division of the Company.

iii) Mr. Himesh Virupakshaya, Executive Director

Mr. Himesh Virupakshaya is a qualified Chemical engineer with over 32 years of experience in the field of manufacturing of API and has served several reputed pharmaceutical Companies including Bal Pharma Limited.

iv) Dr. CV Srinivas, Independent Director

Dr. CV Srinivas is an ENT Surgeon with over 20 years of experience in the field of Medical Consultation, Health Care, ENT Surgeries, Advisory Services and Clinical Research Studies.
He advises the Company in its R & D department and commercialisation of new molecules in market.

v) Mr. H S Venkatesh, Independent Director

Mr. H S Venkatesh is a Chartered Accountant by profession with over 35 years of experience in Audit, Finance, Fund Management and Statutory Compliances.

vi) Ms Nicola Neeladri, Independent Director

Ms Nicola Neeladri is a graduate in Arts with over 10 years of experience in diverse businesses including the wellness industry.

In the Opinion of the Board, the Independent Director posses the integrity, expertise and experience and are the person of high integrity and repute. They fulfil the conditions specified in the Companies Act, 2013 and the rules made thereunder and are independent of the management

Detail Profile of the Board of Directors of our Company are also uploaded on our website
http://www.balpharma.com/pdf/finance/irl/Profile%20of%20Directors.pdf

1.3 Skills / expertise / competencies fundamental for the effective functioning of the Company currently available with the Board:

Based on the recommendation of the Committee, the Board re-affirmed the matrix setting out the skills/expertise/competence required for the Board in the context of the business and sector. The matrix inter-alia included areas such as Global Business, Strategy and Planning, Governance, Pharma Expertise, Finance and Accounts, Research and Development. As on the date of this Report, details of the Directors and their skills/expertise/competencies are following:

Skills/expertise/ competencies	Mr. Shailesh Siroya	Dr. S Prasanna	$Mr. Himesh Viru pakshaya	Dr. C V Srinivas	*Mr. Pramod Kumar S	*Mrs. Sarika Bhandari	#Mr. H S Venkatesh	#Ms Nicola Neeladri
Global Business	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Strategy and Planning	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Governance	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Pharma Expertise or Industrial Knowledge	Yes	Yes	Yes	Yes	-	-	-	-
Finance and Accounts	Yes	-	-	-	-	-	Yes	-
Research and Development	Yes	Yes	-	Yes	-	-	-	-

$ Mr. Himesh Virupakshya was appointed as Whole-Time Director w.e.f 28.09.2019.
**** Mr. Pramod Kumar S ceased to be the Independent and Non- Executive Director of the Company w.e.f 24.02.2020 and Mrs Sarika Bhandari, to be the Independent and Non- Executive Director of the Company w.e.f 27/03/2020 due to completion of her tenure of 5 years.***
 # Mr. H S Venkatesh and Ms Nicola Neeladri were inducted into the Board as Non Executive and Independent Director w.e f 23.05.2020.

The eligibility of a person to be appointed as a Director of the Company is dependent on whether the person possesses the requisite skill sets identified by the Board as above and whether the person is a proven leader in running a business that is relevant to the Company's business or is a proven academician in the field relevant to the Company's business. The Directors so appointed are from diverse backgrounds and possess special skills with regard to the industries / fields from where they come.

1.4 TRANSACTIONS OF THE BOARD

Board Meetings are governed by structured agenda. The Board, in consultation with the Chairman, may bring up any matter for the consideration of the Board. All major agenda items are backed by comprehensive background information to enable the Board to make informed decisions. Agenda papers and all the supporting information are circulated at least seven working days prior to the Board meeting date among the Board members.

The following are, among other things tabled before the Board's for its periodic review/information/approval:

- Annual operating plans and budgets and any updates.
- Capital budgets and any updates.
- Quarterly results for the Company and its operating divisions or business segments.
- Minutes of meetings of the Audit Committee and of Subsidiaries and other Committees of the Board.
- The information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of Chief Financial Officer and the Company Secretary.
- Show cause, demand, prosecution notices and penalty notices which are materially important.
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
- Any material default in financial obligations to and by the company, or substantial non payment of goods sold by the company.
- Any issue, which involves possible public or product liability claims of substantial nature, including any judgement or order which, may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the company.
- Details of any joint venture or collaboration agreement.
- Transactions which involve any substantial payment towards goodwill, brand equity or intellectual property.

- Significant labour problems and their proposed solutions.Any significant development in Human Resources/ Industrial Relations front like signing of wage agreement, implementation of Voluntary retirement Scheme etc.
- Sale of investments, subsidiaries, assets which are material in nature and not in normal course of business
- Quarterly details of foreign exchange exposures and the steps taken by management to limit the risk of adverse exchange rate movement, if material.
- Non-Compliance of any regulatory, statutory or listing requirements and shareholder services such as non payment of dividend, delay in share transfer etc.

1.5 BOARD COMMITTEES:

Currently, the Board has 5 (five) Committees namely (1) Audit Committee (2) Nomination and Remuneration Committee (3) Stakeholders' Relationship Committee (4) Corporate Social Responsibility Committee and (5) Banking Transaction Committee (Non Statutory Committee).

The Board decides the terms of reference of these Committees and the assignment of its Members thereof.

2.AUDIT COMMITTEE:

The Audit Committee assists the Board in the dissemination of financial information and in overseeing the financial and accounting processes in the Company. The terms of reference of Audit Committee covers all matters specified in SEBI (LODR) Regulations, 2015 and also those specified in Section 177 of Companies Act, 2013.

The terms of reference broadly include:

1. Review of internal Audit Reports and action taken reports.
2. Assessment of the efficiency of internal control systems/ financial reporting systems and reviewing the efficiency of the financial policies and the practices followed by the company.
3. Review of the compliances with the legal and Statutory requirements, the quarterly and annual financial statement and related party transactions and report its findings to the Board.
4. Recommendations of the appointment of the Internal Auditor, Statutory Auditor and Cost Auditor.
5. Noting of any default in the payments to creditors and shareholders.
6. Such other matters as may be specifically referred to it by the Board.

The Audit Committee comprises of the following Directors for the year ended 31st March, 2020:

Sl. No.	Name & Designation of the Member	Category
1.	Mr. Pramod Kumar.S, Chairman*	Independent Director
2.	Mrs. Sarika Bhandari, Member*	Independent Director
3.	Dr. C V Srinivas, Member	Independent Director
4.	**Mr. H S Venaktesh (w.e.f 23.05.2020), Chairman	Additional and Independent Director
5.	**Ms. Nicola Neeladri (w.e.f 23.05.2020), Member	Additional and Independent Director

**** Mr. Pramod Kumar S and Mrs Sarika Bhandari, Independent Directors ceased from their Directorship w.e.f 24/02/2020 and 27/03/2020 respectively.***
***** Ms. Nicola Neeladri and Mr. H S Venaktesh were inducted in this Committee of the Board after their appointment w.e.f 23.05.2020***

The Audit Committee was reconstituted after induction of Mr. H S Venkatesh and Mrs Nicola Neeladri in the Board as an Independent Director w.e.f 23.05.2020 and Mr. H S venkatesh was appointed as a Chairman of the Audit Committee.
During the year under review, the Committee comprised of three Independent Directors all of whom are financially literate and have relevant finance/

audit exposure.

The Company Secretary acts as the Secretary to the Committee.

The composition of the Audit Committee is as per the SEBI (LODR) Regulations, 2015. Chairman of the Audit Committee was present at the previous Annual General Meeting of the Company held on 23rd September, 2019.

The Audit Committee met four (4) times during the year on 30-05-2019, 13-08-2019, 14-11-2019 and 12-02-2020. The details are as follows:

Sl. No.	Name of the Member	Number of meeting attended
1.	Mr. Pramod Kumar.S,	4
2.	Mrs. Sarika Bhandari,	4
3.	Dr. C V Srinivas,	2

* Mr. Pramod Kumar S and Mrs Sarika Bhandari, Independent Directors ceased from their Directorship w.e.f 24/02/2020 and 27/03/2020 respectively.

3. NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee functions as per the provisions of Section 178 of the Companies Act, 2013.

3.1 Brief description of terms of reference:

- To guide the Board in relation to appointment and removal of the Directors, Key Managerial Personnel and Senior Management.
- To evaluate the performance of the Board and provide necessary report to the Board for further evaluation of the Board.
- To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and commitment relating to the Company's operations.
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- To devise a policy on Board diversity.
- To develop a succession plan for the Board and to regularly review the plan.

3.2 The Nomination and Remuneration Committee comprises of the following Directors:

Sl. No.	Name & Designation of the Member	Category
1.	Mr. Pramod Kumar.S, Chairman*	Independent Director
2.	Mrs. Sarika Bhandari, Member*	Independent Director
3.	Dr. C V Srinivas, Member	Independent Director
4.	**Mr. H S Venaktesh (w.e.f 23.05.2020), Chairman	Additional and Independent Director
5.	**Ms. Nicola Neeladri (w.e.f 23.05.2020), Member	Additional and Independent Director

*** Mr. Pramod Kumar S and Mrs Sarika Bhandari, Independent Directors ceased from their Directorship w.e.f 24/02/2020 and 27/03/2020 respectively.**

**** Ms. Nicola Neeladri and Mr. H S Venaktesh were inducted in this Committee of the Board after their appointment w.e.f 23.05.2020**

The Nomination and Remuneration Committee was reconstituted after induction of Mr. H S Venkatesh and Mrs Nicola Neeladri in the Board as an Independent Director w.e.f 23.05.2020 and Mr. H S Venkatesh was appointed as a Chairman of this Committee.

The Nomination and Remuneration Committee met Five (5) times during the year on 29-05-2019, 29-06-2019, 13-08-2019, 28-09-2019 and

14-11-2019.The details are as follows:

Sl. No.	Name of the Member	Number of meeting attended
1.	Mr. Pramod Kumar.S	5
2.	Mrs. Sarika Bhandari	5
3.	Dr. C V Srinivas	2

*** Mr. Pramod Kumar S and Mrs Sarika Bhandari, Independent Directors ceased from their Directorship w.e.f 24/02/2020 and 27/03/2020 respectively.**

3.3 Remuneration Policy:

The Company has framed detailed Remuneration Policy as per the requirement of Companies Act, 2013.The policy is available on the website of the Company www.balpharma.com

3.4 The Nomination and Remuneration Committee is also authorized to function as 'Compensation Committee' under SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999.

3.5 The Remuneration paid to Mr. Shailesh Siroya (Managing Director), Dr. S. Prasanna, (Whole Time Director), Mr. Virupakshaya Himesh (Additional Executive Director) and sitting fee paid to Non-executive Director and Independent Directors, during the year 2019-20 are as under:

Sl. No.	Particulars	Mr. Shailesh Siroya	Dr. Subbarao Prasanna	Dr. C V Srinivas	Mr. Pramod Kumar S	Mrs. Sarika Bhandari	Mr. Himesh Virupakshaya
1.	Salary and Perquisites	Rs.1,02,00,000	Rs.33,60,000	NA	NA	NA	Rs. 14,40,000
2.	Sitting Fees	N.A	N.A	Rs.8,000	Rs.16,000	Rs.15,000	N.A
	TOTAL	Rs.**1,02,00,000**	Rs.**33,60,000**	Rs.**7,000**	Rs.**16,000**	Rs.**15,000**	Rs.**14,40,000**

Remuneration paid to Whole Time Directors, KMPs and Employees of the Company is based on the Remuneration policy adopted by the Company.

3.6 There were no pecuniary relationships or transactions of the Non-executive Directors vis-a-vis the Company during the Financial Year ended 31st March, 2020.

Performance Evaluation Criteria for Independent Directors:

The performance evaluation criteria for independent directors is determined by the Nomination and Remuneration Committee. An indicative list of factors on which evaluation was carried out includes participation and contribution by the Independent Director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behaviour and judgement.

3.7 Details of Equity Shares held by Non- executive Directors as on 31.03.2020:

Sl. No.	Director	No. of Equity Shares held
1.	Mr. C V Srinivas,	NIL
2.	Mr. Pramod Kumar.S, Chairman	NIL
3.	Mrs. Sarika Bhandari, Member	NIL

4. STAKE HOLDERS' RELATIONSHIP COMMITTEE:

4.1 The Committee consists of the following members of the Board:

Sl. No.	Name & Designation of the Member	Category
1.	Mr. Pramod Kumar.S, Chairman*	Independent Director
2.	Mrs. Sarika Bhandari, Member*	Independent Director
3.	Dr. C V Srinivas, Member	Independent Director
4.	Mr. Shailesh Siroya, Member	Executive Director
5.	**Mr. H S Venaktesh (w.e.f 23.05.2020), Chairman	Additional and Independent Director
6.	**Ms. Nicola Neeladri (w.e.f 23.05.2020), Member	Additional and Independent Director

**** Mr. Pramod Kumar S and Mrs Sarika Bhandari, Independent Directors ceased from their Directorship w.e.f 24/02/2020 and 27/03/2020 respectively.***
***** Ms. Nicola Neeladri and Mr. H S Venaktesh were inducted in this Committee of the Board after their appointment w.e.f 23.05.2020***

The Stakeholders' Relationship Committee was reconstituted after induction of Mr. H S Venkatesh and Mrs Nicola Neeladri in the Board as an Independent Director w.e.f 23.05.2020 and Mr. H S venkatesh was appointed as a Chairman of this Committee.

4.2 The Committee meets on need basis to resolve the matters under its reference

4.3 Investor Queries/Requests/ Complaints handled:

Year	Outstanding as on 31.03.2019	Received during the FY 2019-2020	Resolved during the FY 2019-2020	Pending as on 31.03.2020
2019-2020	NIL	0	0	0

As on date of this Report Mrs Preeti Singh is the Company Secretary and Compliance Officer of the Company.

5. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:

5.1 The Committee consists of the following members of the Board:

Sl. No.	Name & Designation of the Member	Category
1.	Mr. Pramod Kumar.S, Chairman*	Independent Director
2.	Mr. Shailesh Siroya, Member	Executive Director
3.	Dr. Subbarao Prasanna	Executive Director
4.	**Mr. H S Venaktesh (w.e.f 23.05.2020), Chairman	Additional and Independent Director

Mr. Pramod Kumar S Independent Director ceased from their Directorship w.e.f 24/02/2020.

***** Mr. H S Venaktesh were inducted in this Committee of the Board after their appointment w.e.f 23.05.2020***

The CSR Committee was reconstituted after induction of Mr. H S Venkatesh in the Board as an Independent Director w.e.f 23.05.2020 and Mr. H S Venkatesh was appointed as a Chairman of this Committee.

5.2 As the Company have inadequate profits during F.Y 2019.20, the Committee has not recommended any CSR budget for F.Y 2020-21 and there was no meeting of CSR committee during the financial year.

6. OTHER COMMITTEES:

6.1 Banking Transactions Committee.

Considering the size and the continuous growth of both the Company and its banking transactions, a Sub-Committee of Board, named as Banking Transactions Committee was constituted on 30th April, 2006 for approving specific banking transactions, annexed below:

i. To review periodically the banking transactions of the Company;
ii. To open new bank accounts for the business purposes of the Company, wherever required;
iii. To close bank accounts of the Company, where required
iv. To change signatories to the bank accounts of the Company, where required;
v. To borrow funds from various Banks and financial institutions, within the limits prescribed towards working capital and for purchase of movable and immovable assets and to create charge of these assets.

The Committee comprises of Mr. Shailesh Siroya, Executive Director, Dr. S Prasanna Executive Director and Mr. H S Venkatesh Independent Director.

7. MEETING OF INDEPENDENT DIRECTORS:

The Independent Directors of the Company had met on 12.02.2020, to review the performance of Non-Independent Directors and the Board as a whole, to review the performance of the Chairperson of the Company and has accessed the quality, quantity and timeliness of flow of information between the Company Management and the Board.

The Company has also during the year conducted familiarization programmes for Independent Directors of the Company and the details of such familiarization programmes was disseminated on the website of the Company
http://www.balpharma.com/pdf/finance/irl/Familiarization%20Programmes%20Imparted%20to%20Independent%20Directors.pdf

8. GENERAL BODY MEETINGS:

8.1 The details of the last three Annual General Meetings held are as follows:

Financial Year	Date	Time	Location
2018-19	23-09-2019	10:30 AM	Bharatiya Vidya Bhavan, Race Course Road, Bangalore – 560 001
2017-18	22-09-2018	11:00 AM	Bharatiya Vidya Bhavan, Race Course Road, Bengaluru – 560001
2016-17	22-09-2017	11:00 AM	Bharatiya Vidya Bhavan, Race Course Road, Bengaluru – 560001

8.2 The Special Resolutions passed by the Company in its 30th, 31st and 32nd AGM(s) are as under:

Date of AGM	AGM No.	Business Transacted by Special Resolution
23-09-2019	32nd	1. To increase Authorised Share Capital of the Company from the existing capital of ₹15,00,00,000/- to ₹ 20,00,00,000/ 2. To Alter the Capital Clause of Memorandum of Association 3. To Alter the Capital clause of Articles of Association 4. To reappoint Mr.Shailesh Dheerajmal Siroya as the Managing Director of the Company and to fix the remuneration. 5. To reappoint Mr. Pramod Kumar. S as an Independent Director of the Company.
22-09-2018	31st	1. To reappoint Dr. Subba Rao Prasanna as the whole time Director of the Company. 2. To increase the investments limits of NRI's and FPI's in the Share Capital of the Company.
22-09-2017	30th	1. To revise the managerial remuneration payable to Mr.Shailesh Siroya, Managing Director. To renew contract with M/s Desa Marketing International.

8.3 e-Voting:

The Company has entered into a tripartite agreement with National Securities Depository Ltd (NSDL) and TSR Darashaw Consultants Private Limited, Mumbai (R&T agents) for providing e-voting facility to shareholders, as specified in Section 108 of the Companies Act, 2013 and Regulation 44 of the SEBI(LODR)Regulations,2015.

8.4 Postal Ballot:

The Company has not passed any resolution by way of Postal Ballot during the Financial year 2019-2020.

9. SUBSIDIARY /ASSOCIATE COMPANIES:

During the year under review, Lifezen Healthcare Private Limited, Bal Research Foundation and Balance Clinics LLP and Golden Drugs Private Ltd continued to be the Subsidiaries/Associates of the Company.

AB Vet Pharma PTY Ltd, incorporated in Melbourne, Australia as a joint venture Company between Bal Pharma Ltd and Akaal Pharma Pty Ltd. This Joint Venture is intended for developing, promoting and marketing of veterinary medicines in the regulated markets. The said Company is yet to commence its commercial operations.

10. WHISTLE BLOWER POLICY:

The Company promotes ethical behaviour in all its business activities and has put in place mechanism of reporting illegal or unethical behaviour.

As per the requirements of the SEBI (LODR) Regulations, 2015, the Company has issued a circular including its employees, about their right to access the Audit Committee for the purpose of bringing to the Committee's notice unethical or improper practices in the Company. The Company affirms that no employee has been denied access to the Audit Committee. The Directors and Management personnel are obliged to maintain confidentiality of such reporting and ensure that the whistle blowers are not subjected to any discrimination.

11. DISCLOSURES:

11.1 Related Party Transactions:

There have been no materially significant related party transactions with the Company's Promoters, Directors, the Management, their Subsidiaries or relatives, which may have potential conflicts with the interest of the Company at large.

The Company has also formulated a policy for determining the material Related Party Transactions and detail of such policies for dealing with related party and the related party transactions are disseminated in the website of the Company, www.balpharma.com

11.2. Compliances:

The Company has complied with the statutes applicable to it during the year under review.

11.3. Demat suspense Account:

As the Company do not have any outstanding /unclaimed shares, not reported the details of the outstanding shares in the demat suspense account.

11.4: Transfer of shares to IEPF Suspense Account:

During the year under review, the Company has not transferred any Equity Shares of the shareholders to the IEPF suspense account, as per the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as there is no dividend outstanding for more than 7 years, as on F.Y 2019.20.

Shareholders holding shares in physical form are advised to encash their Dividend on time to avoid transfer of their shares to IEPF a/c.

11.5 Disclosure under the sexual harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013:

Details are already mentioned in Board Report, forming part of the Annual Report.

12. MEANS OF COMMUNICATION:

a) The Unaudited quarterly financial results of the Company are published in newspapers such as Financial Express, Bengaluru & Mumbai editions and Sanjevani newspapers. The financial results are uploaded on the website on periodic intervals for the benefit of our shareholders.
b) The financial result and other information about the Company were disseminated to the stock exchanges for its updation on their respective websites.
c) Pursuant to the Listing Regulations, all data related to quarterly financial results, shareholding pattern, etc are filed in NEAPS within the time frame prescribed in this regard.
d) No presentations have been made to institutional investors or to analysts.

13. RISK MANAGEMENT:

Risk Management is attempting to identify and then manage threats that could severely impact or bring down the organization. Generally, this involves reviewing operations of the organization, identifying potential threats to the organization and the likelihood of their occurrence, and then taking appropriate actions to address the most likely threats.

The Company has constituted the Risk Management Committee with various functional heads of the Company and the Company Secretary, as its members

14. GENERAL INFORMATION TO SHAREHOLDERS:

a) Annual General Meeting:

Date of Incorporation	May 19, 1987.
CIN	L85110KA1987PLC008368
Date and time of the 33rd Annual General meeting.	25-09-2020 at 10:30 AM
Venue of Annual General Meeting	Through Video Conference ("VC") / other Audio Visual Means("OAVM")
Date of Book Closure	21.09.2020 to 25.09.2020 (both days inclusive)
Financial Year	1st April, 2019-31st March, 2020.

b) Financial Calendar 2020-21 (tentative):

Financial reporting for the first quarter ended on 30-06-2020	On or before 13th September 2020
Financial reporting for the second quarter ended on 30-09-2020	12th November 2020
Financial reporting for the third quarter ended on31-12-2020	On or before 12th February 2021.
Financial reporting for the quarter & year ended on 31-03-2021	On or before 29th May 2021.

c) Particulars of Payment of Dividend for the year ended 31.03.2020:

Directors has not recommended any Dividend for the financial year 2019-20.

d) Listing of Shares:

Name of the Stock Exchange	Stock Code
BSE Ltd (BSE)	524824
National Stock Exchange of India Ltd (NSE)	BALPHARMA
ISIN Number	INE083D01012

The listing fees for the F.Y ended 2020 have been paid for the above stock exchanges.

e) Market Price Data:

Monthly high and low quotations as well as the volume of shares traded at National Stock Exchange of India Limited during F.Y 2019-2020 are as under:

Month	Month's High Price Rs Rs	Month's Low Price Rs Rs	Total volume of shares traded
2019-04-01	78.30	69.00	5,29,143
2019-05-01	70.40	55.05	2,26,056
2019-06-01	69.00	52.65	1,70,219
2019-07-01	57.90	39.90	1,59,214
2019-08-01	54.00	33.05	5,01,944
2019-09-01	50.60	36.85	3,11,597
2019-10-01	40.50	36.15	1,10,342
2019-11-01	50.00	38.50	3,24,184
2019-12-01	44.20	38.35	1,02,648
2020-01-01	53.90	39.75	8,11,397
2020-02-01	47.35	35.10	2,42,940
2020-03-01	42.40	23.00	2,54,527

Monthly high and low quotations as well as the volume of shares traded at BSE Limited, during 2019-2020 are as under:

Month	Month's High Price Rs	Month's Low Price Rs	Total volume of shares traded
2019-04-01	78.50	68.70	72,023
2019-05-01	72.00	56.65	36,229
2019-06-01	69.00	52.10	31,919
2019-07-01	57.65	40.55	26,435
2019-08-01	54.00	33.10	83,844
2019-09-01	50.75	37.60	28,431
2019-10-01	42.00	35.80	31,142
2019-11-01	49.90	38.65	42,107
2019-12-01	47.00	39.00	9,607
2020-01-01	53.45	40.45	97,162
2020-02-01	47.45	35.00	89,504
2020-03-01	40.80	24.10	48,317

f) Distribution of Shareholding as on 31.03.2020:

Monthly high and low quotations as well as the volume of shares traded at National Stock Exchange of India Limited during F.Y 2019-2020 are as under:

Range Start	Range End	Total Shares	Percentage to capital	Total Number of shareholders	% of Total Security holders
1	2,000	23,73,776	16.75	11,203	96.69
2,001	3,000	3,00,425	2.12	117	1.01
3,001	4,000	2,31,029	1.63	64	0.55
4,001	5,000	2,70,753	1.91	58	0.50
5,001	10,000	4,90,565	3.46	64	0.55
10,001	20,000	5,54,593	3.91	39	0.34
20,001	30,000	2,33,746	1.65	9	0.08
30,001	40,000	70,680	0.50	2	0.02
40,001	50,000	2,94,880	2.08	6	0.05
50,001	99,99,99,999	93,51,925	65.99	25	0.22
		1,41,72,372	**100.00**	**11,587**	**100.00**

g) Categories of Shareholders as on 31.03.2020

Sl No.	Category	No of Shareholders	No of shares held	% of shareholding
01	Financial Institutions/Banks	03	2555	0.01
02	Mutual Fund	01	200	0.001
03	Body Corporates	69	1,74,641	1.23
04	HUF	243	3,18,165	2.24
05	NRI's	113	20,69,371	14.60
06	Promoters, Directors & Relatives	13	60,16,482	42.45
07	Indian Public	10,839	55,90,958	39.44
	TOTAL	**11,281**	**1,41,72,372**	**100**

h) Detail of shares held in Demat and Physical form:

Name of the Depository	Number of shares held	% of share held
NSDL	9160171	64.63
CDSL	4776443	33.70
Physical	235758	1.67
Total	14172372	100

i) Share Transfer System:

The Company's shares are listed and traded on the Stock Exchange in compulsory Demat mode. Shares in physical form which are lodged for transfer at the investor Service Centre of our R&T agent are processed and credit of shares have been given to the investors Demat account.

Periodical audits are carried out at the office of the Share Transfer Agents by independent Practising Company Secretary and requisite Compliance Certificates/Reports are obtained by the Company from Practising Company Secretary.

TSR Darashaw Consultants Private Limited, Mumbai, is the Share Transfer Agent of the Company for both physical and electronic mode of transfer of the Company's shares. Transfer of shares held in the physical mode are approved within a maximum period of 15 days, if found in order. Shares under objection are returned within 7 days. Shares are trade-able in the electronic form only

Share Transfers are registered and returned within a period of 30 days from the date of receipt, if the documents are clear in all respects.

The Demat requests are processed within 21 days from the date of request. The Shareholder's and Investors Grievances Committee whose terms of reference include approving physical transfer of shares, meets as and when required.

j) Details of the outstanding amounts in the unpaid Dividend accounts:

Year	Outstanding amount in Rs.
2012-13	1,94,573
2013-14	2,32,590
2014-15	3,82,097
2015-16	2,63,734
2016-17	2,44,042
2017-18	2,60,430
2018-19	2,72,596

As per Section 125 of the Companies Act, 2013, dividends which remain unclaimed for a period of seven years from the date of declaration are required to be transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government. Shares pertaining to such unpaid dividends outstanding for 7 consecutive years are also liable for transfer to IEPF a/c.

- Shareholders are advised to en-cash their dividend before the due date for transfer of unclaimed dividend amount to IEPF account.
- Shareholders holding shares in electronic form are requested to deal only with their Depository Participant in respect of change of address, nomination facility and furnishing bank account number, etc.

j) Request to Shareholders:

Shareholders are requested to follow the general safeguards/ procedures as detailed here under in order to avoid risks, while dealing in the securities of the Company.

- Shareholders are requested to convert their physical holding of share certificates into demat /electronic form through any of the Dp's (Depository Participants) to avoid any possibility of the loss, mutilation etc, of physical share certificates and also to ensure safe and speedy transaction in securities. As per the notification of SEBI, transfer of physical shares lodged for transfer will not be processed by the R&T agents from 1st April 2019 onwards. Hence, the shareholders are advised to convert their shareholding into electronic form in order to avoid any possible hurdles in the transfer process.
- Shareholders holding shares in physical form should communicate the change of address, if any, directly to the Registrar and Share Transfer Agent of the Company.

- It has become mandatory for transferees to furnish a copy of Permanent Account Number for registration of transfer of shares held in physical mode.

- Shareholders holding shares in physical form who have not availed nomination facility and would like to do so are requested to avail the same, by submitting the Nomination Form SH-13.Those holding shares in electronic form are advised to contact their Dp's.

- As required by SEBI, it is advised that the shareholder furnish details of their bank account and name address of their bank for incorporating the same in the dividend warrants.This would avoid credits being given to the unauthorized persons.

k) Reconciliation of Share Capital Audit:

Quarterly audit was conducted by a Practising Company Secretary, reconciling the issued and listed capital of the Company with the aggregate of the number of shares held by investors in the depositories and the said certificate were submitted to the Stock Exchange within the prescribed time limit.As on 31st March, 2020 there was no difference between the issued capital and the listed capital and the aggregate of shares held by investors in both physical and electronic form with the depositories.

l) Details of Credit Ratings obtained by the Company along with any revision.

The discipline with which the Company conducts its financial transactions is reflected in the BB rating given by the credit rating agency ICRA for the financial year 2019-20.The Management of the Company aims at further improving its credit rating during the current financial year.

The revised rating of ICRA is as follows:

Sl. No.	Instrument	Credit Rating
1.	Long Term Fund based facilities	(ICRA) BB revised from (ICRA) BB+
2.	Short Term Non Fund based facilities	(ICRA) A4 revised from (ICRA) A3
3.	Long Term-Term Loan	(ICRA) BB revised from (ICRA) BB+

m) Other Disclosures

- Details of total fees for all services paid by the Company to the statutory auditors and all entities in the network firm / network entity of which the statutory auditor have been included in notes to the financial statements which forms part of the Annual Report.

- Policy for determining material subsidiary is available on the Company's website at http://www.balpharma.com/pdf/finance/irl/Policy%20for%20Determining%20the%20Material%20Subsidiary.pdf

n) Locations of manufacturing Units:

1) Unit 1 (Formulations)
21 & 22, Bommasandra Industrial Area
Bangalore-560099.

2) Unit 2 (API & Intermediates)
61/B, Bommasandra Industrial Area
Bangalore-560099.

3) Unit 3 (Parenterals)
732/735, Off National Highway No.4
Village Kenjal-412217,
Dist Bhor. Maharashtra.

4) Unit 4 (Formulations)
Plot # 1,2,3 & 69, Sector 4, IIE-Pantnagar
Rudrapur, Udham Singh Nagar-263153
Uttarakhand.

5) Unit 5 (API's and Intermediates)
Thabadewadi Post, Kavatha Mahankal
Sangli-416405
Maharashtra.

6) Unit 6 (API and Intermediates)
(Golden Drugs Private Ltd-WOS of Bal Pharma Ltd)
#C-155, Mewar Industrial Area
Madri, Udaipur-313001.
Rajasthan.

o) Address for Correspondence:
Compliance Officer
Bal Pharma Limited,
Corporate Office:
5th Floor, 'Lakshmi Narayan Complex',
10/1, Palace Road, Bengaluru – 560052.
Tel: 080 - 41379500 Fax: 080 - 22354057
Email:- secretarial@balpharma.com.

TSR Darashaw Consultants Private Limited,
6-10, Haji Moosa Patrawala Industrial Estate
20 Dr.E. Moses Road, Mahalaxmi,
Mumbai -400011.
Phone:-91-22-66568484 : Fax :-91-22-66568494
Email:- csg-unit@tsrdarashaw.com

Shareholders can also contact the branch offices/Agencies of TSR Darashaw Limited, whose addresses are given below:

i. TSR Darashaw Limited, 503, Barton Centre, 84, MG Road, Bengaluru – 560 001, Tel: 080-25580019/25320321, Fax: 080-25580019, Email: tsrdlbang@tsrdarashaw.com.

ii. TSR Darashaw Limited, Bungalow No: 1 E Road, Northern Town, Bistupur, Jamshedpur – 831001, Tel: 0657-2426616, Fax: 0657-2426937, Email: tsrdljsr@tsrdarashaw.com.

iii. TSR Darashaw Limited, Tata Centre, 1 st floor, 43, Jawaharlal Nehru Road, Kolkata 700071. Tel: 033- 22883087, Fax: 033-22883062, Email: tsrdlcal@tsrdarashaw.com.

iv. TSR Darashaw Limited, Plot No: 2/42, Sant Vihar, Ansari Road, Darya Ganj, Fax: 011-23271802, Email: tsrdldel@tsrdarashaw.com.

v. Agent: Shah Consultancy Services Pvt. Ltd, 3 Sumatinath Complex, 2nd Dhal Pritam Nagar, Ellisbridge, Ashram Road, Ahmedabad – 380006, Telefax: 079 – 26576038, Email ID shahconsultancy8154@gmail.com.

Annexure-5

Particulars of Employees

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

a) The Nomination and Remuneration Committee of the Company fixes the remuneration of whole time Directors and key managerial personnel and is as per the remuneration policy of the Company.

Sl. No.	Name and Designation of Director & KMP.	Ratio of remuneration of each Director to the median remuneration of employee of the Company for F.Y 2019-2020.	% Increase/ Decrease in remuneration in the F.Y 2019-2020.
1.	Mr. Shailesh Siroya Managing Director	41:1	Nil
2.	Dr. Subbarao Prasanna Whole- Time Director	13:1	Nil
3.	Mr.Virupakshaya Himesh Whole-Time Director (Additional Director w.e.f 28.09.2019)	12:1	NA
4.	Mr. Rengarajan Gopalakrishnan Chief Financial Officer	-	N.A
5.	Prerna Jain Company Secretary (Resigned w.ef 23.05.2020)	-	N.A

c) % increase in the median remuneration of the employees in the financial year: 10 %.

d) Number of permanent employees on the rolls of the Company: 798

e) Average percentile increase already made in the salaries of the employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in managerial remuneration: Average increase in the remuneration of the employees for the financial year 2019-20 was 10% against NO increase in the % of managerial remuneration of Directors & KMP's. The percentile increase in the median remuneration and that of managerial personnel does not require any justification.

DETAILS OF TOP TEN EMPLOYEES IN TERMS OF REMUNERATION FOR F.Y 2019-20

Statement of particulars of employees pursuant to the provisions of section 197(12) of the Companies Act, 2013 read with rules 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 for the Year ended 31st March, 2020

Sl. No.	Name of the Employee	Designation of the Employee	Remune-ration received (Yearly)	Nature of Employment, whether contractual or otherwise	Qualifications and experience of the employee	Date of commencement of employment	Age of Employee	Last employment held by such employee before joining the company	Percentage of equity shares held by the employee in the company	whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager
1	Shailesh Siroya	Managing Director	1,02,00,000	Permanent	25 Years	01.08.1994	54 Years	NA	13,45,459	NA
2	Archana Dubey	V.P - IM & HR	54,73,380	Permanent	17 Years	01.01.2003	46 Years	NA	NA	NA
3	S. Prasanna	Whole Time Director	33,60,000	Permanent	21 Years	01.10.1998	72 Years	NA	20,200	NA
4	V. Himesh	Whole Time Director	30,86,100	Permanent	8 Years	09.09. 2011	59 Years	NA	NA	NA
5	Nabajit Sarma	General Manager	28,58,604	Permanent	15 Years	03.01. 2005	41 Years	NA	NA	NA
6	Bhat D L	A.V.P-Sales & Marketing	26,40,312	Permanent	8 Years	26.03 2012	57 Years	NA	NA	NA
7	Ezaz Kaseem Azmi	A.G.M	26,05,956	Permanent	3 Years	21.04 2017	38 Years	NA	NA	NA
8	Aby Abharam	General Manager	22,86,000	Permanent	16 Years	05.05. 2004	50 Years	NA	NA	NA
9	Prem Prakash	A.G.M	20,14,128	Permanent	4 Years	14.12. 2015	45 Years	NA	NA	NA
10	Natarajan D.	General Manager	19,78,776	Permanent	7 Years	06.08. 2012	57 Years	NA	NA	NA

DECLARATION BY MANAGING DIRECTOR ON CODE OF CONDUCT AS PER REGULATION 34(3) OF SEBI (LODR) REGULATIONS, 2013

To
The Members
Bal Pharma Limited
Bangalore.

I, hereby declare that to the best of my knowledge and information, all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct of Board of Directors and senior management for the year ended March 31, 2020.

Place: Bengaluru
Date: 29/07/2020

Shailesh Siroya
Managing Director

CEO & CFO certification

To
The Board of Directors
Bal Pharma Limited
Bangalore.

SUB: CEO & CFO Certification.
Ref: As per Regulation 17(8) of SEBI (LODR) Regulations.

A. We have reviewed financial statements and the cash flow statement for the year ended 31.03.2020 and that to the best of our knowledge and belief:

(1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
(2) these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the Auditors and the Audit Committee,

(1) significant changes in internal control over financial reporting during the year;
(2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Shailesh Siroya	**G. Rengarajan**
Managing Director	**Chief Financial Officer**

Dated: 29/07/2020

Certificate on compliance with the conditions of the Corporate Governance as required under the SEBI (LODR) Regulations,2015.

To
The Members
Bal Pharma Limited
Bangalore

I have examined all the relevant records of Bal Pharma Limited ('the Company') for the purpose of certifying the compliances of the conditions of Corporate Governance by the Company for the year ended 31st March, 2020 as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations').

The compliance of the conditions of Corporate Governance is the responsibility of the Management. My examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated under the Listing Regulations.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Place: Bangalore
Date: 29/07/2020

Vijayakrishna K T
Practising Company Secretary
FCS - 1788
COP -– 980
UDIN: F001788B000522495

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members
Bal Pharma Limited
21-22, Bommasandra, Industrial Area
Bangalore
Karnataka 562158

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Bal Pharma Limited having CIN L85110KA1987PLC008368** and having registered office at 21-22, Bommasandra, Indust-Rial Area Bangalore Karnataka 562158 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31st March, 2020 has been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Mr. Shailesh Dheerajmal Siroya	00048109	01/08/2004
2	Mr. Subbarao Prasanna	00084602	06/08/1994
3	Mr. Virupakshaya Himesh	08554422	28/09/2019
4	Mr. Champion Venkateshalu Srinivas	08495304	29/06/2019

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the Management of the Company. My responsibility is to express an opinion on these based on my verification. This Certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Place: Bangalore
Date: 29/07/2020

Vijayakrishna K T
Practising Company Secretary
FCS - 1788
COP -– 980
UDIN: F001788B000522407

To the Members of Bal Pharma Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Bal Pharma Limited ("the Company"), which comprise the balance sheet as at 31st March 2020, and the statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 64 to the standalone financial statements which explains COVID-19 that has caused significant disruptions in the business operations of companies across India and has caused significant accounting and auditing challenges. One such challenge being inability for the Company to conduct a physical verification of inventories for the year-end 31 March, 2020 due to Government having imposed restrictions during the lockdown on account of health, travel and safety concerns.

The Company's management, however, conducted physical verification of inventories on dates other than the date of financial statements but prior to the date of the board meeting to be held for the purpose of adopting the financial statements at certain locations (factories and warehouses). We have performed alternate audit procedures based on documents and other information made available to us, to audit the existence of inventories as per the Guidance provided by the Standard on Auditing (SA) 501, Audit Evidence - Specific Considerations for Selected items, and have obtained sufficient appropriate audit evidence to issue our unmodified opinion on these standalone financial results.

We further refer to Note 63 with regard to recoverability of outstanding receivables from the subsidiary companies.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matters	How our audit addressed the key audit matter
COVID-19 Impact on financial reporting and audit procedures Coronavirus disease ("COVID-19), was declared a global pandemic by World Health Organisation. COVID-19 has caused severe disruptions caused by lockdown impositions by the Government in various geographies. The consequent business and economic environment drastically changed in response to the above lockdown and precautionary steps. The lockdown imposed and consequent restrictions on movement on personnel and goods has necessitated alternative audit procedures to be used and required us to exercise significant judgements. Further, the entire extent of the COVID-19 impacts on the Company's operations cannot be fully ascertained as on date. The same will depend on future	Our audit procedures amongst others included the following: • Inquired and obtained an understanding from the Company on the impositions, tax incentives, relief in meeting obligations and other economic developments which could have an impact on the preparation of the financial statements • Assessed the impact of COVID-19 on assumptions in matters involving use of significant judgements and estimations. • Regular inventory counts which are performed as at year-end could not be performed and hence alternative procedures have been performed.

Key Audit Matters	How our audit addressed the key audit matter
developments, which are highly uncertain and cannot be predicted. The same has led to reassessment of the judgements and estimates in preparation of financial statements including the recoverability and meeting of obligations of the Company	• Impact on revenue recognition and carrying amount on Inventory including (i) the possibility of constraints to render services/ provide goods; (ii) onerous obligations; (iii) Constraints in delivering goods due to the lockdown and restraint in movement of goods.
Revenue Recognition Revenue from sale of goods is recognised when a promise in a customer contract (performance obligation) has been satisfied by transferring control over the promised goods to the customer. Control is usually transferred upon shipment, delivery to, in accordance with the delivery and acceptance terms agreed with the customers. The amount of revenue to be recognised is based on the consideration expected to be received in exchange for goods, excluding trade discounts, volume discounts, sales returns and any taxes or duties collected on behalf of the government which are levied on sales such as sales tax, value added tax, goods and services tax etc., where applicable. Revenue is one of the key performance indicators of the Company and there could be a risk that revenue is recognized in the incorrect period or before the control has been transferred to the customer.	We applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence: • Assessed the appropriateness of the Company's revenue recognition accounting policies including those relating to discounts and sales return and assessed compliance with the policies in terms of applicable accounting standards. • Assessing the journals posted to revenue to identify any unusual items. • Performing substantive testing by selecting samples of revenue transactions recorded during the year and for the selected samples, verifying the underlying documents such as sales invoices / contracts and dispatch/shipping documents. • Impact on revenue recognition due to impact of COVID-19 including (i) the possibility of constraints to render services/ provide goods; (ii) onerous obligations; (iii) Constraints in delivering goods due to the lockdown and restraint in movement of goods.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Standalone Financial Statements

The Company's Management and Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the management and Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(I) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c. The Balance Sheet, The Statement of Changes in Equity, the Statement of Profit and Loss (including other comprehensive income), and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

   d. In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e. On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act

f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 38 to the standalone financial statements;

ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. The disclosures in the standalone financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these financial statements since they do not pertain to the financial year ended 31 March 2020.

3. With respect to the matter to be included in the Auditors' Report under section 197(16):

According to the information & explanations given to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the provisions of section 197 of the Act.

For NSVM & Associates
Chartered Accountants
Firm registration number: 010072S

G.C.S Mani
Partner
Membership No: 036508

Place: Bengaluru
Date: 29th July, 2020
UDIN: 20036508AAAADA3762

Annexure A to the Independent Auditor's Report of even date to the members of Bal Pharma Limited, on the standalone financial statements for the year ended 31 March 2020

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that,

(I) a. The Company has maintained proper records showing full, including quantitative details and situation of property, plant and equipment.

b. The Company has a regular programme of physical verification of its property, plant and equipment by which they are verified in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its fixed assets. No material discrepancies were noticed on such verification.

c. The title deeds of immovable properties (which are included under the head 'Property, Plant and Equipment') are held in the name of the Company. In respect of immovable properties of Land that have been taken on lease and disclosed in financial statements, the lease agreements are in the name of the Company where the Company is lessee in the agreement.

(ii) As explained to us, the inventories have been physically verified by the Management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable. The discrepancies noticed on such physical verification between physical stock and book records were not material and have been adequately dealt with in the books of account. (Refer our observations under paragraph Emphasis of Matter of our main report)

(iii) The Company has granted unsecured loans to companies covered in the register maintained under Section 189 of the Act, and with respect to the same:

a. in our opinion the terms and conditions of grant of such loans are not, prima facie, prejudicial to the Company's interest;

b. the schedule of repayment of principal and payment of interest has not been stipulated and we are unable to comment on the regularity of repayment/ receipts of the principal amount and the interest;

c. as schedule of repayment of principal and payment of interest is not stipulated, we are unable to comment on whether there is any overdue amount in respect of loans granted to such companies.

(iv) In respect of loans, investments and guarantees, the provisions of Section 185 and 186 of the Companies Act, 2013 have been complied with.

(v) The Company has not accepted any deposits to which the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under and the directions issued by the RBI are applicable. Hence paragraph 3(v) of CARO is not applicable to the Company.

(vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Accounting Records) Rules, as amended, specified by the Central Government under Section 148(1) of the Companies Act and are of the opinion that prima facie the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases.

According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, service tax, sales tax, customs duty, excise duty and cess were in arrears other than that stated below, as at 31 March 2020 for a period of more than six months from the date they became payable.

Statement of Arrears of Statutory Dues Outstanding for More than Six Months

Nature of Statute	Nature of Dues	Amount (Rs.)	Period to which the amount relates	Due date	Date of payment	Remarks, if any
Income Tax	Dividend Distribution Tax	29.13 Lakhs	Divided Declared in AGM held in September 2018	7th October 2018	NA	

(b) On the basis of our examination of the documents and records of the Company, there are no dues of Income Tax, Sales Tax, Service Tax, Customs Duty, Excise Duty and Cess which have not been deposited on account of an any dispute, except as enumerated herein below which are pending before respective authorities as mentioned there against:

Name of the statute	Nature of dues	Amount	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	99.10 lakhs	FY 2016-17 (AY 2017-18)	Commissioner of Income Tax (Appeals)

The Company has received show cause notices under the Central Excise laws and Service Tax laws in for the years 2007-08 onwards which in various stages of assessment as at 31 March 2020. The assessments are in progress and the Company has not received the assessment order in respect of the same. In certain cases, the Company has preferred an appeal which has been remanded back to the original authority for reassessment.

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to its any banks and financial institutions.
As stated in note 21 (G) to the financial statements, the Company has applied for moratorium towards interest and principal repayments towards borrowings from certain banks and financial institutions for month of March 2020.

(ix) According to the information and explanations given to us, the Company has not obtained any term loans and has not raised any money by way of public issue or further public offer (including debt instruments) during the year.

(x) According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(xi) According to the information & explanations given to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the provisions of section 197 of the Act.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) All transactions with the related parties are in compliance with Section 188 and 177 (where applicable) of Companies Act, 2013 and the details thereof have been disclosed in the standalone financial statements as required by the Accounting standards and Companies Act, 2013.

(xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For NSVM & Associates
Chartered Accountants
Firm's registration number: 010072S

G.C.S Mani
Partner
Membership number: 036508

Place: Bengaluru
Date: 29th July, 2020
UDIN: 20036508AAAADA3762

Annexure B to the Independent Auditors

on the standalone financial statements of Bal Pharma Limited for the period ended 31 March 2020

Report on the Internal Financial Controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

(Referred to clause (f) of paragraph 2 under 'Report on other Legal and Regulatory requirements' Section of our report to the members of Bal Pharma Limited of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of **Bal Pharma Limited** ("the Company") as of 31 March 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2020, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that:

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For NSVM & Associates
Chartered Accountants
Firm's registration number: 010072S

G.C.S Mani
Partner
Membership number: 036508

Place: Bengaluru
Date: 29th July, 2020
UDIN: 20036508AAAADA3762

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Balance Sheet
(all amounts in Rs. lakhs unless otherwise stated)

Particulars	Note	As at 31 March 2020	As at 31 March 2019
ASSETS			
Non-current assets			
Property, Plant and Equipment	4	4,974.45	5,127.00
Capital work-in-progress	5	10.58	5.68
Other Intangible Assets	6	639.08	567.08
Financial assets			
- Investments	7	741.69	744.19
- Loans	8	24.50	73.12
- Other financial assets	9	156.10	253.86
Deferred tax assets (Net)			
Other non-current assets	10	137.69	94.83
		6,684.09	**6,865.76**
Current assets			
Inventories	11	6,754.87	6,951.59
Financial assets			
- Trade receivable	12	5,165.91	6,569.33
- Loans	13	1,743.71	1,358.17
- Cash and cash equivalents	14	67.64	219.74
- Other bank balances	15	227.31	188.75
- Other financial assets	16	182.00	113.70
Current tax assets (Net)	17	9.78	-
Other current assets	18	3,096.01	3,449.20
		17,247.23	**18,850.48**
		23,931.32	**25,716.24**
EQUITY & LIABILITIES			
Equity			
Equity share capital	19	1,417.24	1,417.24
Other equity	20	5,177.24	6,268.71
		6,594.48	**7,685.95**
LIABILITIES			
Non-current liabilites			
Financial liabilities			
- Borrowings	21	2,314.66	2,875.60
- Other financial liabilities	22	267.43	164.60
Provisions	23	354.64	266.08
Deferred tax liabilities (Net)	51	404.80	418.06
		3,341.53	**3,724.34**

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Balance Sheet
(all amounts in Rs. lakhs unless otherwise stated)

Particulars	Note	As at 31 March 2020	As at 31 March 2019
Current liabilities			
Financial liabilities			
- Borrowings	24	7,060.63	6,805.83
- Trade payables			
Due to Micro, Small and Medium Enterprises			
Due to Other than Micro, small and Medium Enterprises	25	3,945.17	4,749.08
- Other financial liabilities	26	1,431.31	1,353.07
Other current liabilities	27	1,508.93	1,302.23
Provisions	28	49.29	49.86
Current tax liabilities (Net)	29	-	45.89
		13,995.32	**14,305.96**
		23,931.32	**25,716.24**

Significant accounting policies 3
The notes referred to above form an integral part of these Standalone financial statements

As per our report of even date attached
for **NSVM and Associates**
Chartered Accountants
Firm's registration number: 010072S

for and on behalf of the board of directors of
Bal Pharma Limited

G.C.S Mani
Partner
Membership number: 036508

Place: Bengaluru
Date: 29th July, 2020

Shailesh Siroya
Managing Director
DIN: 00048109

Place: Bengaluru
Date: 29th July, 2020

Dr S Prasanna
Director
DIN: 00084602

Place: Bengaluru
Date: 29th July, 2020

G Rengarajan
Chief Financial Officer
Place : Bengaluru
Date: 29th July, 2020

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Standalone Statement of Profit and Loss
(all amounts in Rs. lakhs unless otherwise stated)

Particulars	Note	For the year ended 31 March 2020	For the year ended 31 March 2019
Income			
Revenue from operations	30	17,067.28	22,307.94
Other income	31	361.54	274.57
Total Income		**17,428.82**	**22,582.51**
Expenses			
Cost of materials consumed	32	7,219.46	11,363.87
Purchase of traded goods	33	870.39	769.88
(Increase)/decrease in inventories of finished goods and work-in-progress	34	332.06	(440.65)
Employee Benefit expense	35	4,876.91	4,845.36
Finance costs	36	1,241.57	1,252.85
Depreciation and amortisation	4 & 6	702.65	611.50
Other expenses	37	3,093.40	3,738.64
Total expenses		**18,336.44**	**22,141.45**
Profit before exceptional items and tax		**(907.62)**	**441.06**
Profit before tax		**(907.62)**	**441.06**
Less: Tax expense:			
Current tax	51	-	102.79
Tax adjustments relating to previous year	51	(14.86)	(8.15)
Deferred tax charge/ (credit)	51	(2.56)	(329.59)
Tax expenses		(17.42)	(234.95)
Profit / (Loss) for the year		**(890.20)**	**676.01**

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Standalone Statement of Profit and Loss
(all amounts in Rs. lakhs unless otherwise stated)

Particulars	Note	For the year ended 31 March 2020	For the year ended 31 March 2019
Other Comprehensive Income (OCI)			
A (i) Items that will not be reclassified to statement of profit or loss Remeasurements of post-employment benefit obligations		(41.11)	(50.86)
(ii) Income tax relating to items that will not be reclassified to statement profit or loss		10.69	8.24
Total other comprehensive income		**(30.42)**	**(42.62)**
Total Comprehensive Income for the year		**(920.62)**	**633.39**
Earning per share			
(face value per equity share Rs. 10)			
- Basic and diluted	44	(6.28)	4.77

Significant accounting policies 3
The notes referred to above form an integral part of these Standalone financial statements

As per our report of even date attached
for **NSVM and Associates**
Chartered Accountants
Firm's registration number: 010072S

for and on behalf of the board of directors of
Bal Pharma Limited

G.C.S Mani
Partner
Membership number: 036508

Place: Bengaluru
Date: 29th July, 2020

Shailesh Siroya
Managing Director
DIN: 00048109

Place: Bengaluru
Date: 29th July, 2020

Dr S Prasanna
Director
DIN: 00084602

Place: Bengaluru
Date: 29th July, 2020

G Rengarajan
Chief Financial Officer
Place : Bengaluru
Date: 29th July, 2020

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Standalone Statements of Cash Flows
(all amounts in Rs. lakhs unless otherwise stated)

Cash flow from operating activities:	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Profit / (Loss) before tax	(907.62)	441.06
Adjustments for:		
- Interest income	(209.63)	(222.45)
- (Gain)/Loss on sale of Property, Plant and Equipment	(5.25)	(0.44)
- Balances written off as no more payable	(45.47)	(2.91)
- Unrealised Foreign (Gain)/Loss	(10.39)	(87.48)
- Finance cost (including effect of amortisation of processing fees)	1,241.57	1,252.85
- Interest on Income Tax	4.79	-
- Rental Expense(IND AS 116)	(80.53)	-
- Balances written off as no more receivable	31.95	-
- Depreciation and amortisation	702.65	611.50
- Expected Credit Losses	22.38	16.40
- Impairment on Investments	2.50	-
Operating cash flow before working capital changes	**746.95**	**2,008.53**
Changes in		
- Decrease/(Increase) in Inventories	196.72	(334.91)
- Decrease/(Increase) in Trade receivables	1,239.32	(92.56)
- Decrease/(Increase) in Loans	36.87	51.68
- Decrease/(Increase) in Financial Assets (Current and Non current)	(14.12)	(0.86)
- Decrease/(Increase) in Other Assets (Current and Non current)	310.33	501.08
- Increase/ (Decrease) in Trade payables	(812.74)	(245.53)
- Increase/ (Decrease) in Other Financial liabilities (Current and Non current)	383.12	(510.76)
- Increase/ (Decrease) in Provisions	87.99	15.61
Cash (used in)/ generated from operations	**2,174.42**	**1,392.27**
Income taxes (paid)/ refund	(17.21)	(237.58)
Net cash generated (used in) operating activities	**2,157.21**	**1,154.69**
Cash flow from investing activities:		
Purchase of Property, Plant & Equipment including intangible assets and capital work-in-progress	(359.92)	(477.80)
Intercorporate Deposit to Subsidiary	-	(437.63)
Interest Income from subsidiary	-	-
Investment in Subsidiaries	-	(92.60)
Proceeds from sale of fixed assets	0.53	1.84
Decrease/ (increase) in fixed deposits	9.76	(244.75)
Interest received	33.96	53.22
Net cash generated/ (used in) investing activities	**(315.67)**	**(1,197.72)**

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Cash Flow Statements for the Year
(all amounts in Rs. lakhs unless otherwise stated)

Cash flow from operating activities:	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Cash flow from financing activities:		
Proceeds from / (repayment) of long term borrowings	(879.67)	(493.77)
Proceeds from / (repayment) of short term borrowings	254.79	1,877.12
Dividend Paid including dividend distribution tax	(141.72)	(147.21)
Interest Paid (Gross)	(1,227.04)	(1,231.33)
Net cash generated from financing activities	**(1,993.64)**	**4.81**
Net (decrease)/ increase in cash and cash equivalents	(152.10)	(38.22)
Cash and cash equivalents at the beginning of the year	219.74	257.96
Cash and cash equivalents at the end of the year	**67.64**	**219.74**
Cash and cash equivalents comprise of:		
Cash on hand	17.05	4.86
Balances with banks		
- in current accounts	24.37	176.11
- in deposits with original maturity of less than 3 months	26.22	38.77
	67.64	**219.74**

Significant accounting policies 3
The notes referred to above form an integral part of these Standalone financial statements

As per our report of even date attached
for **NSVM and Associates**
Chartered Accountants
Firm's registration number: 010072S

for and on behalf of the board of directors of
Bal Pharma Limited

G.C.S Mani
Partner
Membership number: 036508

Place: Bengaluru
Date: 29th July, 2020

Shailesh Siroya
Managing Director
DIN: 00048109

Place: Bengaluru
Date: 29th July, 2020

Dr S Prasanna
Director
DIN: 00084602

Place: Bengaluru
Date: 29th July, 2020

G Rengarajan
Chief Financial Officer
Place : Bengaluru
Date: 29th July, 2020

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Statement of changes in equity
(all amounts in Rs. lakhs unless otherwise stated)

A. Equity share Capital

Particulars		
Equity shares of Rs 10 each issued, subscribed and fully paid		
Balance as at 1 April 2018		1,417.24
Add: Issue of shares	-	
Balance as at 31 March 2019		**1,417.24**
Balance as at 1 April 2019		1,417.24
Add: Issue of shares	-	
Balance as at 31 March 2020		**1,417.24**

B. Other Equity

	Other Equity					
	Reserves & Surplus				OCI	
	Securities premium	General Reserve	Capital Reserve	Retained earnings	Remeasurements of the net defined benefit plans	Total Other Equity
Balance as at 1 April 2018	**2,407.66**	**245.15**	**44.06**	**3,173.39**	**(64.09)**	**5,806.17**
Profit for the year	-	-	-	676.01	-	676.01
Appropriations for dividend and tax on same	-	-	-	(170.85)	-	(170.86)
Other Comprehensive income	-	-	-	-	(42.62)	(42.62)
Balance as at 31 March 2019	**2,407.66**	**245.15**	**44.06**	**3,678.55**	**(106.71)**	**6,268.70**
Balance as at 1 April 2019	**2,407.66**	**245.15**	**44.06**	**3,678.54**	**(106.71)**	**6,268.70**
Profit for the year	-	-	-	(890.18)	-	(890.18)
Appropriations for dividend and tax on same	-	-	-	(170.86)	-	(170.86)
Other Comprehensive income	-	-	-	-	(30.42)	(30.42)
Balance as at 31 March 2020	**2,407.66**	**245.15**	**44.06**	**2,617.50**	**(137.13)**	**5,177.24**

The notes referred to above form an integral part of the Standalone financial statements
As per our report of even date attached.

for **NSVM & Associates**
Chartered Accountants
Firm's registration number: 010072S

G.C.S Mani
Partner
Membership number: 036508

Place: Bengaluru
Date: 29th July, 2020

for and on behalf of the board of directors of
Bal Pharma Limited

Shailesh Siroya
Managing Director
DIN: 00048109

Place: Bengaluru
Date: 29th July, 2020

Dr S Prasanna
Director
DIN: 00084602

Place: Bengaluru
Date: 29th July, 2020

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Notes to standalone financials statements

1 Company Overview

Bal Pharma Limited (the company) is a Public Limited Company domiciled in India and incorporated under provisions of the Companies Act,1956. Its shares are listed on two recognized stock exchanges in India.

The company is engaged in the manufacturing and selling of pharmaceutical products. The company caters to both domestic and international markets.

2 Basis for preparation of Financial Statements

2.01 Statement of compliance

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.
The financial statements were authorised for issue by the Company's Board of Directors on 29th July, 2020

Changes in accounting policies and disclosures on introduction of new and amended standards
The Company applied Ind AS 116 Leases for the first time. The nature and effect of the changes as a result of adoption of this new accounting standard is described in note 3.10
Several other amendments apply for the first time for the year ending 31 March 2020, but do not have an impact on the financial statements of the Company.

2.02 Functional and presentation currency

These financial statements are presented in Indian Rupees, which is also the Company's functional currency. All amounts have been rounded-off to the nearest lakhs, unless otherwise stated.

2.03 Basis of measurement

The financial statements have been prepared on the historical cost basis except for financial assets and financial liabilities that are measured at fair value (refer accounting policies regarding financial instrument).

2.04 Use of estimates and judgments

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.
These estimates are reviewed on an ongoing basis. Subsequent revisions to accounting estimates are recognised prospectively.

Judgments
Information about judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the following notes:

Note 3.01: whether the Company acts as an agent rather than as a principal in a transaction.

Assumptions and estimations
Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2020 or subsequent year/ years is included in the following notes:
- Note 3.02: Useful lives of various of Property, Plant and Equipment
- Note 60: Fair Value of Financial Instruments
- Note 59: Accounting for Defined Benefit Plan - measurement of defined benefit obligation - key actuarial assumptions.
- Note 3.05: Expected Credit Losses associated with its assets carried at amortized cost
- Note 63: Estimation of uncertainties relating to the global health pandemic from COVID-19

2.05 Current vs Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:
- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:
- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.
Deferred tax assets and liabilities are classified as non-current assets and liabilities.
The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

2.06 Measurement of fair values

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The management regularly reviews significant unobservable inputs and valuation adjustments.

Measurement of fair values

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

- Financial Instruments - Refer Note 60

3 Significant Accounting Policies

3.01 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Effective April 1, 2018, the Company has applied Ind AS 115: Revenue from Contracts with Customers which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 Revenue. The impact of the adoption of the standard on the financial statements of the Company is insignificant

The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

Sale of Goods:

"Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, since it is the primary obligor in all of its revenue arrangement, as it has pricing latitude and is exposed to inventory and credit risks. Revenue is stated net of goods and service tax and net of returns, chargebacks, rebates and other similar allowances. These are calculated on the basis of historical experience and the specific terms in the individual contracts. In determining the transaction price, the Company considers the effects of variable consideration, the existence of significant financing components, noncash consideration, and consideration payable to the customer (if any). The Company estimates variable consideration at contract inception until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.Other Operating revenue is recognised on accrual basis."

Export Incentives:

Export entitlements under the Duty Drawback ('DBK'), Focus Marketing incentive scheme(FMS), Focus product scheme (FPS), Market Linked Product Scheme (MLPS), Incremental Exports incentive scheme, Merchandise Export India Scheme and Service tax rebate scheme (STR) are recognized as income when the right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds. As the Company derives a substantial portion of its revenue from export of goods, such incentives is recognised as "Other Operating Income"

Rendering of Services:

Revenue from services rendered is recognised in the profit or loss as the underlying services are performed and is recognised net of service tax and goods and service tax (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

Interest Income:

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principle outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividend Income

Dividend income from investments is recognized when the right to receive payment has been established, provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

Impact of COVID-19

The Company has evaluated the impact of COVID–19 resulting from (i) the possibility of constraints to render services/ provide goods; (ii) onerous obligations;

(iii) Constraints in delivering goods due to the lockdown and restraint in movement of goods. The Company has concluded that the impact of COVID–19 is not material based on these estimates as the Company operates in the necessity sector. Due to the nature of the pandemic, the Company will continue to monitor developments to identify significant uncertainties relating to revenue in future periods.

3.02 Property, Plant & Equipment, Intangible Assets and Work -in - Progress

Recognition and Measurement

All items of property, plant and equipment, including freehold land, are initially recorded at cost. Cost of property, plant and equipment comprises purchase price, non refundable taxes, levies and any directly attributable cost of bringing the asset to its working condition for the intended use. Expenses directly attributable to new manufacturing facility during its construction period are capitalized if the recognition criteria is met. Freehold land has an unlimited useful life and therefore is not depreciated.

The cost of an item of property, plant and equipment is recognized as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The cost includes the cost of replacing part of the property, plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying property, plant and equipment. The accounting policy for borrowing costs is set out in note below.

Items such as spare parts, stand-by equipmentand servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

Subsequent Measurement

Subsequent to initial recognition, property, plant and equipment other than freehold land are measured at cost less accumulated depreciation and any accumulated impairment losses. The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

Disposal/Write-off

An item of property, plant and equipment is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of property, plant and equipment, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in profit or loss when the asset is derecognized.

Capital Work-in-Progress

Capital work-in-progress includes cost of property, plant and equipment that are not ready for their intended use. Capital work-in-progress included property, plant and equipment are not depreciated as these assets are not yet available for use.

Transition to Ind AS

For transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognized as of April 01, 2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Depreciation

Depreciable amount for assets in the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on the property, plant and equipment is provided on straight line method, over the useful life of the assets, as specified in schedule II to the companies Act, 2013 and is recognised in in the statement of profit and loss.

Property, plant and equipment which are added / disposed off during the year, depreciation is provided on pro-rata basis. Building constructed on leasehold land is depreciated based on the useful life specified in schedule II to the companies Act, 2013 where the lease period of the land is beyond the life of the building. In other cases, building constructed on leasehold lands are amortised over the primary lease period of the lands.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

3.03 Intangible Asset

Recognition and Measurement

The items of intangible assets, with finite life, are measured at cost less accumulated amortisation and impairment losses, if any. Cost of an item of intangible assets comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any cost directly attributable to bringing the asset to its working condition for its intended use.

Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure on internally generated goodwill and brands, is recognised in profit or loss when incurred.

Research and Development

Expenditure on research activities undertaken with the prospect of gaining new scientific or technical knowledge and understanding are recognised as an expense when incurred. Development activities involve a plan or design for the production of new or substantially improved products and processes. An internally-generated intangible asset arising from development is recognised if following have been demonstrated by the Company.

- development costs can be measured reliably;
- the product or process is technically and commercially feasible
- future economic benefits are probable;and
- the Company intends to and has sufficient resources to complete development and to use or sell the asset.

As such, expenditure on projects which have become unsuccessful are charged off as an expense in the year in which they are abandoned. Capital expenditure incurred on research and development is capitalized as Property, Plant and Equipment and depreciated in accordance with the depreciation policy of the company.

3.03 Intangible Asset (continued)

Disposal/Write-off

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in profit or loss when the asset is derecognized.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying values as at 1 April 2016 under previous GAAP of all its intangible assets recognised as at 1 April 2016, measured as per previous GAAP, and use that carrying value as the deemed cost of such intangible assets.

Amortisation

Amortisation is calculated to write-off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method, and is included in depreciation and amortisation in the statement of profit and loss. The estimated useful life of intangibles are as follows:

Asset	Management estimate of useful life (years)
Computer software	5
Research and Development	10

3.04 Inventories:

Inventories are valued at the lower of cost and net realisable value. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Raw materials and accessories:

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.

Finished goods and work in progress:

Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on first in, first out basis.

Trading Goods:

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

3.05 Impairment

i. Impairment of financial instruments

"The Company recognises loss allowances for expected credit losses on:"
- financial assets measured at amortised cost; and
- financial assets measured at FVOCI- debt investments.

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:
- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for 180 days or more;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

The Company measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- debt securities that are determined to have low credit risk at the reporting date;and
- other debt securities and bank balances for which credit risk (i.e.the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

3.05 Impairment (continued)

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 180 days past due.

The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- the financial asset is 180 days or more past due.

A.Measurement of expected credit losses

"Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forwardlooking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed."

B. Presentation of allowance for expected credit losses in the balance sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

C.Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

ii. Impairment of non-financial assets

The Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

The Company's corporate assets do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the Statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

In respect of other assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

3.06 Financial Instruments

i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement

A. Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost
- Fair value through other comprehensive income (FVOCI) - debt investment;
- Fair value through other comprehensive income (FVOCI) - equity investment; or
- Fair value through profit & loss- (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and Interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

B. Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

C. Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest.

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

D. Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

D.1 Financial assets: Subsequent measurement and gains and losses

Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

E. Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

iii Derecognition

A. Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

B. Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

3.07 Foreign Currency Transactions:

Initial recognition:

Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction."

"Measurement of foreign currency monetary items at the Balance Sheet date:

Foreign currency monetary items (other than derivative contracts) of the Company and its net investment in non-integral foreign operations outstanding at the Balance Sheet date are restated at the year-end rates."

"Treatment of exchange differences:

Exchange differences arising on settlement / restatement of short-term foreign currency monetary assets and liabilities of the Company are recognized as income or expense in the Statement of Profit and Loss."

3.08 Employee Benefits

a) Short Term Employee Benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are recorded as expense as the related service is provided. Benefits such as salaries, short term compensated absences etc., and the expected cost of bonus is recognized in the period in which the employee renders the related services. A liability is recognized for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for the related service

b) Post-Employment Benefits

The Company participates in various employee benefit plans. Pensions and other post-employment benefits are classified as either defined contribution plans or defined benefit plans. Under a defined contribution plan, the Company's only obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits. The related actuarial and investment risks are borne by the employee. The expenditure for defined contribution plans is recognized as an expense during the period when the employee provides service. Under a defined benefit plan, it is the Company's obligation to provide agreed benefits to the employees. The related actuarial and investment risks are borne by the Company. The present value of the defined benefit obligations is calculated by an independent actuary using the projected unit credit method.

Defined contribution plans

Employees receive benefits from a provident fund and employee state insurance funds. The employer and employees each make periodic contributions to the plan as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expenses in the Statement of Profit and Loss as they fall due based on the amount of contribution required to be made.

Defined Benefit plans

In accordance with the Payment of Gratuity Act, 1972, applicable for Indian companies, the Company provides for a lump sum payment to eligible employees, at retirement or termination of employment based on the last drawn salary and years of employment with the Company. Company's liability towards Gratuity are actuarially determined at each balance sheet date using the projected unit credit method. Actuarial gains and losses are recognized in the Statement of Profit and Loss in the period of occurrence.

Other Long Term Benefit plan

Actuarial Valuation for compensated absences is done as at the year end and the provision is made as per Company policy with corresponding (gain)/charge to the statement of profit and loss and it covers all regular employees. Obligation in respect of earned leave policy are actuarially determined as at the year end using the 'Projected Unit Credit' method.

3.09 Borrowing Cost

Borrowing costs consists of interest, ancillary costs and other costs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to interest costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalised as part of the cost of such assets upto the assets are substantially ready for their intended use or sale.

The loan origination costs directly attributable to the acquisition of borrowings (e.g. loan processing fee, upfront fee) are amortised on the basis of the Effective Interest Rate (EIR) method over the term of the loan.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. All other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

3.10 Leases

The company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange of consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether

a. the Contract involves the use of an identified asset

b. the Company has substantially all of the economic benefits from use of the asset through the period of lease

c. the Company has the right to direct the use of asset

Leases as Lessor

Leases for which the Company is a lessor is classified as a finance or operating lease. When ever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease

3.10 Leases (continued)

Leases as Lessee

As at the date of commencement of the lease, the Company recognises a right of use asset("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for the leases with a term of twelve month or less (short term leases) and low value leases. For these short term leases, the Company recognises the lease payments as an operating expense on a straight line basis over the period of lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities include these options when it is reasonably certain that they will be exercised. ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease and related prepaid amount plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses

ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

"The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the market . Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option. The Right-of-Use asset has been disclosed within the same line item as that within which the corresponding underlying asset would be presented. Where the Right-of-Use asset meets the definition of Investment Property such items has been presented in Balance sheet as Investment Property. Lease liability have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows"

Transition to Ind AS 116

Company as a lessee

The Ministry of Corporate Affairs on 30 March 2019 notified the new leasing standard, viz., Ind AS 116 Leases. Ind AS 116 is applicable for the financial year beginning on or after 1 April 2019 for all Ind AS companies. It replaces current guidance under Ind AS 17 Leases.

Hence effective April 01, 2019 the Company adopted Ind AS 116 and applied the standard to all lease contracts existing on April 01, 2019 using the modified retrospective approach and has taken the cumulative adjustment to right of use of assets, on the date of initial application. Accordingly the comparitives as at and for year ended March 31, 2019 have not been retrospectively adjusted. Consequently the Company recorded the lease liability at the present value of the lease payments discounted at the discounting rate, as stated above, at the date of initial application. Comparatives of previous periods have not retrospectively adjusted and therefore will continue to be reported under previously adopted accounting policy as per Ind AS 17.

On transition; the Company recognised right-of-use assets and lease liabilities for those leases previously classified as operating leases, except for short-term leases and leases of low-value assets. The Company recognised a lease liability measured at the present value of the remaining lease payments. The right-of-use assets are recognised at an the amount equal to the lease liabilities, adjusted for any related prepaid and accrued lease payments previously recognised. Lease liabilities were recognised based on the present value of the remaining lease payments, discounted using the market borrowing rate of the domicile country of leases.

The effect of adoption of Ind AS 116 as at 1 April 2019 is given below: (amount in lakhs)

Right-of-use asset recognised as at 1 April 2019	262.23
Lease liabilities recognised as at 1 April 2019	262.23
Rental expense for year ended 31 March 2020 for which ROU has been created (under Ind AS 17)	80.53
Depreciation charge on Right-of-use asset for year ended 31 March 2020	74.43
Interest expense on Lease Liabilities for year ended 31 March 2020	12.38

The following is the summary of practical expedients elected on initial application:

1. Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application

2. Used hindsight in determining the lease term where the contract contains options to extend or terminate the lease

3. Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date

4. Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application

5. Applied the practical expedient to grand father the assessment of which transactions are leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17

The weighted average incremental borrowing rate applied to lease liabilities as at April 1, 2019 is 8.50%.

3.11 Earnings per Share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

3.12 Income Tax

a. Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

b. Minimum Alternate Tax ('MAT')

Minimum Alternate Tax ('MAT') under the provisions of the Income-tax Act, 1961 is recognised as current tax in the Statement of Profit and Loss. The credit available under the Income-tax Act, 1961 in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each Balance Sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

c. Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities not recognised if the temporary differences arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit not the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interest are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

"The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities."

3.13 Provisions and Contingencies

a. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, itis probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects,when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

b. Contingent Liabilities and Contingent Assets

A contingent liability is a possible obligation that arises from a past event, with the resolution of the contingency dependent on uncertain future events, or a present obligation where no outflow is probable. Major contingent liabilities are disclosed in the financial statements unless the possibility of an outflow of economic resources is remote. Contingent assets are not recognized in the financial statements but disclosed, where an inflow of economic benefit is probable.

3.14 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

3.15 Statement of cash flows

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated.

3.16 Insurance claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

3.16 GST input credit

GST input credit is accounted in the books in the period in which the underlying service as well as invoice is received and when there is no uncertainty in availing / utilizing the credits.

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4. Property, Plant and Equipment

Particulars	Building (Right-Of-Use assets)	Freehold land	Leasehold land	Building	Plant and machinery	Utilities	Furniture and fixtures	Office equipment	Motor vehicles	Total
Gross Block (Deemed Cost)										
Balance as at 01 April 2018	-	517.91	123.12	1,965.33	1,726.59	1,565.43	85.46	144.97	186.14	6,314.95
Additions	-	-	-	14.20	77.56	96.97	10.46	5.49	-	204.68
Disposals	-	- -	-	(1.60)	-	-	(0.23)	-	(1.83)	
Balance as at 31 March 2019	**-**	**517.91**	**123.12**	**1,979.53**	**1,802.55**	**1,662.40**	**95.92**	**150.23**	**186.14**	**6,517.80**
Balance as at 01 April 2019	**-**	**517.91**	**123.12**	**1,979.53**	**1,802.55**	**1,662.40**	**95.92**	**150.23**	**186.14**	**6,517.80**
Additions	262.23	-	-	9.94	36.22	76.74	2.23	19.77	10.45	417.58
Disposals	-	-	-	-	(5.25)	-	-	-	-	(5.25)
Balance as at 31 March 2020	**262.23**	**517.91**	**123.12**	**1,989.47**	**1,833.52**	**1,739.14**	**98.15**	**170.00**	**196.59**	**6,930.13**
Accumulated Depreciation										
Balance as at 01 April 2018	**-**	**-**	**5.87**	**175.18**	**334.55**	**290.75**	**24.32**	**42.98**	**59.70**	**933.35**
Additions	-	-	-	97.80	169.68	133.11	12.70	16.76	28.57	458.62
Disposals	-	-	-	-	(1.16)	-	-	-	-	(1.16)
Balance as at 31 March 2019	**-**	**-**	**5.87**	**272.98**	**503.07**	**423.86**	**37.02**	**59.74**	**88.27**	**1,390.81**
Balance as at 01 April 2019	-	-	5.87	272.98	503.07	423.86	37.02	59.74	88.27	1,390.81
Additions	74.43	-	5.57	92.30	171.89	148.42	16.10	26.14	35.27	570.12
Disposals	-	-	-	-	(5.25)	-	-	-	-	(5.25)
Balance as at 31 March 2020	74.43	-	11.44	365.28	669.71	572.28	53.12	85.88	123.54	1,955.68
Carry Amount (Net)										
Balance as at 31 March 2019	-	517.91	117.25	1,706.55	1,299.48	1,238.54	58.90	90.49	97.87	5,127.00
Balance as at 31 March 2020	**187.80**	**517.91**	**111.68**	**1,624.19**	**1,163.81**	**1,166.86**	**45.03**	**84.12**	**73.05**	**4,974.45**

*The assets are owned by the Company except as stated otherwise

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5. Capital work-in-progress

Particulars	As at 31 March 2020	As at 31 March 2019
Capital work-in-progress	10.58	5.68
	10.58	**5.68**

6. Intangible Assets

Particulars	Computer software	Development Expenses	Total Inangible assets
Gross Block (Deemed Cost)			
Balance as at 01 April 2018	12.01	816.38	828.39
Additions	3.17	269.95	273.12
Disposals	-	-	-
Balance as at 31 March 2019	**15.18**	**1,086.32**	**1,101.50**
Balance as at 01 April 2019	15.18	1,086.32	1,101.50
Additions	0.56	203.98	204.53
Disposals	-	-	-
Balance as at 31 March 2020	**15.74**	**1,290.30**	**1,306.03**
Accumulated Depreciation			
Balance as at 01 April 2018	4.15	377.38	381.54
Additions	2.88	150.00	152.88
Disposals	-	-	-
Balance as at 31 March 2019	**7.04**	**527.38**	**534.42**
Balance as at 01 April 2019	7.04	527.38	534.42
Additions	3.40	129.13	132.53
Disposals	-	-	-
Balance as at 31 March 2020	**10.44**	**656.51**	**666.95**
Carry Amount (Net)			
Balance as at 31 March 2019	8.14	558.94	567.08
Balance as at 31 March 2020	**5.30**	**633.79**	**639.08**

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Non-current financial assets

7. Investments

Particulars	As at 31 March 2020	As at 31 March 2019
Investment in equity instruments - Quoted		
Equity Shares at FVTPL		
31 Mar 2020 : 10,000 (31 Mar 2019: 10,000)		
Equity shares of Rs 10 each fully paid in Lamina Foundries Limited	-	-
31 Mar 2020 : 73,600 (31 Mar 2019 : 73,600)		
Equity shares of Rs 10 each fully paid in Sri Jayalakshmi Autospin Limited	-	-
Investment in equity instruments - Unquoted		
Equity Shares at FVTPL		
31 Mar 2020: 4,000 (31 Mar 2019: 4,000)		
Equity shares of Rs 25 each fully paid in The saraswat co-operative Bank Limited	-	1.00
31 Mar 2020: 5,000 (31 Mar 2019: 5,000)		
Equity shares of Rs 10 each fully paid in The Shamrao vithal Co-operative Bank Ltd.	-	0.50
Investments in Subsidiary Companies		
31 Mar 2020: 10,10,000 (31 Mar 2019: 10,10,000)		
Equity shares of Rs 10 each fully paid in Lifezen Healthcare Private Limited.	101.00	101.00
31 Mar 2020: 80,000 (31 Mar 2019 : 80,000)		
Equity shares of Rs 10 each fully paid in Bal Research Foundation	8.00	8.00
31 Mar 2020: 80% (31 Mar 2019 : 80%) Percentage of share in Balanace Clinic LLP	8.00	8.00
31 Mar 2020: 6,47,000 (31 Mar 2019: 6,47,000)		
Equity shares of Rs 10 each fully paid in Golden Drugs Private Limited.	741.69	741.69
Less: Impairment in value of Investments	(117.00)	(116.00)
	741.69	**744.19**
Aggregate Amount of Quoted Investments and market value thereof	-	-
Aggregate Amount of Unquoted Investments	858.69	858.69
Aggregate Amount of Impairment in Value of Investments	(117.00)	(114.50)

Details of Investment in LLP

Name of LLP : Balance clinic LLP	**Share of Profit/ (loss) during the year**	**Capital**
Bal Pharma Limited	Rs. (12.90) Lakhs	Rs 8.00 Lakhs
Shailesh D Siroya	Rs. (3.23) Lakhs	Rs 2.00 Lakhs
Total Capital of the Firm (Rs. in Lakhs)	10	10

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Financial Assets

8. Loans

Particulars	As at31 March 2020	As at31 March 2019
Security deposit	24.50	73.12
From above :		
Secured, considered good	-	-
Unsecured, considered good	24.50	73.12
Doubtful	-	-
	24.50	**73.12**

Financial Assets

9. Other financial assets

Particulars	As at31 March 2020	As at31 March 2019
Bank Deposits (original maturity of more than 12 months)	145.80	248.30
Others		
Interest accrued but not received - Fixed Deposits	10.30	5.56
	156.10	**253.86**

Details of lien on the bank deposits to be given

Non-financial assets

10. Other non-current assets

Particulars	As at31 March 2020	As at31 March 2019
Capital Advances	79.76	90.59
Other than Capital Advances		
Balances with Statutory/Government Authorities	57.93	4.24
	137.69	**94.83**

Current assets

11. Inventories (valued at lower of cost and net realisable value)

Particulars	As at31 March 2020	As at31 March 2019
Raw materials	2,496.28	2,229.90
Packing material	410.88	541.91
Work-in progress	648.23	1,836.09
Finished goods	3,186.80	2,331.00
Stores and spares	12.68	12.68
	6,754.87	**6,951.59**

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Notes to the standalone financial statements (continued)
(all amounts in Rs. lakhs unless otherwise stated)

Current financial assets

12. Trade receivables

Particulars	As at31 March 2020	As at31 March 2019
Unsecured, considered good		
Receivables from Related Parties (refer note no. 58)	430.63	388.89
Receivables from others	4,789.57	6,212.35
	5,220.21	**6,601.21**
Loss Allowance	(54.29)	(31.91)
	5,165.91	**6,569.30**

13. Loans

Particulars	As at31 March 2020	As at31 March 2019
Unsecured-Considered good		
Security deposit	183.56	102.77
Loans/advances to employees	29.01	98.06
Inter-Corporate Loan		
- To Related Parties (Refer Note No. 58)	1,193.09	990.22
Interest receivable on Inter-Corporate Loan		
- To Related Parties (Refer Note No. 58)	338.05	167.12
	1,743.71	**1,358.17**

Debts due by firms or private companies in which any director is a partner or a director or a member as at 31 March 2020 - Rs. 1,531.14 lakhs (31 March 2019 - Rs. 1,157.34 lakhs)

14. Cash and cash equivalents

Particulars	As at 31 March 2020	As at 31 March 2019
Cash on hand	17.05	4.86
Balance with bank		
On current Account	24.37	176.11
Deposits with original maturity of less than 3 months	26.22	38.77
	67.64	**219.74**

15. Other Bank balances

Particulars	As at 31 March 2020	As at 31 March 2019
Bank Deposits (maturity between 3 months to 12 months)	210.61	170.97
Balance earmarked for Unclaimed Dividends	16.70	17.78
	227.31	**188.75**

16. Other financial assets

Particulars	As at31 March 2020	As at31 March 2019
Bank Deposits (original maturity of more than 12 months)	54.18	-
Unsecured, considered goods		
Rental Deposits	5.26	2.85
Earnest Money	122.56	110.85
	182.00	**113.70**

17. Current tax assets (Net)

Particulars	As at31 March 2020	As at31 March 2019
Advance Tax (net of provision)	9.78	-
	9.78	**-**

Non-financial assets

18. Other Current Assets

Particulars	As at 31 March 2020	As at 31 March 2019
Balances with statutory/government authorities	1,032.72	1,215.18
Security Deposit		
- From Related Parties (refer note no. 58)	743.34	674.59
Advances recoverable in Cash or Kind		
- From Related Parties (refer note no. 58)	151.24	151.13
Advance to suppliers	740.07	937.48
Prepayments	29.06	69.32
Other Current assets		
- From Related Parties (refer note no. 58)	376.09	376.09
- Others	23.43	25.41
	3,096.01	**3,449.20**

Debts due by firms or private companies in which any director is a partner or a director or a member as at 31 March 2020 - Rs. 1,270.73 lakhs (31 March 2019 - Rs. 1,201.81 lakhs)

19. Equity

Particulars	As at 31 March 2020	As at 31 March 2019
Authorised Share capital		
31 March 2020 : 2,00,00,000 equity shares of Rs.10 each	2,000.00	1,500.00
31 March 2019 : 1,50,00,000 equity shares of Rs.10 each		
Issued, subscribed and paid-up share capital		
31 March 2020: 1,41,72,372 equity shares of Rs.10 each	1,417.24	1,417.24
31 March 2019: 1,41,72,372 equity shares of Rs.10 each		
	1,417.24	**1,417.24**

a) Reconciliation of the shares outstanding at the beginning and at the end of the period

Particulars	As at 31 March 2020	As at 31 March 2019
Opening Balance (Number of shares in Lakhs)	141.72	141.72
Add : Shares Issued during the year (in Lakhs)	-	-
Closing Balance	**141.72**	**141.72**

b. Rights, preferences and restrictions attached to equity shares:

(i) The Company has only one class of shares referred to as equity shares having par value of Rs 10 each.

(ii) Each holder of the equity share, as reflected in the records of the Company as of the date of the shareholders' meeting, is entitled to one vote in respect of each share held for all matters submitted to vote in the shareholders' meeting.

(iii) The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing General Meeting.

(iv) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(v) Each Share holder has a right to inspect the statutory registers of the company as per the provisions of the companies act, 2013.

(vi) Each and every share holder has a right to participate in the share holders's meetings as and when called by the company subject to provisions of the Companies Act, 2013.

c. Equity shareholders holding more than 5 percent shares in the Company:

Name of the shareholder	As at31 March 2020		As at31 March 2019	
	No. of shares(in Lakhs)	%	No. of shares(in Lakhs)	
Shailesh Siroya	13.45	9.49%	13.45	9.49%
Micro Labs Limited	13.11	9.25%	13.11	9.25%
Anita Siroya	10.49	7.40%	10.49	7.40%
	37.05		**37.05**	

(d) Shares reserved for issue under options & contracts/commitments for sale of shares /disinvestment, including the terms & amounts - NIL

(e) For period of 5 years immediately preceding the balance sheet date.

-Alloted as fully paid up by way of bonus shares NIL

- Bought back NIL

- For consideration other than cash- NIL

(f) Securities convertible into equity /preference shares issued - NIL

(g) No Calls Unpaid

(h) Issue of securities made for a specific purpose at the balance sheet date - NIL

20. Other Equity

Particulars	As at 31 March 2020	As at 31 March 2019
(i) Retained Earnings		
Balance as at beginning of the reporting period	3,678.54	3,173.39
Add: Net profit/(loss) for the period	(890.20)	676.01
Less: dividend payable	(141.72)	(141.72)
Less: provision for Dividend Distribution Tax	(29.13)	(29.13)
	2,617.50	**3,678.55**
(ii) Other Reserves*		
Securities premium	2,407.66	2,407.66
General reserve	245.15	245.15
Capital Reserve	44.06	44.06
	2,696.87	**2,696.87**
(iii) Other comprehensive income		
Others (acturial gain/ (Loss))	(137.13)	(106.71)
	(137.13)	**(106.71)**
	5,177.24	**6,268.71**

*Refer Statement of changes in equity for detailed movement in other equity balances.

Nature and purpose of reserves

Retained Earnings:
Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distribution to share holders.

Securities premium:
The amount received in excess of face value of the equity shares is recognised in securities premium reserve. This reserve will be utilised in accordance with provisions of Section 52 of the Companies Act, 2013.

General reserve:
The Company has transferred a portion of its net profit before declaring dividend to general reserve pursuant to the earlier provisions of the Companies Act, 1956. Mandatory transfer to general reserve is not required under the Companies Act, 2013

Other Comprehensive Income (OCI):
Re-measurement of defined employee benefit plans
Difference between the interest income on plan assets and the return actually achieved, any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments with in the plans, are recognised in other comprehensive income and subsequently not reclassified into standalone statement of profit and loss

Financial liabilities

21. Borrowings

Particulars	As at 31 March 2020	As at 31 March 2019
Terms loans		
- from banks	1,255.28	1,600.68
- from others	1,036.06	1,226.38
Other Loans		
- vehicle loans	23.32	26.62
- others	-	21.92
	2,314.66	**2,875.60**

The above amount includes*		
Secured Borrowings	2,861.01	3,499.55
Unsecured Borrowings (includes vehicle loans)	21.92	142.74

*The same includes borrowings including current maturities

A) Details of securities, repayment and interest of secured term loans from banks (including current maturities of long-term debt):

A Term loans (including current maturities of non-current borrowings) from Yes Bank Limited
As at 31 March 2020 : Rs. 110.83 lakhs (31 March 2019 : Rs. 228.49 lakhs)

Security
i.The loan is secured moveable and immovable fixed assets of the unit located in Sangli (unit V) and personal guarantee of Mr Shailesh Siroya (Managing Director)

Repayment and interest terms
ii.The loan was repayable in 48 monthly installments starting from June 2017 with a initial moratorium of 12 months
iii.The loan carried interest rate at 0.95% over and above the bank's 1 year MCLR

B Term loans (including current maturities of non-current borrowings) from South Indian Bank Limited - Term Loan 1
As at 31 March 2020 : Rs. 445.38 lakhs (31 March 2019 : Rs. 466.33 lakhs)

Security
i. All the property bearing municipal no 6/3 situated at Vasanthnagar, new ward number 63, Bengaluru consisting of 6825 square feet land owned by the Company

Repayment and interest
ii. The loan was repayable in 154 monthly installments starting from March 2018.
iii. The loan carried interest rate equal to the lender's 12 month's MCLR rate

C Term loans (including current maturities of non-current borrowings) from South Indian Bank Limited - Term Loan 2
As at 31 March 2020 : Rs. 317.6 lakhs (31 March 2019 : Rs. 328.2 lakhs)

Security
i. All the property bearing municipal no 6/3 situated at Vasanthnagar, new ward number 63, Benguluru consisting of 6825 square feet land owned by the Company

Repayment and interest
ii. The loan was repayable in 180 monthly installments starting from April 2018.
iii. The loan carried interest rate equal to the applicable 12 month's MCLR rate

D Term loans (including current maturities of non-current borrowings) from HDFC Bank Limited
As at 31 March 2020 : Rs. 616.51 lakhs (31 March 2019 : Rs. 904.64 lakhs)

Security
i. Primary security of plant & machinery of Unit I located at 21 &22, Bommasandra Industrial Area, Bengaluru. Secondary collateral on factory land and building of Unit I located at 21 &22, Bommasandra Industrial Area, Bengaluru and personal guarantee of Mr Shailesh Siroya (Managing Director)

Repayment and interest
i. The loan was repayable in 5 equal quarterly installments of Rs. 30 lakh and Rs. 14 lakh equal monthly installments till November 2023.
ii. Interest was payable on at 10.75 % per annum

E Term loans (including current maturities of non-current borrowings) from Standard Chartered Bank Limited
As at 31 March 2020 : Rs. 135.63 lakhs (31 March 2019 : Rs. 162.51 lakhs)

Security
i. Hypothecation of Plant and Machinery which were funded from the term loan. For all the limts sanctioned by bank including term loan, charge on current assets of the Company along with HDFC Bank limited, Canara Bank and Yes Bank and first charge on the property located in Plot 61B, Bommasandra, Bengaluru and personal guarantee of Mr shailesh Siroya (Managing Director)

Repayment and interest
i. The disbursed loan to be repayable in 60 monthly EMI.
iii. The loan carried interest rate equal to the applicable MCLR rate plus 1% per annum

B) Details of securities, repayment and interest of unsecured term loans from banks (including current maturities of long-term debt):

A Term loans (including current maturities of non-current borrowings) from Kotak Mahindra Bank Limited
As at 31 March 2020 :Rs.Nil (31 March 2019 : Rs.36.27 lakhs)
Repayment and interest
i. The loan was repayable in 36 monthly installments starting from Aug 2017.
ii. Interest was payable on at 16.50 % per annum

C) Details of securities, repayment and interest of secured term loans from others (including current maturities of long-term debt):

A Term loans (including current maturities of non-current borrowings) from Tata Capital Financial Services Limited
As at 31 March 2020 :Rs. 1230.26 lakhs (31 March 2019 : Rs. 1400 lakhs)
Security
i. The loan is secured by mortagage of the property of Golden Drugs Private Limited Unit at Udaipur and personal guarantee of managing director.
Repayment and interest
ii. The loan was repayable in 72 monthly installments starting from April 2019 with a initial moratorium of 12 months
iii. The loan carried interest rate equal to the lender's long term lending rate less 7.19%

D) Details of securities, repayment and interest of other unsecured loans (including current maturities of long-term debt):

A Loan (including current maturities of non-current borrowings) from Magma Fincorp Limited (unsecured)
As at 31 March 2020 :Rs.Nil (31 March 2019 : Rs. 14.21 lakhs)
Repayment and interest
i. The loan was repayable in 24 monthly installments starting from Aug 2017.
ii. Interest was payable on at 16.00% per annum

B Loan (including current maturities of non-current borrowings) from Tata Capital Financial Services Limited (unsecured)
As at 31 March 2020 :Rs.Nil (31 March 2019 : Rs. 14.21 lakhs)
Repayment and interest
i. The loan was repayable in 24 monthly installments starting from July 2017.
ii. Interest was payable on at 15.94% per annum

C Loan (including current maturities of non-current borrowings) from Capital First Limited (unsecured)
As at 31 March 2020 :Rs. 10.18 lakhs (31 March 2019 : Rs.37.87 lakhs)
Repayment and interest
i. The loan was repayable in 24 monthly installments starting from Aug 2017.
ii. Interest was payable on at 15.00% per annum

D Loan (including current maturities of non-current borrowings) from Equitas Small Finance Bank Limited (unsecured)
As at 31 March 2020 :Rs. 11.73 lakhs (31 March 2019 : Rs.29.42 lakhs)
Repayment and interest
i. The loan was repayable in 36 monthly installments starting from November 2017.
ii. Interest was payable on at 16.50% per annum

E Loan (including current maturities of non-current borrowings) from Neo Growth Private Limited (unsecured)
As at 31 March 2020 :Rs.Nil (31 March 2019 : Rs. 10.75 lakhs)
Repayment and interest
i. The loan was repayable in 36 monthly installments starting from May 2018.
ii. Interest was payable on at 18.00% per annum

E) The Vehicle Loans have been taken on the hypothecation of vehicles

F) There are no defaults in repayment of principal or interest to lenders as at the balance sheet date.

G) "Based on RBI notification dated 23 March 2020, the Company has applied for moratorium towards interest and principal repayments for borrowings from Yes Bank Limited, South Indian Bank Limited, Standard Chartered Bank Limited and TATA Capital Financial Services Limited. The said application provides relief in payment of Interest and principal amount. Further, based on RBI's subsequent notification dated 23 May, 2020, the Company has requested for further extension of moratorium ending on 31 Aug, 2020. The above repayment terms are as per the original terms of sanction. The disclosure in financial statements with regards to current maturities of the loan has been made based on original terms of sanction."

22. Other financial liabilities

Particulars	As at 31 March 2020	As at 31 March 2019
Deposits received from customers	155.38	164.60
Lease Liability (Ind AS 116)	112.05	-
	267.43	**164.60**

23. Provisions

Particulars	As at 31 March 2020	As at 31 March 2019
Provision for employee benefits		
Gratuity	296.24	212.14
Leave benefits	58.40	53.94
	354.64	**266.08**

Current financial liabilities

24. Borrowings

Particulars	As at 31 March 2020	As at 31 March 2019
Secured:		
- Cash Credit	5,040.58	5,123.62
- Packing Credit	1,471.12	1,330.14
- Buyers Credit	356.90	-
- Bills Discounting	135.11	352.07
Unsecured:		
Loan from Director	56.92	-
	7,060.63	**6,805.83**

A) All secured loans payable on demand and secured short term loans from banks are secured by first charge by way of hypothecation of all the stocks, book debts and other current assets (both present and future) and carries interest rate @ 9.75% to 13.15%

B) The loan from director carries nil rate of interest and repayable on demand

25. Trade Payables

Particulars	As at 31 March 2020	As at 31 March 2019
Due to Micro, Small and Medium Enterprises (refer note no. 40)	-	-
Due to Other than Micro, small and Medium Enterprises		
- Due to Related Parties (refer note no. 58)	271.43	224.47
- Due to Others	3,673.74	4,524.61
	3,945.16	**4,749.08**

26. Other Financial Liabilities

Particulars	As at 31 March 2020	As at 31 March 2019
Current maturities of long-term debt *	568.26	766.69
Interest accrued	13.49	16.66
Security deposit	15.72	-
Payable towards Capital Goods	93.56	71.81
Accrued Payroll	195.68	117.09
Unclaimed Dividends	16.73	17.81
Payable towards Dividend Distribution Tax	58.26	29.13
Lease Liability (IND AS 116)	82.03	
Director's Deposit	1.00	1.00
Rental Deposits		
- from Related Parties (refer note no. 58)	4.00	4.00
Other current liabilities		
- Due to Related Parties (refer note no 58)	-	26.45
- Due to Others	382.58	302.43
	1,431.31	**1,353.07**

* For details of terms of loan, refer note no. 21

27. Other Current Liabilities

Particulars	As at 31 March 2020	As at 31 March 2019
Advance received from Customers	1,055.77	766.31
Statutory dues	336.56	166.33
Book Overdraft due to issue of cheques	116.60	369.58
	1,508.93	**1,302.22**

28. Provision

Particulars	As at 31 March 2020	As at 31 March 2019
Provision for employee benefits		
Gratuity	32.54	33.97
Leave Encashment	16.74	15.89
	49.29	**49.86**

29. Current Tax Liabilities (Net)

Particulars	As at 31 March 2020	As at 31 March 2019
Current Income Tax Liabilities (Net)	-	45.89
	-	**45.89**

30. Revenue from operations

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Sale of Product	16,670.22	21,853.27
Sale of services	55.05	15.86
Other operating revenue	342.01	438.81
	17,067.28	**22,307.94**

31. Other income

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Interest income		
- on Inter-Corporate Loans (refer note no.58)	170.93	167.12
- on fixed deposits with bank	29.71	32.43
- Others	8.99	22.90
-		
Net gain on foreign currency translation and transactions	46.22	12.53
Profit on sale of Property, Plant and Equipment	5.25	0.44
Rental Income	12.30	12.57
Insurance Claim received	0.72	22.96
Balances/Advances No More Payable	45.47	2.91
Income Tax Refund Received	15.94	-
Other Non -Operating revenue	26.01	0.71
	361.54	**274.57**

32. Cost of materials consumed

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Raw materials		
Opening stock	2,229.90	2,315.27
Add: Purchases - Raw Material	6,598.54	9,954.46
Less: Closing stock	(2,496.28)	(2,229.90)
	6,332.16	**10,039.83**
Packing Materials		
Opening Stock	541.91	557.68
Add: Purchases - Packing Material	756.27	1,308.27
Less: Closing stock	(410.88)	(541.91)
	887.30	**1,324.03**
	7,219.46	**11,363.87**

33. Purchases of traded goods

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Purchase of traded goods	870.39	769.88
	870.39	**769.88**

34. (Increase)/decrease in Inventories of finished goods and work in progress

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Inventories at the end of the year		
Work-in-progress	648.23	1,836.09
Finished goods	3,186.80	2,331.00
	3,835.03	**4,167.09**
Inventories at the beginning of the year		
Work-in-progress	1,836.09	1,577.89
Finished goods	2,331.00	2,148.54
	4,167.09	**3,726.43**
	332.06	**(440.65)**

35. Employee benefits expense

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Salary and wages	4,426.24	4,316.56
Contribution to provident and other funds	211.72	216.42
Staff welfare expenses	180.59	263.88
Gratuity Expenses	58.36	48.50
	4,876.91	**4,845.36**

36. Finance Cost

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Interest Expenses	1,067.06	1,099.00
Interest Expenses on Lease Liability (Ind AS 116)	12.38	-
Other Financial Cost	162.13	153.85
	1,241.57	**1,252.85**

37. Other expenses

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Consumption of stores and spares	32.06	29.58
Power and fuel		
Fuel - Opening Balance	12.68	17.29
Add: Fuel Purchases	114.22	269.80
Less: Closing Stock of Fuel	12.68	12.68
Cost of fuel consumption	114.22	274.41
Electricity charges	20.38	13.86
Power charges	316.65	333.25
Water Charges	16.76	16.95
Laboratory and Testing Charges	187.01	164.12
Sub contracting expenses	203.01	156.67
Repairs & Maintenance		
- Plant and machinery	156.80	199.20
- Building	38.70	21.72
- Others	89.55	146.88
	-	
Commission on sales	274.44	572.75
Freight and forwarding charges	465.09	536.49
Travelling Expenses	156.90	197.36
Advertisement and selling expenses	319.32	262.04
Legal and professional charges	169.20	195.23
Rent	29.03	154.55
Rates & Taxes	137.18	97.56
Communication Cost	43.12	53.64
Registeration fees	14.22	13.97
Liquidated damages	31.32	64.01
Security Charges	56.57	58.91
Donation	1.75	0.84
Loss on sale of Duty Scrip	3.81	-
Seminar, Conference & Exhibition Expenses	17.14	19.37
Insurance	34.63	18.04
Printing & Stationary	42.84	44.01
Subscription & Membership	8.59	8.20
Bank charges	27.85	17.68
Expected Credit Losses	22.38	16.40
Impairment on Investments	2.50	-
Bad debts	31.95	-
Miscellaneous expenses	28.43	50.95
	3,093.40	**3,738.64**

38. Contingent liabilities and commitments

Particulars	As at 31 March 2020	As at 31 March 2019
Contingent liabilities		
- Income tax	99.11	-
- Excise & Customs (refer note 1 below)	205.09	181.85
- Service Tax (refer note 1 below)	42.85	74.56
- Others (Letter of credit)	952.40	1,772.45
Capital commitments		
-Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for	-	7.95

Note 1 : The Company has received show cause notices under the Central Excise laws and Service Tax laws in for the years 2007-08 onwards which in various stages of assessment as at 31 March 2020. The assessments are in progress and the Company has not received the assessment order in respect of the same. In certain cases, the Company has preferred an appeal which has been remanded back to the original authority for reassessment.

Note 2 : The Company is also involved in other lawsuits, claims, investigations and proceedings, which arise in the ordinary course of business, however, there are no such matters pending that the company expects to be material in relation to its business.

39. Auditors' remuneration excluding tax (included in Legal and Professional Charges)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
As auditor		
- for Statutory audit	7.00	7.00
- for Taxation matters	0.50	0.50
- for Limited Review	0.20	0.20
In other capacity	-	-
Other services (certification fees)	0.80	0.80
Reimbursement of expenses	0.50	0.50
	9.00	**9.00**

40 Disclosure with respect to Micro, Small and Medium Enterprises

"The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the 'Micro, Small and Medium Enterprises Development Act, 2006' ('the MSMED Act'). However as on date, the Company has not received any information with regard to vendors who have obtained registeration under the said act.Accordingly, the Company has disclosed the entire amount as payable to vendors other than Micro, small and Medium enterprise. "

41 Confirmations

Balances of Trade Receivables, Trade Payables, Loans and Advances, Receivables and Payables are subject to confirmation / reconciliation, if any

42 Investment in Golden Drugs Private Limited (wholly owned subsidiary)

The company has invested Rs. 741.69 Lakhs in obtaining 100% shareholding in Golden Drugs Private Limited loacted in Udaipur in the business of manufacturing APIs/Bulk Drugs. Out of the said invested amount, Rs 649.09 Lakhs was paid during the year end March 2018 and the balance was invested in year 2018-2019

43 Investment in AB Vet Pharma Pty. Ltd. (Joint Venture)

AB vet Pharma PTY Ltd, incorporated in Melbourne, Australia as a joint venture Company between Bal Pharma Limited and Akaal Pharma PTY Ltd. This Joint venture is intended for developing, promoting and marketing of veterinary medicines in the regulated markets. However, there are no operations undertaken in the Joint venture till date and no investment outflow has been made.

44 Earnings per share

Basic EPS amounts are calculated by dividing the income for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year. The Company has no potentially dilutive instruments.

(I) Reconciliation of earnings used in calculating earnings per share:

Particulars	As at 31 March 2020	As at 31 March 2019
From continuing operations: Total Profit / (Loss) for the period attributable to Equity shareholders	(890.18)	676.01
Net profit/(loss) for basic and diluted earnings	**(890.18)**	**676.01**

(ii) Reconciliation of basic and diluted shares used in computing earnings per share

Particulars	As at 31 March 2020	As at 31 March 2019
Number of equity shares at the beginning of the year (in Lakhs)	141.72	141.72
Add: Weighted average number of equity shares issued during the year	-	-
Number of weighted average equity shares considered for calculation of basic and diluted earnings per share (in lakhs)	**141.72**	**141.72**

(iii) Earnings per share:

Particulars	As at 31 March 2020	As at 31 March 2019
Basic and dilutive*	(6.28)	4.77

* The Company has no potential dilutive instruments

45. Unclaimed Dividends on Equity Shares

Particulars	As at 31 March 2020	As at 31 March 2019
2012 - 2013	1.95	1.98
2013 - 2014	2.34	2.39
2014 - 2015	3.78	3.88
2015 - 2016	2.64	2.69
2016 - 2017	2.40	2.49
2017 - 2018	0.90	4.36
2018 - 2019	2.73	-
	16.74	**17.79**

46. Expenditure on corporate social responsibility activities

As per Section 135 of the Companies Act, 2013, a company meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities.

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Amount required to be spent by the Company during the year*	-	14.47
(b) Amount spent during the year	-	-

47. Details of inter- corporate deposits/Loans and Advances/Guranatees/ Securities given to related parties:

(a) Terms and conditions on which inter- corporate deposits/Loans and Advances/Guranatees/ Securities have been given:

Name of party	Golden Drugs Private Limited
Nature of relationship	Private Limited company which is wholly owned
Purpose	Setting up and upgradation of manufacturing unit

(b) Reconciliation of inter- corporate deposits/Loans and Advances/Guranatees/ Securities given as at the beginning and at the end of the year:

Particulars	As at 31 March 2020	As at 31 March 2019
At the commencement of the year	990.22	552.59
Add: Given during the year	228.60	492.85
Less: Repaid during the year	(25.73)	(55.22)
	1,193.09	**990.22**

48. Leases

(a) Company as a lessee

The Company has taken commercial properties under operating lease agreement. The Company intends to renew the agreement in the normal course of its business. Total lease rental expenses recognized in the statement of profit and loss for the year ended 31 March 2020 is Rs. 29.03 lakhs and for the year ended 31 March 2019 was Rs 154.55 lakhs . Under Ind AS 116 lessees have to recognise a lease liability reflecting future lease payments and a 'right-of-use asset' for lease contracts except for the leases with a term of twelve month or less (short term leases) and low value leases. For these short term leases, the Company recognises the lease payments as an operating expense.

Particulars	As at 31 March 2020
Depreciation charge on the Right-of-use asset	74.43
Interest Expense on Lease Liabilities	12.38
Expense relating to short term leases charged to statement of profit and loss	29.03

(b) Company as a lessor

The company's leasing arrangements as a lessor are in nature of operating leases. Theses are cancelable operating leases and these lease agreements are normally renewed on expiry. The aggregate lease rental payable are charged as rent under note 37

49. Export Benefit Incentives

Export benefit Incentives includes Duty Drawback ('DBK'), Focus Marketing incentive scheme(FMS), Focus product scheme (FPS), Market Linked Product Scheme (MLPS), Incremental Exports incentive scheme, Merchandise Export India Scheme and Service tax rebate scheme (STR). The Company has accounted an amount of Rs. 329.48 lakhs (31 March 2019 : Rs.421.33 Lakhs) under "other operating revenue", being the net amount of credit under various export incentive schemes as announced under Foreign trade Policy. The same will be either be sold or utilized for off-setting customs duty on future imports. The accumulated amount outstanding on this account as on 31 March 2020 is Rs. 353.45 lakhs (31 March 2019: Rs.351.75 Lakhs) and the same is reflected under Balance with Government Authorities.

50. Segment reporting

The Company is primarily engaged in a single business segment of manufacturing and marketing of pharmaceutical formulations and active pharmaceutical ingredients and is managed as one entity, for its various activities and is governed by a similar set of risks and returns.

In accordance with Ind AS-108 "Operating Segments", information about geographical areas has been given in the Consolidated Financial Statements of Bal Pharma Ltd., and therefore, no separate disclosure on geographical areas is given in these financial statements.

51. Income tax

A. Amounts recognised in statement of profit and loss

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Current income tax:		
Current income tax charge	-	102.80
Previous Year's Tax Adjustment	(14.86)	(8.15)
	(14.86)	**94.65**
Deferred tax:		
Attributable to -		
Origination and reversal of temporary differences	2.56	329.59
	2.56	**329.59**
Minimum Alternate Tax credit entitlement		
Excess of tax liability under Minimum Alternate Tax over Normal Provisions as per Income Tax Act, 1961	-	-
	-	-
Income tax (credit) / expense reported in the Statement of profit or loss	**(17.42)**	**(234.95)**

B. Income tax recognised in other comprehensive income

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Net (gain)/loss on remeasurement of defined benefit liability/ (assets)	10.69	8.24
Income tax charged to OCI	**10.69**	**8.24**

C. Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Profit before income tax	(907.62)	441.06
Domestic tax rate *	26.00%	27.820%
Tax using the Company's domestic tax rate	(235.98)	122.70
Impact of Non-taxable items due to Ind AS adjustments	(3.69)	(14.09)
Weighted Deductions and Exemptions	(45.10)	(69.99)
Impact of non-deductible expenses for tax purposes (Net)	10.03	17.33
Impact of disallowance for non payment and non deduction of TDS	102.89	18.36
Impact of allowability of certain expenditure on payment basis	37.91	20.01
Impact of Depreciation on Property, Plant and Equipment and others	28.42	8.47
Others	57.94	-
Deferred Tax created on tax losses (refer note D below)	47.59	-
Current tax Expense	**-**	**102.79**
Effective Tax Rate		23.30%

* Including applicable surcharge rate and cess

51. Income tax (Continued)

D. Deferred Tax

Deferred tax relates to the following:

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Deferred Tax Liability		
Property, Plant and Equipment	715.29	569.34
Weighted Deduction in Research and Development	-	-
Borrowings	11.44	12.86
Deferred tax Asset		
Employee benefits expenses	122.67	93.30
Disallownce under sec 40(a)(ia)	102.89	18.37
Income tax recognised in Other Comprehensive Income	10.69	8.24
Income Tax Losses	47.59	-
Others	38.10	44.23
Deferred tax Liability Reflected in Balance Sheet	**404.79**	**418.06**

52. Expenditure on Research and Development

Particulars	As at 31 March 2020	As at 31 March 2019
Capital Expenditure		
Laboratory Equipment	-	0.51
Office Equipment (Computers)	-	-
Utilities	-	-
Total Capital Expenditure (a)	**-**	**0.51**
Revenue Expenditure		
Raw material consumed	6.51	29.02
Power and Fuel	12.32	46.18
Water Charges	0.77	4.96
Laboratory and testing	4.97	8.52
Employee benefit expense	127.89	151.11
Others	56.16	49.52
Total Revenue Expenditure (b)	**208.62**	**289.31**
	283.06	**289.82**

53. Note on Suspended Activities in Unit located at Pune

The Management of the Company has decided to suspend the operations of its IV fluids and parenterals manufacturing facility at Pune as this unit has been consistantly incurring operational losses due to various reasons such as higher costs of raw materials, escalation in production cost, employee cost, lack of adequate orders and thin margins on products manufacured. The above have led to a situation wherein any further efforts to restore the profitablity of the unit will be futile. This decision was taken as part of the restructuring excercise undertaken by the Company to streamline its operations and to exit from its noncore businesses, so that further deterioration of its noncore business revenues can be plugged. The management is considering future course of action for the said unit.

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Notes to the standalone financial statements (continued)
(all amounts in Rs. lakhs unless otherwise stated)

54. Income tax

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Raw Materials	2,660.74	3,622.94
Capital goods (Including spares and components)	-	-
	2,660.74	**3,622.94**

55. Details of consumption of imported and indigenous raw materials, components and spare parts:

Particulars	31 March 2020		31 March 2019	
	Value in Rs	% of total consumption	Value in Rs	% of total consumption
Raw Material				
Imported	2,453.94	33.99%	3,319.85	33.07%
Indigenious	3,878.22	66.01%	6,719.97	66.93%
	6,332.16	**100.00%**	**10,039.82**	**100.00%**
Stores and Spares				
Imported	-	-	-	-
Indigenious	-	-	-	-
	-	-	-	-
	7,219.47		**10,039.82**	

56. Earnings in Foreign Currency

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
FOB value of Exports	10,345.49	12,655.62
	10,345.49	**12,655.62**

57. Expenditure in Foreign Currency

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Travelling expenditure	70.84	53.54
Registration fee	12.06	12.54
Commission on export sales	73.01	76.58
Sales promotion expenses	106.95	137.38
	262.86	**280.04**

BAL PHARMA LIMITED
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Notes to the financial statements (continued)
(all amounts in Rs. lakhs unless otherwise stated)

58. Related Party Transactions

A Subsidiaries

Wholly owned Subsidiary Company	Golden Drugs Private Limited
Subsidiary Company	Balance Clinics LLP
Subsidiary Company	Bal Research Foundation
Subsidiary Company	Lifezen Healthcare Private Limited
B Enterprise owned by the Managing Director of the company	Desa Marketing International
C Enterprise over which the Managing Director of the Company exercises joint control with other partners	Siroya Construction Siroya Wellness
D Enterprise over which the Managing Director of the Company exercises joint control with other relatives	Siroya Properties & Holdings Private Limited Siroya Developers Private Limited
E Significant Interest Entities	Micro Labs Limited
F Key management personnel	Shailesh D Siroya - Managerial Director Dr. S Prasanna - Whole Time Director Himesh Virupakshaya - Additional Director (w.e.f 28th September 2019)

ii. Particulars of Related Party Transactions

Particulars	Category	For the year ended 31 March 2020	For the year ended 31 March 2019
Revenue from Operations			
- Micro Labs Limited	E	140.15	115.15
-Lifezen Healthcare Private Limited	A	24.38	42.78
- Balance Clinics LLP	A	2.50	1.11
- Golden Drugs Private Limited	A	79.71	5.44
		246.74	**164.48**
Other Income - Rental Income			
- Lifezen Healthcare Private Limited	A	9.90	9.75
- Bal Research Foundation	A	2.40	2.40
		12.30	**12.15**
Other Income - Interest on inter-Corporate Loans			
- Golden Drugs Private Limited	A	170.93	167.12
		170.93	**167.12**
Other Income - Profit on sale of Property Plant and Equipment			
- Golden Drugs Private Limited	A	5.25	-
		5.25	**-**

ii. Particulars of Related Party Transactions

Particulars	Category	For the year ended 31 March 2020	For the year ended 31 March 2019
Purchase of Stock-in-Trade			
- Lifezen Healthcare Private Limited	A	22.34	10.84
		22.34	**10.84**
Sub contracting expenses			
- Golden Drugs Private Limited	A	33.02	17.22
		33.02	**17.22**
Commission on sales			
- Desa Marketing International	B	34.22	58.80
		34.22	**58.80**
Rental Expenses			
- Shailesh D Siroya	F	12.00	12.00
- Golden Drugs Private Limited	A	0.24	-
		12.24	**12.00**
Loans Given			
- Golden Drugs Private Limited	A	202.87	437.63
		202.87	**437.63**
Purchase of Capital Goods			
- Siroya Constructions	C	0.95	-
		0.95	**-**
Expenses incurred on behalf of			
- Siroya Constructions	C	-	2.20
- Siroya Properties & Holdings Private Limited	D	-	3.12
		-	**5.32**
Expenses reimbursed by			
- Siroya Constructions	C	-	3.12
- Siroya Properties & Holdings Private Limited	D	-	4.91
		-	**8.03**
Deposit Provided for rendering of services			
-Lifezen Healthcare Private Limited	A	68.71	35.47
		68.71	**35.47**
Loan received from Director (Net)			
- Shailesh D Siroya	F	56.92	-
		56.92	**-**
Key Managerial Personnel Compensation			
- Shailesh D Siroya	F	102.00	80.00
- Dr. S. Prasanna	F	33.60	31.80
- Himesh Virupakshaya	F	14.40	-
		150.00	**111.80**

iii. Amount outstanding as at the balance sheet date

Particulars	Category	As at 31 March 2020	As at 31 March 2019
Trade Receivables			
- Lifezen Healthcare Private Limited	A	241.00	196.37
- Balance Clinics LLP	A	6.08	3.29
- Micro Labs Limited	E	82.13	24.98
- Bal Research Foundation	A	5.28	4.94
- Golden Drugs Private Limited	A	96.14	159.31
		430.63	**388.89**
Inter-Corporate Loan			
- Golden Drugs Private Limited	A	1,193.09	990.22
		1,193.09	**990.22**
Interest receivable on Inter-Corporate Loan			
- Golden Drugs Private Limited	A	338.05	167.12
		338.05	**167.12**
Security Deposit			
-Lifezen Healthcare Private Limited	A	743.30	674.59
		743.30	**674.59**
Advances recoverable in Cash or Kind			
- Balance Clinics LLP	A	149.85	148.58
- Bal Research Foundation	A	0.41	0.32
- Siroya Constructions	C	-	1.25
- Siroya Wellness	C	0.98	0.98
- Siroya Properties & Holdings Private Limited	D	-	-
		151.24	**151.13**
Other Current Assets			
- Siroya Properties & Holdings Private Limited	D	376.09	376.09
		376.09	**376.09**
Loan from Director			
- Shailesh D Siroya	F	56.92	-
		56.92	**-**
Trade Payables			
- Desa Marketing International	B	175.75	185.46
-Lifezen Healthcare Private Limited	A	27.59	19.20
- Balance Clinics LLP	A	9.53	7.29
- Golden Drugs Private Limited	A	58.56	12.52
		271.43	**224.47**
Payable towards Capital Goods			
- Siroya Constructions	C	0.51	-
		0.51	**-**
Other financial liabilities - Rental Deposits			
- Bal Research Foundation	A	1.00	1.00
- Lifezen Healthcare Private Limited	A	3.00	3.00
		4.00	4.00
Other Current Liabilities			
Shailesh D Siroya	F	-	26.45
		-	**26.45**

59. Employee benefits

(a) Defined Contribution Plans

Employees receive benefits from a provident fund and employee state insurance funds.The employer and employees each make periodic contributions to the plan as per local regulations.The following table discloses the employers contribution to the funds:

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Provident Fund Contribution	178.31	168.68
Contribution to Employee State Insurance		32.72 46.8

(b) Defined Benefit Plans and other Long term plans

In accordance with applicable Indian laws, the Company provides for gratuity, a defined benefit retirement plan (Gratuity Plan).The Gratuity Plan provides a lump sum payment to vested employees, at retirement or termination of employment, an amount based on the respective employee's last drawn salary and the number of years of employment with the Company.

Actuarial Valuation for compensated absences is done as at the year end and the provision is made as per Company policy with corresponding (gain)/charge to the statement of profit and loss and it covers all regular employees. Obligation in respect of earned leave policy are actuarially determined as at the year end using the 'Projected Unit Credit' method.

The following tables summarise the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for gratuity benefit and leave encashment

Particulars	Gratuity		Leave Encashment	
	As at 31 March 2020	As at 31 March 2019	As at 31 March 2020	As at 31 March 2019
Changes in present value of defined benefit obligations during the year				
Present Value of Defined Benefits at the beginning of the year	246.11	186.02	69.84	53.15
Service cost	42.10	34.34	25.05	-
Past Service Cost	-	-	-	-
Interest on defined benefit obligation	16.26	14.16	4.53	3.91
Benefits settled	(16.80)	(39.26)	(7.55)	(8.45)
Actuarial (gain) / loss	41.11	50.86	(16.73)	21.23
	328.78	**246.11**	**75.14**	**69.84**
Reconciliation of present value of the obligation and the fair value of the plan assets:				
Present Value of Defined Benefits at the end of the year	328.78	246.11	(75.14)	(69.84)
Fair value of plan assets at the end of the year	-	-	-	-
	(328.78)	**(246.11)**	**(75.14)**	**(69.84)**
Net Liability - Current (Refer Note No. 28)	32.54	33.97	16.74	15.89
Net Liability - Non Current (Refer Note No. 23)	296.24	212.14	58.40	53.94
Expenses recognised in Statement of Profit or Loss during the year				
Current Service cost	42.10	34.34	25.05	-
Past Service Cost	-	-	-	-
Interest cost on defined benefit (net)	16.26	14.16	4.53	3.91
Expected return on plan assets	-	-	-	-
	58.36	**48.50**	**29.58**	**3.91**

(b) Defined Benefit Plans and other Long term plans

Particulars	Gratuity		Leave Encashment	
	As at 31 March 2020	As at 31 March 2019	As at 31 March 2020	As at 31 March 2019
Recognised in other comprehensive income for the year				
Remeasurements - Due to Demographic Assumptions	(4.76)	-	1.75	-
Remeasurements - Due to Financial Assumptions	(2.34)		(1.53)	21.23
Remeasurements - Due to Experience Adjustments	48.21	(8.62)	(16.94)	-
(Return) on Plan Assets (Excluding Interest Income)	-	-	-	-
(Return) on Reimbursement Rights	-	-	-	-
Changes in Asset Ceiling / Onerous Liability	-	-	-	-
	41.11	**29.63**	**(16.73)**	**21.23**
Maturity Profile of Defined Benefit Plan				
Within the next 12 months	32.54	33.97	16.74	15.89
Between 2 and 5 years	68.35	74.94	17.36	37.84
Between 6 and 9 years	68.31	100.09	12.38	14.49
For 10 years and above	159.58	37.10	28.65	1.62
Sensitivy Analysis for significant assumptions				
Salary Escalation - Up by 1%	8.47%	8.00%	9.78%	4.60%
Salary Escalation - Down by 1%	-7.49%	-7.20%	-8.33%	-4.30%
Attrition Rates - Up by 1%	0.66%	0.70%	1.17%	0.30%
Attrition Rates - Down by 1%	-0.75%	-0.80%	-1.33%	-0.30%
Discount Rates - Up by 1%	-7.80%	-7.10%	-8.45%	-3.80%
Discount Rates - Down by 1%	9.06%	8.20%	10.06%	4.20%
Assumptions				
Discount rate	6.84%	7.65%	6.84%	7.65%
Estimated rate of return on plan assets	0.00%	0.00%	0.00%	0.00%
Salary increase	5.00%	6.00%	5.00%	6.00%
Attrition Rate	5.00%	5.33%	5.00%	5.33%
Retirement age	58 years	58 years	58 years	58 years

60. Financial Instruments - Fair Value Disclosure

The carrying value and fair value of financial instruments by categories for year ended 31 March, 2020

	Note No	Carrying value	Amortized Cost	Fair Value
Financial Asset at Amortised Cost (Current and Non-Current)				
Investments	7	741.69	741.69	-
Loans	8 & 13	1,768.21	1,768.21	-
Trade receivable	12	5,165.91	5,165.91	-
Cash and cash equivalents	14	67.64	67.64	-
Other bank balances	15	227.31	227.31	-
Other financial assets	9 & 16	338.10	338.10	-
Total Financial Assets		**8,308.87**	**8,308.87**	-
Financial Liabilities at Amortised Cost (Current and Non-Current)				
Borrowings (including current maturities)	21,24 & 26	9,943.55	9,943.55	-
Trade payables	25	3,945.17	3,945.17	-
Other financial liabilities	22 & 26	1,130.47	1,130.47	-
Total Financial Liabilities		**15,019.19**	**15,019.19**	**-**
		(6,710.33)	**(6,710.33)**	**-**

60. Financial Instruments - Fair Value Disclosure

The carrying value and fair value of financial instruments by categories for year ended 31 March, 2019

	Note No	Carrying value	Amortized Cost	Fair Value
Financial Asset at Amortised Cost (Current and Non-Current)				
Investments	7	744.19	744.19	-
Loans	8 &13	1,431.29	1,431.29	-
Trade receivable	12	6,569.33	6,569.33	-
Cash and cash equivalents	14	219.74	219.74	-
Other bank balances	15	188.75	188.75	-
Other financial assets	9 &16	367.56	367.56	-
Total Financial Assets		**9,520.86**	**9,520.86**	**-**
Financial Liabilities at Amortised Cost (Current and Non-Current)				
Borrowings (including current maturities)	21,24 & 26	10,448.13	10,448.13	-
Trade payables	25	4,749.08	4,749.08	-
Other financial liabilities	22 & 26	750.98	750.98	-
Total Financial Liabilities		**15,948.19**	**15,948.19**	**-**
		(6,427.33)	**(6,427.33)**	**-**

61. Financial Instruments - Financial risk management

The Company has exposure to following risks arising from financial instruments-
- Market Risk
- Credit Risk
- Liquidity Risk

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.The Company's risk management policies are established to idenitfy and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company's audit committee oversees how management monitors compliance with the Company's risk management policies and procedures and reviews the adequacy of the risk management framework in relations to the risks faced by the Company.

A Market Risk

1) Currency Risk

The Company operates internationally and a major portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk to the extent that there is mismatch between the currencies in which its sales and services and purchases from overseas suppliers in various foreign currencies. However as the Company exports as well as imports goods and services, the Company has a ntural hedging due to its operations. Market Risk is the risk that changes in market prices such as foreign exchange rates will effect company's income or value of its holding financial assets/ instruments. The exchange rate between the Rupee and foreign currencies has changed substantially in recent years and may fluctuate substantially in the future. Consequently, the results of the Company's operations are adversely affected as the Rupee appreciates/ depreciates against US dollar (USD), Euro (EUR), Dhirams (AED) and Others.

(a) Foreign Exchange Exposures outstanding at the year end

	As at 31 March 2020	As at 31 March 2019
Unhedged Foreign Exchange Exposures		
Trade Receivables	1,744.28	2,316.80
Trade Payables	(410.20)	(792.35)
Current Borrowings	(1,963.13)	(1,672.81)
Cash and Cash Equivalents	6.23	-
Others	(32.58)	-
	(655.40)	**(148.36)**

(b) Foreign Currency Risk from Financial Instrument as at 31 March 2020

Nature Of Instrument	USD	EUR	AED	Others	Total
Trade Receivables	1,350.13	333.20	60.94	-	1,744.28
Trade Payables	(405.08)	(5.11)	-	-	(410.20)
Current Borrowings	(1,705.00)	(258.13)	-	-	(1,963.13)
Cash and Cash Equivalents	6.23	-	-	-	6.23
Others	(32.58)	-	-	-	(32.58)
Net Assets/(Liabilities)	**(786.29)**	**69.96**	**60.94**	**-**	**(655.40)**

(b) Foreign Currency Risk from Financial Instrument as at 31 March 2019

Nature Of Instrument	USD	EUR	AED	Others	Total
Trade Receivables	1,915.48	377.31	24.01	-	2,316.80
Trade Payables	(792.35)	-	-	-	(792.35)
Current Borrowings	(1,391.77)	(281.04)	-	-	(1,672.81)
Cash and Cash Equivalents	-	-	-	-	-
Net Assets/(Liabilities)	**(268.64)**	**96.27**	**24.01**	**-**	**(148.36)**

(c) Sensitivity Analysis

A reasonably possible change in foreign exchange rates by 5% would have increased/ (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables in particular interest rates remain constant

Particulars	USD	EUR	AED
Impact on Statement of Profit and Loss			
Increase by 5%			
As at 31 March 2020	39.31)	3.50	3.05
As at 31 March 2019	(13.43)	4.81	1.20
Decrease by 5%			
As at 31 March 2020	39.31	(3.50)	(3.05)
As at 31 March 2019	13.43	(4.81)	(1.20)
Impact on Equity (Net of Tax)			
Increase by 5%			
As at 31 March 2020	(29.09)	2.59	2.25
As at 31 March 2019	(8.99)	3.22	0.80
Decrease by 5%			
As at 31 March 2020	29.09	(2.59)	(2.25)
As at 31 March 2019	8.99	(3.22)	(0.80)

61. Financial Instruments - Financial risk management

2) Interest rate Risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates, in cases where the borrowings are measured at fair value through profit or loss. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

a) Exposure to Interest Rate Risk

The interest rate profile of the Company's interest-bearing financial instruments as reported :

Nature Of Instrument	As at 31 March 2020	As at 31 March 2019
Fixed Rate Instruments		
Financial Assets	1,629.90	1,448.26
Financial Liabilities	(7,833.59)	(7,152.11)
Variable Rate Instruments		
Financial Assets	-	-
Financial Liabilities	(2,239.70)	(3,490.18)
	(8,500.32)	**(9,194.03)**

(b) Fair value sensitivity analysis for fixed-rate instruments

The Company's fixed rate instruments are carried at amortised cost. They are therefore not subject to interest rate risk as defined as per Ind AS 107, since neither the carrying amount nor future cash flows will fluctuate because of change in market interest rates.

(c) Cash flow sensitivity analysis for variable-rate instruments

A reasonable possible change of 2% (200 basis points) in interest rates at the reporting date would have increased/ (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Particulars	As at 31 March 2020	As at 31 March 2019
Impact on Statement of Profit and Loss		
Loan and Borrowing		
Increase by 2%	(48.25)	(61.97)
Decrease by 2%	48.25	61.97
Impact on Equity (Net of Tax)		
Loan and Borrowing		
Increase by 2%	35.71)	(41.48)
Decrease by 2%	35.71	41.48

B Liquidity Risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities.

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Maturities of financial liabilities:

The table below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

(b) Foreign Currency Risk from Financial Instrument as at 31 March 2020

Particulars	Contractual cash Flows				
	Carrying Amount	< 12 Months	1 to 5 years	> 5 years	Total
31 March, 2020					
Borrowings (Incl Current Maturities)*	2,882.92	573.96	2,340.25	-	2,914.21
Trade and other payables	3,945.16	3,945.16	-	-	3,945.16
Short Term Borrowings	7,060.63	7,060.63	-	-	7,060.63
Other Financial Liabilities	1,130.47	863.05	267.43	-	1,130.47
31 March, 2019					
Borrowings (Incl Current Maturities)*	3,642.29	773.28	2,305.86	592.71	3,671.85
Trade and other payables	4,749.08	4,749.08	-	-	4,749.08
Short Term Borrowings	6,805.83	6,805.83	-	-	6,805.83
Other Financial Liabilities	750.98	586.38	164.60	-	750.98

C Credit Risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. The Company's exposure to credit risk is limited to the carrying amount of financial assets recognised at the date of the balance sheet, as summarised in the table below. The Company periodically assesses the financial reliability of the counter party taking into account the financial condition, current economic trends, analysis of historical bad debts and ageing of accounts receivable. Individual customer limits are set accordingly.

Particulars	As at 31 March 2020	As at 31 March 2019
Cash and Cash Equivalents	67.64	219.75
Other Bank Balances	227.31	188.75
Trade Receivables	5,165.92	6,569.30
Short Term Financial Assets	1,925.71	1,471.87
Long Term Financial Assets	922.29	1,071.17
	8,308.87	**9,520.84**

Credit risk on cash and cash equivalents is limited as they are generally invested in deposits with banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies. Advances to Related Parties are for business purposes and the Company assesses the credit risk on the these advances on a regular basis and does not forsee any event of default.

Trade receivables and unbilled revenue are typically unsecured and are derived from revenue earned from customers. Credit risk has always been managed through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company is exposed to credit risk in the event of non-payment by customers. Credit risk concentration with respect to trade receivables is mitigated by the Company's large customer base. Adequate expected credit losses are recognized as per the assessments and as such has provided for a expected credit loss of Rs. 22.38 lakhs (31 March 2019 : Rs. 16.40 Lakhs)

Ageing of Trade Receivable

Particulars	0-180 Days	Above 180 Days	Total
As on 31 March, 2020	4,113.91	1,052.01	5,165.92
As on 31 March, 2019	4,948.62	1,620.72	6,569.34
	9,062.53	**2,672.72**	**11,735.26**

Reconciliation of Loss Allowance

Particulars	As at 31 March 2020	As at 31 March 2019
Loss allowance in the beginning of the year	31.91	15.51
Add: Changes in allowance	22.38	16.40
Loss allowance at the end of the year	**54.29**	**31.91**

62. Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions, annual operating plans and long term and other strategic investment plans. In order to maintain or adjust its capital structure, the Company may adjust the amount of dividends paid, return the capital to shareholders, issue new shares or adjust its short term borrowings. The current capital structure of the Company is equity based backed with borrowings.

Particulars	As at 31 March 2020	As at 31 March 2019
Long Term Borrowings (incl Current Maturities)*	2,882.92	3,642.29
Short Term Borrowings	7,060.63	6,805.83
Total Borrowings (A)	9,943.55	10,448.13
As a percentage of total equity	60.13%	57.62%
Total equity (B)	6,594.48	7,685.94
As a percentage of total equity	39.87%	42.38%
Total Capital (A+B)	**16,538.03**	**18,134.07**

*Taken Borrowings at amortised cost

63. Recoverability from subsidiary entities

The Company has a outsanding recoverability of ₹ 743.34 lakhs and ₹ 148.85 lakhs from it subsidiaries Lifezen Healthcare Private Limited and Balance Clinic LLP.The said subsidiaries have incurred losses and have a negative networth. However the Company is confident that with infusion of additional funds, introduction of new brands and renewed marketing, the companies can be revived and the amounts recovered.

64. Impact of Covid-19

The Company has considered the possible effects that may result from the pandemic relating to COVID-19. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company, as at the date of approval of these financial statements has used internal and external sources of information including credit reports and related information, economic forecasts. The Company has performed sensitivity analysis on the assumptions used and based on current estimates expects the carrying amount of these assets will be recovered. Credit risk on cash and cash equivalents is limited as the Company generally invest in deposits with banks and financial institutions with high ratings assigned by international and domestic credit rating agencies. Ratings are monitored periodically and the Company has considered the latest available credit ratings in view of COVID – 19 as at the date of approval of these financial statements. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements

As per our report of even date attached
for **NSVM and Associates**
Chartered Accountants
Firm's registration number: 010072S

G.C.S Mani
Partner
Membership number: 036508

Place: Bengaluru
Date: 29th July, 2020

for and on behalf of the board of directors of
Bal Pharma Limited

Shailesh Siroya
Managing Director
DIN: 00048109

Place: Bengaluru
Date: 29th July, 2020

Dr S Prasanna
Director
DIN: 00084602

Place: Bengaluru
Date: 29th July, 2020

G Rengarajan
Chief Financial Officer
Place : Bengaluru
Date: 29th July, 2020

To the Members of Bal Pharma Limited

Report on the Audit of the consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Bal Pharma Limited (hereinafter referred to as the "the Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated balance sheet as at 31st March 2020, and the consolidated statement of Profit and Loss (including other comprehensive income), consolidated Statement of Changes in Equity and consolidated Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at March 31, 2020, and consolidated profit (including other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report.We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 62 to the consolidated financial statements which explains COVID-19 that has caused significant disruptions in the business operations of companies across India and has caused significant accounting and auditing challenges. One such challenge being inability for the Company to conduct a physical verification of inventories for the year-end 31 March, 2020 due to Government having imposed restrictions during the lockdown on account of health, travel and safety concerns.

The Company's management, however, conducted physical verification of inventories on dates other than the date of financial statements but prior to the date of the board meeting to be held for the purpose of adopting the financial statements at certain locations (factories and warehouses).We have performed alternate audit procedures based on documents and other information made available to us, to audit the existence of inventories as per the Guidance provided by the Standard on Auditing (SA) 501, Audit Evidence - Specific Considerations for Selected items, and have obtained sufficient appropriate audit evidence to issue our unmodified opinion on these consolidated financial statements.

Our opinion is not modified in respect of this matter

Key Audit Matters

Key audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matters	**How our audit addressed the key audit matter**
COVID-19 Impact on financial reporting and audit procedures Coronavirus disease ("COVID-19), was declared a global pandemic by World Health Organisation. COVID-19 has caused severe disruptions caused by lockdown impositions by the Government in various geographies. The consequent business and economic environment drastically changed in response to the above lockdown and precautionary steps. The lockdown imposed and consequent restrictions on movement on personnel and goods has necessitated alternative audit procedures to be used and required us to exercise significant judgements. Further, the entire extent of the COVID-19 impacts on the Company's operations cannot be fully ascertained as on date. The same will depend on future developments, which are highly uncertain and cannot be predicted.	Our audit procedures amongst others included the following: • Inquired and obtained an understanding from the Company on the impositions, tax incentives, relief in meeting obligations and other economic developments which could have an impact on the preparation of the financial statements • Assessed the impact of COVID-19 on assumptions in matters involving use of significant judgements and estimations. • Regular inventory counts which are performed as at year-end could not be performed and hence alternative procedures have been performed. • Impact on revenue recognition and carrying amount on Inventory including (i) the possibility of constraints to render services/ provide goods; (ii) onerous obligations; (iii) Constraints in delivering goods due to the lockdown and restraint in movement of goods.

Key Audit Matters	
The same has led to reassessment of the judgements and estimates in preparation of financial statements including the recoverability and meeting of obligations of the Company	
Revenue Recognition Revenue from sale of goods is recognised when a promise in a customer contract (performance obligation) has been satisfied by transferring control over the promised goods to the customer. Control is usually transferred upon shipment, delivery to, in accordance with the delivery and acceptance terms agreed with the customers. The amount of revenue to be recognised is based on the consideration expected to be received in exchange for goods, excluding trade discounts, volume discounts, sales returns and any taxes or duties collected on behalf of the government which are levied on sales such as sales tax, value added tax, goods and services tax etc., where applicable. Revenue is one of the key performance indicators of the Company and there could be a risk that revenue is recognized in the incorrect period or before the control has been transferred to the customer.	We applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence: • Assessed the appropriateness of the Company's revenue recognition accounting policies including those relating to discounts and sales return and assessed compliance with the policies in terms of applicable accounting standards. • Assessing the journals posted to revenue to identify any unusual items. • Performing substantive testing by selecting samples of revenue transactions recorded during the year and for the selected samples, verifying the underlying documents such as sales invoices / contracts and dispatch/shipping documents. • Impact on revenue recognition due to impact of COVID-19 including (i) the possibility of constraints to render services/ provide goods; (ii) onerous obligations; (iii) Constraints in delivering goods due to the lockdown and restraint in movement of goods.

Information Other than the Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the consolidated Ind AS financial statements and our auditor's report thereon.

Our opinion on the consolidated Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the consolidated Ind AS financial statements, our responsibility is to read the other information and in doing so consider whether such other information is materially inconsistent with the consolidated Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group and of its associates and jointly controlled entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(I) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

The consolidated Financial statements include the audited financial information of three subsidiaries, whose Financial Statements and financial information reflect total assets (before consolidation adjustments) of Rs. 1598.47 lakhs as at 31 March 2020 , total revenue (before consolidation adjustments) of Rs. 138.60 lakhs for year ended , total net (loss) after tax (before consolidation adjustments) of Rs. (150.77) lakhs year ended 31 March, 2020 and net cash flow outflows (before consolidation adjustments) of Rs. 2.08 lakhs for the year ended on that date as considered in the consolidated Financial Results, which have been audited by their respective independent auditors. The independent auditors' reports on Financial statements and financial information of these entities have been furnished to us and our opinion on the consolidated financial statements , in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above.

Our report on the Statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

The consolidated financial statements includes the unaudited financial statements of one subsidiary, whose financial statements reflect total assets (before consolidation adjustments) of Rs. 1911.86 lakhs as at March 31, 2020 and total revenues (before consolidation adjustments) of Rs. 99.15 lakhs for the year ended March 31, 2020, total net profit after tax (before consolidation adjustments) of Rs. (132.14) lakhs for the year ended March 31, 2020 and net cash flows (net) of 3.64 lakhs for the year ended March 31, 2020, as considered in the Statement. These financial statements are unaudited and have been furnished to us by the Management and our opinion and conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Board of Directors, these financial statements are not material to the Group.

We further state that the Holding Company is a partner in a joint venture floated outside India. We were informed by the management that no operations have been commenced and hence no books of accounts have been maintained. The Joint venture has therefore not been considered for the purpose of consolidation. (refer note 42)

Our opinion on the consolidated Financial statements is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the statements /financial information certified by the Board of Directors.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

1. As required by Section 143(3) of the Act, we report that:
   (a) We/the other auditors whose reports we have relied upon, have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements;
   (b) in our opinion, proper books of account as required by law relating to preparation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;
   (c) the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Consolidated Statement of Other Comprehensive Income, the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the books of account;
   (d) in our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standard) Rules, 2015 as amended;
   (e) on the basis of the written representations received from the directors of the Holding as on 31 March 2019 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under section 139 of the Act, of its subsidiary companies, none of the directors of the Group is disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164 (2) of the Act;
   (f) with respect to the adequacy of the internal financial controls over financial reporting of the Holding Company and its subsidiaries and the operating effectiveness of such controls, refer to our separate report in Annexure A, and
   (g) with respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries as notes in 'Other Matter' paragraph;
      I. The consolidated Ind AS financial statements has disclosed the impact of pending litigations on its consolidated financial position–Refer Note 38 to the Consolidated Ind AS financial statements.
      ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
      iii. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Group.

2. With respect to the matter to be included in the Auditors' Report under section 197(16):

   According to the information & explanations given to us and based on our examination of the records of the Holding Company, the Holding Company has paid / provided for managerial remuneration in accordance with the provisions of section 197 of the Act.

For **NSVM & Associates**
Chartered Accountants
Firm registration number: 010072S

G.C.S Mani
Partner
Membership No: 036508

Place: Bengaluru
Date: 29th July, 2020

UDIN: 20036508AAAADB5526

Annexure A to the Independent Auditors' Report

on the consolidated financial statements of Bal Pharma Limited for the period ended 31 March 2020

Report on the Internal Financial Controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

(Referred to paragraph 1(f) under 'Report on other regulatory requirements' Section of our report to the members of Bal Pharma Limited of even date)

Opinion

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March 2020, we have audited the internal financial controls with reference to consolidated financial statements of Bal Pharma Limited (hereinafter referred to as "the Holding Company") and such companies which are its subsidiary companies as of that date.

In our opinion, to the best of information and according to the explanations given to us based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, the Holding Company and its subsidiaries have in all material aspects, an adequate internal financial control system over financial reporting as at March 31, 2020, based on the internal control over financial reporting criteria established by the Holding company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

We have audited the internal financial controls over financial reporting of Bal Pharma Limited ("the Holding Company") and its subsidiaries as of 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiaries is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the 'Guidance Note') issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the company based on our audit. We conducted our audit in accordance with the Guidance Note on audit of internal financial controls and the Standards on Auditing, issued by Institute of Chartered Accountants of India and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter Paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Other Matter

Our report under Section 143(3)(I) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements of the Holding Company, insofar as it relates to the subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiary, to the extent made available to us.

For **N S V M & Associates**
Chartered Accountants
Firm registration number: 010072S

G.C.S Mani
Partner
Membership No: 036508
Place: Bengaluru
Date: 29th July, 2020

UDIN: 20036508AAAADB5526

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Consolidated Balance Sheet
(all amounts in Rs. lakhs unless otherwise stated)

Particulars	Note	As at 31 March 2020	As at 31 March 2019
ASSETS			
Non-current assets			
Property, Plant and Equipment	4	6,044.85	6,084.61
Capital work-in-progress	5	332.10	363.17
Goodwill	6 A	382.86	382.86
Other Intangible Assets	6 B	642.83	571.19
Financial assets		-	
- Investments	7	-	1.50
- Loans	8	29.18	72.44
- Other financial assets	9	156.10	253.86
Deferred tax assets (Net)		-	
Other non-current assets	10	137.84	96.69
		7,725.75	**7,826.32**
Current assets			
Inventories	11	6,771.13	6,975.11
Financial assets			
- Trade receivable	12	4,960.21	6,469.59
- Loans	13	220.79	215.99
- Cash and cash equivalents	14	85.87	243.61
- Other bank balances	15	227.31	188.75
- Other financial assets	16	182.00	113.70
Current tax assets (Net)	17	10.79	-
Other current assets	18	3,657.43	4,097.78
		16,112.96	**18,304.53**
		23,838.71	**26,130.86**
EQUITY & LIABILITIES			
Equity			
Equity share capital	19	1,417.24	1,417.24
Other equity	20	3,825.37	5,247.06
Non-controlling Interest	20	(708.84)	(642.18)
		4,533.09	**6,022.12**

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Consolidated Balance Sheet
(all amounts in Rs. lakhs unless otherwise stated)

Particulars	Note	As at 31 March 2020	As at 31 March 2019
LIABILITIES			
Non-current liabilites			
Financial liabilities			
- Borrowings	21	2,314.66	2,875.60
- Other financial liabilities	22	321.42	220.09
Provisions	23	361.98	271.27
Deferred tax liabilities (Net)	50	358.39	418.06
		3,356.46	**3,780.54**
Current liabilities			
Financial liabilities			
- Borrowings	24	8,962.63	8,707.84
- Trade payables			
Due to Micro, Small and Medium Enterprises			
Due to Other than Micro, small and Medium Enterprises	25	3,867.40	4,733.79
- Other financial liabilities	26	1,540.21	1,403.14
Other current liabilities	27	1,529.04	1,382.59
Provisions	28	49.88	50.54
Current tax liabilities (Net)	29	-	45.89
		15,949.15	**16,324.78**
		23,839.37	**26,127.44**

Significant accounting policies 3
The notes referred to above form an integral part of these financial statements

As per our report of even date attached
for **NSVM and Associates**
Chartered Accountants
Firm's registration number: 010072S

for and on behalf of the board of directors of
Bal Pharma Limited

G.C.S Mani
Partner
Membership number: 036508

Place: Bengaluru
Date: 29th July, 2020

Shailesh Siroya
Managing Director
DIN: 00048109

Place: Bengaluru
Date: 29th July, 2020

Dr S Prasanna
Director
DIN: 00084602

Place: Bengaluru
Date: 29th July, 2020

G Rengarajan
Chief Financial Officer
Place : Bengaluru
Date: 29th July, 2020

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Consolidated Statement of Profit and Loss
(all amounts in Rs. lakhs unless otherwise stated)

Particulars	Note	For the year ended 31 March 2020	For the year ended 31 March 2019
Income			
Revenue from operations	30	17,109.43	22,501.05
Other income	31	184.01	100.92
Total Income		**17,293.44**	**22,601.97**
Expenses			
Cost of materials consumed	32	7,219.53	11,362.87
Purchase of traded goods	33	854.36	795.45
(Increase)/decrease in inventories of finished goods and work-in-progress	34	338.34	(430.53)
Employee Benefit expense	35	5,042.90	5,027.93
Finance costs	36	1,245.25	1,256.28
Depreciation and amortisation	4 & 6	767.76	615.50
Other expenses	37	3,178.23	3,994.72
Total expenses		**18,646.36**	**22,622.22**
Profit before exceptional items and tax		(1,352.93)	(20.24)
Profit before tax		**(1,352.93)**	**(20.24)**
Less: Tax expense:			
Current tax	50	-	102.80
Tax adjustments relating to previous year	50	(14.86)	(8.15)
Deferred tax charge/ (credit)	50	(48.90)	(330.19)
Tax expenses		(63.76)	(235.54)
Profit / (Loss) for the year		**(1,289.17)**	**215.30**
Profit / (Loss) attributable to :			
Equity holders of the parent company		(1,221.82)	378.80
Non controlling interest		(67.35)	(163.50)

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Consolidated Statement of Profit and Loss
(all amounts in Rs. lakhs unless otherwise stated)

Particulars	Note	For the year ended 31 March 2020	For the year ended 31 March 2019
Other Comprehensive Income (OCI)			
A (i) Items that will not be reclassified to statement of profit or loss			
Remeasurements of post-employment benefit obligations		(39.71)	(50.69)
(ii) Income tax relating to items that will not be reclassified to statement profit or loss		10.69	8.24
Total other comprehensive income		(29.02)	(42.45)
Total Comprehensive Income for the year		**(1,318.19)**	**172.85**
Total Comprehensive Income attributable to :			
Equity holders of the parent company		(1,251.53)	332.00
Non controlling interest		(66.66)	(159.15)
Earning per share (face value per equity share Rs. 10)		(9.10)	1.52
- Basic and diluted	42		

Significant accounting policies 3
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for and on behalf of the board of directors of
Bal Pharma Limited

G.C.S Mani
Partner
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Place: Bengaluru
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Shailesh Siroya
Managing Director
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Dr S Prasanna
Director
DIN: 00084602

Place: Bengaluru
Date: 29th July, 2020

G Rengarajan
Chief Financial Officer
Place : Bengaluru
Date: 29th July, 2020

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Consolidated Statement of changes in equity as on March 31, 2020
(all amounts in Rs. lakhs unless otherwise stated)

A. Equity share Capital

Particulars		
Equity shares of Rs 10 each issued, subscribed and fully paid		
Balance as at 1 April 2018		1,417.24
Add: Issue of shares	-	
Balance as at 31 March 2019		**1,417.24**
Balance as at 1 April 2019		**1,417.24**
Add: Issue of shares	-	
Balance as at 31 March 2020		**1,417.24**

B. Other Equity

Particulars	Attributable to Owners						
	Reserves & Surplus				OCI		
	Securities premium reserve	General Reserve	Capital Reserve	Retained earnings	Remeasurements of the net defined benefit plans	Non Controlling Interest	Total Other Equity
Balance as at 01 April 2018	2,407.66	245.15	44.06	2,443.35	(58.65)	(478.68)	4,602.88
Reconciliation for the period ended 31 March 2019							
Profit for the year	-	-	-	378.80	-	-	378.80
Appropriations for dividend and tax on same	-	-	-	-	-	(163.50)	(163.50)
Other Comprehensive income	-	-	-	-	(42.45)	-	(42.45)
Dividends(Including dividend distribution tax)				(170.85)	-	-	(170.86)
Balance as on 31 March 2019	**2,407.66**	**245.15**	**44.06**	**2,651.30**	**(101.10)**	**(642.18)**	**4,604.88**
Reconciliation for the period ended 31 March 2020							
Profit for the year	-	-	-	(1,221.82)	-	(67.35)	(1,289.17)
Other Comprehensive income	-	-	-	-	(29.02)	-	(29.02)
Dividends(Including dividend distribution tax)	-	-	-	(170.85)	-	-	(170.86)
						-	
Balance as on 31 March 2020	**2,407.66**	**245.15**	**44.06**	**1,258.63**	**(130.12)**	**(709.53)**	**3,115.85**

for **NSVM & Associates**
Chartered Accountants
Firm's registration number: 010072S

G.C.S Mani
Partner
Membership number: 036508

Place: Bengaluru
Date: 29th July, 2020

for and on behalf of the board of directors of
Bal Pharma Limited

Shailesh Siroya
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Dr S Prasanna
Director
DIN: 00084602

Place: Bengaluru
Date: 29th July, 2020

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Consolidated Cash Flow Statements
(all amounts in Rs. lakhs unless otherwise stated)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Cash flow from operating activities:		
Profit before tax	(1,352.93)	(20.24)
Add/(Less): Non cash adjustments to reconcile profit before tax to net cash flows		
- Interest income	(38.70)	(55.34)
- (Gain)/ Loss on sale of Fixed assets	(5.25)	(0.44)
- Balances written off as no more payable	(46.62)	(4.37)
- Unrealised Foreign (Gain)/Loss	(10.39)	(87.48)
- Finance cost	1,245.25	1,256.28
- Interest on income tax	4.79	-
- Rental Expense (IND AS 116)	(86.13)	-
- Balances written off as no more receivable	31.95	-
- Expected Credit Losses	22.38	16.40
- Depreciation and Amortization	767.76	615.50
- Impairement on Investments	2.50	-
Operating cash flow before working capital changes	**533.61**	**1,720.31**
Add/(Less): Working Capital changes		
- Decrease/(Increase) in Inventories	203.98	(325.76)
- Decrease/(Increase) in Trade receivables	1,346.75	6.30
- Decrease/(Increase) in Loans (Current and Non-Current)	38.46	42.36
- Decrease/(Increase) in Other Assets (Current and Non current)	417.69	442.77
- Increase/ (Decrease) in Trade payables	(875.22)	(261.98)
- Increase/ (Decrease) in Financial Liabilities	455.88	(207.21)
- Increase/ (Decrease) in Other liabilities	116.13	(414.68)
- Increase/ (Decrease) in Provisions	90.04	11.24
Cash (used in)/ generated from operations	**2,327.33**	**1,013.34**
Income taxes (paid)/ refund	(17.21)	(237.58)
Net cash generated (used in) operating activities (A)	**2,310.12**	**775.76**
Cash flow from investing activities:		
Purchase of fixed assets including intangible assets and capital work-in-progress	(506.33)	(859.41)
Proceeds from sale of fixed assets	1.84	1.84
Interest received	33.96	53.22
Net cash (used in) investing activities	**(470.53)**	**(804.35)**

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Cash flow from financing activities:		
Proceeds from / (repayment) of long term borrowings	(879.67)	(493.78)
Proceeds from / (repayment) of short term borrowings	254.79	1,877.09
Dividend Paid including dividend distribution tax	(141.72)	(147.21)
Finance Cost	(1,230.72)	(1,234.75)
Net cash generated from/ (Used in) financing activities	**(1,997.32)**	**1.36**
Net (decrease)/ increase in cash and cash equivalents	(157.73)	(27.25)
Cash and cash equivalents at the beginning of the year	243.60	270.85
Cash and cash equivalents at the end of the year	**85.87**	**243.60**
Cash and cash equivalents comprise of:		
Cash and cash equivalents		
- Cash on hand	27.66	15.55
- Bank Balances - Current Acounts	31.98	189.29
- Fixed Deposits (original maturity of less than 3 months)	26.22	38.77
	85.87	**243.61**

Significant accounting policies 3
The notes referred to above form an integral part of these financial statements

As per our report of even date attached
for **NSVM and Associates**
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Firm's registration number: 010072S

for and on behalf of the board of directors of
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Place: Bengaluru
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DIN: 00084602

Place: Bengaluru
Date: 29th July, 2020

G Rengarajan
Chief Financial Officer
Place : Bengaluru
Date: 29th July, 2020

BAL PHARMA LIMITED
CIN: L85110KA1987PLC008368
Notes to consolidated financials statements

1. Overview of the Group

The consolidated financial statements comprise financial statements of Bal Pharma Limited ('the Parent Group' or 'Holding Group' or 'the Group') together with its subsidiaries (collectively termed as 'the Group' or 'the Consolidated Entities') for the year ended March 31, 2020. Bal Pharma Limited is a public Group domiciled in India and was incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognized stock exchanges in India. The Group is primarily engaged in the manufacturing and selling of pharmaceutical products and related services. The Group caters to both domestic and international markets.

2. Basis for preparation of Consolidated Financial Statements

2.01 Statement of compliance

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The financial statements were authorised for issue by the Holding Company's Board of Directors on 29th July, 2020

Changes in accounting policies and disclosures on introduction of new and amended standards

The Group applied Ind AS 116 Leases for the first time. The nature and effect of the changes as a result of adoption of this new accounting standard is described in note 3.10
Several other amendments apply for the first time for the year ending 31 March 2020, but do not have an impact on the financial statements of the Group.

2.02 Historical Cost Convention

The consolidated financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments),
- Defined Benefits and other long term employment benefits

The consolidated financial statements are presented in Lakhs unless otherwise stated

2.03 Principles for consolidation

The Consolidated Financial Statements relate to Bal Pharma Limited and its subsidiaries.
Subsidiaries are all entities over which Bal Pharma Limited exercises control. The Holding Group exercises control if and only if it has the following:

- Power over the entity
- exposure, or rights, to variable returns from its involvement with the entity; and
- the ability to use its power over the entity to affect the amount of its returns.

The Consolidated Financial Statements have been prepared on the following basis:

- The Financial Statements of the Group have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-Group balances and intra-group transactions and resulting unrealised profits. Unrealised losses resulting from intra-group transactions are eliminated unless cost cannot be recovered.
- The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.
- The Financial Statements of the subsidiaries used for the purpose of consolidation are drawn up to the same reporting date as of the Group.
- The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstance and are presented to the extent possible, in the same manner, as the Group's separate Financial Statements.

Group Information

The Consolidated Financial Statements have been prepared on the basis of the financial statements of the following subsidiaries:

Sl No.	Name of the Entity	Country of Incorporation	% of interest	
			As at 31 March 2020	As at 31 March 2019
1	Lifezen Healthcare Private Limited	India	51	51
2	Balance Clinic LLP	India	80	80
3	Bal Research Foundation	India	80	80
4	Golden Drugs Private Limited	India	100	100
5	ABVet Pharma Pty. Limited	Australia	50	50

The Holding Group is a partner in Joint Venture "AB Vet Pharma Pty. Limited" as stated above. As on 31 March 2020, no operations have been commenced and therefore not been considered for the purpose of consolidation.

2.04 Functional and presentation currency

These financial statements are presented in Indian Rupees, which is also the Group's functional currency. All amounts have been rounded-off to the nearest lakhs, unless otherwise stated.

2.05 Basis of measurement

The financial statements have been prepared on the historical cost basis except for financial assets and financial liabilities that are measured at fair value (refer accounting policies regarding financial instrument).

2.06 Use of estimates and judgments

The preparation of consolidated financial statements in conformity with Ind AS requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of financial statements and reported amounts of revenue and expenses for that year. Actual result could differ from these estimates. Any revision to accounting estimates is recognized prospectively.

The estimates and underlying assumptions are reviewed by management at each reporting date. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of revision or future periods if the revision affects both current and future periods.

Critical accounting estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

Judgments

Information about judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the following notes:

Note 3.01 : whether the Group acts as an agent rather than as a principal in a transaction.

Assumptions and estimations

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2020 or subsequent year/ years is included in the following notes:

- Note 3.02: Useful lives of various of Property, Plant and Equipment
- Note 58: Fair Value of Financial Instruments
- Note 57: Accounting for Defined Benefit Plan - measurement of defined benefit obligation - key actuarial assumptions.
- Note 3.05: Expected Credit Losses associated with its assets carried at amortized cost
- Note 61: Estimation of uncertainties relating to the global health pandemic from COVID-19

2.07 Current vs Non-Current Classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or

- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.
Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

2.08 Measurement of fair values

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The management regularly reviews significant unobservable inputs and valuation adjustments.

Measurement of fair values

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

- Financial Instruments - Refer Note 58

3. Significant Accounting Policies

3.01 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Effective April 1, 2018, the Group has applied Ind AS 115: Revenue from Contracts with Customers which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 Revenue. The impact of the adoption of the standard on the financial statements of the Group is insignificant

The Group has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

Sale of Goods:

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements, since it is the primary obligor in all of its revenue arrangement, as it has pricing latitude and is exposed to inventory and credit risks. Revenue is stated net of goods and service tax and net of returns, chargebacks, rebates and other similar allowances. These are calculated on the basis of historical experience and the specific terms in the individual contracts. In determining the transaction price, the Group considers the effects of variable consideration, the existence of significant financing components, noncash consideration, and consideration payable to the customer (if any). The Group estimates variable consideration at contract inception until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. Other Operating revenue is recognised on accrual basis."

Export Incentives:

Export entitlements under the Duty Drawback ('DBK'), Focus Marketing incentive scheme(FMS), Focus product scheme (FPS), Market Linked Product Scheme (MLPS), Incremental Exports incentive scheme, Merchandise Export India Scheme and Service tax rebate scheme (STR) are recognized as income when the right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds. As the Group derives a substantial portion of its revenue from export of goods, such incentives is recognised as "Other Operating Income"

Rendering of Services:

Revenue from services rendered is recognised in the profit or loss as the underlying services are performed and is recognised net of service tax and goods and service tax (provided that it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably).

Interest Income:
Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principle outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividend Income
Dividend income from investments is recognized when the right to receive payment has been established, provided that it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably.

Impact of COVID-19
The Group has evaluated the impact of COVID–19 resulting from (i) the possibility of constraints to render services/ provide goods; (ii) onerous obligations; (iii) Constraints in delivering goods due to the lockdown and restraint in movement of goods. The Group has concluded that the impact of COVID–19 is not material based on these estimates as the Group operates in the necessity sector. Due to the nature of the pandemic, the Group will continue to monitor developments to identify significant uncertainties relating to revenue in future periods.

3.02 Property, Plant & Equipment, Intangible Assets and Work -in - Progress

Recognition and Measurement
All items of property, plant and equipment, including freehold land, are initially recorded at cost. Cost of property, plant and equipment comprises purchase price, non refundable taxes, levies and any directly attributable cost of bringing the asset to its working condition for the intended use. Expenses directly attributable to new manufacturing facility during its construction period are capitalized if the recognition criteria is met. Freehold land has an unlimited useful life and therefore is not depreciated.

The cost of an item of property, plant and equipment is recognized as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The cost includes the cost of replacing part of the property, plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying property, plant and equipment. The accounting policy for borrowing costs is set out in note below.

Items such as spare parts, stand-by equipmentand servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred.

When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

Subsequent Measurement
Subsequent to initial recognition, property, plant and equipment other than freehold land are measured at cost less accumulated depreciation and any accumulated impairment losses. The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

Disposal/Write-off
An item of property,plant and equipment is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of property, plant and equipment, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in profit or loss when the asset is derecognized.

Capital Work-in-Progress
Capital work-in-progress includes cost of property, plant and equipment that are not ready for their intended use. Capital work-in-progress included property, plant and equipment are not depreciated as these assets are not yet available for use.

Transition to Ind AS
For transition to Ind AS, the Group has elected to continue with the carrying value of all its property, plant and equipment recognized as of April 01,2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Depreciation
Depreciable amount for assets in the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on the property, plant and equipment is provided on straight line method, over the useful life of the assets, as specified in schedule II to the companies Act, 2013 and is recognised in in the statement of profit and loss.

Property, plant and equipment which are added / disposed off during the year, depreciation is provided on pro-rata basis. Building constructed on leasehold land is depreciated based on the useful life specified in schedule II to the companies Act, 2013 where the lease period of the land is beyond the life of the building. In other cases, building constructed on leasehold lands are amortised over the primary lease period of the lands.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

3.03 Intangible Asset

Recognition and Measurement

The items of intangible assets, with finite life, are measured at cost less accumulated amortisation and impairment losses, if any. Cost of an item of intangible assets comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any cost directly attributable to bringing the asset to its working condition for its intended use.

Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure on internally generated goodwill and brands, is recognised in profit or loss when incurred.

Research and Development

Expenditure on research activities undertaken with the prospect of gaining new scientific or technical knowledge and understanding are recognised as an expense when incurred. Development activities involve a plan or design for the production of new or substantially improved products and processes. An internally-generated intangible asset arising from development is recognised if following have been demonstrated by the Group.

- development costs can be measured reliably;
- the product or process is technically and commercially feasible
- future economic benefits are probable; and
- the Group intends to and has sufficient resources to complete development and to use or sell the asset.

As such, expenditure on projects which have become unsuccessful are charged off as an expense in the year in which they are abandoned. Capital expenditure incurred on research and development is capitalized as Property, Plant and Equipment and depreciated in accordance with the depreciation policy of the Group.

Disposal/Write-off

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in profit or loss when the asset is derecognized.

Transition to Ind AS

On transition to Ind AS, the Group has elected to continue with the carrying values as at 1 April 2016 under previous GAAP of all its intangible assets recognised as at 1 April 2016, measured as per previous GAAP, and use that carrying value as the deemed cost of such intangible assets.

Amortisation

Amortisation is calculated to write-off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method, and is included in depreciation and amortisation in the statement of profit and loss. The estimated useful life of intangibles are as follows:

Asset	Management estimate of useful life (years)
Computer software	5
Research and Development	10

The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

3.04 Inventories:

Inventories are valued at the lower of cost and net realisable value. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Raw materials and accessories:

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.

Finished goods and work in progress:

Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on first in, first out basis.

Trading Goods:

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

3.05 Impairment

i. Impairment of financial instruments

The Group recognises loss allowances for expected credit losses on:"

- financial assets measured at amortised cost; and "
- financial assets measured at FVOCI- debt investments.

At each reporting date, the Group assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for 180 days or more;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

The Group measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. 12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 180 days past due.

The Group considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- the financial asset is 180 days or more past due.

A. Measurement of expected credit losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive). As a practical expedient, the Group uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forwardlooking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed."

B. Presentation of allowance for expected credit losses in the balance sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

C. Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

ii. Impairment of non-financial assets

The Group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell.Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

The Group's corporate assets do not generate independent cash inflows.To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the Statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

In respect of other assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

3.06 Financial Instruments

i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement

A. Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost
- Fair value through other comprehensive income (FVOCI) - debt investment;
- Fair value through other comprehensive income (FVOCI)
- equity investment; or
- Fair value through profit & loss- (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and Interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

B. Financial assets: Business model assessment

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;

- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

C. Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest.

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

D. Financial assets: Subsequent measurement and gains and losses	
Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

3.06 Financial Instruments (continued)

D.1 Financial assets: Subsequent measurement and gains and losses	
Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

E. Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

iii Derecognition

A. Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

B. Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

3.07 Foreign Currency Transactions:

Initial recognition:

Transactions in foreign currencies entered into by the Group are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction.

Measurement of foreign currency monetary items at the Balance Sheet date:Foreign currency monetary items (other than derivative contracts) of the Group and its net investment in non-integral foreign operations outstanding at the Balance Sheet date are restated at the year-end rates.

Treatment of exchange differences:Exchange differences arising on settlement / restatement of short-term foreign currency monetary assets and liabilities of the Group are recognized as income or expense in the Statement of Profit and Loss.

3.08 Employee Benefits

a) Short Term Employee Benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are recorded as expense as the related service is provided. Benefits such as salaries, short term compensated absences etc., and the expected cost of bonus is recognized in the period in which the employee renders the related services. A liability is recognized for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for the related service

b) Post-Employment Benefits

The Group participates in various employee benefit plans. Pensions and other post-employment benefits are classified as either defined contribution plans or defined benefit plans. Under a defined contribution plan, the Group's only obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits. The related actuarial and investment risks are borne by the employee. The expenditure for defined contribution plans is recognised as an expense during the period when the employee provides service. Under a defined benefit plan, it is the Group's obligation to provide agreed benefits to the employees. The related actuarial and investment risks are borne by the Group. The present value of the defined benefit obligations is calculated by an independent actuary using the projected unit credit method.

Defined contribution plans

Employees receive benefits from a provident fund and employee state insurance funds. The employer and employees each make periodic contributions to the plan as per local regulations. The Group has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expenses in the Statement of Profit and Loss as they fall due based on the amount of contribution required to be made.

Defined Benefit plans

In accordance with the Payment of Gratuity Act, 1972, applicable for Indian companies, the Group provides for a lump sum payment to eligible employees, at retirement or termination of employment based on the last drawn salary and years of employment with the Group. Group's liability towards Gratuity are actuarially determined at each balance sheet date using the projected unit credit method. Actuarial gains and losses are recognized in the Statement of Profit and Loss in the period of occurrence.

Other Long Term Benefit plan

Actuarial Valuation for compensated absences is done as at the year end and the provision is made as per Group policy with corresponding (gain)/charge to the statement of profit and loss and it covers all regular employees. Obligation in respect of earned leave policy are actuarially determined as at the year end using the 'Projected Unit Credit' method.

3.09 Borrowing Cost

Borrowing costs consists of interest, ancillary costs and other costs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to interest costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalised as part of the cost of such assets upto the assets are substantially ready for their intended use or sale.

The loan origination costs directly attributable to the acquisition of borrowings (e.g. loan processing fee, upfront fee) are amortised on the basis of the Effective Interest Rate (EIR) method over the term of the loan.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. All other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

3.10 Leases

The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange of consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether

a. the Contract involves the use of an identified asset
b. the Group has substantially all of the economic benefits from use of the asset through the period of lease
c. the Group has the right to direct the use of asset

Leases as Lessor

Leases for which the Group is a lessor is classified as a finance or operating lease. When ever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. The Group recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Group is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease

Leases as Lessee

As at the date of commencement of the lease, the Group recognises a right of use asset("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for the leases with a term of twelve month or less (short term leases) and low value leases. For these short term leases, the Group recognises the lease payments as an operating expense on a straight line basis over the period of lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities include these options when it is reasonably certain that they will be exercised. ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease and related prepaid amount plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses

ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the market . Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Group changes its assessment if whether it will exercise an extension or a termination option. The Right-of-Use asset has been disclosed within the same line item as that within which the corresponding underlying asset would be presented. Where the Right-of-Use asset meets the definition of Investment Property such items has been presented in Balance sheet as Investment Property. Lease liability have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows"

Transition to Ind AS 116
Group as a lessee

The Ministry of Corporate Affairs on 30 March 2019 notified the new leasing standard, viz., Ind AS 116 Leases. Ind AS 116 is applicable for the financial year beginning on or after 1 April 2019 for all Ind AS companies. It replaces current guidance under Ind AS 17 Leases.

Hence effective April 01, 2019 the Group adopted Ind AS 116 and applied the standard to all lease contracts existing on April 01, 2019 using the modified retrospective approach and has taken the cumulative adjustment to right of use of assets, on the date of initial application. Accordingly the comparitives as at and for year ended March 31, 2019 have not been retrospectively adjusted. Consequently the Group recorded the lease liability at the present value of the lease payments discounted at the discounting rate, as stated above, at the date of initial application. Comparatives of previous periods have not retrospectively adjusted and therefore will continue to be reported under previously adopted accounting policy as per Ind AS 17.

On transition; the Group recognised right-of-use assets and lease liabilities for those leases previously classified as operating leases, except for short-term leases and leases of low-value assets. The Group recognised a lease liability measured at the present value of the remaining lease payments. The right-of-use assets are recognised at an the amount equal to the lease liabilities, adjusted for any related prepaid and accrued lease payments previously recognised. Lease liabilities were recognised based on the present value of the remaining lease payments, discounted using the market borrowing rate of the domicile country of leases.

The effect of adoption of Ind AS 116 as at 1 April 2019 is given below: (amount in lakhs)

Right-of-use asset recognised as at 1 April 2019	269.72
Lease liabilities recognised as at 1 April 2019	269.72
Rental expense for year ended 31 March 2020 for which ROU has been created (under Ind AS 17)	86.13
Depreciation charge on Right-of-use asset for year ended 31 March 2020	79.71
Interest expense on Lease Liabilities for year ended 31 March 2020	12.77

The following is the summary of practical expedients elected on initial application:

1. Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application

2. Used hindsight in determining the lease term where the contract contains options to extend or terminate the lease

3. Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date

4. Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application

5. Applied the practical expedient to grand father the assessment of which transactions are leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17

The weighted average incremental borrowing rate applied to lease liabilities as at April 1, 2019 is 8.50%.

3.11 Earnings per Share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

3.12 Income Tax

a. Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

b. Minimum Alternate Tax ('MAT')

Minimum Alternate Tax ('MAT') under the provisions of the Income-tax Act, 1961 is recognised as current tax in the Statement of Profit and Loss. The credit available under the Income-tax Act, 1961 in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each Balance Sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

c. Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities not recognised if the temporary differences arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit not the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interest are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

3.13 Provisions and Contingencies

a. Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, itis probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

b. Contingent Liabilities and Contingent Assets

A contingent liability is a possible obligation that arises from a past event, with the resolution of the contingency dependent on uncertain future events, or a present obligation where no outflow is probable. Major contingent liabilities are disclosed in the financial statements unless the possibility of an outflow of economic resources is remote. Contingent assets are not recognized in the financial statements but disclosed, where an inflow of economic benefit is probable.

3.14 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

3.15 Statement of cash flows

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Group are segregated.

3.16 Insurance claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

3.17 GST input credit

GST input credit is accounted in the books in the period in which the underlying service as well as invoice is received and when there is no uncertainty in availing / utilizing the credits.

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Notes to the consolidated financial statements (continued)
(all amounts in Rs. lakhs unless otherwise stated)

4. Property, Plant and Equipment

	Building (Right-Of-Use assets)	Free holdland	Lease holdland	Building	Plant and machinery	Utilities	Furniture and fixtures	Office equipment	Motor vehicles	Total
Gross Block (Deemed Cost)										
Balance as at 01 April 2018	**-**	**667.91**	**123.12**	**2,024.46**	**2,394.87**	**1,615.62**	**94.06**	**150.87**	**186.14**	**7,257.04**
Additions	-	-	-	17.67	89.50	118.00	10.46	6.06	-	241.69
Disposals	-	-	-	-	(7.18)	(4.92)	-	(0.23)	-	(12.33)
Balance as at 31 March 2019	**-**	**667.91**	**123.12**	**2,042.13**	**2,477.19**	**1,728.70**	**104.52**	**156.70**	**186.14**	**7,486.41**
Balance as at 01 April 2019	-	667.91	123.12	2,042.13	2,477.19	1,728.70	104.52	156.70	186.14	7,486.41
Additions	269.72	-	35.55	101.86	148.38	3.65	25.00	10.45		594.61
Disposals	-	-	-	-	(5.25)	-	-	-	-	(5.25)
Balance as at 31 March 2020	**269.72**	**667.91**	**123.12**	**2,077.68**	**2,573.80**	**1,877.08**	**108.17**	**181.70**	**196.59**	**8,075.77**
Accumulated Depreciation										
Balance as at 01 April 2018	-	-	5.87	175.18	336.69	290.75	26.26	46.26	59.70	940.72
Additions	-	-	-	97.80	171.46	133.11	13.36	17.94	28.57	462.24
Disposals	-	-	-	-	(1.16)	-	-	-	-	(1.16)
Balance as at 31 March 2019	**-**	**-**	**5.87**	**272.98**	**507.00**	**423.87**	**39.62**	**64.20**	**88.27**	**1,401.80**
Balance as at 01 April 2019	**-**	**-**	**5.87**	**272.98**	**507.00**	**423.87**	**39.62**	**64.20**	**88.27**	**1,401.80**
Additions	79.71	-	5.57	95.79	214.33	159.68	16.29	27.72	35.27	634.37
Disposals	0.00	-	-	-	(5.25)	-	-	-	-	(5.25)
Balance as at 31 March 2020	**79.71**	**-**	**11.44**	**368.77**	**716.08**	**583.54**	**55.91**	**91.92**	**123.54**	**2,030.92**
Carry Amount (Net)										
Balance as at 31 March 2019	**-**	**667.91**	**117.25**	**1,769.15**	**1,970.19**	**1,304.83**	**64.90**	**92.50**	**97.87**	**6,084.61**
Balance as at 31 March 2020	**190.01**	**667.91**	**111.69**	**1,708.91**	**1,857.72**	**1,293.54**	**52.26**	**89.78**	**73.05**	**6,044.85**

* The assets are owned by the Company except as stated otherwise

BAL PHARMA LIMITED
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Notes to the consolidated financial statements (continued)
(all amounts in Rs. lakhs unless otherwise stated)

5. Capital work-in-progress

Particulars	As at 31 March 2020	As at 31 March 2019
Capital work-in-progress	332.09	363.17
	332.09	**363.17**

5A. Goodwill

Particulars	As at 31 March 2020	As at 31 March 2019
Opening Balance	**382.86**	**382.86**
Acquisition of subsidiaries	-	-
De-recognised of disposal of subsidiaries	-	-
Foreign currency translation adjustments	-	-
	382.86	**382.86**

5B. Intangible Assets

Particulars	Computer software	Research & Development Expenses	Total Inangible assets
Gross Block (Deemed Cost)			
Balance as at 01 April 2018	14.42	816.37	830.80
Additions	3.17	272.45	275.62
Disposals	-	-	-
Balance as at 31 March 2019	**17.59**	**1,088.82**	**1,106.42**
Balance as at 01 April 2019	**17.59**	**1,088.82**	**1,106.42**
Additions	0.55	204.47	205.02
Disposals	-	-	-
Balance as at 31 March 2020	**18.14**	**1,293.29**	**1,311.44**
Accumulated Depreciation			
Balance as at 01 April 2018	4.59	377.37	381.97
Additions	3.26	150.00	153.26
Disposals	-	-	-
Balance as at 31 March 2019	**7.85**	**527.37**	**535.23**
Balance as at 01 April 2019	7.85	527.37	535.23
Additions	3.78	129.61	133.39
Disposals	-	-	-
Balance as at 31 March 2020	**11.63**	**656.99**	**668.62**
Carry Amount (Net)			
Balance as at 31 March 2019	9.74	561.44	571.19
Balance as at 31 March 2020	**6.51**	**636.30**	**642.82**

BAL PHARMA LIMITED
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Notes to the Consolidated financial statements (continued)
(all amounts in Rs. lakhs unless otherwise stated)

Non-current financial assets

6. Investments

Particulars	As at 31 March 2020	As at 31 March 2019
Investment in equity instruments - Quoted		
Equity Shares at FVTPL		
31 Mar 2020 : 10,000 (31 Mar 2019: 10,000)Equity shares of Rs 10 each fully paid in Lamina Foundries Limited	-	-
31 Mar 2020 : 73,600 (31 Mar 2019 : 73,600) Equity shares of Rs 10 each fully paid in Sri Jayalakshmi Autospin Limited	-	-
Investment in equity instruments - Unquoted		
Equity Shares at FVTPL		
-		
31 Mar 2020: 4,000 (31 Mar 2019: 4,000) Equity shares of Rs 25 each fully paid in The saraswat co-operative Bank Limited	-	1.00
31 Mar 2020: 5,000 (31 Mar 2019: 5,000) Equity shares of Rs 10 each fully paid in The Shamrao vithal Co-operative Bank Ltd.	-	0.50
Less: Impairment in value of Investments	-	-
	-	**1.50**
Aggregate Amount of Quoted Investments and market value thereof	-	-
Aggregate Amount of Unquoted Investments	-	1.50
Aggregate Amount of Impairment in Value of Investments	-	-

Financial Assets

8. Loans and advances

Particulars	As at 31 March 2020	As at 31 March 2019
Security deposit	29.18	72.44
From above :		
Secured, considered good	-	-
Unsecured, considered good	29.18	72.44
Doubtful -	-	
	29.18	**72.44**

9. Other financial assets

Particulars	As at 31 March 2020	As at 31 March 2019
Bank Deposits (maturity of more than 12 months)	145.80	248.30
Others	-	-
Interest accrued but not received - Fixed Deposits	10.30	5.56
	156.10	**253.86**

Non-financial assets

10. Other non-current assets

Particulars	As at 31 March 2020	As at 31 March 2019
Capital Advances	79.76	90.59
Balances with Statutory/Government Authorities	58.08	4.24
Advances other than Capital Advances		1.86
	137.84	**96.69**

Current assets

11. Inventories (valued at lower of cost and net realisable value)

Particulars	As at 31 March 2020	As at 31 March 2019
Raw materials	2,496.28	2,229.90
Packing material	410.88	541.91
Work-in progress	648.23	1,836.09
Finished goods 3,203.06	2,354.53	
Stores and spares	12.68	12.68
	6,771.13	**6,975.11**

Current financial assets

12. Trade receivables

Particulars	As at31 March 2020	As at31 March 2019
Unsecured, considered good		
Receivables from Related Parties (refer note no. 56)	82.13	190.87
Receivables from others	4,932.40	6,310.62
	5,014.53	**6,501.49**
Loss Allowance	(54.29)	-31.91
	4,960.21	**6,469.59**

13. Loans

Particulars	As at31 March 2020	As at31 March 2019
Unsecured-Considered good		
Security deposit	191.68	108.18
Loans/advances to employees	29.11	98.05
Others	-	9.76
	220.79	**215.99**

14. Cash and cash equivalents

Particulars	As at 31 March 2020	As at 31 March 2019
Cash on hand	27.67	15.55
Balance with bank		
On current Account	31.98	189.29
Deposits with original maturity of less than 3 months	26.22	38.77
	85.87	**243.61**

15. Bank balances other than Cash and Cash Equivalents

Particulars	As at 31 March 2020	As at 31 March 2019
Bank Deposits (maturity between 3 months to 12 months)	210.61	170.97
Balance earmarked for Unclaimed Dividends	16.70	17.78
	227.31	**188.75**

16. Other financial assets

Particulars	As at31 March 2020	As at31 March 2019
Bank Deposits (original maturity of more than 12 months)	54.18	-
Rental Deposits	5.26	2.85
Earnest Money	122.56	110.85
	182.00	**113.70**

17. Current tax assets (Net)

Particulars	As at31 March 2020	As at31 March 2019
Advance Tax (net of provision)	11.81	-
	11.81	**-**

Non-financial assets

18. Other Current Assets

Particulars	As at 31 March 2020	As at 31 March 2019
Balances with statutory/government authorities	1,078.75	1,257.01
Advances recoverable in Cash or Kind		
- From Related Parties (refer note no. 56)	-	2.23
Advance to suppliers	2,145.29	2,344.42
Prepayments	32.89	69.60
Other Loans And Advances		
- From Related Parties (refer note no. 56)	376.09	376.09
- Others	28.83	48.44
	3,654.83	**4,097.78**

19. Equity

Particulars	As at 31 March 2020	As at 31 March 2019
Authorised Share capital		
31 March 2020 : 2,00,00,000 equity shares of Rs.10 each	2,000.00	1,500.00
31 March 2019 : 1,50,00,000 equity shares of Rs.10 each		
Issued, subscribed and paid-up share capital		
31 March 2020: 1,41,72,372 equity shares of Rs.10 each	1,417.24	1,417.24
31 March 2019: 1,41,72,372 equity shares of Rs.10 each		
	1,417.24	**1,417.24**

a) Reconciliation of the shares outstanding at the beginning and at the end of the period

Particulars	As at 31 March 2020	As at 31 March 2019
Opening Balance (Number of shares in Lakhs)	141.72	141.72
Add : Shares Issued during the year (in Lakhs)	-	-
Closing Balance	**141.72**	**141.72**

b. Rights, preferences and restrictions attached to equity shares:

(i) The Company has only one class of shares referred to as equity shares having par value of Rs 10 each.

(ii) Each holder of the equity share, as reflected in the records of the Company as of the date of the shareholders' meeting, is entitled to one vote in respect of each share held for all matters submitted to vote in the shareholders' meeting.

(iii) The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing General Meeting.

(iv) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(v) Each Share holder has a right to inspect the statutory registers of the company as per the provisions of the companies act, 2013.

(vi) Each and every share holder has a right to participate in the share holders's meetings as and when called by the company subject to provisions of the Companies Act, 2013.

c. Equity shareholders holding more than 5 percent shares in the Company:

Name of the shareholder	As at31 March 2020		As at31 March 2019	
	No. of shares(in Lakhs)	%	No. of shares(in Lakhs)	
Shailesh Siroya	13.45	9.49%	13.45	9.49%
Micro Labs Limited	13.11	9.25%	13.11	9.25%
Anita Siroya	10.49	7.40%	10.49	7.40%
	37.05		**37.05**	

(d) Shares reserved for issue under options & contracts/commitments for sale of shares /disinvestment,including the terms & amounts - NIL

(e) For period of 5 years immediately preceding the balance sheet date.

-Alloted as fully paid up by way of bonus shares NIL

- Bought back NIL

- For consideration other than cash- NIL

(f) Securities convertible into equity /preference shares issued - NIL

(g) No Calls Unpaid

(h) Issue of securities made for a specific purpose at the balance sheet date - NIL

20. Other Equity

Particulars	As at 31 March 2020	As at 31 March 2019
(i) Retained Earnings		
Balance as at beginning of the reporting period	2,651.30	2,443.35
Add: Net profit/(loss) for the period	(1,221.82)	378.80
Less: dividend payable	(141.72)	(141.72)
Less: provision for Dividend Distribution Tax	(29.13)	(29.13)
	1,258.63	**2,651.30**
(ii) Other Reserves*		
Securities premium	2,407.66	2,407.66
General reserve	245.15	245.15
Capital Reserve	44.06	44.06
	2,696.87	**2,696.87**
(iii) Other comprehensive income		
Others (acturial gain/ (Loss))	(130.12)	(101.10)
	(130.12)	**(101.10)**
	3,825.38	**5,247.07**

*Refer Statement of changes in equity for detailed movement in other equity balances.

Nature and purpose of reserves

Retained Earnings:

Retained earnings are the profits that the Group has earned till date, less any transfers to general reserve, dividends or other distribution to share holders.

Securities premium:

The amount received in excess of face value of the equity shares is recognised in securities premium reserve. This reserve will be utilised in accordance with provisions of Section 52 of the Companies Act, 2013.

General reserve:

The Holding Company has transferred a portion of its net profit before declaring dividend to general reserve pursuant to the earlier provisions of the Companies Act, 1956. Mandatory transfer to general reserve is not required under the Companies Act, 2013

Other Comprehensive Income (OCI):

Re-measurement of defined employee benefit plans

Difference between the interest income on plan assets and the return actually achieved, any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments with in the plans, are recognised in other comprehensive income and subsequently not reclassified into consolidated statement of profit and loss

Non- Controlling Interest

Financial information of subsidiaries that have material Non-Controlling Interests is provided below:

A.Proportion of Equity Interest held by Non-Controlling Interest

Particulars	As at 31 March 2020	As at 31 March 2019
Lifezen Healthcare Pvt Ltd	49.50%	49.50%
Bal Research Foundation	20.00%	20.00%
Balance Clinic LLP	20.00%	20.00%
Golden Drugs Pvt Ltd	0.00%	0.00%

B. Information regarding Non-Controlling Interest

Particulars	As at 31 March 2020	As at 31 March 2019
Lifezen Healthcare Pvt Ltd	(688.42)	(618.10)
Bal Research Foundation	0.76	0.27
Balance Clinic LLP	(21.87)	(24.35)
Golden Drugs Pvt Ltd -		
	(709.53)	**(642.18)**

Financial liabilities

21. Borrowings

Particulars	As at 31 March 2020	As at 31 March 2019
Terms loans		
- from banks	1,255.28	1,600.68
- from others	1,036.06	1,226.38
Other Loans		
- vehicle loans	23.32	26.62
- others	-	21.92
	2,314.66	**2,875.60**

The above amount includes*		
Secured Borrowings	2,824.84	3,460.61
Unsecured Borrowings (includes vehicle loans)	58.08	181.68

*The same includes borrowings including current maturities

A) Details of securities, repayment and interest of secured term loans from banks (including current maturities of long-term debt):

A Term loans (including current maturities of non-current borrowings) from Yes Bank Limited
As at 31 March 2020 : Rs. 110.83 lakhs (31 March 2019 : Rs. 228.49 lakhs)

Security
i.The loan is secured moveable and immovable fixed assets of the unit located in Sangli (unit V) and personal guarantee of Mr Shailesh Siroya

Repayment and interest terms
ii.The loan was repayable in 48 monthly installments starting from June 2017 with a initial moratorium of 12 months
iii.The loan carried interest rate at 0.95% over and above the bank's 1 year MCLR

B Term loans (including current maturities of non-current borrowings) from South Indian Bank Limited - Term Loan 1
As at 31 March 2020 : Rs. 445.38 lakhs (31 March 2019 : Rs. 466.33 lakhs)

Security
i. All the property bearing municipal no 6/3 situated at Vasanthnagar, new ward number 63, Bangalore consisting of 6825 square feet land owned by the Company

Repayment and interest
ii. The loan was repayable in 154 monthly installments starting from March 2018.
iii. The loan carried interest rate equal to the lender's 12 month's MCLR rate

C Term loans (including current maturities of non-current borrowings) from South Indian Bank Limited - Term Loan 2
As at 31 March 2020 : Rs. 317.6 lakhs (31 March 2019 : Rs. 328.2 lakhs)

Security
i. All the property bearing municipal no 6/3 situated at Vasanthnagar, new ward number 63, Bangalore consisting of 6825 square feet land owned by the Company

Repayment and interest
ii.The loan was repayable in 180 monthly installments starting from April 2018.
iii.The loan carried interest rate equal to the applicable 12 month's MCLR rate

D Term loans (including current maturities of non-current borrowings) from HDFC Bank Limited
As at 31 March 2020 : Rs. 616.51 lakhs (31 March 2019 : Rs. 904.64 lakhs)

Security
i. Primary security of plant & machinery of Unit I located at 21 &22, Bommasandra Industrial Area, Bengaluru. Secondary collateral on factory land and building of Unit I located at 21 &22, Bommasandra Industrial Area, Bengaluru and personal guarantee of Mr Shailesh Siroya

Repayment and interest
i. The loan was repayable in 5 equal quarterly installments of Rs. 30 lakh and Rs. 14 lakh equal monthly installments till November 2023.
ii. Interest was payable on at 10.75 % per annum

E Term loans (including current maturities of non-current borrowings) from Standard Chartered Bank Limited
As at 31 March 2020 : Rs. 135.63 lakhs (31 March 2019 : Rs. 162.51 lakhs)

Security
i. Hypothecation of Plant and Machinery which were funded from the term loan. For all the limts sanctioned by bank including term loan, charge on current assets of the Company along with HDFC Bank limited, Canara Bank and Yes Bank and first charge on the property located in Plot 61B, Bommasandra, Bengaluru and personal guarantee of Mr Shailesh Siroya

Repayment and interest
i. The disbursed loan to be repayable in 60 monthly EMI.
iii. The loan carried interest rate equal to the applicable MCLR rate plus 1% per annum

B) Details of securities, repayment and interest of unsecured term loans from banks (including current maturities of long-term debt):

A Term loans (including current maturities of non-current borrowings) from Kotak Mahindra Bank Limited
As at 31 March 2020 :Rs.Nil (31 March 2019 : Rs.36.27 lakhs)

Repayment and interest
i. The loan was repayable in 36 monthly installments starting from Aug 2017.
ii. Interest was payable on at 16.50 % per annum

C) Details of securities, repayment and interest of secured term loans from others (including current maturities of long-term debt):

A Term loans (including current maturities of non-current borrowings) from Tata Capital Financial Services Limited
As at 31 March 2020 :Rs. 1230.26 lakhs (31 March 2019 : Rs. 1400 lakhs)

Security
i. The loan is secured by mortagage of the property of Golden Drugs Private Limited Unit at Udaipur and personal guarantee of managing director.

Repayment and interest
ii. The loan was repayable in 72 monthly installments starting from April 2019 with a initial moratorium of 12 months
iii. The loan carried interest rate equal to the lender's long term lending rate less 7.19%

D) Details of securities, repayment and interest of other loans (including current maturities of long-term debt):

A Loan (including current maturities of non-current borrowings) from Magma Fincorp Limited (unsecured)
As at 31 March 2020 :Rs.Nil (31 March 2019 : Rs. 14.21 lakhs)

Repayment and interest
i. The loan was repayable in 24 monthly installments starting from Aug 2017.
ii. Interest was payable on at 16.00% per annum

B Loan (including current maturities of non-current borrowings) from Tata Capital Financial Services Limited (unsecured)
As at 31 March 2020 :Rs.Nil (31 March 2019 : Rs. 14.21 lakhs)

Repayment and interest
i. The loan was repayable in 24 monthly installments starting from July 2017.
ii. Interest was payable on at 15.94% per annum

C Loan (including current maturities of non-current borrowings) from Capital First Limited (unsecured)
As at 31 March 2020 :Rs. 10.18 lakhs (31 March 2019 : Rs.37.87 lakhs)

Repayment and interest
i. The loan was repayable in 24 monthly installments starting from Aug 2017.
ii. Interest was payable on at 15.00% per annum

D Loan (including current maturities of non-current borrowings) from Equitas Small Finance Bank Limited (unsecured)
As at 31 March 2020 :Rs. 11.73 lakhs (31 March 2019 : Rs.29.42 lakhs)

Repayment and interest
i. The loan was repayable in 36 monthly installments starting from November 2017.
ii. Interest was payable on at 16.50% per annum

E Loan (including current maturities of non-current borrowings) from Neo Growth Private Limited (unsecured)
As at 31 March 2020 :Rs.Nil (31 March 2019 : Rs. 10.75 lakhs)

Repayment and interest
i. The loan was repayable in 36 monthly installments starting from May 2018.
ii. Interest was payable on at 18.00% per annum

E) The Vehicle Loans have been taken on the hypothecation of vehicles

F) There are no defaults in repayment of principal or interest to lenders as at the balance sheet date.

G) Based on RBI notification dated 23 March 2020, the Company has applied for moratorium towards interest and principal repayments for borrowings from Yes Bank Limited, South Indian Bank Limited, Standard Chartered Bank Limited and TATA Capital Financial Services Limited. The said application provides relief in payment of Interest and principal amount. Further, based on RBI's subsequent notification dated 23 May, 2020, the Company has requested for further extension of moratorium ending on 31 Aug, 2020. The above repayment terms are as per the original terms of sanction. The disclosure in financial statements with regards to current maturities of the loan has been made based on original terms of sanction.

22. Other financial liabilities

Particulars	As at 31 March 2020	As at 31 March 2019
Deposits received from customers	209.38	220.09
Lease Liability (Ind AS 116)	112.05	-
	321.43	**220.09**

23. Provisions

Particulars	As at 31 March 2020	As at 31 March 2019
Provision for employee benefits		
Gratuity	301.85	215.52
Leave benefits	60.13	55.75
	361.98	**271.27**

Current financial liabilities

24. Borrowings

Particulars	As at 31 March 2020	As at 31 March 2019
Secured:		
- Cash Credit	5,040.58	5,123.62
- Packing Credit	1,471.12	1,330.14
- Buyers Credit	356.90	-0.00
- Bills Discounting	135.11	352.07
		- -
Unsecured:	-	-
- Loan from Director	56.92	-
- Convertible Zero Coupon Debenture	1,902.00	1,902.00
Others		
	8,962.63	**8,707.84**

A) All secured loans payable on demand and secured short term loans from banks are secured by first charge by way of hypothecation of all the stocks, book debts and other current assets (both present and future) and carries interest rate @ 9.75% to 13.15%

B) The loan from director carries nil rate of interest and repayable on demand

C) The Convertible Zero Coupon Debenture is repayable on demand

25. Trade Payables

Particulars	As at 31 March 2020	As at 31 March 2019
Due to Micro, Small and Medium Enterprises (refer note no. 39)		
Due to Other than Micro, small and Medium Enterprises		
- Due to Related Parties (refer note no. 56)	175.75	185.46
- Due to Others	3,691.65	4,548.33
	3,867.40	**4,733.79**

26. Other Financial Liabilities

Particulars	As at 31 March 2020	As at 31 March 2019
Current maturities of long-term debt	568.26	766.69
Interest accrued	13.49	16.66
Security deposit repayable on demand	15.72	-
Creditors for Capital Goods and Expenses	108.31	71.81
Accrued Payroll	254.78	179.41
Unclaimed Dividends	16.73	17.81
Payable towards Dividend Distribution Tax	58.26	29.13
Lease Liability (IND AS 116)	84.31	-
Director's Deposit	1.00	1.00
Other current liabilities		
- Due to Related Parties (refer note no 57)	7.17	26.45
- Due to Others	412.18	294.18
	1,540.21	**1,403.14**

27. Other Current Liabilities

Particulars	As at 31 March 2020	As at 31 March 2019
Advance received from Customers	1,056.76	787.58
Statutory dues	349.72	175.23
Security Deposit	-	
Advance payable in cash or kind	-	
Book Overdraft due to issue of cheques	116.60	395.08
Other Payable	5.96	24.70
	1,529.04	**1,382.59**

28. Provision

Particulars	As at 31 March 2020	As at 31 March 2019
Provision for employee benefits		
Gratuity	32.72	34.05
Leave Encashment	117.15	16.48
	49.87	**50.53**

29. Current Tax Liabilities (Net)

Particulars	As at 31 March 2020	As at 31 March 2019
Current Income Tax Liabilities (Net)	-	45.89
	-	**45.89**

30. Revenue from operations

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Sale of Product	16,712.37	22,046.38
Sale of services	55.05	15.86
Other operating revenue	342.01	438.81
	17,109.43	**22,501.05**

31. Other income

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Interest income		
- on fixed deposits with bank	29.71	32.43
- Others	9.13	22.90
Net gain on foreign currency translation and transactions	46.22	12.53
Profit on sale of Property, Plant and Equipment	5.25	0.44
Rental Income	4.39	4.16
Insurance Claim received	0.72	22.96
Balances/Advances No More Payable	46.62	4.37
Income Tax Refund Received	15.94	-
Other Non -Operating revenue	26.03	1.12
	184.01	**100.92**

32. Cost of materials consumed

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Raw materials		
Opening stock	2,229.90	2,315.27
Add: Purchases - Raw Material	6,598.61	9,954.46
Less: Closing stock	2,496.28	2,229.90
	6,332.24	**10,039.83**
Packing Materials		
Opening Stock	541.91	557.68
Add: Purchases - Packing Material	756.27	1,308.27
Less: Closing stock	410.88	541.91
	887.30	1,323.04
	7,219.53	**11,362.87**

33. Purchases of traded goods

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Purchase of traded goods	854.36	795.45
	854.36	**795.45**

34. (Increase)/decrease in Inventories of finished goods and work in progress

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Inventories at the end of the year		
Work-in-progress	648.23	1,836.09
Finished goods	3,203.06	2,353.54
	3,851.29	**4,189.63**
Inventories at the beginning of the year		
Work-in-progress	1,836.09	1,577.89
Finished goods	2,353.54	2,181.21
	4,189.63	**3,759.10**
	338.34	**(430.53)**

35. Employee benefits expense

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Salary and wages	4,583.07	4,491.20
Contribution to provident and other funds	218.25	222.66
Staff welfare expenses	181.44	264.08
Gratuity Expenses	60.14	49.99
	5,042.90	**5,027.93**

36. Finance Cost

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Interest Expenses	1,064.64	1,088.98
Interest Expenses on Lease Liability	12.77	-
Processing fees	73.78	42.95
Other Financial Cost	94.06	124.35
	1,245.25	**1,256.28**

37. Other expenses

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Consumption of stores and spares	32.09	29.58
Power and fuel	-	-
Fuel - Opening Balance	12.68	17.29
Add: Fuel Purchases	116.13	269.80
Less: Closing Stock of Fuel	12.68	12.68
Cost of fuel consumption	116.13	274.41
Electricity charges	20.38	13.86
Power charges	322.09	333.25
Water Charges	17.30	16.95
Laboratory and Testing Charges	187.55	164.12
Sub contracting expenses	169.99	139.45
Repairs & Maintenance	-	-
- Plant and machinery	158.72	199.20
- Building	40.13	21.72
- Others	104.56	149.50
Commission on sales	275.99	574.69
Freight and forwarding charges	471.92	540.95
Travelling Expenses	169.53	235.74
Advertisement and selling expenses	362.61	458.12
Legal and professional charges	174.81	208.39
Rent	34.52	163.18
Rates & Taxes	146.77	98.92
Communication Cost	44.31	56.83
Registeration fees	14.31	13.97
Liquidated damages	31.32	64.01
Security Charges	60.10	58.91
Donation	1.75	0.84
Loss on sale of Duty Scrip	3.81	-
Seminar, Conference & Exhibition Expenses	17.14	19.37
Insurance	34.72	19.30
Printing & Stationary	43.21	44.34
Subscription & Membership	8.59	8.20
Bank charges	27.92	17.68
Expected Credit Losses	22.38	16.40
Impairment on Investments	2.50	-
No more receivable	31.95	-
Other expenses	29.12	52.86
	3,178.23	**3,994.72**

38. Contingent liabilities and commitments

Particulars	As at 31 March 2020	As at 31 March 2019
Contingent liabilities		
- Income tax	99.11	
- Excise & Customs	205.09	181.85
- Service Tax	42.85	74.56
- Others (Letter of credit)45.89	952.40	1,772.45
Capital commitments		
-Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for		7.95

Note 1 :The Group has received show cause notices under the Central Excise laws and Service Tax laws in for the years 2007-08 onwards which in various stages of assessment as at 31 March 2020.The assessments are in progress and the Group has not received the assessment order in respect of the same. In certain cases, the Group has preferred an appeal which has been remanded back to the original authority for reassessment.

Note 2 :The Group is also involved in other lawsuits, claims, investigations and proceedings, which arise in the ordinary course of business, however, there are no such matters pending that the company expects to be material in relation to its business.

39. Auditors' remuneration excluding tax

Particulars	As at 31 March 2020	As at 31 March 2019
As auditor		
- for Statutory audit	7.95	10.10
- for Taxation matters	0.50	0.50
- for Limited Review	0.20	0.20
In other capacity -	-	
Other services (certification fees)	0.80	0.80
Reimbursement of expenses	0.50	0.50
	9.95	**12.10**

40. Disclosure with respect to Micro, Small and Medium Enterprises

The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the 'Micro, Small and Medium Enterprises Development Act, 2006' ('the MSMED Act'). However as on date, the Group has not received any information with regard to vendors who have obtained registeration under the said act.
Accordingly, the Group has disclosed the entire amount as payable to vendors other than Micro, small and Medium enterprise.

41. Confirmations

Balances of Trade Receivables, Trade Payables, Loans and Advances, Receivables and Payables are subject to confirmation / reconciliation, if any

42. Consolidation of AB Vet Pharma Pty. Ltd. (Joint Venture)

AB vet Pharma Pty Ltd, incorporated in Melbourne, Australia as a joint venture Company between Bal Pharma Limited and Akaal Pharma Pty Ltd. This Joint venture is intended for developing, promoting and marketing of veterinary medicines in the regulated markets. The commercial operations of the said Joint Venture has not commenced and therefore the same is not included in consolidated results.

43. Earnings per share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year. The Holding Company has no potentially dilutive instruments.

(i) Reconciliation of earnings used in calculating earnings per share:

Particulars	As at 31 March 2020	As at 31 March 2019
From continuing operations:		
Consolidated profit after tax attributable to the owners of the Holding Company	(1,221.82)	378.80
Net profit/(loss) for basic and diluted earnings	**(1,221.82)**	**378.80**

(ii) Reconciliation of basic and diluted shares used in computing earnings per share

Particulars	As at 31 March 2020	As at 31 March 2019
Number of equity shares at the beginning of the year (in Lakhs)	141.72	141.72
Add: Weighted average number of equity shares issued during the year	-	-
Number of weighted average equity shares considered for calculation of basic and diluted earnings per share (in lakhs)	**141.72**	**141.72**

(iii) Earnings per share:

Particulars	As at 31 March 2020	As at 31 March 2019
Basic and dilutive*	(8.62)	2.67

* The holding Company has no potential dilution instruments

44. Unclaimed Dividends on Equity Shares

Particulars	As at 31 March 2020	As at 31 March 2019
2012 - 2013	1.95	1.98
2013 - 2014	2.34	2.39
2014 - 2015	3.78	3.88
2015 - 2016	2.64	2.69
2016 - 2017	2.40	2.49
2017 - 2018	0.90	4.36
2018 - 2019	2.73	-
	16.74	**17.79**

45. Expenditure on corporate social responsibility activities

As per Section 135 of the Companies Act, 2013, a company meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities.

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Amount required to be spent by the Company during the year	-	14.47
(b) Amount spent during the year	-	-

* for the year ended 31 March 2020, the Company does not meet the threshold limits

47. Leases

(a) Group as a lessee

The Group has taken commercial properties under operating lease agreement. The Group intends to renew the agreement in the normal course of its business. Total lease rental expenses recognized in the statement of profit and loss for the year ended 31 March 2020 is Rs. 34.52 lakhs and for the year ended 31 March 2019 was Rs 163.18 lakhs . Under Ind AS 116 lessees have to recognise a lease liability reflecting future lease payments and a 'right-of-use asset' for lease contracts except for the leases with a term of twelve month or less (short term leases) and low value leases. For these short term leases, the Group recognises the lease payments as an operating expense.

Particulars	As at 31 March 2019
Depreciation charge on the Right-of-use asset	79.71
Interest Expense on Lease Liabilities	12.77
Expense relating to short term leases charged to statement of profit and loss	34.52

(b) Group as a lessor

The company's leasing arrangements as a lessor are in nature of operating leases. Theses are cancelable operating leases and these lease agreements are normally renewed on expiry. The aggregate lease rental payable are charged as rent under note 31

48. Export Benefit Incentives

Export benefit Incentives includes Duty Drawback ('DBK'), Focus Marketing incentive scheme(FMS), Focus product scheme (FPS), Market Linked Product Scheme (MLPS), Incremental Exports incentive scheme, Merchandise Export India Scheme and Service tax rebate scheme (STR). The Company has accounted an amount of Rs. 329.48 lakhs (31 March 2018 : Rs.421.33 Lakhs) under "other operating revenue", being the net amount of credit under various export incentive schemes as announced under Foreign trade Policy. The same will be either be sold or utilized for off-setting customs duty on future imports. The accumulated amount outstanding on this account as on 31 March 2020 is Rs. 353.45 lakhs (31 March 2019: Rs.351.75 Lakhs) and the same is reflected under Balance with Government Authorities

49. Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Group's Chief Operating Decision Makers (Board of Directors) to make decisions about resources to be allocated to the segments and assess their performance. The Groups's sole business segment is manufacturing of pharmaceuticals. Consequently, the management believes that there are no reportable segments as required under Ind AS 108 - 'Segment Reporting'.

In accordance with Ind AS-108 "Operating Segments", information about geographical areas has been given below:

A) Information on Geographical Areas (Entity Wise Disclosures)

Geographic Segments	For the year ended 31 March 2020	For the year ended 31 March 2019
Revenue from India	6,370.09	8,482.64
Other than India	10,397.33	13,579.59
	16,767.42	**22,062.24**

The following table shows the carrying amount of segment assets and additions to Property, Plant and Equipment by geographical area in which the assets are located.

Particulars	31 March 2020		31 March 2019	
	India	Others*	India	Others*
Carrying amount of segment assets	22,094.44	17,44.28	23,814.06	2,316.80
* Others Represent Trade Receivable				

50. Income tax

A. Amounts recognised in statement of profit and loss

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Current income tax:		
Current income tax charge	-	102.80
Previous Year's Tax Adjustment	(14.86)	(8.15)
	(14.86)	**94.65**
Deferred tax:		
Attributable to -		
Origination and reversal of temporary differences	48.90	330.19
	48.90	**330.19**
Minimum Alternate Tax credit entitlement		
Excess of tax liability under Minimum Alternate Tax over Normal	-	-
Provisions as per Income Tax Act, 1961	-	-
Income tax (credit) / expense reported in the Statement of profit or loss	**(63.76)**	**(235.54)**

B. Reconciliation of basic and diluted shares used in computing earnings per share

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Net (gain)/loss on remeasurement of defined benefit liability/ (assets)	10.69	8.24
Income tax charged to OCI	**10.69**	**8.24**

C. Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Profit before income tax	(1,352.93)	(20.24)
Domestic tax rate *	26.00%	27.820%
Tax using the Company's domestic tax rate	(351.76)	(5.63)
Impact of Non-taxable items due to Ind AS adjustments	(3.69)	(14.09)
Weighted Deductions and Exemptions	(45.10)	(69.99)
Impact of non-deductible expenses for tax purposes (Net)	10.03	17.33
Impact of disallowance for non payment and non deduction of TDS	102.89	18.36
Impact of allowability of certain expenditure on payment basis	37.91	20.01
Impact of Depreciation on Property, Plant and Equipment and others	28.42	8.48
Others	57.94	-
Deferred Tax created on tax losses (refer note D below)	163.37	128.33
Current tax Expense	-	**102.80**

50. Income Tax (continued)

D. Deferred Tax

Deferred tax relates to the following:

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Deferred Tax Liability		
Property, Plant and Equipment	737.09	569.25
Weighted Deduction in Research and Development	-	-
Borrowings	11.44	12.86
Deferred tax Asset		
Employee benefits expenses	122.67	93.30
Disallownce under sec 40(a)(ia)	102.89	18.36
Income tax relating to items that will not be reclassified to profit or loss	10.69	8.24
Income Tax Losses	115.79	-
Others	38.10	44.23
Deferred tax Liability Reflected in Balance Sheet	**358.39**	**417.98**

51. Expenditure on Research and Development

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Capital Expenditure		
Laboratory Equipment	56.35	0.51
Office Equipment (Computers)	11.04	-
Utilities	7.05	-
Total Capital Expenditure (a)	**74.44**	**0.51**
Revenue Expenditure		
Raw material consumed	6.51	29.02
Power and Fuel	12.32	46.18
Water Charges	0.77	4.96
Laboratory and testing	4.97	8.52
Employee benefit expense	127.89	151.11
Others	56.16	49.52
Total Revenue Expenditure (b)	**208.62**	**289.31**
	283.06	**289.82**

52. Note on Suspended Activities in Unit located at Pune

The Management of the Company has decided to suspend the operations of its IV fluids and parenterals manufacturing facility at Pune as this unit has been consistantly incurring operational losses due to various reasons such as higher costs of raw materials, escalation in production cost, employee cost, lack of adequate orders and thin margins on products manufacured. The above have led to a situation wherein any further efforts to restore the profitablity of the unit will be futile.

This decision was taken as part of the restructuring excercise undertaken by the Company to streamline its operations and to exit from its noncore businesses, so that further deterioration of its noncore business revenues can be plugged. The management is considering future course of action for the said unit.

53. Value of Imports calculated on CIF basis

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Raw Materials	2,660.74	3,622.94
Capital goods (Including spares and components)	-	-
	2,660.74	**3,622.94**

54. Details of consumption of imported and indigenous raw materials, components and spare parts:

Particulars	31 March 2020		31 March 2019	
	Value in Rs	% of total consumption	Value in Rs	% of total consumption
Raw Material				
Imported	2453.94	33.99%	3,319.85	33.07%
Indigenious	4765.53	66.01%	6,719.97	66.93%
	7,219.47	**100.00%**	**10,039.82**	**100.00%**
Stores and Spares				
Imported	-	-	-	-
Indigenious	-	-	-	-
	-	-	-	-
	7,219.47		**10,039.82**	

55. Earnings in Foreign Currency

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
FOB value of Exports	10,345.49	12,655.62
	10,345.49	**12,655.62**

56. Expenditure in Foreign Currency

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Traveling expenditure	70.84	53.54
Registration fee	12.06	12.54
Commission on export sales	73.01	76.58
Sales promotion expenses	106.95	137.38
	262.86	**280.05**

A	**Enterprise owned by the Managing Director of the company**	Desa Marketing International
B	**Enterprise over which the Managing Director of the Company exercises joint control with other partners**	Siroya Construction Siroya Wellness
C	**Enterprise over which the Managing Director of the Company exercises joint control with other directors**	Siroya Properties & Holdings Private Limited Siroya Developers Private Limited
D	**Significant Interest Entities**	Micro Labs Limited
E	**Key management personnel**	Shailesh D Siroya - Managerial Director Dr. S Prasanna - Whole Time Director Himesh Virupakshaya - Additional Director (w.e.f 28th September 2019)

(ii)Particulars of Related Party Transactions

Particulars	Category	For the year ended 31 March 2020	For the year ended 31 March 2019
Revenue from Operations			
- Micro Labs Limited	D	140.15	115.15
		140.15	**115.15**
Commission on sales			
- Desa Marketing International	A	34.22	58.80
		34.22	**58.80**
Rental Expenses			
- Shailesh D Siroya	E	12.00	12.00
		12.00	**12.00**
Purchase of Capital Goods			
- Siroya Constructions	B	0.95	-
		0.95	**-**
Expenses incurred on behalf of			
- Siroya Constructions	B	-	2.20
- Siroya Properties & Holdings Private Limited	C	-	3.12
		-	**5.32**
Expenses reimbursed by			
- Siroya Constructions	C	-	3.12
- Siroya Properties & Holdings Private Limited	D	-	4.91
		-	**8.03**
Loan received from Director (Net)			
- Shailesh D Siroya	E	56.92	-
		56.92	**-**
Key Managerial Personnel Compensation *			
- Shailesh D Siroya	E	102.00	80.00
- Dr.S.Prasanna	E	33.60	31.80
- HimeshVirupakshaya	E	14.40	-
		150.00	**111.80**

(iii) Amount outstanding as at the balance sheet date

Particulars	Category	For the year ended 31 March 2020	For the year ended 31 March 2019
Trade and other Receivables			
- Micro Labs Limited	A	82.13	24.98
		82.13	**24.98**
Advances recoverable in Cash or Kind			
- Siroya Constructions	B	-	1.25
- Siroya Wellness	B	0.98	0.98
- Siroya Properties & Holdings Private Limited	C	-	-
		0.98	**2.23**
Other Loans and Advances			
- Siroya Properties & Holdings Private Limited	C	376.09	376.09
		376.09	**376.09**
Loan from Director			
- Shailesh D Siroya	E	56.92	-
		56.92	**-**
Trade Payables			
- Desa Marketing International	A	175.75	185.46
		175.75	**185.46**
Payable towards Capital Goods			
- Siroya Constructions	B	0.51	-
		0.51	**-**
Other Financial Current Liabilities			
- Shailesh D Siroya	E	7.17	26.45
		7.17	**26.45**

* Managerial remuneration does not include provision for gratuity and leave encashment, which is determined for the Company as a whole

58. Employee benefits

(a) Defined Contribution Plans

Employees receive benefits from a provident fund and employee state insurance funds. The employer and employees each make periodic contributions to the plan as per local regulations. The following table discloses the employers contribution to the funds:

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Provident Fund Contribution	178.31	168.68
Contribution to ESI	32.72	46.80

(b) Defined Benefit Plans and other Long term plans

In accordance with applicable Indian laws, the Company provides for gratuity, a defined benefit retirement plan (Gratuity Plan). The Gratuity Plan provides a lump sum payment to vested employees, at retirement or termination of employment, an amount based on the respective employee's last drawn salary and the number of years of employment with the Company. Actuarial Valuation for compensated absences is done as at the year end and the provision is made as per Company policy with corresponding (gain)/charge to the statement of profit and loss and it covers all regular employees. Obligation in respect of earned leave policy are actuarially determined as at the year end using the 'Projected Unit Credit' method.

The following tables summarise the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for gratuity benefit and leave encashment

Particulars	Gratuity		Leave Encashment	
	As at 31 March 2020	As at 31 March 2019	As at 31 March 2020	As at 31 March 2019
Changes in present value of defined benefit obligations during the year				
Present Value of Defined Benefits at the beginning of the year	249.57	188.17	72.23	54.81
Service cost	45.60	35.65	25.57	0.94
Past Service Cost -	-	-	-	
Interest on defined benefit obligation	16.49	14.33	4.70	4.04
Benefits settled	(16.80)	(39.28)	(8.57)	(8.44)
Actuarial (gain) / loss	39.71	50.69	(16.66)	20.89
	334.57	**249.57**	**77.27**	**72.23**
Reconciliation of present value of the obligation and the fair value of the plan assets:				
Present Value of Defined Benefits at the end of the year	334.57	249.57	(77.27)	(72.23)
Fair value of plan assets at the end of the year	-	-	-	-
	(334.57)	**(249.57)**	**(77.27)**	**(72.23)**
Net Liability - Current (Refer Note No.28)	32.72	34.05	17.15	16.48
Net Liability - Non Current (Refer Note No.23)	301.85	215.52	60.13	55.75
Expenses recognised in Statement of Profit or Loss during the year				
Current Service cost	45.60	35.65	25.57	0.94
Past Service Cost	-	-	-	-
Interest cost on defined benefit (net)	16.49	14.34	4.70	4.04
Expected return on plan assets	-	-	-	-
	62.09	**49.99**	**30.27**	**4.98**
Recognised in other comprehensive income for the year				
Remeasurements - Due to Demographic Assumptions	(4.76)	-	1.75	-
Remeasurements - Due to Financial Assumptions	(2.09)	59.57	(1.46)	21.26
Remeasurements - Due to Experience Adjustments	46.56	(8.88)	(14.96)	(0.37)
(Return) on Plan Assets (Excluding Interest Income)	-	-	-	-
(Return) on Reimbursement Rights	-	-	-	-
Changes in Asset Ceiling / Onerous Liability	-	-	-	-
	39.71	**50.69**	**(14.68)**	**20.89**
Maturity Profile of Defined Benefit Plan				
Within the next 12 months	32.80	34.05	16.87	16.48
Between 2 and 5 years	70.48	76.57	17.71	39.32
Between 6 and 9 years	70.46	101.67	12.66	15.18
For 10 years and above	160.82	37.41	30.03	1.71
Sensitivy Analysis for significant assumptions				
Salary Escalation - Up by 1%	8.47%	8.00%	9.78%	4.60%
Salary Escalation - Down by 1%	-7.49%	-7.20%	-8.33%	-4.30%
Attrition Rates - Up by 1%	0.66%	0.70%	1.17%	0.30%
Attrition Rates - Down by 1%	-0.75%	-0.80%	-1.33%	-0.30%
Discount Rates - Up by 1%	-7.80%	-7.10%	-8.45%	-3.80%
Discount Rates - Down by 1%	9.06%	8.20%	10.06%	4.20%
Assumptions used in determining gratuity obligations by Holding Company				
Discount rate	6.84%	7.65%	6.84%	7.65%
Estimated rate of return on plan assets	0.00%	0.00%	0.00%	0.00%
Salary increase	5.00%	6.00%	5.00%	6.00%
Attrition Rate	5.00%	5.33%	5.00%	5.33%
Retirement age	58 years	58 years	58 years	58 years

59. Financial Instruments - Fair Value Disclosure

The carrying value and fair value of financial instruments by categories for year ended 31 March, 2020

Particulars	Note No	Carrying value	Amortized Cost	Fair Value
Financial Asset at Amortised Cost (Current and Non-Current)				
Investments	7	-	-	-
Loans	8 & 13	249.98	249.98	-
Trade receivable	12	4,960.24	4,960.24	-
Cash and cash equivalents	14	85.87	85.87	-
Other bank balances	15	227.31	227.31	-
Other financial assets	9 & 16	338.10	338.10	-
Total Financial Assets		**5,861.50**	**5,861.50**	**-**
Financial Liabilities at Amortised Cost (Current and Non-Current)				
Borrowings (including current maturities)	21,24 & 26	11,845.55	11,845.55	-
Trade payables	25	3,867.40	3,867.40	-
Other financial liabilities	22 & 26	1,293.38	1,293.38	-
Total Financial Liabilities		**17,006.33**	**17,006.33**	**-**
		(11,144.84)	**(11,144.84)**	**-**

The carrying value and fair value of financial instruments by categories for year ended 31 March, 2019

Particulars	Note No	Carrying value	Amortized Cost	Fair Value
Financial Asset at Amortised Cost (Current and Non-Current)				
Investments	7	1.50	1.50	-
Loans	8 &13	288.43	288.43	-
Trade receivable	12	6,469.59	6,469.59	-
Cash and cash equivalents	14	243.61	243.61	-
Other bank balances	15	188.75	188.75	-
Other financial assets	9 &16	367.56	367.56	-
Total Financial Assets		**7,559.44**	**7,559.44**	**-**
Financial Liabilities at Amortised Cost (Current and Non-Current)				
Borrowings (including current maturities)	21,24 & 26	12,350.13	12,350.13	-
Trade payables	25	4,733.79	4,733.79	-
Other financial liabilities	22 & 26	856.55	856.55	-
Total Financial Liabilities		**17,940.47**	**17,940.47**	**-**
		(10,381.03)	**(10,381.03)**	**-**

60. Financial Instruments - Financial risk management

The Group has exposure to following risks arising from financial instruments-
- Market Risk
- Credit Risk
- Liquidity Risk

The Holding Company's board of directors and the board of directors of the subsdiary companies has overall responsibility for the establishment and oversight of the Group's risk management framework.The Group's risk management policies are established to idenitfy and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

The Holding Company's audit committee oversees how management monitors compliance with the Holding Company's risk management policies and procedures and reviews the adequacy of the risk management framework in relations to the risks faced by the Holding Company.

A Market Risk

1) Currency Risk

The Group operates internationally and a major portion of the business is transacted in several currencies and consequently the Group is exposed to foreign exchange risk to the extent that there is mismatch between the currencies in which its sales and services and purchases from overseas suppliers in various foreign currencies. Market Risk is the risk that changes in market prices such as foreign exchange rates will effect Group's income or value of its holding financial assets/ instruments.The exchange rate between the Rupee and foreign currencies has changed substantially in recent years and may fluctuate substantially in the future. Consequently, the results of the Group's operations are adversely affected as the Rupee appreciates/ depreciates against US dollar (USD), Euro (EUR), Dirhams (AED) and Others.

(a) Foreign Exchange Exposures outstanding at the year end

Nature Of Instrument	As at 31 March 2020	As at 31 March 2019
Unhedged Foreign Exchange Exposures		
Trade Receivables	1,744.28	2,316.80
Trade Payables	(410.20)	(792.35)
Current Borrowings	(1,963.13)	(1,672.81)
Cash and Cash Equivalents	6.23	-
Others	(32.58)	-
	(655.40)	**(148.36)**

(b) Foreign Currency Risk from Financial Instrument as at 31 March 2020

Nature Of Instrument	USD	EUR	AED	Others	Total
Trade Receivables	1,350.13	333.20	60.94	-	1,744.28
Trade Payables	(405.08)	(5.11)	-	-	(410.20)
Current Borrowings	(1,705.00)	(258.13)	-	-	(1,963.13)
Cash and Cash Equivalents	6.23	-	-	-	6.23
Others	(32.58)	-	-	-	(32.58)
Net Assets/(Liabilities)	**(786.30)**	**69.96**	**60.94**	**-**	**(655.40)**

(b) Foreign Currency Risk from Financial Instrument as at 31 March 2019

Nature Of Instrument	USD	EUR	AED	Others	Total
Trade Receivables	1,915.48	377.31	24.01	-	2,316.80
Trade Payables	(792.35)	-	-	-	(792.35)
Current Borrowings	(1,391.77)	(281.04)	-	-	(1,672.81)
Cash and Cash Equivalents	-	-	-	-	-
Net Assets/(Liabilities)	**(268.64)**	**96.27**	**24.01**	**-**	**(148.36)**

(c) **Sensitivity Analysis**

A reasonably possible change in foreign exchange rates by 5% would have increased/ (decreased) equity and profit or loss by the amounts shown below.This analysis assumes that all other variables in particular interest rates remain constant

Particulars	USD	EURO	AED
Impact on Statement of Profit and Loss			
Increase by 5%			
As at 31 March 2020	(39.32)	3.50	3.05
As at 31 March 2019	(13.43)	4.81	1.20
Decrease by 5%			
As at 31 March 2020	39.32	(3.50)	(3.05)
As at 31 March 2019	13.43	(4.81)	(1.20)
Impact on Equity (Net of Tax)			
Increase by 5%			
As at 31 March 2020	(29.09)	2.59	2.25
As at 31 March 2019	(8.99)	3.22	0.80
Decrease by 5%			
As at 31 March 2020	29.09	(2.59)	(2.25)
As at 31 March 2019	8.99	(3.22)	(0.80)

2) Interest rate Risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates, in cases where the borrowings are measured at fair value through profit or loss. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

a) Exposure to Interest Rate Risk

The interest rate profile of the Group's interest-bearing financial instruments as reported :

Nature Of Instrument	As at 31 March 2020	As at 31 March 2019
Fixed Rate Instruments		
Financial Assets	436.81	458.04
Financial Liabilities	(7,833.59)	(7,152.11)
Variable Rate Instruments		
Financial Assets	-	-
Financial Liabilities	(2,239.70)	(3,490.18)
	(9,636.48)	**(10,184.25)**

(b) Fair value sensitivity analysis for fixed-rate instruments

The Company's fixed rate instruments are carried at amortised cost.They are therefore not subject to interest rate risk as defined as per Ind AS 107, since neither the carrying amount nor future cash flows will fluctuate because of change in market interest rates.

(c) Cash flow sensitivity analysis for variable-rate instruments

A reasonable possible change of 2% (200 basis points) in interest rates at the reporting date would have increased/ (decreased) equity and profit or loss by the amounts shown below.This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Particulars	As at 31 March 2020	As at 31 March 2019
Impact on Statement of Profit and Loss		
Loan and Borrowing		
Increase by 2%	(48.25)	(61.97)
Decrease by 2%	48.25	61.97
Impact on Equity (Net of Tax)		
Loan and Borrowing		
Increase by 2%	(35.71)	(41.48)
Decrease by 2%	35.71	41.48

B Liquidity Risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Group maintains flexibility in funding by maintaining availability under committed facilities.

The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Maturities of financial liabilities:

The table below analyse the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

		Contractual cash Flows			
	Carrying Amount	< 12 Months	1 to 5 years	> 5 years	Total
31 March, 2020					
Borrowings (Incl Current Maturities)*	2,882.92	573.96	2,340.25	-	2,914.21
Trade and other payables	3,867.40	3,867.40	-	-	3,867.40
Short Term Borrowings	8,962.63	8,962.63	-	-	8,962.63
Other Financial Liabilities	1,293.38	971.95	321.43	-	1,293.38
31 March, 2019					
Borrowings (Incl Current Maturities)*	3,642.29	773.28	2,305.86	592.71	3,671.85
Trade and other payables	4,733.79	4,733.79	-	-	4,733.79
Short Term Borrowings	8,707.84	8,707.84	-	-	8,707.84
Other Financial Liabilities	856.55	636.45	220.09	-	856.55

*indicates actual outflow

C Credit Risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed.The Group's exposure to credit risk is limited to the carrying amount of financial assets recognised at the date of the balance sheet,as summarised in the table below.The Group periodically assesses the financial reliability of the counter party taking into account the financial condition, current economic trends, analysis of historical bad debts and ageing of accounts receivable. Individual customer limits are set accordingly.

Particulars	As at 31 March 2020	As at 31 March 2019
Cash and Cash Equivalents	85.87	243.61
Other Bank Balances	227.31	188.75
Trade Receivables	4,960.24	6,469.59
Short Term Financial Assets	402.80	329.69
Long Term Financial Assets	185.28	327.80
	5,861.51	**7,559.44**

Credit risk on cash and cash equivalents is limited as they are generally invested in deposits with banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies.Advances to Related Parties are for business purposes and the Group assesses the credit risk on the these advances on a regular basis and does not forsee any event of default.

Trade receivables and unbilled revenue are typically unsecured and are derived from revenue earned from customers. Credit risk has always been managed through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Group grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Group uses expected credit loss model to assess the impairment loss or gain.The Group is exposed to credit risk in the event of non-payment by customers. Credit risk concentration with respect to trade receivables is mitigated by the Group's large customer base.Adequate expected credit losses are recognized as per the assessments and as such has provided for a expected credit loss of Rs.22.38 lakhs (31 March 2019 : Rs.16.40 Lakhs)

Ageing of Trade Receivable

Particulars	0-180 Days	Above 180 Days	Total
As on 31 March, 2020	4,113.91	1,052.01	5,165.92
As on 31 March, 2019	4,948.62	1,620.72	6,569.34
	9,062.53	**2,672.72**	**11,735.26**

Reconciliation of Loss Allowance

Particulars	As at 31 March 2020	As at 31 March 2019
Loss allowance in the beginning of the year	31.91	15.51
Add: Changes in allowance	22.38	16.40
Loss allowance at the end of the year	**54.29**	**31.91**

61.Capital Management

For the purpose of the Group's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity shareholders of the Company.The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions, annual operating plans and long term and other strategic investment plans. In order to maintain or adjust its capital structure, the Company may adjust the amount of dividends paid, return the capital to shareholders, issue new shares or adjust its short term borrowings.The current capital structure of the Company is equity based backed with borrowings.

Reconciliation of Loss Allowance

Particulars	As at 31 March 2020	As at 31 March 2019
Long Term Borrowings (incl Current Maturities)*	2,882.92	3,642.29
Short Term Borrowings	8,962.63	8,707.84
Total Borrowings (A)	11,845.55	12,350.13
As a percentage of total equity	72.32%	67.22%
Total equity (B)	4,533.09	6,022.13
As a percentage of total equit	27.68%	32.78%
Total Capital (A+B)	**16,378.64**	**18,372.26**

* Taken Borrowings at amortised cost

62.Impact of Covid-19

The Holding Company ad its subsidiaries have considered the possible effects that may result from the pandemic relating to COVID-19. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Holding Company and its subsidiaries, as at the date of approval of these financial statements has used internal and external sources of information including credit reports and related information, economic forecasts. The Company has performed sensitivity analysis on the assumptions used and based on current estimates expects the carrying amount of these assets will be recovered. Credit risk on cash and cash equivalents is limited as the Company generally invest in deposits with banks and financial institutions with high ratings assigned by international and domestic credit rating agencies. The impact of COVID-19 on the Group's financial statements may differ from that estimated as at the date of approval of these financial statements.

63. Additional information as required under Schedule III of the Companies Act, 2013 of the enterprises consolidated as Subsidiaries

Share of Net assets i.,e total assets minus total liabilities	Percentage	Amount
Bal Pharma Limited	145.47%	6,594.50
Lifezen Healthcare Private Limited	-33.24%	(1,506.71)
Balance Clinics LLP	-3.38%	(153.26)
Bal Research Foundation	0.00%	(0.07)
Golden Drugs Private Limited	5.00%	226.69
Inter - Company elimations	-13.85%	(628.06)
	100.00%	**4,533.09**

Share in profit/(Loss)	Percentage	Amount
Bal Pharma Limited	69.05%	(890.18)
Lifezen Healthcare Private Limited	10.28%	(132.49)
Balance Clinics LLP	1.22%	(15.78)
Bal Research Foundation	0.17%	(2.15)
Golden Drugs Private Limited	10.25%	(132.14)
Inter - Company elimations	9.03%	(116.44)
	100.00%	**(1,289.17)**

Share of other comprehensive income	Percentage	Amount
Bal Pharma Limited	104.83%	(30.42)
Lifezen Healthcare Private Limited	-4.83%	1.40
Balance Clinics LLP	0.00%	-
Bal Research Foundation	0.00%	-
Golden Drugs Private Limited	0.00%	-
	100.00%	**(29.02)**

Note:The above amounts / percentage of net assets and net profit or (loss) in respect of the Holding Company, and its subsidiaries, are determined based on the amounts of the respective entities included in consolidated financial statements before inter-company eliminations / consolidation adjustments.

As per our report of even date attached
for **NSVM and Associates**
Chartered Accountants
Firm's registration number: 010072S

G.C.S Mani
Partner
Membership number: 036508

Place: Bengaluru
Date: 29th July, 2020

for and on behalf of the board of directors of
Bal Pharma Limited

Shailesh Siroya
Managing Director
DIN: 00048109

Place: Bengaluru
Date: 29th July, 2020

Dr S Prasanna
Director
DIN: 00084602

Place: Bengaluru
Date: 29th July, 2020

G Rengarajan
Chief Financial Officer
Place : Bengaluru
Date: 29th July, 2020

FINANCIAL SUMMARY - LAST 10 YEARS AT A GLANCE

(Rs In Lakhs)

	2019-20	2018-19	2017-18	2016-17	2015-16	2014-15	2013-14	2012-13	2011-12	2010-11
A. Sales and Earnings										
Turnover	174.28	22582.53	21152.08	23201.45	20182.4	19066.95	18200.88	15024.67	14224.6	11664.84
Profit Before Tax	-907.62	441.07	845.46	806.97	518.44	520.12	662.6	508.91	436.56	110.27
Tax	-17.44	-234.95	251.63	310.38	237.83	117.84	155.37	80.56	60.87	63.04
Profit After Tax	-920.6	676.02	593.83	496.59	280.6	402.28	507.23	428.35	375.69	47.23
"Retained Earning(Non Cumulative)"	-920.6	633.4	564.74	328.51	138.88	273.56	377.23	335.57	375.69	47.23
B. Assets and Liabilities										
Tangible Fixed Assets (Net)	4974.44	5126.98	5381.59	5688.79	5525.65	4781	5055.9	4761.6	4766.55	4810.69
Intangible Assets(Net)	639.09	567.1	446.87	466.41	462.29	486.65	486.56	508.7	564.44	594.68
Investments	741.69	744.19	744.19	117.5	117.51	109.5	1.5	1.5	1.5	1.5
Nrt Current Assets	3251.92	4431.67	4814.67	2747.67	1382.67	1242	834.5	35.29	4928.12	4634.01
Share Capital	1417.24	1417.24	1417.24	1417.24	1287.24	1287.24	1287.24	1111.14	1057.36	1057.36
Reserves	5177.24	6268.7	5806.16	6127.47	5078.29	4800	4543.9	4107.5	3689.98	3278.83
C. Ratios										
Earning Per share	-6.28	4.77	4.19	3.51	2.18	3.14	4.77	4.77	4.05	3.57
Dividend Per Equity Shares	'-	10	10	10	10	10	10	7.5	'-	'-
Book Value Per Equity	47	54	51	47.75	44.05	43.19	45.04	45.04	42.22	37.88

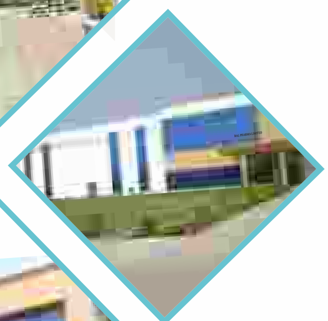
Our Mission

A full fledged global player catering to the needs of medical fraternity and pharmaceutical industry

Bal Unit - I Bangalore
- Plant commissioned in the year 1992
- WHO - GMP certified & ISO 9001:2000 approved
- Manufacture of finished dosage forms

Bal Unit - 2 *Bangalore*
- Plant commissioned in the year 1996
- Multi purpose API facility approved as per WHO-GMP guidelines
- Manufacture R&D lab approved Department of Science & Technology

Bal Unit - 3
with FFS Technology *Pune*
- Formulations plant modernized as per WHO-GMP Guidelines
- Manufacture of SVP & LVP by Form fill&seal technology



Bal Unit - 4 Rudrapur
- State of the art plant designed for regulated markets in excise free zone
- API manufacturing facility for Tablets, Capsules and Ointments

Bal Unit - 5 *Sangli*
- Multi Purpose API manufacturing facility approved as per WHO-GMP guidelines
- Specializes in manufacture of Intermediates, which supplements Unit 2 production requirements

Bal Unit - 6 *Udaipur*
- Golden Drugs Private Ltd, a whole owned subsidiary of Bal Pharma Ltd acquired during F.Y 17.18.
- WHO-GMP certified API manufacturing facility expected to commence production shortly

BAL PHARMA LIMITED
CIN# L85110KA1987PLC008368
Corporate Office: 5th Floor, Lakshmi Narayan Complex, 10/1, Palace Road, Bangalore - 560 052, India.
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