

# 32ND ANNUAL REPORT 2012-2013 OF KAPPAC PHARMA LIMITED

## BOARD OF DIRECTOR

SHANKAR PRASAD BHAGAT	- DIRECTOR
ANAND RAMANLAL TRIVEDI	- DIRECTOR
HARLEEN SINGH KATHURIA	- DIRECTOR
VIRAL GUNVANTBHAI KAPADIA	- DIRECTOR

## AUDITOR

M/S. Y. D. & CO.  
Chartered Accountants  
LUDHIANA

## SHARE TRANSFER AGENT

### M/s SATELLITE CORPORATE SERVICES PRIVATE LIMITED

B-302, Sony Apartment, Opp. St. Judge's High School,  
Off Andheri-Kurla Road, Jarimari, Sakinaka,  
Mumbai-400072 Maharashtra, INDIA  
Ph No: +91-22-2852 0461 / 2852 0462  
Fax No: +91-22-2851 1809  
E mail: [service@satellitecorporate.com](mailto:service@satellitecorporate.com)

## REGISTERED OFFICE

22, Pragnya Society, Above Dena Bank,  
Akruli Road, Near ESI Hospital,  
Kandivali East, Mumbai-400101,  
Maharashtra, INDIA

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<b>NOTICE</b>
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**NOTICE** is hereby given that the **32ND ANNUAL GENERAL MEETING** of the Members of **KAPPAC PHARMA LIMITED** will be held at the Registered Office of the Company at 22, Pragnya Society, Above Dena Bank, Akruli Road, Near ESI Hospital, Kandivali East, Mumbai-400101, Maharashtra, India on **Monday, 30th day of September, 2013 at 2:00 P. M.** to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt Audited Balance Sheet as at **31st March, 2013** and the Profit & Loss Account for the year ended on that date and the reports of the Directors' and the Auditors' thereon.
2. To appoint a Director in place of **Mr. Shankar Prasad Bhagat**, who retires by rotation and being eligible, offers him-self for re-appointment.
3. To appoint Auditor and to fix their remuneration.

**SPECIAL BUSINESS:**

4. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution:**

"**RESOLVED THAT MR VIRAL GUNVANTBHAI KAPADIA**, who was appointed as an Additional Director in the category of independent director of the Company w.e.f. 1st April, 2013 being the date of appointment and who holds office as such up to the date of the ensuing Annual General Meeting and in respect of whom notice under Section 257 of the Companies Act, 1956 has been received from a member signifying his intention to propose **MR VIRAL GUNVANTBHAI KAPADIA** be and is hereby appointed as a Director, subject to retire by rotation.

**By Order of the Board  
For, KAPPAC PHARMA LIMITED**

**PLACE: MUMBAI  
DATE: 30.08.2013**

**Sd/-  
(ANAND RAMANLAL TRIVEDI)  
CHAIRMAN**

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE TIME SCHEDULED FOR HOLDING THE MEETING.
2. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
3. The Register of Members and Share Transfer Register of the Company will remain closed from 23rd September, 2013 to 30th September, 2013 (Both Days Inclusive).
4. M/s SATELLITE CORPORATE SERVICES PRIVATE LIMITED having its registered office at B-302, Sony Apartment, Opp. St. Judge's High School, Off. Andheri-Kurla Road, Jarimari, Sakinaka, Mumbai-400072 Maharashtra, INDIA are Registrars and Share Transfer Agents for Company's shares in Demat and Physical Form. The members are requested to please ensure that their shares are converted into Demat Form.
5. The relevant Explanatory Statement pursuant to section 173 (2) of the Companies Act, 1956 is annexed hereto.
6. Additional information as required in terms of paragraph 3 of the Clause 49 of the Listing Agreement on Director seeking re-appointment at the ensuing Annual General Meeting is as under:

Mr. SHANKAR PRASAD BHAGAT is Non-Executive Independent Director of the Company. He has rich experience in the field of Finance. He has been associated with the Company w.e.f. 11.09.2007. He is Member of the Audit Committee and Share Transfer and Grievances Committee of the Company. Mr. SHANKAR PRASAD BHAGAT retires by rotation and being eligible offers himself for re-appointment.

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**ANNEXURE TO NOTICE:**

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**EXPLANATORY STATEMENT AS REQUIRED PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956**

The Explanatory Statement sets out all the material facts relating to the Special Business mentioned under are accompanying this notice:

**Item No.4**

In terms of provisions of section 260 of Companies Act 1956 and provisions of Articles of Association of company MR VIRAL GUNVANTBHAI KAPADIA, who was appointed as an Additional Director in the meeting of the Board of Directors of the Company held on 1st April 2013 Who holds the office of Directors up to the date of the ensuing Annual General Meeting.

In Pursuant to section 257 of the Companies Act 1956 together with requisite deposit fee signifying his intention to propose the name of MR VIRAL GUNVANTBHAI KAPADIA a director subject to retirement by rotation. None of the Directors except MR VIRAL GUNVANTBHAI KAPADIA is concerned or interested in this resolution. Your Directors recommend this resolution for your approval.

**DIRECTORS' REPORT**

*Dear Shareholders,*

Your Directors here by present the 32nd Annual Report on business and operations of the Company together with the Audited statements of Accounts for the financial year ended on [31st March 2013](#).

**OPERATIONS REVIEW:**

During the year under review due to sluggish market condition and financial crisis company faces huge set back. So company not in position to generate any revenue from the operation but due to some fixed cost company posted Net Loss of Rs. 832102.

The management has taken measures as part of its continuous improvements to strengthen operations and viability.

**DIVIDEND:**

Your Directors have not declared any dividend during the year under review due to loss incurred.

**FIXED DEPOSIT:**

The Company has not accepted any deposit from the public pursuant to the provisions of Section 58A of the Companies Act, 1956.

**BOARD OF DIRECTORS:**

[Mr. SHANKAR PRASAD BHAGAT](#), Director of the Company is retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for reappointment.

MR VIRAL GUNVANTBHAI KAPADIA was appointed as additional director of the Company with effect from 01.04.2013 and is eligible for re-appointment as director of the Company at the forthcoming Annual General Meeting and whose period of office will be liable to retire by rotation.

**CHANGES IN CAPITAL STRUCTURE:**

- **Authorised Capital:**

During the year under review, Company in Extra Ordinary General Meeting held on 25th March, 2013 has increased the Authorized Share Capital of the Company from Rs. 24 Crore to Rs. 34 Crore. Thus, at present the Authorised share capital of the Company is Rs.34,00,00,000 (Rupees Thirty Four Crores Only) divided into 3,40,00,000 (Three Crore Forty Lacs) Equity Shares of Rs.10/- (Rupee Ten Only) each.

- **Paid up Capital:**

The Company in its Board Meeting held on 17th July, 2013 allotted 6497500 conversions of warrants into equal number of equity shares of Rs.10/- each on preferential basis. Accordingly, after said allotment, the paid-up share Capital of the Company stood at Rs.302586000 comprising of 30258600 equity share of Rs.10/-(Rupees Ten Only) each.

**ISSUE OF CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS:**

During the year under review, Company in Extra Ordinary General Meeting held on 25th March, 2013 to issue, offer and allot 6497500 (Sixty Four Lacs Ninety Seven Thousand Five Hundred) Warrants on preferential basis convertible into 6497500 (Sixty Four Lacs Ninety Seven Thousand Five Hundred) Equity Share of the face value of Rs. 10/- (Rupees Ten Only) each for an aggregate amount upto Rs. 12,99,50,000/- (Rupees Twelve Crore Ninety Nine Lacs Fifty Thousand only) at a price of Rs. 20/- (Rupees Twenty Only) each per Warrant to Non promoters as may be permitted under the applicable Rules and Regulations, in one or more tranches, and upon such terms and conditions as may be deemed appropriate by the Board.

**SHIFTING OF REGISTERED OFFICE OF THE COMPANY:**

During the year under review, company in their Extra Ordinary General Meeting (EOGM) held on 10.05.2013 approved shifting of Registered office from Mumbai in the State of Maharashtra to Ludhiana in the State of Panjab but company failed to obtain Approval regarding change of registered office from Registrar of company (ROC) as well Regional Director (RD) so company do not make any further proceeding for shifting of Registered office of the company.

**AUDITORS AND AUDITORS' REPORT:**

M/s. Y. D. & Co., Chartered Accountants, Ludhiana, Statutory Auditors of the Company, hold office until the conclusion of the ensuing Annual General Meeting and are eligible for reappointment. The observations made by the Auditors' in their Auditors' Report and the Notes on Accounts referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

**MANAGEMENT DISCUSSION AND ANALYSIS:**

Management Discussion and Analysis forms part of the Annual Report to the shareholders and it includes discussion on matters as required under the provisions of Clause 49 of the listing agreement forming part of this report is annexed herewith. The Audit Committee of the Company has regularly reviewed internal Control System of the company.

**CORPORATE GOVERNANCE REPORT:**

Your Company has complied with the requirements of Clause 49 of the Listing Agreement on Corporate Governance. Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges, Report on Corporate Governance along with the Auditors' Certificate on its compliance is annexed separately to this Annual Report.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The details of conservation of energy, technology absorption etc. as required to be given under Section 217(1)(e) of the Companies Act 1956, are not applicable to our Company, as our Company has not carried out any manufacturing activities.

The foreign exchange earning on account of the operation of the Company during the year was Rs. Nil.

**PARTICULARS OF EMPLOYEES:**

The statement showing particulars of employees under section 217(2A) of the Companies Act, 1956, read with the companies (Particulars of Employees) Rules, 1975, as amended, is not required to be given as there were no employees coming within the purview of this section.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

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

- i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 or loss of the Company for that period;
- iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv) Directors have prepared the accounts on a "going concern basis".

**ACKNOWLEDGEMENT:**

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the Banks, Government Authorities, Customers, and Shareholders during the year. Your directors also wish to take on record their deep sense of appreciation for the committed services of the employees at all levels, which has made our Company successful in the business.

For and on Behalf of the Board  
For, KAPPAC PHARMA LIMITED

PLACE: MUMBAI  
DATE: 30.08.2013

Sd/-  
(ANAND RAMANLAL TRIVEDI)  
CHAIRMAN

**Annexure to Director's Report****MANAGEMENT DISCUSSION ANALYSIS REPORT****Outlook:**

The company is confident in spite of the possible recessionary conditions in the industry it will perform better in view of the strong fundamentals of the Indian companies and hope to improve its Turnover.

**Internal Controls Systems and their adequacy:**

The company has adequate internal control systems to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance of law and regulations. The internal control system is supported by the internal audit process. The Internal Auditor reviews and ensures that the audit observations are acted upon. The Audit Committee of the Board reviews the Internal Audit reports and the adequacy and effectiveness of internal controls.

**Human Resources**

The relationship with the employees continues to be cordial. The Company recognizes the importance and contribution of its employees for its growth and development and constantly endeavors to train nurture and groom its people. The Company puts emphasis on attracting and retaining the right talent. The company places emphasis on training and development of employees at all levels and has introduced methods and practices for Human Resource Development.

**Cautionary Statement:**

Statements in this Management Discussion and Analysis describing the company's objectives, projections, estimates and expectations may be forward looking statement within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied.

<b>REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED ON 31.03.2013</b>
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**1. THE CORPORATE GOVERNANCE PHILOSOPHY**

Corporate Governance at the Company is by the need to “enhance shareholder value, keeping in view the interests of other stakeholders”. This definition places emphasis on the need to strike a balance at all times between the need to enhance shareholders’ wealth whilst not being detrimental to other stakeholders’ interests. The imperative for Corporate Governance lies not merely in drafting a code of Corporate Governance, but in practicing it to achieve desired results.

**2. BOARD OF DIRECTORS**

The Board of Directors is having non-executive and independent directors as on 31st March, 2013. The Board of Directors is consisting of Three Directors. The Directors manages the day to day affairs of the Company. Non-executive and independent directors did not have any pecuniary relationship of transactions with the company during the period under review. There are no material transactions where they have had personal interests that conflict with that of the Company.

**Numbers of Board Meetings held and the dates on which such meetings were held:**

During the financial year 2012-13 the Board met 6 (Six) times on 23.05.2012, 03.08.2012, 02.11.2012, 28.01.2013, 15.02.2013 and 23.02.2013. The maximum gap between two meetings was not more than 4 months.

**Attendance record of Directors attending the Board meetings and Annual General Meetings**

Name of the Director	Designation/ Category	No. of Board Meetings		Last AGM attendance
		Held	Attended	
Mr. Shankar Prasad Bhagat	Non Executive & Independent	6	6	Yes
Mr. Anand Ramanlal Trivedi	Executive & Non Independent	6	6	Yes
Mr. Harleen Singh Kathuria	Non Executive & Independent	6	6	Yes
*Mr. Viral Kapadia	Non Executive & Independent	6	--	No

\* Appointed as on 01.04.2013

None of the Director is a member in more than 10 Companies and Act as Chairman in more than 5 Companies across all Companies in which he is a Director.

**3. AUDIT COMMITTEE**

The Audit Committee of the Company presently comprises of three Directors being Mr. Shankar Prasad Bhagat, Mr. Anand Ramanlal Trivedi and Mr. Harleen Singh Kathuria. **Presently Mr. Harleen Singh Kathuria is Chairman of the Committee.**

The role, terms of reference, authority and powers of the audit committee are in conformity with the requirement of Companies Act, 1956, and Listing Agreement.

**Role/ Functions of the Committee:**

- Reviewing with management the annual financial statements before submission to the Board.
- Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- Review of policies relating to risk management – operational and financial.
- Reviewing with the management, external auditors and the adequacy of the internal control system.

**Powers of the Committee:**

- To investigate any activity within its terms of reference.
- To secure attendance of and seek any information from any employee including representative of the prime shareholders (subject to their internal approvals).
- Compliance with accounting standards.
- To obtain outside legal or other professional advice, if necessary.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.
- Compliance with Stock Exchange and legal requirements concerning financial statements.

**Attendance at the Audit Committee Meetings**

During the year the Audit Committee met 4 times on 23.05.2012, 03.08.2012, 02.11.2012 and 28.01.2013 attendance of the members as under:

Name	No. of Meeting attended	
	Held	Attended
Mr. Shankar Prasad Bhagat	4	4
Mr. Anand Ramanlal Trivedi	4	4
Mr. Harleen Singh Kathuria	4	4

**4. REMUNERATION COMMITTEE**

As neither remuneration nor sitting fee paid to the director as no remuneration Committee has been set up.

**5. SHAREHOLDERS TRANSFER AND GRIEVANCES COMMITTEE**

This committee presently consists of three directors namely, Mr. Shankar Prasad Bhagat, Mr. Anand Ramanlal Trivedi and Mr. Harleen Singh Kathuria.

**Mr. Anand Ramanlal Trivedi** is Chairman of the Committee. The committee was constituted to redress shareholders'/ investors' complaints etc. relating to delay in transfer of shares, non-receipt of annual accounts, delay in balance sheet, split-up share certificate, issue duplicate certificate, transmission of shares, dematerialization of shares etc. relating to the shares issued by the Company. Mr. Anand Ramanlal Trivedi, Director of the Company has been authorized by the Board to approve such transfers within the time stipulated under the Listing Agreement. Further the complaints of the above nature are promptly attended by the Compliance Officer. Mr. Anand Ramanlal Trivedi has been appointed as the Compliance Officer of the Company by the Board of Directors. There is no pending, unsolved complaint of Shareholders of the Company and no pending Share Transfer.

**6. GENERAL BODY MEETINGS****Location and time for last 3 years Annual General Meetings:**

Financial Year	Location	Date	Time A.M./ P.M.	Particulars of the Special Resolution
2011-12	22, Pragnya Society, Above Dena Bank, Near ESI Hospital, Akruhi Road, Kandiwali (E), Mumbai- 400101	31.08.2012	11.30 A.M.	No Special Resolution was passed in the meeting
2010-11	22, Pragnya Society, Above Dena Bank, Near ESI Hospital, Akruhi Road, Kandiwali (E), Mumbai- 400101	15.06.2011	11.30 A.M.	No Special Resolution was passed in the meeting
2009-10	22, Pragnya Society, Above Dena Bank, Near ESI Hospital, Akruhi Road, Kandiwali (E), Mumbai- 400101	30.09.2010	11:30 A.M	No Special Resolution was passed in the meeting

No special resolution was required to be carried out through postal ballot during the last year. No resolution is proposed by postal ballot at the ensuing Annual general meeting.

**Location and time where Extraordinary General Meetings were held for last three years:**

Financial Year	Location	Date	Time A.M./ P.M.	Particulars of the Special Resolution
2012-13	22, Pragnya Society, Above Dena Bank, Near ESI Hospital, Akruhi Road, Kandiwali (E), Mumbai- 400101	25.03.2013	11.00 A.M.	- Increased Authorized Capital - Alteration in MOA & AOA - Issue of Convertible Warrants on Preferential Basis
2011-12	--	--	--	--
2010-11	--	--	--	--

The above resolution which was put to vote by show of hands was passed unanimously.

**7. DISCLOSURES**

- There are no materially significant related party transactions i.e. transactions of the Company of material natures, with its promoters, the directors or the managements, their subsidiaries or relatives etc., that may have potential conflict with interest of the Company at large.
- No penalties or strictures were imposed on the Company by the Stock Exchange or SEBI or any statutory authority, on any matter related to capital markers, during the last three years.
- The Company has complied with various rules and regulations prescribed by the Stock Exchange and SEBI during the last three years. No penalties or strictures have been imposed by them on the Company.

**8. CEO / CFO Certification** under clause 41 and clause 49 of the Listing Agreement with Stock Exchanges have been submitted to the Board by the CEO and CFO.

**9. MEANS OF COMMUNICATION**

The Company has submitted its quarterly, half yearly and yearly financial results to the Stock Exchanges as well as website of the company immediately after its approval by the Board. The Company did not send the half yearly report to the Shareholders of the Company.



**10. GENERAL SHAREHOLDERS INFORMATION**

Financial Year	1st April to 31st March
Date and time of Annual General Meeting	Monday, 30th September, 2013 at 02:00 P.M.
Venue of Annual General Meeting	22, Pragnya Society, Above Dena Bank, Near ESI Hospital, Akruhi Road, Kandiwali (E), Mumbai- 400101
Dates of Book Closure	23.09.2013 to 30.09.2013
Listing on Stock Exchange	BSE Limited, Mumbai
Stock Code and Scrip ID	506938 (BSE) and KAPPH (BSE)
Demat ISIN No.	INE601D01011
<b>Tentative Calendar for financial year ending 31st March, 2014:</b>	
<b>Quarterly Financial Results</b>	<b>Date of Board Meeting</b>
First Quarterly Results	Last week of July, 2013
Second Quarterly Results	Last week of October, 2013
Third Quarterly Results	Last week of January, 2014
Fourth Quarterly Results	Last week of April, 2014

**11. CATEGORIES OF SHAREOWNERS AS ON 31.03.2013**

Category	No. of Shares Held	Voting Strength (%)
Promoters	Nil	0.00
Resident Individuals	22943700	96.53
Financial Institutions/ Banks	Nil	0.00
Bodies Corporate	813200	3.43
NRIs/ OCBs	Nil	0.00
Directors Relatives	Nil	0.00
Others (Clearing Members)	10600	0.04
<b>Total</b>	<b>23767500</b>	<b>100.00</b>

**12. DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2013**

Share Balance	Holders	% of Total	Total Shares	% of Total
Up to- 500	2903	63.83	346553	1.46
501- 1000	61	1.34	47300	0.20
1001- 2000	17	0.37	22950	0.10
2001- 3000	7	0.15	17400	0.07
3001-4000	2	0.04	7097	0.03
4001- 5000	3	0.07	14300	0.06
5001-10000	3	0.07	23100	0.10
10001 and above	1552	34.12	23288800	97.99
<b>Total</b>	<b>4548</b>	<b>100.00</b>	<b>23767500</b>	<b>100.00</b>

**13. STOCK MARKET DATA:**

Month	Highest (Rs)	Lowest (Rs)
April, 2012	17.45	17.45
May, 2012	16.60	15.05
June, 2012	14.30	11.20
July, 2012	12.50	11.29
August, 2012	13.09	13.09
September, 2012	--	--
October, 2012	--	--
November, 2012	12.44	11.00
December, 2012	12.12	11.00
Jan, 2013	17.87	12.72
Feb., 2013	24.85	18.65
March, 2013	56.45	26.05

**14. REGISTRAR AND SHARE TRANSFER AGENT**

**M/s SATELLITE CORPORATE SERVICES PRIVATE LIMITED** having its registered office at B-302, Sony Apartment, Opp. St. Judge's High School, Off Andheri-Kurla Road, Jarimari, Sakinaka, Mumbai-400072 Maharashtra, INDIA is the Registrar & Share Transfer Agent for processing the transfer of securities issued by the Company.

**15. SHARE TRANSFER SYSTEM:**

Transfer of Shares in Physical form are registered and dispatched within 3 weeks from the date of their receipts, subject to the documents being valid and complete in all respects. Transfer of shares are processed by the Share Transfer Agents and approved by the Share Transfer Committee called as "Investor / Shareholders Grievance Committee", which meets at frequent intervals. Share transfers are registered and returned within 15 days from the date of receipt, if the relevant documents are complete in all respect.

**16. DEMATERIALIZATION OF SHARES AND LIQUIDITY**

The Equity Shares of your company are traded in compulsory dematerialization form by all investors. The company has entered into agreements with both existing Depositories, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) enabling the investors to hold shares of the company in electronic form through the depository of their choice.

**17. ADDRESS FOR CORRESPONDENCE:**

22, Pragnya Society, Above Dena Bank, Near ESI Hospital, Akruli Road, Kandiwali (E), Mumbai- 400101.

**Investors Correspondence/ Complaints to be address to:**

Mr. Anandbhai R. Trivedi-Director and Compliance Officer

E-mail: [kappacpharma@yahoo.com](mailto:kappacpharma@yahoo.com)

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**CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT FOR BOARD OF DIRECTORS**

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To  
The Members of **KAPPAC PHARMA LIMITED**  
Mumbai

This is to confirm that the Board has laid down a Code of Conduct for all Board members and Senior Management of the Company.

The Code of Conduct has also been posted on the website of the Company. It is further confirmed that all Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year ended 31st March, 2013, as envisaged in Clause 49 of the Listing agreement with Stock Exchanges.

**PLACE: MUMBAI**  
**DATE: 30.08.2013**

**For and on Behalf of the Board**  
**For, KAPPAC PHARMA LIMITED**

**Sd/-**  
**(ANAND RAMANLAL TRIVEDI)**  
**CHAIRMAN**

**Certification on Corporate Governance****To the members of KAPPAC PHARMA LIMITED:**

We have examined the compliance of conditions of Corporate Governance by **KAPPAC PHARMA LIMITED** for the year ended 31st March, 2013, as stipulated in Clause 49 of the Listing Agreement of the Company with the Stock Exchanges.

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

In our opinion and to the best of our information and according to the explanation given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We have been explained that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Company.

We further state that such compliances 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: LUDHIANA**

**DATE: 30.08.2013**

**For, Y. D. & Co  
CHARTERED ACCOUNTANTS  
FRN: 018846N**

**Sd/-  
CA RAKESH PURI  
PARTNER  
M. No.: 092728**

**Independent Auditor's Report To the Members of KAPPAC PHARMA LIMITED****Report on the Financial Statements**

We have audited the accompanying financial statements of **KAPPAC PHARMA LIMITED** which comprise the Balance Sheet as at 31 March 2013, & the Statement of Profit and Loss and for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position & financial performance of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956. This responsibility includes the design, implementation and maintenance of internal control 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.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the 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:

- i) in the case of the balance sheet, of the state of affairs of the Company as at 31 March 2013;
- ii) in the case of the statement of profit and loss, of the profit for the year ended on that date;
- iii) In the case of cash flow Statement, of the cash flows for the year ended on that date.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2003, as amended, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
  - a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

- c. the Balance Sheet, Statement of Profit and Loss dealt with by this Report are in agreement with the books of account .
- d. in our opinion, the Balance Sheet & Statement of Profit and Loss comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956; and
- e. on the basis of written representations received from the directors as on 31 March 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
- f. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

**PLACE: LUDHIANA**  
**DATE: 30.08.2013**

**For, Y. D. & Co**  
**CHARTERED ACCOUNTANTS**  
**FRN: 018846N**

**Sd/-**  
**CA RAKESH PURI**  
**PARTNER**  
**M. No.: 092728**

**ANNEXURE REFERRED TO IN PARAGRAPH-3 OF OUR REPORT OF EVEN DATE**

1. The company does not have any Fixed Assets. Hence, clause (i) (a), (b) & (c) are not applicable to the company.
2. The company does not have any inventory. Hence, clause (ii) (a), (b) & (c) are not applicable to the Company.
3. (a) As per the information and explanation given to us, the company has not granted any unsecured loan to any party covered in the register maintained under section 301 of the Companies Act, 1956. Hence clause (iii) (b)(c) and (d) are not applicable.  
  
(b) As per information and explanation given to us, the company has not taken loans from parties covered in the register maintained under section 301 of the Companies Act, 1956. Hence clause (iii) (e), (iii) (f) and (iii) (g) are not applicable to the company.
4. In our opinion and according to the information and explanation given to us there are adequate internal control procedures commensurate with the size of the Company and nature of its business. During the course of audit, we have not observed any continuing failure to correct major weakness in internal controls.
5. In respect of transactions entered in the register maintained in pursuance of Section 301 of the Companies Act 1956,
  - (a) To the best of our knowledge and belief and according to the information and explanation given to us, transaction that needed into the register have been so entered.
  - (b) According to the information and explanations given to us, such transactions have been made at prices, which are reasonable having regard to the prevailing market prices at the relevant time.
6. The company has not accepted any deposits from public within the meaning of provisions of section 58A & Section 58 AA of the Companies Act, 1956.
7. In our opinion the company has an adequate internal audit system commensurate with the size and nature of its business.
8. As informed to us the company is not required to maintain cost accounts and records as prescribed by Central Government under section 290 (1)(d) of the Companies Act 1956.
9. According to the information and explanations given to us, and on the basis of our examination of the books of accounts, the company has been regular in depositing undisputed statutory dues including Income Tax and other statutory dues with the appropriate authorities. There were no arrears of such dues as on 31st March, 2013 for a period of more than six months from the date they became payable.
10. The accumulated losses of the Company are not *more than* fifty percent of the net worth. The company has incurred cash loss of Rs.490639/-- in current financial year. The Company has also incurred cash loss in the previous financial year.
11. Based on our audit procedures and as per the information and explanations given by the management, the Company has not defaulted in repayment of dues to any financial institution, bank or debenture holders.
12. In our opinion and according to the information and explanation given to us, no loans and advances have been granted by the company on the basis of security by way of pledge of shares, debentures and other securities.
13. In our opinion the company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore the provisions of clauses (xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
14. In our opinion the Company has maintained records of transactions and contracts in respect of investment in shares, mutual funds and other investments and generally timely entries have been made therein. All the shares, mutual funds and other investments held by the companies are in its own name except to the extent of the exemption granted under section 49 of the Companies Act, 1956.

15. In our opinion the company has not given any guarantee for loans taken by others from banks or financial institutions.
16. The Company has not raised any new term loans during the year.
17. On the basis of an overall examination of the Balance Sheet of the Company and according to the information and explanations given to us, in our opinion, funds raised on short term basis have not been used during the year for long term investment and vice versa.
18. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act during the year.
19. The Company has not issued any debentures till date.
20. The Company has not raised any money by public issue during the year.
21. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted audit practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management.

**PLACE: LUDHIANA**  
**DATE: 30.08.2013**

**For, Y. D. & Co**  
**CHARTERED ACCOUNTANTS**  
**FRN: 018846N**

**Sd/-**  
**CA RAKESH PURI**  
**PARTNER**  
**M. No.: 092728**

BALANCE SHEET AS AT 31ST MARCH 2013			
(Amount in Rupees)			
Particulars	Notes	March 31, 2013	March 31, 2012
<b>I. EQUITY AND LIABILITIES</b>			
<b><u>(1) Shareholder's Funds</u></b>			
(a) Share Capital	2	237675000	237675000
(b) Reserves and Surplus	3	1299773	2131875
<b><u>(2) Share Application money pending allotment</u></b>		00	00
<b><u>(3) Non-Current Liabilities</u></b>		00	00
<b><u>(4) Current Liabilities</u></b>			
(a) Short-Term Borrowings	4	00	30545291
(b) Other Current Liabilities	5	3504500	129500
<b>Total Equity &amp; Liabilities</b>		<b>242479273</b>	<b>270481666</b>
<b>II. ASSETS</b>			
<b><u>(1) Non-Current Assets</u></b>			
(a) Non-current investments	6	82800000	110530650
(b) Long term loans and advances	7	1130	128361130
(c) Other non-current assets	8	660953	1002416
<b><u>(2) Current Assets</u></b>			
(a) Current investments	9	112160000	30200000
(b) Trade receivables	10	46150014	00
(c) Cash and cash equivalents	11	707176	387470
<b>Total Assets</b>		<b>242479273</b>	<b>270481666</b>
<b>Notes to Accounts</b>		<b>1 to 24</b>	
<i>Schedules referred to above and notes attached there to form an integral part of Balance Sheet</i>			
<i>This is the Balance Sheet referred to in our Report of even date.</i>			
<b>For Y. D. &amp; Co.</b>		<b>FOR AND ON BEHALF OF THE BOARD</b>	
<b>CHARTERED ACCOUNTANTS</b>			
<b>Firm Reg. No. 018846 N</b>			
<b>Sd/-</b>	<b>Sd/-</b>	<b>Sd/-</b>	
<b>(CA RAKESH PURI)</b>	<b>VIRAL KAPADIA</b>	<b>ANAND TRIVEDI</b>	
<b>PARTNER</b>	<b>(DIRECTOR)</b>	<b>(DIRECTOR)</b>	
<b>Mem. No. 092728</b>	<b>Place: Mumbai</b>		
<b>Place: Ludhiana</b>	<b>Date: 30.08.2013</b>		
<b>Date: 30.08.2013</b>			



PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2013				
(Amount in Rupees)				
Sr. No	Particulars	Notes	2012-13	2011-12
I	Revenue from operations		00	00
II	Other Income		00	00
III	<b>III. Total Revenue (I +II)</b>		<b>00</b>	<b>00</b>
IV	<b>Expenses:</b>			
	Employee Benefit Expense	12	291200	170000
	Financial Costs	13	3186	814
	Depreciation and Amortization Expense	14	341463	341463
	Other Expenses	15	196253	100795
	<b>Total Expenses (IV)</b>		<b>832102</b>	<b>613072</b>
V	Profit before exceptional and extraordinary items and tax	(III - IV)	<b>(832102)</b>	<b>(613072)</b>
VI	Exceptional Items (Excess provision Added Back)		00	00
VII	Profit before extraordinary items and tax		<b>(832102)</b>	<b>(613072)</b>
VIII	Extraordinary Items		00	00
IX	Profit before tax (VII - VIII)		<b>(832102)</b>	<b>(613072)</b>
X	<b>Tax expense:</b>		00	00
XI	Profit(Loss) from the period from continuing operations	(IX-X)	<b>(832102)</b>	<b>(613072)</b>
XII	Profit/(Loss) from discontinuing operations		00	00
XIII	Tax expense of earlier period		00	00
XIV	Profit/(Loss) from Discontinuing operations	(XII - XIII)	<b>00</b>	<b>00</b>
XV	Profit/(Loss) for the period (XI + XIV)		<b>(832102)</b>	<b>(613072)</b>
XVI	Earning per equity share:			
	(1) Basic		(0.04)	(0.03)
	(2) Diluted		(0.04)	(0.03)
<b>Notes to Accounts</b>		<b>1 to 24</b>		
<i>Notes referred to above and notes attached there to form an integral part of Profit &amp; Loss Statement</i>				
<i>This is the Profit &amp; Loss Statement referred to in our Report of even date.</i>				
<b>For Y. D. &amp; Co.</b>		<b>FOR AND ON BEHALF OF THE BOARD</b>		
<b>CHARTERED ACCOUNTANTS</b>				
<b>Firm Reg. No. 018846 N</b>				
<b>Sd/-</b>	<b>Sd/-</b>	<b>Sd/-</b>		
<b>(CA RAKESH PURI)</b>	<b>VIRAL KAPADIA</b>	<b>ANAND TRIVEDI</b>		
<b>PARTNER</b>	<b>(DIRECTOR)</b>	<b>(DIRECTOR)</b>		
<b>Member. No. 092728</b>				
<b>Place: Ludhiana</b>	<b>Place: Mumbai</b>			
<b>Date: 30.08.2013</b>	<b>Date: 30.08.2013</b>			

<b>CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013</b>		
( Amount in Rupees)		
	2012-13	2011-12
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) before Tax and Extra Ordinary Items	(832102)	(613072)
<b>Operating Profit before Working Capital Changes</b>	<b>(832102)</b>	<b>(613072)</b>
<b>Adjustment For</b>		
Sundry Debtors	(46150014)	0
Current Liabilities	3375000	(97315)
Cash Generated From Operations	(43607116)	(710387)
Tax paid	00	00
<b>Net cash from Operating Activities (A)</b>	<b>(43607116)</b>	<b>(710387)</b>
<b>B CASH FLOWS FROM INVESTING ACTIVITIES :</b>		
Purchases of Investment	(54229350)	(30200000)
<b>Net cash flow from Investing Activities (B)</b>	<b>(54229350)</b>	<b>(30200000)</b>
<b>C Cash Flow From Financing Activities</b>		
Borrowings	(30545291)	30545291
Non Current Assets	128701463	341461
Issue of equity warrant with premium	00	00
<b>Net Cash Received From Financing Activities (C)</b>	<b>98156172</b>	<b>30886752</b>
<b>Net Increase/(Decrease) in Cash &amp; Cash Equivalent(A+B+C)</b>	<b>319706</b>	<b>(23635)</b>
Opening cash & cash equivalent	387470	411105
Closing cash & cash equivalent	707176	387470
<b>Notes :</b>		
1. The Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard 3 "Cash flow Statements" Issued by the ICAI.		
2. Previous Year's figures have been reclassified to confirm with current year's presentation, where applicable This is the Cash Flow Statement referred to in our report of even date.		
<b>For Y. D. &amp; Co.</b>	<b>FOR AND ON BEHALF OF THE BOARD</b>	
<b>CHARTERED ACCOUNTANTS</b>		
<b>Firm Reg. No. 018846 N</b>		
<b>Sd/-</b>	<b>Sd/-</b>	<b>Sd/-</b>
<b>(CA RAKESH PURI)</b>	<b>VIRAL KAPADIA</b>	<b>ANAND TRIVEDI</b>
<b>PARTNER</b>	<b>(DIRECTOR)</b>	<b>(DIRECTOR)</b>
<b>Membership No. 092728</b>	<b>Place: Mumbai</b>	
<b>Place: Ludhiana</b>	<b>Date: 30.08.2013</b>	
<b>Date: 30.08.2013</b>		

<b>Notes on Financial Statements for the year ended 31st March 2013</b>
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**Note: 1 SIGNIFICANT ACCOUNTING POLICIES:**

1. **BASIS OF ACCOUNTING:** The Accounts have been prepared on historical cost basis and accrual system of accounting unless otherwise stated.
2. **INCOME RECOGNITION :**
  - 2.1 Interest on investments is accounted for on accrual basis.
  - 2.2 Dividend income is accounted for on receipt basis.
  - 2.3 Profit or loss on sale of investments is accounted for as and when the transactions are entered in to.
3. **EXPENSES:** The Company provides for all expenses on accrual basis.
4. **FIXED ASSETS:** The Company does not have any Fixed Assets.
5. **INVENTORY:** The company has not held any inventory during the year
6. **SALES** are accounted for on accrual basis
7. **GRATUITY:** No provision for retirement benefits for employees has been made since the Gratuity Act and Provident Fund Act are not applicable to the Company and the company has adopted PAY-AS-YOU-GO method for the payment of other retirement benefits, if any payable to the Employees.
8. **TAXATION:**
  - (i) Provision for current tax is made in the accounts on the basis of estimated tax liability as per the applicable provisions of the Income Tax Act, 1961.
  - (ii) Deferred tax for timing differences between tax profits and book profits is accounted for using the tax rates and laws that have been enacted or substantially enacted as of the Balance Sheet date.
9. **INVESTMENTS:** Long term investments are stated at cost. Provision for diminution in the value of long term investment is made only if such decline is other than temporary in the opinion of the management.
10. **CONTINGENT LIABILITY:** All known liabilities are provided for in the books of account except liabilities of contingent nature which have been adequately disclosed by way of "Notes to the Account".

**Note : 2 Share Capital**

Sr. No	Particulars	Rs.	Rs.
		Current Year	Previous Year
1	<b><u>AUTHORIZED CAPITAL</u></b> 34000000 (24000000) Equity shares of Rs.10/- each	340,000,000	240,000,000
		<b>340,000,000</b>	<b>240,000,000</b>
2	<b><u>Issued, Subscribed and Paid Up</u></b> <b>To the Subscribers of the Memorandum</b> 7,67,500 Equity shares of Rs.10/-each 3000000 Preferential Conv. Warrants, converted to equity 20000000 Preferential Conv. Warrants converted to equity	76,75,000 30,000,000 200,000,000	76,75,000 30,000,000 200,000,000
	<b>Total in</b>	<b>237,675,000</b>	<b>237,675,000</b>

**Note : 3 Reserve & Surplus**

Sr. No	Particulars	Rs.	Rs.
		Current Year	Previous Year
1	Capital Reserve	750,000	750,000
3	Securities Premium reserve	11,100,000	11,100,000
4	Surplus (Profit & Loss Account)	(10550227)	(9,718,125)
	Balance brought forward from previous year	(9718125)	(9,105,053)
	Less: Prior Period Item TDS written Off	00	00
	Less: Tax on Regular Assessment Paid	00	00
	Add: Profit for the period	(832102)	(613,072)
	<b>Total in</b>	<b>1299773</b>	<b>2131875</b>

**Note : 4 Short Term Borrowings (Unsecured)**

1	Others	00	30545291
	<b>Total in</b>	<b>00</b>	<b>30545291</b>

**Note : 5 Other Current Liabilities**

1	Audit Fees Payable	10,000	10,000
2	<b>Others:</b>		
	Unclaimed Dividend	119,500	119,500
	Other	3375000	00
	<b>Total in</b>	<b>3504500</b>	<b>129500</b>

**Note : 6 Non Current Investment**

1	Investment in Equity Instrument (At Cost)		
a	<b>Quoted</b>		
	2719000 equity shares of Amradeep Industries Ltd	00	5,030,150
		00	5,030,150
b	<b>UNQUOTED</b>		
	160000 Equity shares of Reetika Properties Pvt. Ltd, Fully Paid Up	25,600,000	25,600,000
	114500 Equity shares of North Pole Finance Ltd, Fully Paid (Partly Paid Up)	00	45,800,000
	4750 Shares of Girish metals P. Ltd	00	1,425,000
	170000 Kareena Shares & Stock Pvt. Ltd	27200000	27,200,000
	(6300) E. Shares of Parvati Minerals P. Ltd	30000000	1,890,000
	1400 Shares of Pratik Minerals P. Ltd	00	420,000
	49000 Sahres of Sai Flipped Coil Ltd	00	98,000
	2175 Shares of Shalibhadra Steel P. Ltd	00	652,500
	550 Shares of Shanti Tradelink P.Ltd	00	165,000
	1500 Shares of Siddhi Vinayak Tradelink P. Ltd	00	450,000
	6000 Shares of Sonika Tradelink P. Ltd	00	1,800,000
		82800000	105,500,500
	Market Value Of Quoted Investment	36217080	36,217,080
	<b>Total in</b>	<b>82800000</b>	<b>110,530,650</b>

**Note : 7 Long Term Loans and Advances**

Sr. No	Particulars	Rs.	Rs.
		Current Year	Previous Year
1	Other Loans : (Considered Good)	00	128,360,000
2	TDS & FBT	1,130	1,130
	<b>Total in</b>	<b>1130</b>	<b>128,361,130</b>

**Note : 8 Other Non Current Assets**

1	Others	660953	1,002,416
	<b>Total in</b>	<b>660953</b>	<b>1,002,416</b>

**Note : 9 Current Investment**

1	Investment in Equity		
	<b>Quoted</b>		
		83960000	00
		83960000	00
	<b>Unquoted</b>		
	Adani Pharmachem Pvt. Limited	3,000,000	3,000,000
	HCS Foods Limited	00	9,500,000
	8000 shares of Madhur Knitcraft Pvt. Limited	00	4,000,000
	monga Ispat Limited	3,200,000	3,200,000
	1250 shares of R. G. Motors Pvt. Limited	5,000,000	5,000,000
	11000 shares of Varun Casting Pvt. Limited	00	5,500,000
	Balmukhi	14500000	00
	VKVK Steels P.Ltd	2500000	00
	<b>Market Value Of Quoted Investment</b>	<b>28200000</b>	<b>30200000</b>
	<b>Total in</b>	<b>112160000</b>	<b>30,200,000</b>

**Note : 10 Trade Recievables**

1	<b>Outstanding for more than six months</b>	00	00
2	<b>Others</b>		
	Unsecured, Considered Good :	46150014	00
	<b>Total [ A + B + C ]</b>	<b>46150014</b>	<b>00</b>

**Note : 11 Cash & Cash Equivalent**

1	<b>Cash-in-Hand</b>		
	Cash Balance	203,812	259,320
	<b>Sub Total (A)</b>	<b>203,812</b>	<b>259,320</b>
2	<b>Bank Balance (Scheduled)</b>		
	Bank Of India	4,669	3,124
	HDFC Bank 6930	378,195	5,526
	HDFC Bank 0322	1,000	00
	Unclaimed dividend Warrant	1,19,500	00
	<b>Sub Total (B)</b>	<b>503,364</b>	<b>128,150</b>
	<b>Total [ A + B + C ]</b>	<b>707,176</b>	<b>387,470</b>

**Note : 12 Employment Benefit Expenses**

1	Salaries, Bonus, PF & ESIC	291,200	170,000
2	Directors Remuneration	00	00
	<b>Total in</b>	<b>291,200</b>	<b>170,000</b>

**Note : 13 Financial Cost**

Sr. No	Particulars	Rs.	
		Current Year	Previous Year
1	Interest on Other loans	00	00
2	Bank Charges	3,186	814
	<b>Total in</b>	<b>3,186</b>	<b>814</b>

**Note : 14 Depreciation & Amortized Cost**

1	Depreciation	00	00
2	Preliminary Expenses W/O	341,463	341,463
	<b>Total in</b>	<b>341,463</b>	<b>341,463</b>

**Note : 15 Other Expenses**

1	Annual Custody Fees	34,831	6,618
2	Audit Fees	10,000	10,000
3	Listing Fees	121,136	16,545
4	Printing And Stationery Expenses	2,200	3,160
5	Professional Fees	6,000	2,500
6	Roc Exp.	1,000	2,000
7	RTA Expenses	21,086	59,972
	<b>Total in</b>	<b>196,253</b>	<b>100,795</b>

**Note: 16** Based on the information available, the Company is of the opinion that as on the Balance Sheet date, no amounts are payable to Small Scale undertakings.

**Note: 17** The Company has only one business segment hence the AS-17 "Segment Reporting" issued by The Institute of Chartered Accountant of India, is not applicable.

**Note: 18** Disclosures required under AS-18 on "Related Party Disclosures":- No related party transaction was carried during the year.

**Note: 19** Payments to Director: Director Remuneration: Nil (PY: Nil)

**Note: 20** Earning per share EPS: (Amount in Rupees)

	2012-13	2011-12
Profit & Loss after tax	(832102)	(613072)
Weighted No of equity shares	23767500	23767500
Nominal value of share	10/-	10/-
Basic /diluted Earning per Equity Share	(0.04)	(0.03)

**Note: 21** Auditors Remuneration: (Amount in Rupees)

	2012-13	2011-12
For Audit	10,000	10,000

**Note: 22** The Company has not accepted any public deposits during the year.

**Note: 23** previous year figures have been regrouped, rearranged and reclassified wherever necessary.

**Note: 24** Figures have been rounded off to the nearest rupee.

As per our attached report even date

For Y. D. & Co.

CHARTERED ACCOUNTANTS

Firm Reg. No. 018846 N

Sd/-

(CA RAKESH PURI)

PARTNER/ Mem No. 092728

Place: Ludhiana

Date: 30.08.2013

FOR AND ON BEHALF OF THE BOARD

Sd/-

VIRAL KAPADIA

(DIRECTOR)

Place: Mumbai

Date: 30.08.2013

Sd/-

ANAND TRIVEDI

(DIRECTOR)

**KAPPAC PHARMA LIMITED**

Reg. office Address: 22, Pragnya Society, Above Dena Bank, Akruli Road, Near ESI Hospital, Kandivali East,  
Mumbai-400101, Maharashtra, India

**32ND ANNUAL GENERAL MEETING**

On 30.09.2013 at 02.00 p.m. at registered office of the company

DP. Id*		Name & address of the registered shareholder
Client Id*		
Regd. Folio No.		

\* Applicable for shareholding in electronic form.

I/We certify that I/We am/are a registered shareholder / proxy for the registered shareholder of the Company. I/We hereby record my/our presence at the 32nd Annual General Meeting of the Company

\_\_\_\_\_  
*Signature of Member/s/ Proxy*

**NOTE:** A member or his duly appointed Proxy willing to attend the meeting must fill-up this Admission Slip and hand over at the entrance.

✂-----Cut Here-----

**FORM OF PROXY****KAPPAC PHARMA LIMITED**

Reg. office Address: 22, Pragnya Society, Above Dena Bank, Akruli Road, Near ESI Hospital, Kandivali East,  
Mumbai-400101, Maharashtra, India

**32ND ANNUAL GENERAL MEETING**

On 30.09.2013 at 02.00 p.m. at registered office of the company

I/We .....  
 \of.....  
 Member / Members of KAPPAC PHARMA LIMITED hereby appoint..... of  
 .....of failing him/ her.....  
 of .....as my/ our Proxy to attend and vote for me/us on my/ our behalf at the 32nd  
 Annual General Meeting of the Company to be held on 30.09.2013 at 02:00 p.m. at registered office of the company  
 and at any adjournment thereof.

Signed on this .....day of .....2013.

Affix Revenue Stamp
---------------------------

Signature .....

Ref. Folio No		Demat Account No		D.P. ID No	
---------------	--	------------------	--	------------	--

**NOTE:**

1. The Proxy need NOT be a Member.
2. The Proxy Form must be deposited at the Registered Office not less than 48 hours before the scheduled time for holding the meeting.

## **BOOK-POST**



**If undelivered, please return to:**

---

**KAPPAC PHARMA LIMITED**

**22, Pragnya Society, Above Dena Bank, Akruhi Road, Near ESI Hospital, Kandivali East,  
Mumbai-400101, Maharashtra, INDIA**