



September 04, 2023

The Manager (Listing)  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort, Mumbai 400001

**Scrip No. 543916**

**Subject: Notice of the 34<sup>th</sup> Annual General Meeting and the Annual Report for the Financial Year 2022-2023**

Pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed the Annual Report for the Financial Year 2022-2023 along with the Notice of the 34<sup>th</sup> Annual General Meeting ("AGM") of the Company to be held on Saturday, September 30, 2023 at 12.30 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

The said Notice which forms a part of the Annual Report for the financial year 2022-2023 has been sent electronically to the members whose e-mail IDs are registered with the Company/Registrar and Share Transfer Agents of the Company/Depositories viz. the National Securities Depository Limited and Central Depository Services (India) Limited.

The Notice of the AGM and the Annual Report has also been uploaded on the website of the Company at [www.hemantsurgical.com](http://www.hemantsurgical.com)

Please take the same on your records and suitably disseminated at all concerned.

Thanking You,

Yours faithfully,

**For Hemant Surgical Industries Limited**

HANSKUMAR SHAMJI SHAH  
Digitally signed by  
HANSKUMAR SHAMJI SHAH  
Date: 2023.09.04 18:04:18  
+05'30'

**Hanskumar Shamji Shah**  
**Managing Director**  
**DIN: 00215972**  
**Email id: [info@hemantsurgical.com](mailto:info@hemantsurgical.com)**

Encl.: As Above



**HSIL**  
A CULTURE OF CARE

**HEMANT SURGICAL  
INDUSTRIES LTD.**

**ANNUAL REPORT  
2022-23**

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# COMPANY INFORMATION

- **BOARD OF DIRECTORS**

Mr. Hanskumar Shah  
Mr. Kaushik Hanskumar Shah  
Mr. Hemant Praful Shah  
Mrs. Nehal Babu Karella  
Mrs. Pooja Kirti Kothari  
Mr. Sourabh Ajmera

Chairman & Managing Director  
Whole time Director-cum-CFO  
Whole Time Director  
Non-Executive Director  
Independent Director  
Independent Director

- **KEY MANAGERIAL PERSONNEL**

Mr. Hanskumar Shah  
Mr. Kaushik Hanskumar Shah  
Mr. Hemant Praful Shah  
Mrs. Meenal Patodia

Managing Director  
Chief Financial Officer  
Whole Time Director  
Company Secretary & Compliance Officer

- **BANKERS**

ICICI Bank  
YES Bank  
Standard Chartered Bank

- **STATUTORY AUDITOR**

M/s A D V & Associates  
Chartered Accountants  
FRN: 128045W  
601, Raylon Arcade, RK Mandir Road,  
Kondivita, JB Nagar  
Andheri (East), Mumbai – 400059  
Tel : 9029059911.  
Email Id :- advassociates@gmail.com

- **REGISTRAR AND TRANSFER AGENT**

Big share Service Private Limited  
S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre,  
Mahakali Caves Road, Andheri (East)  
Mumbai – 400093, Maharashtra  
Tel: +91 -22-262638200  
Email Id:-jibu@bigshareonline.com

- **REGISTERED OFFICE AND CONTACT DETAILS AND WEBSITE**

502,5th Floor, Ecstasy Business Park Co-Op Socetiy Limited, J.S.D. Road, Mulund West Mumbai 400080  
Email:- info@hemantsurgical.com  
Website:- www.hemantsurgical.com

## About the

Founded in 1989 to market medical disposables like Meditapes, from JMS Co. Japan. In 1999, started manufacturing facility in Palghar, Maharashtra for production of various Dialysis solutions.

- Have 2 Assembly units in Palghar & Bhiwandi, Maharashtra for assembling medical devices & dialysis machines

Facilities are ISO 9001:2015 & ISO 13485:2016 certified with fully equipped quality control department managed by experience staff.

## Company

## Key Events & Milestones

### 1989

Incorporation of the Company in the name of "Hemant Surgical Private Limited".

### 1993

Became the Sole Agent for JMS Co. Ltd, Japan for JMS, Meditape.

### 1994

Conversion into Public Limited company with the name Hemant Surgical Industries Ltd.

### 1999

Started its first manufacturing plant at Acchad, Maharashtra for External Preparation and Small Volume Parentals.

### 2018

Entered into exclusive distribution agreement dated July 01, 2018 valid for a period of 6 years, with JMS Co. Ltd. Japan for importing and marketing JMS Meditape in India. The imported meditape undergoes the process of rewinding, slitting, and packaging in our assembly unit situated at Atgaon and is then sold in Indian Market.

### 2019

Entered into technical collaboration agreement with Hemant Phillipines Inc./ Mediplus Inc. for supply of renal care equipment, medical devices and consumables for marketing the same in entire Phillipines.

### 2021

Appointed as sole agent of SWS Hemodialysis Care Co. Ltd. China to sale and maintenance of SWS4000A hemodialysis machines in West India on exclusive basis.

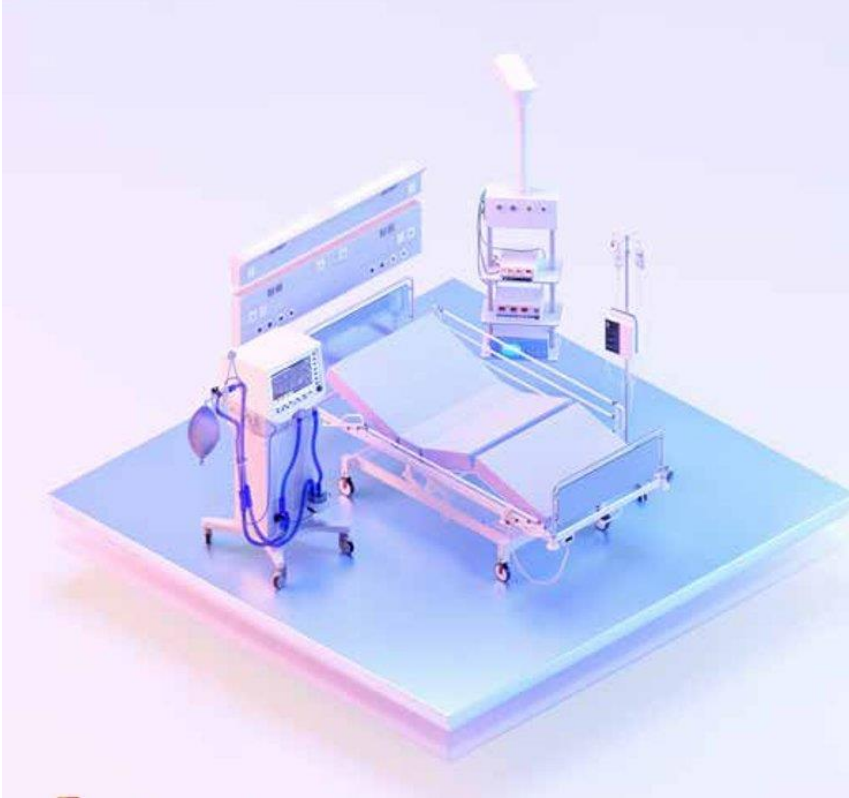
### 2021

Entered into MOU with Dr. Venkatesh for setting up of dialysis centre at Guru Harikrishan Hospital 24x7 Dialysis Centre, New Delhi.

### 2022

Achieved a Bench mark of 100 Cr Turnover in the FY 2021-22.





## HEMANT SURGICALS at a glance

- More than three decades experience in Medical Equipments and Disposables
- Products cater to Renal care, Cardiovascular disease, Respiratory disease, Critical Care and Radiology
- ISO Certified 1 Manufacturing unit & 2 Assembly units with a total manpower of 172 employees.
- Exclusive Distribution agreements with MNC Companies
- Wide spread Customer base in India & other 10+ Countries
- Revenue growth CAGR 35.14 % FY 21 to 23, PAT Margin 7.01% FY 23

Sole agent of **SWS HEMODIALYSIS CARE CO. LTD. China** to sale and maintenance of SWS-4000A hemodialysis machines in West India on exclusive basis.

**JMS SINGAPORE PVT. LTD.** for manufacturing Intravenous infusion set which are sold under the brand name "JMS" in India.

**JMS CO. LTD., Japan** for importing and marketing JMS Meditape in India.

The imported meditape undergoes the process of rewinding, slitting, and packaging.

**HEMANT PHILLIPINES INC./ MEDIPLY INC.** for supply of renal care equipment, medical devices and consumables for marketing the same in entire Philippines.

**ZONCARE BIO-MEDICAL ELECTRONICS CO. LTD.** for catering to the needs of radiology where we have initiated import & assembly of critical care products like: Ultrasound Machine imported from China.

## Global Tie UP's



Dear Valued Stakeholders,

I am pleased to share with you some exciting developments and achievements of our company over the past year. It is with immense pride and satisfaction that I report that our company has not only witnessed substantial growth but has also successfully executed all projects, paving the way for a brighter future.

One of the significant milestones we have achieved is the expansion of our activities. We have recently placed orders for Coating Machines, which, upon installation, will enable us to manufacture JMS Meditape in India. Furthermore, we are diversifying our product offerings by venturing into the production of various wound dressing tapes right here in India. This strategic move not only enhances our product portfolio but also contributes to our goal of self-reliance.



In our continuous pursuit of excellence, we have also placed orders for molds that will facilitate the production of JMS Products in India. This endeavour holds the promise of substantial savings in foreign exchange and positions us for robust future growth, driven by cost efficiencies.

Our foray into the healthcare sector has yielded remarkable results. The marketing of critical medical products such as X-Ray Machines, Ultrasound equipment, CR, DR, and other essential medical devices has significantly bolstered our revenue streams. This diversification has not only been financially rewarding but also underscores our commitment to contributing to the healthcare infrastructure of our nation.

As we move forward, we remain resolute in our determination to expand our footprint across India and beyond. Our unwavering dedication to quality and innovation will continue to drive us to explore new horizons, identify emerging markets, and create value for our stakeholders.

I am delighted to report that our export orders have been on the rise, and we have consistently met our commitments on time. This not only reflects our commitment to reliability and customer satisfaction but also positions us favourably in the international market.

In conclusion, the journey of our company has been marked by resilience, innovation, and a relentless pursuit of excellence. We are confident that the coming year will bring even greater success and prosperity. I extend my heartfelt gratitude to our employees, partners, and customers for their unwavering support and dedication.

Let us march forward with renewed vigor and determination, as we continue to shape the future of our company and make a positive impact on the world.

Thank you for your trust in us.

**Hanskumar Shamji Shah**  
**Chairman & Managing Director**

Dear Shareholders,

This year has been a test of resilience, adaptability, and strategic financial management, and I am pleased to share how we have steered our company through these challenging waters.

Our company achieved 5% (YoY) growth in total revenue, reaching Rs. 10914.82 Lacs during the fiscal year. This robust revenue growth reflects our ability to adapt to changing market conditions and customer needs.

We delivered a PAT of Rs. 763.73 Lacs for the year, representing a 66% (YoY) increase from the previous year. This remarkable achievement demonstrates our dedication to enhancing shareholder value.

We successfully reduced our debt levels by 34.14%, enhancing our financial stability and reducing our interest expenses. This prudent approach strengthens our long-term financial position.

Throughout the year, we continued to invest in innovation, technology, and sustainability. These strategic initiatives are vital in positioning us for long-term success in an ever-evolving market landscape.

Following our IPO, the company has embarked on several manufacturing initiatives. This includes an exclusive agreement with Zonocare for ECG machines, plans to manufacture diabetic solutions products, and a technical collaboration for the marketing and production of SmartBeat, the world's first WIFI cloud-based ECG Monitoring machine. The company entered into joint venture as dialysis service provider in Philippines. The company recently got approved for more than 50 cardiac products from the regulatory which company intends to launch for indian as well as global market whereby HSIL will be manufacturing cardiac products in india for the global platform. As we move forward, we remain committed to transparency, financial discipline, and value creation. Our dedication to sustainable growth and responsible financial stewardship will guide us in navigating the opportunities and challenges that lie ahead.

I want to thank you, our shareholders, for your continued trust and confidence in our company. We are committed to delivering sustained value and growth, and we look forward to the opportunities that the future holds.

**Kaushik Hanskumar Shah**  
**Whole Time Director & CFO**





## The Touch bearer

**Our products are well known for their great Quality, credit goes to *Mr Hemant Praful Shah*, He is the backbone behind the technical execution of the manufacturing plants and mainly focuses on product development and research.**

*"We are certain that HSIL has a bright future under your guidance."*

### Hemant Shah

**Whole Time Director**



## Highlights of Listing Ceremony



# Our Team



# Our Head Office

**ADDRESS:**  
**HEMANT SURGICAL INDUSTRIES LTD.**  
**502, 5TH FLOOR, ECSTACY BUSINESS PARK**  
**CITY OF JOY, J. S. D. ROAD,**  
**MULUND (W), MUMBAI - 400 080**



# Our Brands



# Our Exclusive Partners



# PRODUCT OVERVIEW



**JMS Products**



**Healthcare &  
Surgical Products**



**Dialysis Products**



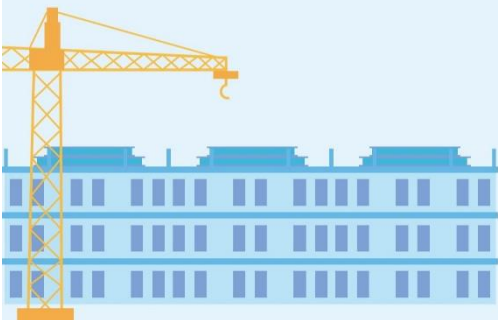
**Criticare Products**



**Radiology Products**

# OUR INFRASTRUCTURE

We have established a state-of-the-art infrastructural base that is equipped with the latest technology, machines, instruments, and tools that assist us in manufacturing top-quality products. Our infrastructural base is sprawled over a vast area and is manned by a team of experienced workforce that holds years of experience in their respective domain. In order to work effectively we have divided our infrastructural facility into units such as a manufacturing unit, quality control unit, warehousing & packaging, sales and marketing unit.



# Wide Array of Healthcare Products & Medical Equipments

## HEALTHCARE PRODUCTS AND MEDICAL EQUIPMENTS:

### Critical Care & Radiology

- Paramonitors
- Ultrasound Machine
- Ventilator

### Cardiovascular Disease

- ECG Machine
- ECG Electrode

### Respiratory Disease

- Nebulizer

### Renal Care

- Hemodialysis Machine
- Dialysis Solution Acidic & Bicarbonate
- Dialyzer

### Surgical Disposables

- Meditape
- Intravenous infusion set
- Scalp Vein Set
- Foley Catheter
- 3 Ply Masks

### Other Healthcare Products

- Digital Thermometer
- Cold and Hot Sterilant
- Fully Automatic Comfort Dialysis Chair
- 5 Function Electric ICU Bed with Mattress



## Renal Care Products & Medical Equipments

### Hemodialysis Machine

Various types of dialysis machines are imported from SWS Hemodialysis Care Co. Ltd. China.

Refurbished dialysis machines imported from France and Australia.



### Dialysis Solution - Acidic & Bicarbonate

Dialysate is a solution of pure water, electrolytes, & salts, such as bicarbonate & sodium which is used to pull toxins from the blood into the dialysate.

This works is through a process called diffusion & is available in powder & fluid form.

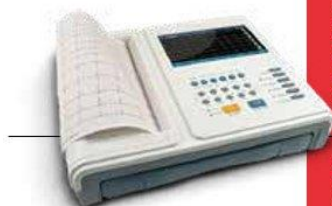
### Dialyzer

Referred as an "artificial kidney", Dialyzer removes the excess wastes and fluid from the blood, when the patient's kidneys can no longer perform that task fluid form.

Dialyser sold under the following brand names:

- Dora Dialyzer
- JMS Dialyzer
- Aero Dialyzer

## Cardiovascular Disease Related Medical Equipments



### ECG Machine

Electrocardiography is the process of producing an electrocardiogram, a recording of the heart's electrical activity.

ECG Machines sold by the Company are usually imported.



### ECG Electrode

Electrodes (small, plastic patches that stick to the skin) are placed at certain spots on the chest, arms, and legs & are connected to an ECG machine by lead wires.

ECG Electrodes sold under the brand name of Aero Plus ECG Electrodes.

## Respiratory Disease Related Medical Devices

### Nebulizer

A nebulizer is a device used for administering medication to people in the form of a mist inhaled into the lungs.

Commonly used in treating cystic fibrosis, asthma, and other respiratory diseases.

Nebulizers sold under the brand name of Aero Plus.



## Critical Care & Radiology Medical Devices

### Paramonitors

Devices used to measure, record, and display various patient parameters such as heart rate and rhythm, SPO2, blood pressure, temperature, respiratory rate, blood oxygen saturation, etc.



### Ultrasound Machine

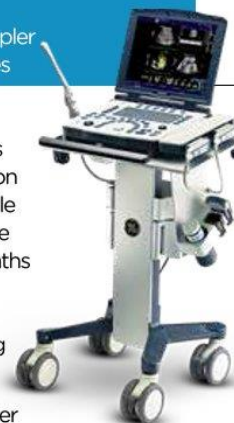
An ultrasound machine makes images so that organs inside the body can be examined.

Company sells Imported Color Doppler Ultrasound Machines

### Ventilator

A ventilator provides mechanical ventilation by moving breathable air into and out of the lungs, to deliver breaths to a patient who is physically unable to breathe, or breathing insufficient.

Ventilators sold under the brand name of Aero V9 Universal Ventilator.



# OUR SERVICES



## Turnkey Dialysis Center Setup



## Imaging & Diagnostic Center Setup



## Modular Intensive Care Unit (ICU) Setup



## Modular Operation Theater (MOT) Setup



## Oncology Labs & Treatment Centers Setup



## Blood Bank Setup



## Dental Clinic Setup

## DIAYSIS CENTER SETUP



## "IMPRESSIVE MILESTONES IN DIALYSIS SERVICES"



We currently operate and manage **5** of our own Dialysis Centers.



We have successfully established and oversea operations and manage over **10+** Dialysis Centers.



Our organization has successfully set up and managed more than **100+** Dialysis Centers worldwide.



We have supplied over **3000+** Dialysis machines across the globe.



We regularly provide dialysis consumables to more than **60+** dialysis centers.



## DIAYSIS CENTER SETUP



### Turnkey Dialysis Center Setup

- Turnkey dialysis center setup
- Managing existing dialysis centers
- Turnkey project management.
- Design of the facility.
- Dialysis treatment at home
- Installation and commissioning.
- Complete 24 x 7 training for clinical and technical staff.
- Technical assistance and maintenance.
- Procurement of all disposables and accessories.
- Preparation and supply of main equipment, including water treatment plants, dialysis machines, and dialysis chairs.

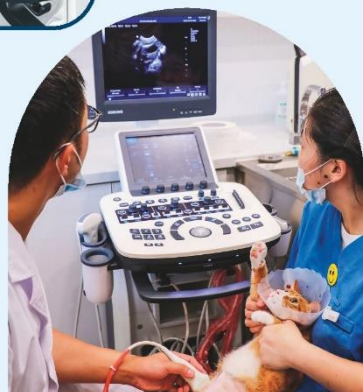


### Dialysis Center Management

- We provide complete Dialysis center management to any dialysis center across PAN India so, if you have a dialysis center and what to outsource its day-to-day operation we can help you with that.



## IMAGING & DIAGNOSTIC CENTER SETUP



## IMAGING & DIAGNOSTIC CENTER SETUP



We Provide Comprehensive and continuously evolving solutions across the spectrum of diagnostic imaging.

### Our Strength -

- Turnkey hospital solution under one roof
- Designing state of art modern solutions for hospitals & health care industry
- Quality management & compliance
- Device manufacturing plant setup
- Services support networks across the globe



## MODULAR INTENSIVE CARE UNIT (ICU) SETUP



## MODULAR INTENSIVE CARE UNIT (ICU) SETUP

**BSE SME**  
EXPERIENCE THE NEW

### Our Strength -

- Turnkey Hospital Solution Under One Roof
- Designing State Of Art Modern Solutions For Hospitals & Health Care Industry
- Quality Management & Compliance
- Device Manufacturing Plant Setup ·
- Services Support Networks Across The Globe



## ONCOLOGY LABS & TREATMENT CENTERS SETUP



## ONCOLOGY LABS & TREATMENT CENTERS SETUP



We are happy to understand your requirements and provide you with the best possible solutions based on the below criteria:

- Budget of the client
- Available infrastructure
- Type of sample load they are expecting based on that we can classify the Laboratory –
- Micro Lab ( up to 50 Samples/day)
- Small Size lab ( 50-150 Samples/day)
- Medium Lab ( 150-500 Samples/day)
- Large Care Lab ( 500-1000 Samples/day)
- Speciality Lab – Hormone Lab, Molecular/PCR Lab, Infectious disease, Genetics Lab, etc

Note: Basic clinical lab will include dept. like: Biochemistry, hematology, serology, coagulation, routine microbiology, etc..

### Technical & Value Added Support -

*If needed we can provide the following support for clients:*

- Regular Clinical lab staff training on handling & operation of Machines.
- Lab staff training certificate course on GLP (Good Laboratory Practices)
- On-call service engineer support.
- Backup Instruments.
- Support for Accreditation like ISO13485 & CAP.
- Implementation of a Bidirectional Barcode system.
- Implementing a pneumatic lab sample transport system.
- Marketing methods to promote the Lab.
- Design and print stationary etc.
- Uniform design, Lab cold chain transport bags,

## BLOOD BANK SETUP



## BLOOD BANK SETUP



Hemant Surgical provide a **One-stop Solution For Blood Bank Equipment** that is required to set up a **Blood Bank in India.**



### The Equipment we Provide

- Blood Bank Refrigerator
- Blood Collection Monitor
- Blood Bag Tube Sealer
- Central Monitoring System
- Plasma Freezer
- Cryoprecipitate Freezer
- Cryoprecipitate Bath

- Donor Couch
- Plasma Thawing Bath
- Platelet Incubator
- PLC Refrigerated Centrifuge
- Micro Controlled Refrigerated Centrifuge
- Laminar Flow Bench
- Plasma Extractor
- Blood Bank Dual Pan Scale
- Blood Bag Tube Stripper

## DENTAL CLINIC SETUP



## DENTAL CLINIC SETUP



Our main objective at HSIL is to provide you with all the necessary dental equipment for you to meet all of your daily clinic needs. In this article, we will review the various types of instruments and equipment used at a dental clinic, which will come in handy if you are thinking about opening your own clinic, want to renew a particular product line, or if you simply want to know more about certain products.

## Equipments

- Dental chairs
- All dental hand & rotary instruments,
- Surgical kit, restorative materials (GIC, dental stone, Alginate, etc.)
- Autoclave
- Intra-oral camera
- X-ray machine
- Interiors and furnishing

- Air-conditioner (one)
- Signboard (two light boards and one LED board)
- Dental trolley
- False ceiling
- Glassdoor (frosted, with clinic name)
- Furniture (sofa, chairs, etc.)

### Capitalise on industry tailwinds

Aggressively expand operations across India & grow customer base Strengthen relationship with (i) Hospital and Diagnostic Centres; (ii) Distributors & Dealers and (iii) with Independent Doctors Focus on operating as Service providers for running dialysis centres.

### Deepen & expand geographical presence

Enhance the reach of Products by adding Marketing and Sales team To focus on different regions Maintain and establish relationship with customers.

### Focus on consistently meeting quality standards

Quality of the product is very important from both customer & regulatory point of view Continuous quality review of products & timely corrective measures in case of quality diversion are keys for maintaining quality standards of the products.

### Strengthen branding, promotional & digital activities

Increase brand awareness through outdoor media; marketing initiatives, new product lines and brand extensions etc. Effectively utilize website, social networking sites and other online platforms of communication to build consumer knowledge of our brands.

### Focus on backward integration

Install Surgical Tape Coating Machine for setting up a coating plant of Meditapes to reduce cost, improve availability & consistency of the product Install Injection Moulding Machine, for moulding plastic parts of medical disposables like: Intravenous infusion set etc.

# Strategies

# Strengths



### Diversified range of products

Provide advanced medical equipments with latest technology at competitive price. Have necessary resources, experience, and network to offer wider range of medical devices as per requirements of the Customers.



### Existing well established reputation & customer relationships

Extensive sales network and access to comprehensive market across India. Have long term working relationship with Customers which improves customer retention strategy.



### Quality Assurance

Focus on quality is maintained at all stages from raw material sourcing to product manufacturing and assembly stage, All stages are subject to a rigorous review and monitoring process.



### Experienced management team with industry expertise and successful track record

Management possesses business intellect in Importing, Manufacturing, and Marketing of medical equipments and disposables.



### Stable financial performance with improved margins

Demonstrated consistent growth in terms of revenues and profitability. Revenue from operations have grown at a CAGR of 35.14% from ₹5,623.49 lakhs in Fiscal 2020 to ₹10,357.00 lakhs in Fiscal 2022 & was ₹5,094.43 lakhs in the six months ended on September 30, 2022. Profit after tax margin was 5.32%, 4.45%, 1.92% and 0.89% for the period ended on September 30, 2022 & Fiscal 2022, 2021 & 2020.

## NOTICE OF 34<sup>TH</sup> ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT THE 34<sup>TH</sup> (THIRTY-FOURTH) ANNUAL GENERAL MEETING OF THE MEMBERS OF HEMANT SURGICAL INDUSTRIES LIMITED WILL BE HELD ON SATURDAY, SEPTEMBER 30, 2023, AT 12.30 P.M. (IST), THROUGH VIDEO CONFERENCING (“VC”)/OTHER AUDIO-VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESSES:**

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### **ORDINARY BUSINESS:**

#### **1. Adoption of Financial Statements for the Financial Year ended March 31, 2023: -**

To receive, consider and adopt the financial statements of the Company for the financial year ended on March 31, 2023 including the audited Balance Sheet as on March 31, 2023 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Directors and Auditors thereon.

#### **2. Re-appointment of Director: -**

To appoint a Director in place of Mr. Hemant Praful Shah (DIN: 00215994), who retires by rotation in accordance with Articles of Association and being eligible, offers himself for re-appointment.

**By Order of the Board of Directors  
For Hemant Surgical Industries Limited**

sd/-  
**Meenal Patodia**  
**Company Secretary and Compliance officer**

### **Registered Office:**

502,5<sup>th</sup> Floor, Ecstasy Business Park Co-Op Society Limited,  
J.S.D. Road, Mulund West, Mumbai-400080

Place: Mumbai

Date: August 29, 2023

### **NOTES – FORMING PART OF THE NOTICE**

- Details of the Directors seeking appointment/re-appointment in pursuance of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Secretarial Standards-2 on General Meetings, as applicable are annexed to this Notice.
- In terms of General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020

dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 (collectively referred to as 'MCA Circulars') issued by the Ministry of Corporate Affairs ('MCA'), the Annual General Meeting ('AGM') is being held through Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM') without the physical presence of the Members at a common venue. In compliance with the applicable provisions of the Companies Act, 2013 ('the Act'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the MCA Circulars, the AGM of the Company is being held through VC/OAVM on Saturday, September 30, 2023 at 12:30 p.m. (IST)

3. In accordance with the provisions of the Act, read with the Rules made thereunder and General Circular No. 10/2022 dated 28<sup>th</sup> December, 2022, other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, and Circular No. SEBI/HO/CFD/ PoD-2/P/CIR/2023/4 dated 5<sup>th</sup> January, 2023 issued by SEBI ("the Circulars"), companies are allowed to hold AGM through video conference/other audio visual means ("VC/OAVM") upto 30<sup>th</sup> September, 2023, without the physical presence of members. The AGM of the Company is being held through VC/OAVM, and video recording and transcript of the same shall be made available on the website of the Company. National Securities Depository Limited ("NSDL") will be providing facilities for voting through remote e-voting, for participation in the AGM through VC/OAVM and e-voting during the AGM.
4. In terms of the MCA Circulars, the physical attendance of Members has been dispensed with and there is no requirement of appointment of proxies. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) attending the meeting through VC / OAVM are required to send a scanned copy (PDF/ JPG Format) of its Board or governing body Resolution/ Authorisation etc., authorising its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Compliance Officer by email through its registered email address to [cs@hemantsurgical.com](mailto:cs@hemantsurgical.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
6. The Company is concerned about the environment. We request you to update your email address with your Depository Participants to enable us to send you communications via email. The Members who have not registered their e-mail addresses, so far, are requested to register their email addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants.
7. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
8. In compliance with the MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report 2022- 23 is being sent only through electronic mode to those Members whose email



addresses are registered with the Company/Depositories.

9. Attention of the members is invited to the provisions of Section 124(6) of the Companies Act, 2013 with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 amended from time to time ("IEPF Rules"), which inter alia requires the Company to transfer the equity shares, on which the dividend has remained unpaid and unclaimed for a continuous period of seven years, to IEPF. The said Shares, once transferred to IEPF can be claimed after following due procedure prescribed under the IEPF Rules.

10. To register email address for all future correspondence and update the bank account details, please follow the below process

Demat Holding: Please contact your DP and follow the process advised by your DP

11. Since the AGM will be held through VC / OAVM, the Route Map does not form part of the Notice.

12. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website [www.hemantsurgical.com](http://www.hemantsurgical.com), websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com), and on the website of NSDL, [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

13. All documents referred to in the accompanying notice and the explanatory statements are open for inspection by the members at the registered office of the Company on all working days during 11:00 AM to 1:00 PM. Members can request the same by sending an email to [cs@hemantsurgical.com](mailto:cs@hemantsurgical.com) till the date of the AGM.

14. Members seeking any information with regards to Financial Statements or any matters to be placed at the AGM, are requested to write to the Company on or before September 25, 2023 through email at [cs@hemantsurgical.com](mailto:cs@hemantsurgical.com). The same will be replied by the Company suitably.

15. Members who would like to express their views/ ask questions during the AGM may register themselves as a speaker by sending their request in advance at least seven days before the AGM to [cs@hemantsurgical.com](mailto:cs@hemantsurgical.com). Members who do not wish to speak during the AGM but have queries may send their queries, mentioning the name, securities demat account number/ folio number, email id, mobile number to [cs@hemantsurgical.com](mailto:cs@hemantsurgical.com) in advance at least 7 days prior to meeting.

16. Only those Members who have registered themselves as a speaker will be allowed to express their views/ ask questions during the AGM once the floor is open for shareholder queries. The Company reserves the right to restrict the number of speakers and number of questions depending on the availability of time for the AGM.

**17. Voting through Electronic Means:**

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 (LODR) Regulations, 2015 (as amended) and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-voting Facility provided by Listed Entities, 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 e-voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.

The Members, whose names appear in the Register of Members /list of Beneficial Owners as on Saturday, September 23, 2023 are entitled to vote on the resolutions, set forth in this Notice. 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' of Saturday, September 23, 2023. Any person holding shares in physical form and non- individual shareholders, 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 i.e. Saturday, September 23, 2023 may obtain the login ID and password by sending a request on [evoting@nsdl.co.in](mailto: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.

In case of Individual Shareholders holding securities in demat mode and 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 may follow steps mentioned below under "Login method for remote e-voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

Ms. Nikita Kedia, Proprietor of NKM & Associates, Practicing Company Secretary (ICSI M. No. A54970 and Certificate of Practice No. 20414) has been appointed as the Scrutinizer to scrutinize the remote e-Voting process and voting at AGM, in a fair and transparent manner and he has communicated willingness to be appointed and shall be available for the same purpose.

The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter, unblock the votes cast through remote e-Voting and make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing. The voting results along with the consolidated Scrutinizer's Report shall be submitted to the Stock Exchange i.e., BSE Limited within two working days of conclusion of the AGM by the Company.

The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of NSDL immediately after the declaration of results by the Chairman or a person authorized by him in writing. The results shall also be uploaded on the BSE Listing Portal.

Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the 34<sup>th</sup> Annual General Meeting i.e., Saturday, September 30, 2023

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -**

The remote e-voting period begins on Wednesday, September 27, 2023 (9:00 a.m.) and end on Friday, September 29, 2023 at 05:00 p.m. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., Saturday, September 23, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Saturday, September 23, 2023.

**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: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

<b>Type of shareholders</b>	<b>Login Method</b>
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the " <b>Beneficial Owner</b> " icon under " <b>Login</b> " which is available under ' <b>IDeAS</b> ' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on " <b>Access to e-Voting</b> " under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	<p>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: center; gap: 40px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p>

	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website. Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 022-22-23058542/43 or contact at toll free no. 1800 22 55 33

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**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 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP 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:

<b>Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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. Password details for shareholders other than Individual shareholders are given below:

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

b) 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.

c) 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](http://www.evoting.nsdl.com).
- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- 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.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting."
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote, password.

## GENERAL GUIDELINES FOR SHAREHOLDERS

- 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](http://www.evoting.nsdl.com) to reset the password.
- 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](http://www.evoting.nsdl.com) or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Sarita Mote at [evoting@nsdl.co.in](mailto: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 [cs@hemantsurgical.com](mailto:cs@hemantsurgical.com).
2. 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 [cs@hemantsurgical.com](mailto:cs@hemantsurgical.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e., Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

### **THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS 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 ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member 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.
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. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [cs@hemantsurgical.com](mailto:cs@hemantsurgical.com). The same will be replied by the company suitably.

**By Order of the Board of Directors  
For Hemant Surgical Industries Limited**

sd/-

**Meenal Patodia  
Company Secretary and Compliance officer**

**Registered Office:**

502,5<sup>th</sup> Floor, Ecstasy Business Park Co-Op Society Limited,  
J.S.D. Road, Mulund West, Mumbai-400080

Place: Mumbai

Date: August 29, 2023

**ANNEXURE A (FOR ITEM NUMBER 2)**

Details of the Directors seeking appointment/re-appointment in pursuance of the Companies Act, 2013 and the SEBI Listing Regulations read with Secretarial Standards-2 on General Meetings, as applicable.

<b>Name of the Director</b>	<b>Hemant Praful Shah</b>		
DIN	00215994		
Date of Birth	03/03/1977		
Qualification	8 <sup>th</sup> Pass		
Date of Appointment	19/09/2000		
Brief Resume along with Justification Note	He possesses a tenure of 23 years of dedicated service with the company, along with an extensive background in overseeing industrial operations within the business framework for a period exceeding 23 years.		
Relationship with Directors	Relative Family Member		
Expertise in specific functional areas	Business Technical Operations		
No. of Board Meetings attended during the year	14		
Directorships held in other Companies and Bodies Corporate	Nil		
Chairman/Member of the Committee of the Board of Directors in other Companies	Directorships in other Indian Public Limited Companies (Including this Company)	No. of Board Committees in which Chairman / Member in Audit/ Stakeholder Committee (Including this Company)	
		Chairman	Member
	1	Nil	Nil
Number of Shares held in the Company	17,34,070		

**By Order of the Board of Directors  
For Hemant Surgical Industries Limited**

**sd/-**

**Meenal Patodia  
Company Secretary and Compliance officer**

**Registered Office:**

502,5<sup>th</sup> Floor, Ecstasy Business Park Co-Op Society Limited,  
J.S.D. Road, Mulund West, Mumbai-400080

Place: Mumbai

Date: August 29, 2023

## Board's Report

### The Members

**Hemant Surgical Industries Limited**  
**Mumbai**

Your Directors have the immense pleasure to present the 34<sup>th</sup> (Thirty-Fourth) Board's Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2023.

#### **1. FINANCIAL RESULTS**

The Company's financial performance for the year ended March 31, 2023 is summarized below:

(In lakhs)

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
<b>Total Income (Revenue)</b>	<b>11,149.68</b>	<b>10,577.02</b>
Less: Expenses	10,143.95	10,237.34
<b>Profit/(Loss) before taxation</b>	<b>1,005.72</b>	<b>339.68</b>
Less: Tax Expense	241.99	68.00
<b>Profit/(Loss) after tax</b>	<b>763.73</b>	<b>271.68</b>

#### **2. OPERATIONS & STATE OF COMPANY'S AFFAIRS**

During the financial year ended on March 31, 2023, there was gross revenue of Rs. 11,149.68 lakhs as compared to revenue of Rs. 10,577.02 lakhs in the previous year. The profit before tax stood at Rs. 1005.72 lakhs as against profit of Rs. 339.68 lakhs in the previous year. The net profit for the year 2023 stood at Rs. 763.73 lakhs against profit of Rs. 271.68 lakhs reported in the previous year.

At present your Company is doing its existing line business to the optimum use of its resources and is taking the effort to improve its Earning per Share (EPS) and management has no plan of venturing into any new business.

#### **3. CHANGES IN THE NATURE OF BUSINESS, IF ANY**

During the year the Company is in the business of Medical Equipment & Supplies. There is no change in nature of the business of the Company. The Company has its registered office at Mumbai.

The Company vide Prospectus dated May 30, 2023 issued its securities via Initial Public Offering and on June 05, 2023 the Company's Securities were listed on BSE Emerge Platform.

#### **4. DIVIDEND AND RESERVES**

Your Directors do not recommend any dividend for the financial year ended on March 31, 2023.

The Company does not propose to transfer any amount to reserves.

## **5. SHARE CAPITAL**

The authorized share capital of the Company is Rs. 105,000,000 (Rupees Ten crores fifty Lakhs only) comprising of 105,00,000 equity shares of Rs. 10/- each.

The paid-up Share Capital as on March 31, 2023, was Rs. 7,68,00,000 consisting of 76,80,000 Equity shares of Rs. 10 each fully paid-up.

The Company has sub-divided the shares resulting into change of face value of the Company from Rs. 100/- per share to Rs. 10/- per share vide special resolution passed on January 03, 2023.

The Company has issued and allotted Bonus Shares on December 21, 2022 in the ratio of 5:3 during the financial year 2022-23.

The Company has not issued shares with differential voting rights during the year under review.

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

There are no shares held by trustees for the benefit of employees and hence no disclosure under Rule 16(4) of the Companies (Share Capital and Debentures) Rules, 2014 has been furnished.

## **6. SUBSIDIARY AND ASSOCIATES COMPANIES**

As on March 31, 2023, the Company has no Subsidiary or Associates or Joint Venture Company.

There are no companies which have become or ceased to be the Subsidiary or Associates or Joint Venture of the Company during the financial year ended on March 31, 2023.

## **7. CONSOLIDATED FINANCIAL STATEMENT**

The Company was not required to consolidate its financial statements in terms of the provision of Section 129(3) of the Companies Act, 2013 and Rules made there-under during the financial year.

## **8. CORPORATE GOVERNANCE**

The Company being listed on SME segment of BSE Limited. Therefore, Corporate Governance Report, as required under schedule V of the SEBI (Listing obligations and Disclosure Requirement) Regulations, are not applicable to the Company

## **9. ANNUAL RETURN**

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return for the financial year ended on March 31, 2023 is available on the website of the Company at [www.hemantsurgical.com](http://www.hemantsurgical.com) under Investor Information tab.

## 10. DIRECTORS AND KEY MANAGERIAL PERSONNEL

- In terms of the provision of section 152 of the Companies Act, 2013 and of Articles of Association of the Company, Mr. Hemant Praful Shah (DIN: 00215994), Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, seeks re- appointment.
- All Independent Directors have furnished the declarations to the Company confirming that they meet the criteria of Independence as prescribed under Section 149 of the Act and Regulation 16 (1)(b) read with Regulation 25(8) of the SEBI Listing Regulations and the Board has taken on record the said declarations after undertaking due assessment of the veracity of the same.
- The Company has also received Form DIR-8 from all the Directors pursuant to Section 164(2) and Rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014.
- Brief profile of the Director seeking re-appointment has been given as an annexure to the Notice of the ensuing AGM.
- During the year 2022-23, following Directors/KMP were appointed:
  - a. Mr. Sourabh Ajmera was appointed as a Non-Executive, Independent Director of the Company on December 20, 2022
  - b. Ms. Nehal Babu Karelia was appointed as a Non-Executive Director of the Company on December 20, 2022
  - c. Ms. Pooja Kirti Kothari was appointed as a Non-Executive, Independent Director of the Company on January 03, 2023
  - d. Mr. Kaushik Hanskumar Shah was appointed as CFO of the Company on December 17, 2022.
  - e. Mrs. Anita Jaiswal was appointed as Company Secretary and Compliance officer of the Company on April 05, 2022 and resigned on March 31, 2023.

Ms. Meenal Patodia was appointed as Company Secretary and Compliance officer of the Company on April 05, 2023.

## 11. MEETINGS

The Board of Directors of your Company met 14 (Fourteen) times during the financial year 2022-23. The maximum time gap between any two consecutive Meetings did not exceed one hundred and twenty days.

## 12. BOARD OF DIRECTORS AND COMMITTEES THERE OF

### i. **Composition of the Board of Directors**

The Company is fully compliant with the Corporate Governance norms in terms of constitution a of the Board of Directors ("the Board"). The Board of the Company is composed of individuals from diverse fields. The Board of the Company is composed of Executive, Non-Executive and Independent Directors.

The composition of the Board also complies with the provisions of the Companies Act, 2013 and Regulation 17 (1) of SEBI (LODR) Regulations, 2015

As on March 31, 2023, the strength of the Board of Directors of the Company was at Six Directors comprising of Three Executive, One Non-Executive Director and Two Non-Executive Independent Directors. 1/3<sup>rd</sup> of the Board comprised of Independent Directors. The details of the Board of Directors as on March 31, 2023 are given below:

Name of the Director	Designation	Date of Joining	No. of Directorships / Committee Memberships/ Chairmanships			
			Public Limited Companies (including this)	Private Limited and Section 8 Companies	Committee Memberships	Committee Chairmanships
<b>Mr. Hanskumar Shamji Shah</b>	Chairman, Managing Director	22.02.1994	01	04	Nil	Nil
<b>Mr. Hemant Praful Shah</b>	Whole Time Director	19.09.2000	01	Nil	Nil	Nil
<b>Mr. Kaushik Hanskumar Shah</b>	Whole-time Director, CFO	17.12.2022	01	06	2	Nil
<b>Mrs. Nehal Babu Karelia</b>	Non-Executive Director	20.12.2022	01	Nil	1	Nil
<b>Mr. Sourabh Ajmera</b>	Independent Director	20.12.2022	02	02	3	1
<b>Mrs. Pooja Kirti Kothari</b>	Independent Director	03.01.2023	01	Nil	3	2

As on March 31, 2023, Mr. Hanskumar Shamji Shah, Mr. Hemant Praful Shah and Mr. Kaushik Hanskumar Shah, holding 35,26,400, 17,34,070 and 21,03,130 equity shares of the Company respectively. Ms. Neha Hanskumar shah, Neha Hemant Shah, Mrs. Leena Shah and Naman Hemant Shah, relatives of the Directors holding 77,760, 55,520, 87,920 and 95,200 equity shares of the Company respectively. Except above, no other Director or their relative hold shares of the Company.

## ii. Board Meetings

During the financial year under review, 14 (Fourteen) Board meetings were held on April 05, 2022, April 06, 2022, May 31, 2022, June 15, 2022, June 27, 2022, July 11, 2022, August 05, 2022, September 01, 2022, November 01, 2022, December 17, 2022, December 21, 2022, December 30, 2022, January 04, 2023 and January 16, 2023. The gap between two Board meetings was in compliance with the provisions of the Act. Details of Directors as on March 31, 2023 and their attendance at the Board meetings and Annual General Meeting ("AGM") during the financial year ended March 31, 2023 are given below:

Name of the Director	Category	No. of the Meeting held	No. of the Meeting attended	Attended at AGM
Mr. Hanskumar Shamji Shah	Chairman, Managing Director	14	14	Yes
Mr. Hemant Praful Shah	Whole Time Director, CFO	14	14	Yes
Mr. Kaushik Hanskumar Shah	Whole Time Director	14	14	Yes
Mrs. Nehal Babu Karelia*	Non-Executive Director	14	4	NA
Sourabh Ajmera*	Independent Director	14	4	NA
Pooja Kirti Kothari*	Independent Director	14	2	NA

\* Mr. Sourabh Ajmera and Ms. Nehal Babu Karelia was appointed as a Non-Executive, Independent Director on December 20, 2022, and Ms. Pooja Kirti Kothari was appointed as a Non-Executive, Independent Director on January 03, 2023.



### iii. **Audit Committee:**

The Audit Committee in terms of the provisions of section 177 of the Companies Act, 2013 comprising of Mr. Sourabh Ajmera, Mrs. Pooja Kirti Kothari and Mr. Kaushik Hanskumar Shah. Mr. Sourabh Ajmera, Independent Director is the Chairman of the Audit Committee.

During the year under review, 1 (One) Audit Committee Meeting was held on February 28, 2023.

### iv. **Nomination and Remuneration Committee**

As on March 31, 2023 the Nomination and Remuneration Committee in terms of the provisions of section 178 of the Companies Act, 2013 comprising of Mr. Sourabh Ajmera, Mrs. Pooja Kirti Kothari and Mrs. Nehal Babu Kareliya. Mrs. Pooja Kirti Kothari Independent Director, is the Chairman of the Nomination and Remuneration Committee.

### v. **Stakeholders Relationship Committee**

As on March 31, 2023 the Stakeholders Relationship Committee in terms of the provisions of section 178 of the Companies Act, 2013 comprising of Mr. Sourabh Ajmera, Mrs. Pooja Kirti Kothari and Mr. Kaushik Hanskumar Shah.

Mrs. Pooja Kirti Kothari is the Chairman of the Stakeholders Relationship Committee.

During the year under review, 1 (One) Stakeholders Relationship Meeting was held on February 22, 2023.

## **13. PARTICULARS CRITERIA FOR SELECTION OF CANDIDATES FOR APPOINTMENT AS DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT PERSONNEL**

The Nomination and Remuneration Committee has laid down well-defined criteria, in the Nomination and Remuneration Policy, for selection of candidates for appointment as Directors, Key Managerial Personnel and Senior Management Personnel.

The said Policy is available on the Company's website and can be accessed by weblink [www.hemantsurgical.com](http://www.hemantsurgical.com)

## **14. FAMILIARIZATION PROGRAM OF INDEPENDENT DIRECTORS**

In compliance with the requirements of the SEBI Listing Regulations, the Company has put in place a familiarization program for Independent Directors to familiarize them with their role, rights and responsibility as Directors, the operations of the Company, business overview etc.

The details of the familiarization program is also available on the website of the Company and can be accessed by weblink [www.hemantsurgical.com](http://www.hemantsurgical.com)

**15. A STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE, AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR**

The Company has received declaration from the Independent Directors that they meet the criteria of independence as prescribed under Section 149 of the Act and Regulation 16 (1)(b) read with Regulation 25(8) of the SEBI Listing Regulations. In the opinion of the Board, they fulfil the condition for appointment/re-appointment as Independent Directors on the Board and possess the attributes of integrity, expertise and experience as required to be disclosed under Rule 8(5) (iiia) of the Companies (Accounts) Rules, 2014.

**16. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY COMPANY**

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to financial statements.

**17. WHISTLE BLOWER POLICY**

The Company has adopted a Whistle Blower Policy to provide a formal mechanism to the Directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and provides for direct access to the Chairman of the Audit Committee. It is affirmed that no person has been denied access to the Audit Committee.

The said Policy is available on the Company website and can be accessed by weblink [www.hemantsurgical.com](http://www.hemantsurgical.com)

**18. REMUNERATION POLICY FOR DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT EMPLOYEES**

The Nomination and Remuneration Committee has laid down the framework for remuneration of Directors, Key Managerial Personnel and Senior Management Personnel in the Nomination and Remuneration Policy recommended by it and approved by the Board of Directors. The Policy, inter-alia, defines Key Managerial Personnel and Senior Management Personnel of the Company and prescribes the role of the Nomination and Remuneration Committee. The Policy lays down the criteria for identification, appointment and retirement of Directors and Senior Management. The Policy broadly lays down the framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management Personnel. The Policy also provides for the criteria for determining qualifications, positive attributes and independence of Director and lays down the framework on Board diversity.

The said Policy is available on the Company's website and can be accessed by weblink [www.hemantsurgical.com](http://www.hemantsurgical.com)

## **19. RELATED PARTY TRANSACTIONS AND POLICY**

All the transactions/contracts/arrangements of the nature as specified in Section 188(1) of the Companies Act, 2013 entered by the Company during the year under review with related party(ies) are in the ordinary course of business and on arms' length basis. Hence, Section 188(1) is not applicable and consequently no particulars in form AOC-2 are furnished.

## **20. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS**

There are no significant and material orders passed by the Regulators/Courts that would impact the going concern status of the Company and its future operations.

## **21. MATERIAL CHANGES AND COMMITMENT IF ANY, AFFECTING FINANCIAL POSITION OF THE COMPANY FROM THE END OF FINANCIAL YEAR TILL THE DATE OF THE REPORT**

Since the closure of the Financial Year i.e., since March 31, 2023, the Company vide Prospectus dated

May 30, 2023 issued its securities via Initial Public Offering and the Company got listed on BSE Emerge stock exchange on June 05, 2023. Therefore, the Company now being a Listed Company the

Financial Position of the Company is varied.

## **22. DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the provisions of section 134(5) of the Companies Act, 2013, the Directors confirm that;

- i. in the preparation of the Annual Accounts for the year ended March 31, 2023, the applicable accounting standards have been followed along with proper explanation relating to departures, if any;
- ii. appropriate accounting policies have been selected and applied consistently and such judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023 and of the profit of the Company for the year ended on that date
- iii. proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. the annual accounts have been prepared on a "going concern" basis;
- v. proper internal financial controls are laid down and such internal financial controls are adequate and operating effectively;
- vi. proper systems to ensure compliance with the provisions of all applicable laws have been devised and such systems were adequate and operating effectively.

Your Auditors have opined that the Company has in, all material respects, maintained adequate internal financial controls over financial reporting and that they were operating effectively

### **23. STATUTORY AUDIT**

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014, A D V & Associates., Chartered Accountants (Firm Registration No. (FRN No. 128045W) were appointed as the Statutory Auditors of the Company on September 30, 2022 for a period of 5 years i.e., from the conclusion of this AGM until the conclusion of the AGM to be held in the year 2027. As required under Section 139 of the Act, the Company has obtained certificate from them to the effect that their continued appointment, would be in accordance with the conditions prescribed under the Act and the Rules made thereunder, as may be applicable.

The Auditors' Report is unmodified i.e., it does not contain any qualification, reservation or adverse remark.

### **24. REPORTING OF FRAUD**

There was no instance of fraud during the year under review, which required the Statutory Auditors to report under Section 143(12) of the Act and the Rules made thereunder.

### **25. COST AUDIT AND COST RECORDS**

The Company is maintaining the accounts and cost records as specified by the Central Government under sub-section (1) of Section 148 of the Act and Rules made thereunder.

In compliance with the provisions of Section 148 of the Act, the Board of Directors of the Company had at its Meeting held on September 01, 2022, appointed M/s. K Sorathiya & Co., Cost Accountants as Cost Auditors of the Company for the financial year 2022-23.

### **26. SECRETARIAL AUDIT**

Secretarial Audit is not applicable for financial year ended 31<sup>st</sup> March, 2023 as the Company was a public company as on 31<sup>st</sup> March, 2023 & the Company does not fall into the criteria mentioned under section 204 of Companies Act, 2013.

### **27. SECRETARIAL STANDARDS**

The Company has complied with the applicable SS-1 (Secretarial Standard on Meetings of the Board of Directors) and SS-2 (Secretarial Standard on General Meetings) issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013.

### **28. TRANSFER OF UNCLAIMED DIVIDEND AND EQUITY SHARES TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)**

Pursuant to Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund Rules), 2016 ('the IEPF Rules'), during the year under review, no amount of Unclaimed dividend and corresponding equity shares were due to be transferred to IEPF account.

## **29. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has an adequate system of internal control to ensure that the resources are used efficiently and effectively so that:

- assets are safeguarded and protected against loss from unauthorized use or disposition.
- all significant transactions are authorized, recorded and reported correctly.
- financial and other data are reliable for preparing financial information.
- other data are appropriate for maintaining accountability of assets.

The internal control is supplemented by an extensive internal audits programme, review by management along with documented policies, guidelines and procedures.

As per Section 138 of the Companies Act, 2013, the Company has appointed M/s. A D M S and Company, Chartered Accountants., as an internal auditor for the year 2023-24 to conduct the internal audit and to ensure adequacy of the Internal controls, adherence to Company's policies and ensure statutory and other compliance through periodical checks and internal audit

## **30. INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY**

The Company has in place adequate internal financial controls commensurate with the size, scale and complexity of its operations. The Company has policies and procedures in place for ensuring proper and efficient conduct of its business, 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. The Company has adopted accounting policies, which are in line with the Accounting Standards and the Act

## **31. RISK MANAGEMENT**

During the financial year under review, the Company has identified and evaluates elements of business risk. Consequently, a Business Risk Management framework is in place. The risk management framework defines the risk management approach of the Company and includes periodic review of such risks and also documentation, mitigating controls and reporting mechanism of such risks. The framework has different risk models which help in identifying risks trend, exposure and potential impact analysis at a Company level as also separately for business.

## **32. PREVENTION OF SEXUAL HARASSMENT POLICY**

The Company has always believed in providing a conducive work environment devoid of discrimination and harassment including sexual harassment. The Company has a well formulated Policy on Prevention and Redressal of Sexual Harassment. The objective of the Policy is to prohibit, prevent and address issues of sexual harassment at the workplace. This Policy has striven to prescribe a code of conduct for the employees and all employees have access to the Policy document and are required to strictly abide by it. The Policy covers all employees, irrespective of their nature of employment and is also applicable in respect of all allegations of sexual harassment made by an outsider against an employee.

The Company has duly constituted an Internal Complaints Committee in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. During the year 2022-23, no case of Sexual Harassment was reported.

### **33. CORPORATE SOCIAL RESPONSIBILITY (CSR)**

Provision of Schedule VII of the Companies Act, 2013 read with Companies Corporate Social Responsibility Policy) Rules, 2014 are not applicable to the Company during the year under review.

### **34. ENVIRONMENT AND SAFETY**

Your Company is committed to ensure sound Safety, Health and Environmental (SHE) performance related to its activities, products and services. Your Company is taking continuous steps to develop Safer Process Technologies and Unit Operations and has been investing heavily in areas such as Process Automation for increased safety and reduction of human error element.

The Company is committed to continuously take further steps to provide a safe and healthy environment.

### **35. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy and technology absorption are not applicable to the Company considering the nature of activities undertaken by the Company during the period under review.

The transactions involving foreign exchange earnings and outgo during the period under review is as follows:

Foreign Exchange Income: Rs. 1240.39 Lakhs

Foreign Exchange Outgo: Rs. 5890.59 Lakhs

### **36. PUBLIC DEPOSITS**

The Company has not accepted or renews any deposits, within the meaning of Section 73 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014.

### **37. PARTICULARS OF EMPLOYEES AND OTHER ADDITIONAL INFORMATION**

The information required under section 197 of the Companies Act, 2013 read with Rule 5 (1), (2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company are given in Annexure – 1 and 2 to this report.

### **38. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT**

The Business Responsibility Reporting as required under SEBI (LODR), 2015 and is not applicable to your Company for the financial year under review.

### **39. MANAGEMENT DISCUSSION AND ANALYSIS**

Management Discussion and Analysis Report for the year 22-23 as stipulated under SEBI (LODR), Regulations, 2015 has annexed as Annexure -3 of this Report.

### **40. DISCLOSURE OF AGREEMENTS**

Disclosure as required under para-F of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are not applicable to the Company during the financial year.

### **41. CAUTIONARY STATEMENT**

Statements in this Report, Management Discussion and Analysis, notice to the Shareholders or elsewhere in this Annual Report, describing the Company's objectives, projections, estimates and expectations may constitute 'forward looking statement' within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied in the statement depending on the Market conditions and circumstances.

### **42. ACKNOWLEDGEMENT AND APPRECIATION**

Your directors would like to acknowledge and place on record their sincere appreciation to all Stakeholders, Clients, Financial Institutions, Banks, Central and State Governments, the Company's valued Investors and all other Business Partners, for their continued co-operation and support extended during the year.

Your Directors recognize and appreciate the efforts and hard work of all the employees of the Company and their continued contribution to promote its development.

**For and on behalf of the Board of Directors of  
Hemant Surgical Industries Limited**

Sd/-

**Hanskumar shamji Shah**  
**(Managing Director)**  
**DIN: 00215972**

Sd/-

**Kaushik Hanskumar Shah**  
**(Whole-time Director)**  
**DIN: 01483743**

#### **Registered Office:**

**502, 5<sup>th</sup> Floor, Ecstasy Business Park Co-Op Society Limited,  
J.S.D. Road, Mulund West Mumbai -400080**

**Place: Mumbai**

**Dated: August 29, 2023**

## ANNEXURE 1 TO THE BOARD'S REPORT

Statement of Disclosure of Remuneration under Section 197 of Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- i) Ratio of the remuneration of each Executive Director to the median remuneration of the Employees of the Company for the financial year 2022 – 2023.

Sr. No.	Name of the Director	Designation	Ratio of remuneration of each Director to median remuneration of employees
1.	Mr. Hanskumar Shamji Shah	Managing Director	13.86
2.	Mr. Hemant Praful Shah	Whole-time Director	19.40
3.	Mr. Kaushik Hanskumar Shah	Whole-time Director	19.40

- ii) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer and Company Secretary or manager during the financial year 2022–2023.

Sr. No.	Name	Designation	% increase in remuneration
1.	Mr. Hanskumar Shamji Shah	Managing Director	0%
2.	Mr. Hemant Praful Shah	Whole-time Director	0%
3.	Mr. Kaushik Hanskumar Shah	Whole-time Director & CFO	0%
4.	Ms. Meenal Patodia	Company Secretary	NA

- iii) The Company has 86 permanent employees on the rolls of Company as on March 31, 2023.

### iv) Relationship between average increase in remuneration and Company's performance:

As compared to Company's increase in performance, increase in remuneration is reasonable considering present market scenario and also considering reduction in remuneration in respect of surplus staff.

- v) Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company:



Sr. No.	Particulars	2022 -23 (Rs. In lakhs)	2021 -22 (Rs. In lakhs)	% increase/ (decrease)
1	Sales / Revenue	10,914.82	10,357.00	5.39%
2	Profit before tax	1,005.72	339.68	196.08%
3	Remuneration of the KMP	114.00	114.00	Nil

vi) Average percentage increase in the salaries of employees other than the managerial personnel in the financial year is 9.83% whereas the increase in the managerial remuneration was Nil.

vii) Comparison of each remuneration of the Key Managerial Personnel against the performance of the Company.

Sl. No.	Name of Key Managerial Personnel	Designation	% increase in Remuneration	% of increase in performance
1.	Mr. Hanskumar Shamji Shah	Managing Director	NIL	NIL
2.	Mr. Hemant Praful Shah	Whole-time Director	NIL	NIL
3.	Mr. Kaushik Hanskumar Shah	Whole-time Director & CFO	NIL	NIL
4.	Ms. Meenal Patodia	Company Secretary	NIL	NIL

viii) The key parameter for any variable component of remuneration availed by Managing Directors: **Not applicable being there is no variable component is paid to Managing Director.**

ix) The ratio of the remuneration of the highest paid Director to that of the Employees who are not Directors but receive remuneration in excess of the highest paid Director during the year: **Not Applicable.**

xi) It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.

For and on behalf of the Board of Directors of  
Hemant Surgical Industries Limited

Sd/-

Hanskumar shamji Shah

(Managing Director)

DIN: 00215972

Sd/-

Kaushik Hanskumar Shah

(Whole-time Director)

DIN: 01483743

**Registered Office:**

502, 5<sup>th</sup> Floor, Ecstasy Business Park Co-Op Society Limited,

J.S.D. Road, Mulund West Mumbai -400080

Place: Mumbai

Dated: August 29, 2023

**ANNEXURE 2 TO THE BOARD'S REPORT**

**Details of employees pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014. –**

Not Applicable as no employees or managerial personnel draw salary equal to or exceeding Rs.102,00,000 p.a. or Rs.8,50,000 per month.

**For and on behalf of the Board of Directors of  
Hemant Surgical Industries Limited**

Sd/-

Hanskumar shamji Shah

(Managing Director)

DIN: 00215972

Sd/-

Kaushik Hanskumar Shah

(Whole-time Director)

DIN: 01483743

**Registered Office:**

**502, 5<sup>th</sup> Floor, Ecstasy Business Park Co-Op Society Limited,  
J.S.D. Road, Mulund West Mumbai -400080**

**Place: Mumbai**

**Dated: August 29, 2023**

## ANNEXURE 3 TO THE BOARD'S REPORT

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

#### **OVERVIEW OF BUSINESS:**

We manufacture, import, assemble and market a comprehensive portfolio of medical equipment's and disposables. Our product offerings cover a wide spectrum of equipment's and disposables required for (i) Renal Care, (ii) cardiovascular disease (iii) respiratory disease, (iv) Critical Care and Radiology and (v) Surgical disposables. Our wide range of products include some of the indigenously manufactured products along with some other products that are imported from countries like: Japan, China France and Australia and are further processed in our assembly units. In addition, we are also providing services for maintenance and running of dialysis centres.

Our company started its operations with importing and marketing of medical disposables like: meditates, all over India from JMS Co Ltd. Japan. Later in the year 1999 our company started its manufacturing operations with one Manufacturing unit and over the years expanded its manufacturing and assembly operations to two more additional units as under:

- 1) Manufacturing Unit I situated at Achad Industrial Estate – where we first started our operations in 1999 and are currently manufacturing products like: Dialysis solution (liquid and Powder) used in dialysis, Hot and Cold Sterilant used for cleaning dialyzer, Purified water used in rinsing and cleaning of dialysis machines and sanitizer.
- 2) Assembly Unit II situated at Atgaon - for assembly of various medical devices like: Nebulizers, Oxygen Concentrator, Air Mattress, Digital Thermometer, Pulse Oximeters, ECG Electrodes, Dialyzer which are sold under the Brand Name "Aero Plus". Silicon Foley catheters imported from China which are further processed and sold under the Brand name "Safecath" and for assembly of new and refurbished dialysis machines imported from China, France and Australia, Meditates imported from JMS Co. Ltd., Japan.
- 3) Assembly Unit III situated at Bhiwandi – for assembly of products like: Intravenous infusion set, ECG Machines, Ultrasound Machines, Paramonitor, Ventilator etc.

#### **OVERVIEW OF THE INDUSTRY:**

The Indian market for medical equipment is predicted to increase to US\$ 50 billion by 2025. India is the 4<sup>th</sup> largest Asian medical devices market after Japan, China, and South Korea, and among the top 20 medical devices markets globally.

The Indian healthcare sector is expected to record a three-fold rise, growing at a CAGR of 22% between 2016- 22 to reach US\$ 372 billion in 2022 from US\$ 110 billion in 2016. As of August 23, 2022, more than 210.31 crore COVID-19 vaccine doses have been administered across the country. The e-health market size is estimated to reach US\$ 10.6 billion by 2025.

## **OPERATING RESULTS OF THE COMPANY**

The revenue from operations of your Company for the year ended March 31, 2023 stood at Rs. 10,914.82 lakhs as against Rs. 10,357.00 lakhs for the year ended March 31, 2022. The Company has incurred a profit of Rs. 763.73 lakhs for the Year ended March 31, 2023 as compared to Rs. 271.68 lakhs for the year ended March 31, 2022.

## **STRENGTH**

- We offer a diversified range of products.
- Existing well-established reputation and customer relationships
- Quality Assurance
- Stable financial performance with improved margins
- Experienced management team with industry expertise and successful track record

## **COMPETITION:**

We face competition from organized and unorganized players in the healthcare industry which have a presence across multiple regions in India. There are various companies offering products and services similar to us. We believe the principal elements of competition in our industry are price, durability, product quality, timely delivery and reliability and most importantly our pace in keeping up with the changing technology in the industry.

To stay competitive, we regularly update our existing facilities/technology and adopt new technology for our manufacturing facilities. We aim to keep our costs of production low to maintain our competitive advantage and our profit margins. We continuously seek new product registrations, marketing 112 authorizations to increase our product offerings.

## **PROSPECT & OUTLOOK**

The management is of the view that the future prospects of your Company are bright and the performance in the current year is expected to be very well. The committed customers of the Company are expected to place more orders, which ultimately affect the top line of the Company, positively.

## **RISKS AND CONCERNS**

The Company has taken adequate preventive and precautionary measures to overcome all negative factors responsible for low trend to ensure steady growth.

## **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

There are well-established procedures for Internal Controls for operations of the Company. The finance & audit functions are well equipped with professionally experienced qualified personnel & play important roles in implementing the statutory obligations. The Company has constituted Audit Committee for guidance and proper control of affairs of the Company.

**HUMAN RESOURCES**

Human Resources Development, in all its aspects like training in safety and social values is under constant focus of the management. Relations between the management & the employees at all levels remained healthy & cordial throughout the year. The Management and the employees are dedicated to achieve the corporate objectives and the targets set before the company.

**CAUTIONARY STATEMENT**

Statements in the Management Discussion and Analysis describing the Company's objectives, expectations, predictions and assumptions may be "FORWARD LOOKING" within the meaning of applicable Laws and Regulations. Actual results may differ materially from those expressed herein, important factors that could influence the Company's operations include domestic economic Conditions affecting demand, supply, price conditions, and change in Government's regulations, tax regimes, other statutes and other factors such as industrial relations.

**For and on behalf of the Board of Directors of  
Hemant Surgical Industries Limited**

Sd/-

**Hanskumar shamji Shah  
(Managing Director)  
DIN: 00215972**

Sd/-

**Kaushik Hanskumar Shah  
(Whole-time Director)  
DIN: 01483743**

**Registered Office:**

**502, 5<sup>th</sup> Floor, Ecstasy Business Park Co-Op Society Limited,  
J.S.D. Road, Mulund West Mumbai -400080**

**Place: Mumbai**

**Dated: August 29, 2023**

# INDEPENDENT AUDITOR'S REPORT

To

**The Members of HEMANT SURGICAL INDUSTRIES LIMITED**

**Report on the Audit of the Financial Statements:**

## **Opinion**

We have audited the accompanying financial statements of **HEMANT SURGICAL INDUSTRIES LIMITED ("the Company")**, which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2015, as amended, ("AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the profit and its cash flows for the year ended on that date.

## **Basis for opinion**

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 (ICAI) together with the independence requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Financial Statements and our auditor's report thereon.

Our opinion on the 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 Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our 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.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 Financial Statements, management 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.

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

### **Auditor's Responsibilities for the Audit of the 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 skepticism 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(1) of the Act, 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.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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 Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's 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 Section 143(3) of the Act, based on our audit 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 Profit and Loss, the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account.

- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
- e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 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 with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is not in accordance with the provisions of section 197 of the Act.
- h) 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, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations on its financial position in its Financial Statements
  - ii. The Company did not have any long-term contracts including derivative contracts, as such the question of commenting on any material foreseeable losses thereon does not arise.
  - iii. There was no amount which was required to be transferred to the Investor Education and Protection Fund by the company.
- IV. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entities (Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- (b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries, and
- (c) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub- clause (a) and (b) contain any material mis-statement.
- V. The company has not declared or paid any dividend during the year.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For ADV & Associates  
Chartered Accountants  
FRN: 128045W**

**Place: Mumbai  
Date: 28<sup>th</sup> April, 2023**

**Sd/-  
Ankit Rathi  
Partner M. No.: 162441  
UDIN:23162441BGZGT16140**

## **Annexure "A" to the Independent Auditor's Report**

Report on the Internal Financial Controls Over Financial Reporting 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 **HEMANT SURGICAL INDUSTRIES LIMITED** ("the Company") as of March 31, 2023 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 Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting 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. 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 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 Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing 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, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company.

### **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.

#### **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.

#### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting 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.

**Place: Mumbai**  
**Date: 28<sup>th</sup> April, 2023**

**For ADV & Associates**  
**Chartered Accountants**  
**FRN: 128045W**

**Sd/-**  
**Ankit Rathi**  
**Partner M. No.: 162441**  
**UDIN:23162441BGZGTI6140**

### Annexure "B" to the Independent Auditor's Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **HEMANT SURGICAL INDUSTRIES LIMITED** of even date)

- 1) In respect of the Company's Property, Plant and Equipment's and Intangible Assets:
  - a) 1. According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets,  
2. The Company has maintained proper records showing full particulars of intangible assets.
  - b) The Fixed Assets have been physically verified by the management in a phased manner which, in our opinion, is reasonable having regard to the size of the company and nature of its assets. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the book's records and the physical fixed assets have been noticed.
  - c) According to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.
  - d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
  - e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made there under.
- 2) In Respect of Inventories:
  - a) The management has conducted physical verification of inventory at reasonable intervals during the year, in our opinion, the coverage and procedure of such verification by the management is appropriate. As informed to us, any discrepancies of 10% or more in the aggregate for each class of inventory were not noticed on such verification.
  - b) The company has been sanctioned working capital limits in excess of five crore rupees during the year in aggregate, from banks or financial institutions on the basis of security of current assets; quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company except the following:

Particulars	As per Books	As per stock statement	Difference
September 2023	1657.41 Lakhs	1652.38 Lakhs	5.03 Lakhs
March 2023	1480.66 Lakhs	1500.58 Lakhs	19.91 Lakhs

- 3) During the year the company has not made investments in, provided any guarantee or security but granted loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties:

(a) During the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to associate company:

(Rs. In Lakhs)

To Whom	The aggregate amount During the year	Balance Outstanding at the end of the year
Ikigai Services Private Limited	8.29	11.04
Lifesenz Cancer Research Lab Pvt Ltd	333.35	331.37
Hanshik Healthcare	1.55	1.55
TOTAL	343.19	343.96

(b) According to the information and explanation given to us, the terms and conditions of the grant of loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;

(c) Schedule of repayment of the principal amount and the payment of the interest have not been stipulated and hence we are unable to comment as to whether receipt of the principal amount and the interest is regular,

(d) According to the information and explanation given to us, no amount is overdue in this respect,

(e) According to the information and explanation given to us, in respect of any loan or advance in the nature of loan granted which has fallen due during the year, none has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties;

(f) The company has granted loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment, required details in respect thereof are as below:

(Rs. In Lakhs)

The Aggregate Amount	Loans Given to Other	Aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013
343.19	-	343.19
100%	-	100%

4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.

5) The Company has not accepted deposits during the year and does not have any unclaimed deposits as at 31" March, 2023 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.

6) We have broadly reviewed the books of accounts maintained by the Company in respect of products where pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and prescribed by the Central Government under section 148(1) of the Act. We are of the opinion, that

prima facie the prescribed accounts and records have been maintained by the Company. The contents of these accounts and records have not been examined by us.

7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess, GST and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, undisputed amounts payable in respect of the above were in arrears as at 31 March, 2023 for a period of more than six months from the date on when they become payable.

(b) According to the information and explanation given to us, the company has dispute against the assessment of surgical tapes by custom not grandly benefit of exemption notification as an accessories for medical device, company has paid full amount Rs 3,56,02,689 under protest and has filed appeal which is pending in supreme court. There are no dues of income tax, sales tax, service tax, duty of excise, value added tax, GST outstanding on account of any dispute:

8) According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

9) (a) According to the information and explanation given to us, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) Company is not declared willful defaulter by any bank or financial institution or other lender,

(c) According to the information and explanation given to us, term loans were applied for the purpose for which the loans were obtained;

(d) According to the information and explanation given to us, funds raised on short term basis have not been utilized for long term purposes;

(e) According to the information and explanation given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures;

(f) According to the information and explanation given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies;

10) (a) In our opinion, and according to the information and explanations given to us, the Company has not raised money by way of initial public offer or further public offer.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally)



11)(a) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) According to the information and explanation given to us, no whistle-blower complaints, received during the year by the company,

12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

14) Internal Audit System & Report:

(a) According to the information and explanations given to us, the company has an internal audit system commensurate with the size and nature of its business,

(b) We have considered the reports of the Internal Auditors for the period under audit,

15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

16) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a) of the Order is not applicable.

(b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

17) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

18) There has been no resignation of the statutory auditors of the Company during the year.

19) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

20) The provision of sub-section (5) of Section 135 of the Companies Act, 2013 not applicable to the company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

**For ADV & Associates  
Chartered Accountants  
FRN: 128045W**

**Sd/-  
Ankit Rathi  
Partner M. No.: 162441  
UDIN:23162441BGZGTI6140**

**Place: Mumbai  
Date: 28<sup>th</sup> April, 2023**

• **BALANCE SHEET**

<b>HEMANT SURGICAL INDUSTRIES LIMITED</b> ADD : 502,5TH FLOOR, ECSTASY BUSINESS PARK, J.S.D. ROAD, MULUND (W) MUMBAI, 400080 CIN : U33110MH1989PLC051133 <b>BALANCE SHEET AS AT 31.03.2023</b> (Rs in Lakhs)			
Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
<b>I Equity &amp; Liabilities</b>			
<b>1.Shareholders funds:</b>			
a.Share Capital	2	768.00	200.00
b.Reserves and Surplus	3	1,567.67	982.95
<b>2.Share Application Money pending Allotment:</b>			
		-	-
<b>3.Non-Current liabilities:</b>			
a.Long-Term Borrowings	4	305.90	464.49
b.Deffered Tax Liabilities	5	29.83	-
b.Long Term Provisions	6	31.62	28.37
<b>4.Current Liabilities:</b>			
a.Short Term Borrowings	7	406.03	404.77
b.Trade Payables	8	2,418.75	2,112.71
c.Other Current Liabilities	9	616.07	885.60
d.Short Term Provisions	10	325.43	251.77
<b>Total</b>		<b>6,469.30</b>	<b>5,330.67</b>
<b>II Assets</b>			
<b>1.Non-Current Assets:</b>			
a) Property, Plant & Equipment and Intangible Assets			
(i) Property, Plant & Equipment	11	1,315.23	1,006.66
(ii) Intangible Assets	11	-	0.42
b.Non-Current Investments	12	36.15	81.85
c.Long Term Loans & Advances	13	446.53	476.94
d. Deffered Tax Assets		-	-
<b>2.Current Assets:</b>			
a.Current Investments		-	-
b.Inventories	14	1,480.66	1,284.30
c.Trade Receivables	15	1,719.80	1,565.53
d.Cash and Cash Equivalents	16	845.65	582.58
e.Short Term Loans and Advances	17	501.35	232.25
f.Other Current Assets	18	123.93	100.13
<b>Total</b>		<b>6,469.30</b>	<b>5,330.67</b>
See accompanying notes to the financial statements, as under			
Significant Accounting Policies	1		
Notes to the Financial Statements	2 to 32		
As per our report of even date		<b>For Hemant Surgical Industries Limited</b>	
<b>For A D V &amp; Associates</b>			
Chartered Accountant			
FRN: 128045W			
<b>Ankit Rathi</b>		<b>Hanskumar Shamji Shah</b>	<b>Kaushik Shah</b>
<b>Partner</b>		<i>Managing Director</i>	<i>CFO &amp; WTD</i>
<b>M.No. 162441</b>		<i>DIN: 01483743</i>	<i>DIN: 01483743</i>
UDIN: 23162441BGZGTI6140			
Date : 28th April, 2023			
Place : Mumbai		<b>Meenal Ajmera</b>	<b>Hemant Praful Shah</b>
		<i>Company Secretary</i>	<i>WTD</i>
		<i>PAN: ASZPA9080B</i>	<i>DIN: 00215994</i>

• PROFIT & LOSS STATEMENT

HEMANT SURGICAL INDUSTRIES LIMITED			
ADD : 502,5TH FLOOR, ECSTASY BUSINESS PARK, J.S.D. ROAD, MULUND (W) MUMBAI, 400080			
CIN : U33110MH1989PLC051133			
STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE PERIOD ENDED 31.03.2023			
(Rs. In lakhs)			
Particulars	Note No.	For The Period ended on 31.03.2023	For The Year ended on 31.03.2022
I.Revenue from Operations	19	10,914.82	10,357.00
II.Other Incomes	20	234.85	220.02
<b>III.Total Revenue (a)</b>		<b>11,149.68</b>	<b>10,577.02</b>
<b>IV.Expenses</b>			
1.Cost of Raw Materials Consumed	21	8,197.24	8,149.31
2.Change in Inventories	21	(150.72)	20.27
3.Employee Benefits Expenses	22	666.43	607.02
4.Finance Costs	23	191.26	345.34
5.Depreciation	24	84.97	133.98
6.Other Expenses	25	1,154.76	981.42
<b>V.Total Expenses (b)</b>		<b>10,143.95</b>	<b>10,237.34</b>
<b>V.Profit before Exceptional Items &amp; Tax</b>	<b>(I-II)</b>	<b>1,005.72</b>	<b>339.68</b>
VI.Exceptional Items		-	-
<b>IX.Profit before tax</b>		<b>1,005.72</b>	<b>339.68</b>
<b>X.Tax Expense</b>			
a.CurrentTax		252.04	84.92
b.Earlier Year Tax		1.38	(16.92)
c. Deffered Tax Expenses		(11.42)	-
<b>XI.Profit for the period from Continuing Operations</b>		<b>763.73</b>	<b>271.68</b>
XII.Profit from Discontinuing Operations		-	-
XIII.Tax Expense of Discontinuing Operations		-	-
XIV.Profit from Discontinuing Operations after Tax		-	-
<b>XV.Profit for the period</b>		<b>763.73</b>	<b>271.68</b>
XVI.Earning per share (equated)	26	10.26	5.28

As an annexure to the Balance Sheet.

For A D V & Associates

Chartered Accountant

FRN: 128045W

Ankit Rathi

Partner

M.No. 162441

UDIN: 23162441BGZGTI6140

Date : 28th April, 2023

Place : Mumbai

For Hemant Surgical Industries Limited

*Hanskumar Shamji Sha*

*Managing Director*

*DIN: 01483743*

*Kaushik Shah*

*CFO & WTD*

*DIN: 01483743*

*Meenal Ajmera*

*Company Secretary*

*PAN: ASZPA9080B*

*Hemant Praful Shah*

*WTD*

*DIN: 00215994*

● CASH FLOW STATEMENT

HEMANT SURGICAL INDUSTRIES LIMITED		
ADD : 502,5TH FLOOR, ECSTASY BUSINESS PARK, J.S.D. ROAD, MULUND (W) MUMBAI, 400080		
CIN : U33110MH1989PLC051133		
CASE FLOW-STATEMENT FOR THE PERIOD ENDED 31.03.2023		
(Rs. In lakhs)		
Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Cash Flow From Operating Activities:</b>		
Net Profit before tax as per Profit And Loss A/c	1,005.72	339.68
<b>Adjustments for:</b>		
Depreciation & Amortisation Expense	84.97	133.98
Prior Period Depreciation Adjustment	150.25	-
Interest Income	(50.35)	(12.39)
Finance Cost	191.26	342.22
Bonus issue		
<b>Operating Profit Before Working Capital Changes</b>	<b>1,381.85</b>	<b>803.48</b>
Adjusted for (Increase)/ Decrease in:		
Long term provision	3.26	28.37
Short term Borrowings	1.26	8.20
Trade Payables	306.04	950.59
Other Current Liabilities	(269.53)	501.48
Short term provision	73.66	251.77
Other Non-current assets	-	-
Inventories	(196.36)	199.39
Trade Receivables	(154.27)	(1,138.29)
Short Term Loans and Advances	(269.10)	(132.60)
Other current assets	(23.80)	142.11
<b>Cash Generated From Operations</b>	<b>853.00</b>	<b>1,614.51</b>
Appropriation of Profit		
Net Income Tax paid/ refunded	(253.42)	(68.00)
<b>Net Cash Flow from/(used in) Operating Activities: (A)</b>	<b>599.58</b>	<b>1,546.51</b>
<b>Cash Flow From Investing Activities:</b>		
Net (Purchases)/Sales of Fixed Assets (including capital work in progress)	(393.13)	(42.26)
Interest Income	50.35	12.39
Net Increase/(Decrease) in Current Investment	45.70	162.80
<b>Net Cash Flow from/(used in) Investing Activities: (B)</b>	<b>(297.08)</b>	<b>132.94</b>
<b>Cash Flow from Financing Activities:</b>		
Net Increase/(Decrease) in Long Term Borrowings	(158.59)	(586.80)
Proceeds from issue of share	280.00	-
Share Application Money	-	(124.88)
Long term Loans and Advances	30.42	(55.77)
Interest on borrowings	(191.26)	(342.22)
<b>Net Cash Flow from/(used in) Financing Activities ( C)</b>	<b>(39.44)</b>	<b>(1,109.67)</b>
Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)	263.07	569.78
Cash & Cash Equivalents As At Beginning of the Year	582.58	12.81
<b>Cash &amp; Cash Equivalents As At End of the Year</b>	<b>845.65</b>	<b>582.58</b>
See accompanying notes to the financial statements, as under		
Significant Accounting Policies		
Notes to the Financial Statements		
As per our report of even date		
<b>For Hemant Surgical Industries Limited</b>		
<b>For A D V &amp; Associates</b>		
Chartered Accountant		
FRN: 128045W		
<b>Ankit Rathi</b>	Hanskumar Shamji Shah	Kaushik Shah
Partner	<i>Managing Director</i>	<i>CFO &amp; WTD</i>
M.No. 162441	<i>DIN: 01483743</i>	<i>DIN: 01483743</i>
UDIN: 23162441BGZGTI6140	<i>Meenal Ajmera</i>	<i>Hemant Praful Shah</i>
Date : 28th April, 2023	<i>Company Secretary</i>	<i>WTD</i>
Place : Mumbai	<b>PAN: ASZPA9080B</b>	<b>DIN: 00215994</b>

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2023

**Note: - 1**

### **Company Background:**

**Hemant surgical Industries limited is a limited company, incorporated on 27/03/1989 with the main object of Importing, manufacturing, and marketing quality surgical and pharmaceutical products.**

### **SIGNIFICANT ACCOUNTING POLICIES:**

The Financial Statements are prepared to comply in all material aspects with the applicable accounting principles in India, the accounting standards issued by the Institute of Chartered Accountants of India and the relevant provisions of the Companies Act, 2013.

### **Basis of Preparation:**

The financial statements have been prepared and presented under the historical cost convention on the accrual basis of accounting and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India and the relevant provisions of the Companies Act, 2013, to the extent applicable. The financials statements are presented in Lakhs, unless otherwise stated.

During the year, the figures of the previous year have been regrouped and recast wherever necessary to conform to the groupings of the current year.

### **Use of Estimates:**

The preparation of the financial statements in conformity with the Generally Accepted Accounting Principles (GAAP) requires the management to make estimates and assumptions that affect the reported amount of assets, liabilities, revenues and expenses and disclosure of contingent assets and liabilities. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results may differ from the estimates and assumptions used in preparing the accompanying financial statements. Any differences of actual results to such estimates are recognized in the period in which the results are known / materialized.

### **Revenue Recognition:**

Revenue / Income and Cost / Expenditure are generally accounted on accrual basis as they are earned or incurred except in case of significant uncertainties. Revenue is measured at the fair value of consideration received or receivable taking into account contractually defined terms of payment. Sales comprise of sale of services.

### **Property, Plant & Equipment and Intangible asset and Depreciation:**

Property, Plant and Equipments and Intangible asset are stated at cost, less accumulated depreciation and impairment loss, if any. Cost comprises the purchase price and the costs, which are attributable for bringing the asset to its working condition, for its intended use.

Depreciation on Property, Plant and Equipments and Intangible asset is provided on written down value based on the useful life estimated by the management and as per the depreciation rate specified below:

Particulars	Useful Life
Land	-
Factory Building	30
Other than Factory building	60
Plant & Machinery	15
VEHICLE : Motor cycle, bike & scooter	10
VEHICLE : Motor car, tempo, lorries	8
Office Equipment's	5
Furniture & Fixture	10
Computers	3

Depreciation on the Property, Plant and Equipments and Intangible asset added/disposed off/discarded during the year is provided on pro rata basis with reference to the month of addition/disposal/discarding.

#### **Impairment of Assets:**

In accordance with AS 28 'Impairment of Assets' issued by the Institute of Chartered Accountants of India, the carrying amounts of the Company's assets are reviewed at each balance sheet date to determine whether there is any impairment. The recoverable amount of the assets (or where applicable, that of the cash generating unit to which the asset belongs) is estimated as the higher of its net selling price and its value in use. An impairment loss is recognized whenever the carrying amount of an asset or a cash generating unit exceeds its recoverable amount. Impairment loss is recognized in the Statement of Profit and Loss or against revaluation surplus where applicable.

#### **Investments:**

- i) Current investments are carried at the lower of cost or quoted / fair value, computed category wise.
- ii) Non-Current Investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary in the opinion of the management.
- iii) Investments held for Sale comprising of assets and liabilities are classified as 'held for sale / Current Investments' when all of the following criteria's are met:
  - a) Decision has been made to sell.
  - b) The assets are available for immediate sale in its present condition.
  - c) The assets are being actively marketed and
  - d) Sale has been agreed or is expected to be concluded within 12 months of the Balance Sheet date.

#### **Taxation:**

Income tax expenses comprises of Current Income Tax and Deferred Tax.

#### **Current Taxes:**

Provision for current income-tax is recognized in accordance with the provisions of the Income Tax Act, 1961 and is made annually based on the tax liability after taking credit for tax allowances and exemptions.

**Provisions & Contingencies:**

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources embodying economic benefits and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

**Employee Benefits:**

Contributions to Provident Fund, being a Defined Contribution Plan, are accounted on accrual basis and charged to the Profit & Loss account for the year. Gratuity is accounted based on the Gratuity Report from Actuary. Bonus and leave encashment is accounted on payment basis.

**Inventories :**

The inventories are valued at cost or net realizable value, whichever is lower and the cost is arrived as follows:

- (i) Raw-materials cost is at landing cost inclusive of all attributable expenses and is computed on First in First Out basis.
- (ii) Work-in progress and finished goods cost include material cost, cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

**Borrowing Costs:**

According to AS-16 Borrowing costs, issued by the Institute of Chartered Accountants of India, borrowing costs that are directly attributable to the acquisition of qualifying assets are capitalized for the period until the asset is ready for its intended use.

A qualifying asset being, an asset that necessarily takes a substantial period of time to get ready for its intended use.

Other borrowing costs are recognized as an expense in the period in which they are incurred.

**Events occurring after Balance Sheet Date:**

Events accruing after Balance Sheet Date have been considered in preparation of Financial Statement.

**Extraordinary Items:**

There are no such items noted which are Extra Ordinary in nature and at the same time which materially affect the financial statement being certified here.

**Foreign Exchange Transactions/Translation**

Foreign currency transactions and balances:

**(i) Initial Recognition**

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

**(ii) Conversion:**

Foreign Currency monetary items are retranslated using the exchange rate prevailing at the reporting date.



**(iii) Exchange Differences:**

Exchange differences arising on long-term foreign currency monetary items related to acquisition of a fixed asset are capitalized and depreciated over the remaining useful life of the asset. The exchange differences on other foreign currency monetary items are accumulated in 'Foreign Currency Monetary Item Translation Difference Account' and amortized over the remaining life of the concerned monetary item.

All other exchange differences are recognized as income or as expenses in the period in which they arise.

**Cash Flow Statement:**

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, any deferrals or accruals of past or future, operating cash receipts or payments and item of income or expenses associated with investing and financing cash flows. The cash flows from Operating, Investing and Financing activities of the Company are segregated.

- BS NOTES

HEMANT SURGICAL INDUSTRIES LIMITED						
ADD : 502,5TH FLOOR, ECSTASY BUSINESS PARK, J.S.D. ROAD, MULUND (W) MUMBAI, 400080						
CIN : U33110MH1989PLC051133						
Notes to the Financial Statements for the Period ended 31.03.2023						
(Rs. In Lakhs)						
Particulars	As at March 31, 2023		As at March 31, 2022			
<b>Note-2 : Share Capital</b>						
<b>1. Authorised Equity Share Capital</b>						
1a. 1,05,00,000 Shares of Rs.10 each	1050.00		750.00			
<b>2. Issued, Subscribed &amp; Paid-Up Equity Share Capital</b>						
2a. 76,80,000 of Rs 10 each	768.00		200.00			
<b>Total</b>	<b>768.00</b>		<b>200.00</b>			
<b>a) Reconciliation of the Shares outstanding at the beginning and at the end of the reporting period</b>						
Number of shares outstanding at the beginning of the Period	Qty	20,00,000.00	2,00,000.00			
	Value (in Lakhs)	200.00	200.00			
Add: Equity shares issued during the year		56,80,000.00	-			
Less: Shares bought back during the year		-	-			
Number of shares outstanding at the end of the Period	Qty	76,80,000.00	2,00,000.00			
	Value (in Lakhs)	768.00	200.00			
<b>b) Terms/ rights attached to shares</b>						
i. The Company has only one class of equity share having a par value of Rs.10/- per share.						
ii. Pursuant to sub division of shares vide special resolution dated January 3, 2023 the face value of equity shares changed from Rs. 100/- per share to Rs. 10/- per share and accordingly the number of shares at the end of September 30, 2022 is 76800000.						
iii. The Company has also issued Bonus Shares in the ratio of 5:3 in the Financial year 2022-23						
<b>c) Details of Shares held by each shareholder holding more than 5% shares</b>						
Name of shareholders	As at 31.02.2023		As at 31.03.2022			
	% held	No. of shares	% held	No. of shares		
Hanskumar S Shah	45.92	35,26,400	62.84	1,25,670		
Kaushik Shah	27.38	21,03,130	16.08	32,160		
Hemant P Shah	22.58	17,34,070	7.52	15,045		
J. A. Dharmshi	-	-	2.98	5,950		
Neha H Shah	1.01	77,760	2.43	4,860		
Neha Hemant Shah	0.72	55,520	1.74	3,470		
Leena H Shah	1.14	87,920	2.75	5,495		
Ranjan P Shah	-	-	2.98	5,950		
Naman Shah	1.24	95,200	-	-		
Rita B Shah	-	-	0.70	1,400		
<b>d) Details of Shares held by Promoters</b>						
Name of shareholders	As at 31.03.2023		As at 31.03.2022			
	No. of shares	% held	% Change	No. of shares	% held	% Change
Hanskumar S Shah	35,26,400	45.92	27%	1,25,670	62.84	-
Kaushik Shah	21,03,130	27.38	-70%	32,160	16.08	-
Hemant P Shah	17,34,070	22.58	-200%	15,045	7.52	-
Particulars	As at March 31, 2023		As at March 31, 2022			
<b>Note-3 : Reserves and Surplus</b>						
<b>Surplus Account</b>						
Opening Balance			982.95	711.28		
Add:	Prior Period Depreciation Adjustment		150.25	-		
Less:	Deferred Tax for Previous years		(41.26)			
Less:	Bonus issued		(288.00)			
Add:	Net Surplus during the year		763.73	271.68		

<b>Closing Balance</b>		<b>1,567.67</b>	<b>982.95</b>
<b>Total of Reserves and Surplus</b>		<b>1,567.67</b>	<b>982.95</b>
<b>Note-4: Long Term Borrowings</b>			
		<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
<b>Secured Loans</b>			
Loans from Bank		470.19	530.93
Less: Current Maturities		164.29	122.93
		<b>305.90</b>	<b>408.00</b>
<b>Unsecured Loans</b>			
Loans from Related Parties & Friends		-	56.49
Loans from others		-	-
<b>Total of Long Term Borrowings</b>		<b>305.90</b>	<b>464.49</b>
<b>Note-5: Deffered Tax Liabilities</b>			
		<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
(DTA) / DTL on Timing Difference in Depreciation		-6.20	
(DTA) / DTL on account of gratuity provision		-1.07	
(DTA) / DTL on account of Interest Provision		-4.15	
Less: Opening Balance		41.26	
<b>Closing of DTA/(DTL)</b>		<b>29.83</b>	<b>-</b>
<b>Note-6: Long Term Provisions</b>			
		<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
Gratuity Provision		31.62	28.37
<b>Closing of Long Term Provisions</b>		<b>31.62</b>	<b>28.37</b>
<b>Note-7: Short term Borrowings</b>			
		<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
Current Maturities of long term loans		164.29	122.93
Demand Loans		241.74	281.84
<b>Closing Short term Borrowings</b>		<b>406.03</b>	<b>404.77</b>
<b>Note-8: Trade Payables</b>			
		<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
<b>a. total outstanding dues of micro enterprises and small enterprises; and</b>		217.96	230.99
<b>b. total outstanding dues of creditors other than micro enterprises and small enterprises.</b>		2200.79	1,881.72
<b>Total</b>		<b>2,418.75</b>	<b>2,112.71</b>
<b>Particulars (Outstanding from due date of payment / from date of transaction)</b>			
		<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
i) MSME			
	Less than 1 year	212.06	222.63
	1-2 Years	1.62	2.23
	2-3 Years	3.00	6.12
	More then 3 Years	1.26	-
		217.96	230.99
ii) Others			
	Less than 1 year	2,193.99	1,874.15
	1-2 Years	-	0.77
	2-3 Years	-	6.80
	More then 3 Years	6.80	-
		2,200.79	1,881.72
iii) Disputed dues- MSME			
	Less than 1 year	-	-
	1-2 Years	-	-
	2-3 Years	-	-

	More than 3 Years	-	-
iv) Disputed dues- Others		-	-
	Less than 1 year	-	-
	1-2 Years	-	-
	2-3 Years	-	-
	More than 3 Years	-	-
		-	-
	<b>Total</b>	<b>2,418.75</b>	<b>2,112.71</b>
<b>Note-9: Other Current Liabilities</b>		<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	Advances received from Customers	327.81	631.83
	<b>Other Payable</b>		
	Statutory Liabilities	4.43	0.11
	Payable for Expenses	263.71	228.94
	Security Deposits	20.13	24.73
	<b>Total</b>	<b>616.07</b>	<b>885.60</b>
<b>Note-10: Short Term Provisions</b>		<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	Provision for Income (net off advance tax and TDS)	102.32	46.16
	Provision For Gratuity	8.69	7.69
	Interest Provision on Bank Guarantee	214.42	197.92
	<b>Closing Balance</b>	<b>325.43</b>	<b>251.77</b>
<b>Note-12: Non-current Investments</b>		<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	Deposits with Bank with maturity more than 12 months	35.50	81.20
	Gold Bonds	0.65	0.65
	<b>Total</b>	<b>36.15</b>	<b>81.85</b>
<b>Note-13: Long term Loans and Advances</b>		<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	Advance to Custom Authorities	356.03	356.03
	Security Deposits	90.50	120.92
	<b>Total</b>	<b>446.53</b>	<b>476.94</b>
<b>Note-14: Inventories</b>		<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	Raw Materials	281.09	235.44
	Finished Goods & Stock In Trade	1,199.58	1,048.86
	<b>Total</b>	<b>1,480.66</b>	<b>1,284.30</b>
<b>Note-15: Trade Receivables</b>		<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	<b>Unsecured, Considered Good</b>		
	Aggregate amount of Trade Receivables outstanding for a period exceeding six months	578.50	96.58
	Others	1141.30	1,468.95
	<b>Total</b>	<b>1,719.80</b>	<b>1,565.53</b>
	(Outstanding from due date of payment / from date of transaction)	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	(i) Undisputed Trade Receivables – considered good		
	Less than 6 months	1,141.30	1,480.04
	6 months - 1 year	454.41	75.05
	1-2 years	123.66	7.80
	2-3 years	0.43	1.69
	More than 3 years		0.95
		<b>1,719.80</b>	<b>1,565.53</b>
	(ii) Undisputed Trade Receivables – which have		
	Less than 6 months		
	6 months - 1 year		

1-2 years		
2-3 years		
More than 3 years		
(iii) Undisputed Trade Receivables – credit		
Less than 6 months		
6 months - 1 year		
1-2 years		
2-3 years		
More than 3 years		
(iv) Disputed Trade Receivables – considered good		
Less than 6 months		
6 months - 1 year		
1-2 years		
2-3 years		
More than 3 years		
credit risk		
Less than 6 months		
6 months - 1 year		
1-2 years		
2-3 years		
More than 3 years		
(vi) Disputed Trade Receivables – credit impaired		
Less than 6 months		
6 months - 1 year		
1-2 years		
2-3 years		
More than 3 years		
(vii) Unbilled dues		
Less than 6 months		
6 months - 1 year		
1-2 years		
2-3 years		
More than 3 years		
<b>Less: Provision for doubtful receivables</b>		
<b>Note-16 : Cash and Cash Equivalents</b>		
<b>Cash on hand</b>	As at March 31, 2023	As at March 31, 2022
	4.88	4.80
<b>Balance with Banks</b>		
a. in current accounts	78.22	27.53
B. FD for Margin Money	278.38	398.18
FD With Bank with maturity more than 3 months but less than 12 months	484.16	152.06
<b>Total</b>	<b>845.65</b>	<b>582.58</b>
<b>Note-17 : Short Term Trade Advances</b>		
Advances to Suppliers	96.50	54.48
Advances to employee	57.21	134.16
Advances to others	347.64	43.62
<b>Total</b>	<b>501.35</b>	<b>232.25</b>

**Note-18 : Other Current Assets**

Balance with Government Authorities  
TDS on GST receivable  
**Total**

As at March 31, 2023	As at March 31, 2022
117.13	95.69
6.81	4.44
<b>123.93</b>	<b>100.13</b>

- FIXED ASSETS**

**Note-11 Property Plant & Equipments**

(Rs. In Lakhs)

Sr No.	Particulars	Gross Block			Accumulated Depreciation				Net Block		
		As At 01-04-2022	Addition	Deduction during the year	As At 31-3-2023	Upto 1-04-2022	For the Year	Sold during the year	upto 31-3-2023	As At 31-03-2023	As At 31-03-2022
	<b>Tangible Assets</b>										
1	Factory Building	487.64	49.00	-	536.64	59.30	8.11	-	67.41	469.22	417.36
2	Godown	-	-	-	-	-	-	-	-	-	-
3	Plant And Machinery	821.01	114.99	-	936.00	294.26	46.18	-	340.44	595.56	399.72
4	Furniture And Fixture	59.26	5.46	-	64.71	24.58	5.49	-	30.07	34.65	30.96
5	Vehicles	97.99	71.41	14.73	154.67	47.43	18.65	(7.89)	58.19	96.48	23.79
7	Office Equipments	45.81	3.30	0.35	48.76	37.21	3.18	-	40.39	8.36	27.67
8	Computers	18.46	5.91	-	24.38	11.17	3.36	-	14.53	9.84	7.10
9	Office	-	-	-	-	-	-	-	-	-	-
10	Land	101.11	-	-	101.11	-	-	-	-	101.11	100.06
	<b>TOTAL (i)</b>	<b>1,631.27</b>	<b>250.07</b>	<b>15.08</b>	<b>1,866.26</b>	<b>473.94</b>	<b>84.97</b>	<b>(7.89)</b>	<b>551.03</b>	<b>1,315.23</b>	<b>1,006.66</b>
1	<b>Intangible Assets</b>										
	Software	-	-	-	-	-	-	-	-	-	0.42
	<b>Sub Total (B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.42</b>
	<b>Total Assets</b>	<b>1,631.27</b>	<b>250.07</b>	<b>15.08</b>	<b>1,866.26</b>	<b>473.94</b>	<b>84.97</b>	<b>(7.89)</b>	<b>551.03</b>	<b>1,315.23</b>	<b>1,007.08</b>

• P&L NOTES

HEMANT SURGICAL INDUSTRIES LIMITED		
ADD : 502,5TH FLOOR, ECSTASY BUSINESS PARK, J.S.D. ROAD, MULUND (W) MUMBAI, 400080		
CIN : U33110MH1989PLC051133		
Notes to the Financial Statements for the year ended 31.03.2023		
(Rs. In Lakhs)		
Particulars	For The Period ended on 31.03.2023	For The Year ended on 31.03.2022
<b><u>Note-19 : Revenue from Operations</u></b>		
Sales	10,903.57	10,335.00
Other Operating Revenue	11.25	22.00
<b>Total</b>	<b>10,914.82</b>	<b>10,357.00</b>
<b><u>Note-20 : Other Incomes</u></b>		
Discount Received	2.33	4.40
Duty Drawback	-	1.73
Foreign Exchange Gain	147.39	49.08
Insurance Claim	-	126.36
Interest Income	50.35	12.39
Interest Income From parties	2.01	-
Rent Income From Property	28.69	26.05
Other Income	4.09	-
<b>Total</b>	<b>234.85</b>	<b>220.02</b>
<b><u>Note-21 : Cost of Raw Material Consumed</u></b>		
Opening Stock	235.44	414.56
Add: Purchases- Raw Materials & Packing Materials	8,242.89	7,970.19
Less: Closing Stock	281.09	235.44
<b>Cost of Raw Material Consumed</b>	<b>8,197.24</b>	<b>8,149.31</b>
<b><u>Note-22 : Change in Inventories</u></b>		
<b><u>Inventories at the beginning of the year</u></b>		
Finished Goods	1,048.86	1,069.13
<b>SubTotal</b>	<b>1,048.86</b>	<b>1,069.13</b>
<b><u>Inventories at the end of the year:</u></b>		
Finished Goods	1,199.58	1,048.86
<b>SubTotal</b>	<b>1,199.58</b>	<b>1,048.86</b>
<b>Net Changes</b>	<b>(150.72)</b>	<b>20.27</b>
<b><u>Note-23 : Employee Benefits Expense s</u></b>		
Salary, Wages & Bonus	511.03	428.05
Contribution to PF & Other Funds	12.72	10.38
Gratuity	4.25	36.06
Director Remuneration	114.95	114.00
Staff welfare Expense	23.48	18.53
<b>Total</b>	<b>666.43</b>	<b>607.02</b>
<b><u>Note-24: Finance Cost</u></b>		
Interest	161.05	342.22
x	30.22	3.12
<b>Total</b>	<b>191.26</b>	<b>345.34</b>
<b><u>Note-25: Depreciation &amp; Amortization</u></b>		
Depreciation	84.97	133.98
<b>Total</b>	<b>84.97</b>	<b>133.98</b>
<b><u>Note-26: Other Expenses</u></b>		
<b>[A].Manufacturing Exp</b>		
Power & Fuel	67.01	53.19
Factory Rent	96.18	88.28

- P&L NOTES

Other Manufacture Expense	11.91	11.37
<b>Total</b>	<b>175.10</b>	<b>152.84</b>
<b>[B].Administration Expenses</b>		
Advertisement	0.88	3.20
Audit Fees	3.25	3.15
Bad Debts	2.78	94.02
Business promotion	98.02	16.93
Commission	16.30	1.90
Courior Charges	7.29	9.12
Dialysis Charges	0.39	8.64
Discounts	14.28	226.41
Donations and contributions	8.59	5.63
Electricity Expenses	1.82	1.70
GST reversal	10.70	29.37
Insurance	65.92	43.09
Interest on late Payment of TDS	0.96	-
Interst on Income Tax	6.64	-
Legal & Professional	168.61	38.99
Licence Renewal fees	7.08	1.93
Other Admn Exp	7.55	21.24
MMRDA Charges	29.94	-
Printing and stationary	7.25	3.58
Property Tax	1.40	
Rent	-	2.35
ROC Charges	0.23	-
Security Charges	0.60	2.03
Shipping Charges	-	8.20
Telephone & Internet Charges	4.79	4.13
Tender Charges	6.02	8.48
Travelling and Conveyance	37.72	16.81
Vehicle Running Expenses	47.31	31.68
<b>Total</b>	<b>556.29</b>	<b>582.58</b>
<b>[C].Selling and Marketing Exp.</b>		
Freight and forwarding	62.09	62.72
Marketing Expense	250.02	109.98
<b>Total</b>	<b>312.11</b>	<b>172.71</b>
<b>[D].Repair and Maintenance</b>		
Repairs and maintenance - buildings	50.13	37.34
Repairs and maintenance - Machinery	29.85	27.18
Repairs and maintenance - Others	28.98	8.77
Loss on sale of fixed assets	2.30	-
<b>Total</b>	<b>111.26</b>	<b>73.29</b>
<b>Total of Other Expenses</b>	<b>1,154.76</b>	<b>981.42</b>
<b>Note-27: Earning Per Share</b>		
Net Profit after tax (in Lakhs) as per statement of Profit and Loss attributable to Equity Shareholders	763.73	271.68
Weighted Average number of equity shares used as denominator for calculating EPS*	7444322.20	5148293.09
Basic & Dilluted Earning per share	<b>10.26</b>	<b>5.28</b>



• **NOTE 28 – RELATED PARTY**

**Note -28**

**Related Party Disclosures**

**(a). Detail of Related Parties with whom transactions have been taken place during the year**

**(i) Key management personnel (KMP) and their close members of family**

<i>Name of the related party</i>	<i>Nature of Relationship</i>
<b>Key Managerial Personnel</b>	
<i>Hanskumar Shah</i>	<i>Chairman and Managing Director</i>
<i>Kaushik Shah</i>	<i>Whole Time Director &amp; CFO</i>
<i>Hemant Shah</i>	<i>Whole Time Director</i>
<i>Nehal Karelia</i>	<i>Non-Executive Director</i>
<b>Relative of KMP</b>	
<i>Neha Hanskumar Shah</i>	<i>Relative</i>
<i>Neha Hemant Shah</i>	<i>Relative</i>
<i>Mansi Shah</i>	<i>Relative</i>
<i>Leena Shah</i>	<i>Relative</i>

**(ii) Entity controlled or jointly controlled by a person identified in (i) above**

*Ikigai Services Private Limited*  
*Lifesenz Cancer Research Lab Pvt Ltd*  
*Diaso Diagnostics LLP*  
*Hanshik Healthcare*

**(b). Transactions with related parties**

Particulars	Nature of Transaction	2022-23	2021-22
Hanskumar Shah	Remuneration	30.00	30.00
	Loans & Advances Received	285.43	233.02
	Loans & Advances Repaid	158.87	80.06
	Closing Balance	-	-126.57
	Receivable/(Payable)		
Kaushik Shah	Remuneration	42.00	42.00
	Loans & Advances Received	28.11	113.84
	Loans & Advances Repaid	12.44	91.91
	Closing Balance	0.00	-15.68
	Receivable/(Payable)		
Hemant Shah	Remuneration	42.00	42.00
	Rent Paid	1.80	128.44
	Loans & Advances Received	32.86	110.93
	Loans & Advances Repaid	19.22	1.80
	Closing Balance	0.00	-13.64
	Receivable/(Payable)		
Neha Hanskumar Shah	Salary	30.00	30.00
	Loans & Advances Received	45.26	28.50
	Loans & Advances Repaid	107.68	69.42

	Closing Balance Receivable/(Payable)	0.00	62.42
Neha Hemant Shah	Salary	11.25	9.00
	Loans & Advances Received	55.33	53.15
	Loans & Advances Repaid	57.92	43.41
	Closing Balance Receivable/(Payable)	16.60	19.19
Leena Shah	Salary	4.50	-
	Rent Paid	1.80	1.80
	Loans & Advances Received	9.15	27.60
	Loans & Advances Repaid	4.00	22.45
	Closing Balance Receivable/(Payable)	-	-5.15
Mansi Shah	Salary	11.25	9.00
	Loans & Advances Received	21.96	29.61
	Loans & Advances Repaid	29.56	32.60
	Closing Balance Receivable/(Payable)	-	7.60
Nehal Karelia	Remuneration	0.95	0.00
Ikigai Services Private Limited	Loans & Advances Given	8.29	2.75
	Closing Balance Receivable/(Payable)	11.04	2.75
Lifesenz Cancer Research Lab Pvt Ltd	Rent Received	2.40	-
	Service Purchased	56.64	-
	Loans & Advances Given	333.35	-
	Loans & Advances Repaid	4.10	-
	Closing Balance Receivable/(Payable)	331.37	-
Diaso Diagnostics LLP	Purchases	4.88	-
	Loans & Advances Given	0.00	25.75
	Loans & Advances Repaid	23.00	-
	Closing Balance Receivable/(Payable)	4.38	32.25
Hanshik Healthcare	Loans & Advances Given	1.55	0.00
	Closing Balance Receivable/(Payable)	1.55	0.00

• **NOTE – 28 GRATUITY**

<b>Note-29 EMPLOYEE BENEFITS</b>		
The Company has adopted the Accounting Standard 15 (revised 2005) on Employee Benefits during the restated financials period. The disclosure as envisaged under the Accounting Standard is provided hereunder:		
<i>Details of Gratuity Expenses</i>	<i>2022-23</i>	<i>2021-22</i>
<b><u>Profit and loss account for the period</u></b>		
Current service cost	5.36	4.37
Interest on obligation	2.61	2.24
Expected return on plan assets	-	-
Net actuarial loss/(gain)	-3.72	-1.52
Recognised Past Service Cost-Vested	-	-
Loss (gain) on curtailments	-	-
<b>Total included in 'Employee Benefit Expense'</b>	<b>4.25</b>	<b>5.10</b>
prior year charge	-	-
<b>Total Charge to P&amp;L</b>	<b>4.25</b>	<b>5.10</b>
<b><u>Reconciliation of defined benefit obligation</u></b>		
Opening Defined Benefit Obligation	36.06	30.96
Transfer in/(out) obligation		
Current service cost	5.36	4.37
Interest cost	2.61	2.24
Actuarial loss (gain)	-3.72	-1.52
Past service cost	-	-
Benefits paid	-	0.00
prior year charge	-	-
<b>Closing Defined Benefit Obligation</b>	<b>40.31</b>	<b>36.06</b>
<b><u>Table of experience adjustments</u></b>		
Defined Benefit Obligation	40.31	36.06
Plan Assets	0.00	0.00
<b>Net liability/(assets) recognise in balance sheet</b>	<b>40.31</b>	<b>36.06</b>
<i>Details of Gratuity Expenses</i>	<i>2021-22</i>	<i>2020-21</i>
<b><u>Reconciliation of net defined benefit liability</u></b>		
Net opening provision in books of accounts	36.06	30.96
Transfer in/(out) obligation	4.25	5.10
Transfer (in)/out plan assets	-	-
Employee Benefit Expense	-	-
Benefits paid by the Company	-	-
Contributions to plan assets	-	-
<b>Closing provision in books of accounts</b>	<b>40.31</b>	<b>36.06</b>
<b><u>Bifurcation of liability</u></b>		
Current Liability	8.69	7.69
Non-Current Liability	31.62	28.36
<b>Net Liability</b>	<b>40.31</b>	<b>36.06</b>
<b><u>Principle actuarial assumptions</u></b>		
Discount Rate	7.50%	7.25%
Expected Return on Plan Assets	-	-
Salary Escalation Rate	5%	5%
Withdrawal Rates	5.00% p.a	5.00% p.a

• NOTE 29 TO 31 REGULATORY REQUIREMENTS

<i>Note-30 Ratio and Its Elements</i>	<i>Amount in Rs.</i>	
	<i>2022-23</i>	<i>2021-22</i>
<b>Note:</b>		
<b>(1) Ratio Analysis</b>		
<b>A. Current Ratio</b>		
Current Assets	4,671	3,765
Current Liabilities	3,655	3,655
Current ratio	128%	103%
Increase / (Decrease) in ratio	24%	
<b>B. Debt Equity Ratio</b>		
Long term borrowings	305.90	464.49
Short term borrowings	404.77	404.77
Total Debt	710.67	869.26
Share Capital	768.00	200.00
Reserves & Surplus	982.95	982.95
Money received against Share Warrants	-	-
Shareholder's Equity	1,750.95	1,182.95
Debt Equity Ratio	40.59%	73.48%
Increase / (Decrease) in ratio	(44.77)	
Reason for Increase / (Decrease)	Company has Repaid Loans during the year hence Long term loans has been decreased.	
<b>C. Debt Service Coverage Ratio</b>		
Profit after taxes	763.73	271.68
Add: Interest	161.05	342.22
Depreciation & Amortization	84.97	133.98
Earnings available for debt service	1,009.75	747.88
Interest	161.05	342.22
Short term borrowings	404.77	404.77
Debt Service	565.82	746.99
Debt Service Coverage Ratio	178%	100%
Increase / (Decrease) in ratio	78%	
Reason for Increase / (Decrease)	Interst has been increased as the company has made a provision of interest on a case filed with supreme court.	
<b>D. Return on equity</b>		
Net profit after taxes	763.73	271.68
Equity (As defined in Debt Equity Ratio)	1,750.95	1,182.95
Return on equity ratio	43.62%	22.97%
Increase / (Decrease) in ratio	89.92	
Reason for Increase / (Decrease)	Profit of the company has increase due to higher revenue, hence imporovement in the ratio.	
<b>E. Inventory Turnover Ratio</b>		
Cost of Goods Sold	8,046.52	8,169.58
Opening stock	1,284.30	1,483.69
Closing stock	1,480.66	1,284.30
Average Inventory	1,382.48	1,383.99
Inventory Turnover Ratio	582%	590%
Increase / (Decrease) in ratio	(1.40)	
Reason for Increase / (Decrease)	Cost of Goods sold has increased due to increment in revenue where as closing stock has been decreased.	
<b>F. Trade Receivables turnover Ratio</b>		

Revenue from Operations	10,914.82	10,357.00
Average Trade Receivables	1,642.67	996.39
Trade Receivable Turnover ratio (in days)	664.46%	1039.46%
Increase / (Decrease) in ratio	-36.08%	
<b>G. Trade Payables Turnover Ratio</b>		
Total Purchase	8,242.89	7,970.19
Average Trade Payables	2,265.73	1,637.41
Trade Payables Turnover Ratio (in days)	363.81%	486.75%
Increase / (Decrease) in ratio	-25.26%	
Reason for Increase / (Decrease)	The purchase has been increased drastically hence change in the ratio.	
<b>H. Net Capital turnover ratio</b>		
Revenue from Operations	10,914.82	10,357.00
Current assets - Current Liabilities	1,016.54	109.94
Net Capital turnover ratio	1073.72%	9420.54%
Increase / (Decrease) in ratio	(88.60)	
Reason for Increase / (Decrease)	The revenue of the company has increased drastically hence change in the ratio.	
<b>I. Net Profit Ratio</b>		
Net Profit	764	272
Revenue from Operations	10,915	10,357
Net Profit Ratio	7.00%	2.62%
Increase / (Decrease) in ratio	166.75%	
<b>J. Return on capital employed</b>		
Profit before taxes	1,005.72	339.68
Add: Interest	161.05	342.22
Profit before interest and taxes	1,166.77	681.89
Share Holders Funds	2,641.57	1,647.45
Add: Borrowings	711.92	869.26
Total Capital Employed	3,353.49	2,516.71
Return on capital employed	34.79%	27.09%
Increase / (Decrease) in ratio	28.41%	
Reason for Increase / (Decrease)	Profit of the company is almost double as compared to last year hence change in the ratio.	
<b>K. Return on Investment</b>		
Profit / (loss) after tax attributable to owners of the company	763.73	271.68
Equity shareholders' fund	2,336	1,183
Return on Investment	32.70%	22.97%
Increase / (Decrease) in ratio	42.38%	
Reason for Increase / (Decrease)	Profit of the company is almost double as compared to last year hence change in the ratio.	

#### Note-31 Additional Regulatory Information

##### Details of Benami Property held

The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami

##### Details of Loans and advances

The company has granted loans and advances to promoters, directors, key managerial personnel (KMPs) and the related parties which are repayable on demand or without specifying any terms or period of repayment. Details of which are as follows:

Name of the Party	Nature of the Transaction	Amount (Rs. In Lakhs)	Closing Balance as on 31.03.23 (Rs in Lakhs)
Mansi Shah	Loan & Advances Given	21.96	0.00
Neha Hanskumar Shah	Loan & Advances Given	30.00	0.00

Neha Hemant Shah	Loan & Advances Given	55.33	16.60
Ikigai Services Private Limited	Loan & Advances Given	8.29	11.04
Lifesenz Cancer Research Lab Pvt Ltd	Loan & Advances Given	2.40	331.37
Diaso Diagnostics LLP	Loan & Advances Given	0.00	4.38
Hanshik Healthcare	Loan & Advances Given	1.55	1.55
TOTAL		117.99	363.39

**Wilful Defaulter**

The company has not been declared as a wilful Defaulter by any Financial Institution or bank as at the date of Balance Sheet.

**Relationship with Struck off Companies**

The Company do not have any transactions with companies struck off.

**Registration of charges or satisfaction with Registrar of Companies (ROC)**

The company has no pending charges or satisfaction which are yet to be registered with the ROC beyond the Statutory period.

**Compliance with number of layers of companies**

The company has complied with the provision of the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

**Compliance with approved Scheme(s) of Arrangements**

There are no Schemes of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

**Discrepancy in utilization of borrowings**

The company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date. There are no discrepancy in utilisation of borrowings.

**Utilisation of Borrowed funds and share premium:**

(A) The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries).

(B) the company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party).

The company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries); or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or;
- provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**Note-32 Additional Information:**

**Undisclosed income**

The Company has no transaction that is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

**Details of Crypto Currency or Virtual Currency**

The company has not traded or invested in Crypto currency or Virtual Currency.

[www.hemantsurgical.com](http://www.hemantsurgical.com)

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A Culture Of Care



**CONTACT US**



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