



4th September, 2019

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai -400001

Stock Code: 542248

**Sub: Regulation 34 - Notice of 23rd Annual General Meeting & Annual Report for the
Financial Year 2018-19**

Dear Sir,

Please find enclosed copy of the Notice of the 23rd Annual General Meeting and Annual Report for the Financial Year 2018-19.

The above is also being uploaded on the website of the Company www.deccanhealthcare.co.in

Please treat this as a compliance of the SEBI (LODR) Regulations, 2015.

Thanking You

Yours Faithfully
For Deccan Health Care Limited

Sreya Mitra
Company Secretary & Compliance Officer

Encl : as above

Registered Office:

CIN: U72200TG1996PLC024351. Estd: 1996
Address : 247, 2nd Floor, Dwarakapuri Colony
Punjagutta, Hyderabad – 500 082,
Telangana, India.

Innovation Hub & Manufacturing:

Address: Plot No.13, Sector-03, (SIDCUL), IIE,
Panthnagar, Udam Singh Nagar – 263 153,
U.K., India.

2018-19
Annual Report



Deccan
Healthcare
Limited

StayWoW

CORPORATE INFORMATION

Board of Directors & Key Managerial Personnel

Minto Purshotam Gupta (Director & KMP)

Meenakshi Gupta (Director)

Hitesh Mohanbhai Patel (Director)

Yezdi Jal Batliwala (Director)

Narendra Singh (Director)

Savita Bhutani (Director)

Sreya Mitra (KMP)

Uttam Kumar Singh (KMP)

Registered Office

#247, 2nd floor, Dwarakapuri Colony,
Punjagutta, Hyderabad, Telangana,
India

Registrar & Share Transfer Agents

Bigshare Services Private Limited

Listed on Stock Exchanges

BSE Limited (SME Platform)

Statutory Auditor

M/s Keyur Shah & Co.



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BOARD OF DIRECTORS



MINTO PURSHOTAM GUPTA

M. P. Gupta, the founder of the Company passed his B.Sc and M.Sc from Bombay University. Certified Packing Course with the Indian Institute of Packing, Bombay, participated in the Thirteenth Management Development Programme conducted by Bombay Management Association and a Visiting Lecturer at Sophia College during the academic years 1979-1981. Part of the Research Study with Chemical Physics Group at Tata Institute of Fundamental Research (TIFR). He also experimented on a possible overlap of the binding regions of BPB (bromophenol blue) or BPR (bromophenol red) and BBS (Biebrich Scarlett) on the lysozymes molecules. Additionally, he worked on for preparation of polysaccharides by hydrolysis of chitin.



MEENAKSHI GUPTA

Meenakshi Gupta passed her Masters of Science in Education Extension from the Maharaja Sayajirao University of Baroda. worked on World Health Organisation (WHO) Project in 1982, conducted extensive research project in Gujarat where she designed and constructed a commercially scalable indigenous water filter. She is a visiting faculty at Sankalp Centre For Disabilities. She is also a Member of Inner-wheel Club for women, Hyderabad, Member of Sanskriti Old-age welfare Association and a visiting faculty in Deepalaya Learning Centre for children Saharanpur.



YEZDI JAL BATLIWALA

Yezdi Jal Batliwala is the Director of TATA Finance Securities Limited. ICICI, foreign exchange and accounts division; Godrej & Boyce handled audit, banking and finance; LKP Shares and Securities, in-charge of institutional investments. He is a Trustee of Sri Sri Institute of Agricultural Science and Technology Trust. He is also the Chairman of Vyakti Vikas Kendra India Trust, a public charitable trust constituted to promote spiritual, educational, cultural and social development activities for the benefit of the public, Honorary trustee at Frohar Foundation, a Zoroastrian Charitable Trust, Director of Sri Sri Inclusive Development Finance and Sri Sri Human Development Finance, Committee member of the Ethics committee at NIMHANS and Mediator with The Art of Living Foundation's tools and techniques for 24 years.



HITESH MOHANBHAI PATEL

Hitesh Mohanbhai Patel has extensive experience in the financial sector which involved raising over USD 50 million through Mergers, IPO's and private equity placements. He played a major part in the development and progress of macro investment themes by interpreting and highlighting the weaknesses of specific companies to assess and understand the needs of the business with proficient management skills. He has an experience of more than 12 Years of in Private Equity Placement and post investment strategies. He is an angel investor who has made significant investments in microfinance and analytics enterprise, start ups. He also actively mentors startups, and speaker in various platforms on industry issues.



NARENDRA SINGH

Narendra Singh ex-Chairman & Managing Director Bank of Maharashtra. He was also the Executive Director Corporation Bank, General Manager Allahabad Bank, Member, Managing Committee Indian Bank's Association, Alternative Chairman of Financial Inclusion Committee Indian Bank's Association, Member of Finance Committee National Institute of Bank Management, Member of Campus Committee National Institute of Bank Management and Member of College Advisory Committee College of Agricultural Banking (CAB), RBI Pune. He was a part of High Level group on RBI report on Information Security, Electronic Banking, Indian Bank's Association.



SAVITA BHUTANI

Savita Bhutani is a faculty at the Art of Living, Apex Member SSIAS (Agricultural trust of AOL), Core Team Government programs, Member, Art of Living Foundation, Delhi Coordinator for IWC. She is also the AOL for state of ASSAM for UN programs such as Mission green Earth, Stand up and Speak out, Stand up and Take action, Hand washing, Trustee and managing of Assam Shishu Kalyan Sadan, part of "Zero budget natural farming" project, projects in the state of Assam such as Yogathon, Meditate India and organic farming training. Part of projects working with the Guwahati Municipal Corporation to help people be aware and improve their emotional and physical state and help develop a positive working environment. She also worked for the development of weavers in Assam helping them diversify and extend the marketing of their products to the public with NGO called "Inspiration".

Message from MD's Desk

2018-19 PERFORMANCE

I am pleased to report that 2018-19 was another year of growing top and bottom line performance for DHC. Solid revenue growth was combined with good profitability. This despite a challenging year for the global economy, with subdued growth and high levels of volatility undermining consumer confidence in many parts of the world. The Company is favourably operating in a sector that is experiencing widespread boom and is evolving in India.

Although challenging, growth offers significant opportunities to the Company - ability to move with speed and agility and tailor offerings to deliver consumer wellness goals. To that end, the Board is very confident that the Company's strategy and the measures it has taken to strengthen its organization, sharpen its portfolio and expand e-commerce and growth operations make it well placed to capture new and emerging growth opportunities.

A YEAR OF PROGRESS

As well as delivering a solid set of results, we also made good progress in 2018-19 in growing the overall business to be ready for future opportunities:

The Board also believes that the Be Young store continues to set the Company apart as a business highly attuned to the growing desire among consumers for nutritional solutions that serve a wider societal need. The Company's purpose is to Innovate, Develop and provide Effective Solutions to Prevent Discomfort; disorder; disease; disability, boost quality of life for a lifetime. 1000+ million servings consumed by the consumers is in itself an evidence that the Company's innovative nature based Solutions are delivering consumer expectations and helping them have a better Quality of life.

We also accelerated the growth of our online business. DHC on its in-house online store has got 2 lacs registered buyers, and is moving to be the leading Wellness Product online store. www.beyoungstore.com is generating 30%+ cash, and is on a revenue run rate of over Rs.20 million per month. The Company's objective to be the best store in terms of footfall, registered buyers, revenues and cash generation.

In line with our strategy, DHC in FY 18-19 had a revenue of Rs.443 million and EBDITA of Rs.169 million (38.17%), Gross Margin at 65%; EPS of Rs. 10.29 and market cap of Rs. 1500 million with a PE multiple of 9-10. In 2018 we also completed successfully the Initial Public Offering.

By empowering those closest to the marketplace, and by linking our export brand team with the largest distributor across the Kenya, our export model is helping to launch Stay Young with speed and agility. We also launched Stay Young in Mauritius and neighbouring islands. All of this makes us well placed to capture the many opportunities that exist across our global markets.

LOOKING AHEAD

Building on these strong foundations, my priority will be to accelerate quality growth. For us, that means – consistent growth, competitive growth, profitable growth and responsible growth, with an equal focus on each. From 2016, the efforts of 20 years have been generating name, fame and cash. It has been a long and difficult but fulfilling journey. Finally, the Company seems to have arrived and it seems the next many years are wellness years. The Company is young now but with a dream to be big, irrespective of the size we are following the basic principles of business, generating wealth for shareholders and distributing Wealth.Of.Wellness (W.o.W) to consumers.

Despite the progress we have made in recent years, I am also clear that – in a world where the speed of change is relentless – we need to quicken the pace of everything we do still further. I want to make speed and skills for a digital age a hallmark of DHC. If we can do all this then I am confident we can achieve our strategic aims and deliver many years of solid revenue growth, further underlying operating margin improvement.

The digital growth of the Company also continues apace. We are working successfully in-house to build world-class technology and data analytics infrastructure. Through the sophisticated and responsible leveraging of our data insights, we are closer to reaching our goal of being able to connect directly with a billion of consumers.

Strengthened by these measures, we are good in shape for the future. We're concerned about using sustainable technology. So as a company, we are committed to deliver eco-friendly brands that consumers can enjoy responsibly. We know how crucial it is, and we're committed to doing our part. The biggest value lies in the recognition and awards received over the year. That is a remarkable achievement, and testament to DHC's values and commitment to be a force for good in the world.

AND FINALLY...

Over the year, we have seen first-hand the depth of talent that exists within the Company, as well as the commitment of DHC people to go on improving the lives of consumers and the societies in which the company operates. On behalf of the Board, I want to thank all of the employees of DHC for their remarkable efforts. Equally we have been pleased to engage with many of the company's other stakeholders, without whom DHC could not be successful. That includes our shareholders, who I also want to thank for their continued support of the company.



MINTO PURSHOTAM GUPTA
(Director & KMP)

WELLNESS GOALS

A young population and an increased consumer focus on wellness make the nutritional supplement category very attractive. Breaking down consumer wellness goals into a manageable wellness plan can be the difference between aspirations and realizations.

Every day, we make choices about the food we eat and our lifestyles. We make choices for ourselves and our families that make a real difference to our ability to remain healthy and active now, and enjoy life to its fullest in the future.

The right nutrition promotes and supports social, physical, and mental wellbeing for everyone, at all ages and stages of life.

DHC has designed 52 wellness goals based on extensive consumer interactions and research that ultimately help consumers meet RDA — the estimated amount of nutrients per day considered necessary for the maintenance of good health. Vitamins and minerals are often called micronutrients because your body needs only tiny amounts of them. Yet failing to get even those small quantities virtually guarantees disease.

DHC's nutritional solutions ultimately help in consumers making healthier lifestyle choices. Be Young — a strong-growth e-commerce store (www.beyoungstore.com) — offers consumers a broader range of nutritional products across a wider geographic scope in India, leveraging significant technical and commercial capability in-house.



DRIVING EMINENCE IN GROWING WELLNESS GOALS

We're driving eminence in important growing Wellness goals to better meet changing consumer needs and desires. Just as a lack of key micronutrients can cause substantial harm to your body, getting sufficient quantities can provide a substantial benefit.

ARE YOU GETTING THE NUTRITION YOU NEED ?

HAIR NUTRITION



Before we launched BE YOUNG™ - Reduce Hair Fall Nutrient Pills, one in three millennials stated they experienced hair and scalp issues, a sizeable number of them are in their 20s and 30s seeking hair restoration surgery, but only one in nine was using a product designed for his and her needs. Meaningful eminence is driving sales growth in Hair nutrition products in the fiscal year 2018-19. The wellness goal is reaching new high share levels across all Influencer groups and contributing to organic sales growth in the Be Young channel.

Hair Nutrition is a fast-growing segment —115,400+ servings of BE YOUNG™ - Reduce Hair Fall Nutrient Pills sold in 2018 — and DHC is leading that growth.

SKIN NUTRITION



We've expanded our innovation with BE YOUNG™ - AntiAgeing AntiOxidant Nutrient Pills "vegetarian" to offer a range of curated skin care based on wellness goals. 440,800+ servings sold - the skin nutrition segment of the consumer market is projected to grow and dominate the market over the next financial year.

Be Young Consumers shouldn't have to choose between lifestyle and nutrition. That's why we have scientifically formulated BE YOUNG™ - Regenerative Bio-Active Stem Cell Nutrition System technology that includes specific ingredients chosen for their role in helping to maintain normal skin health — the plant fruit-based Nutrient pill with the skin power consumers expect from Be Young.

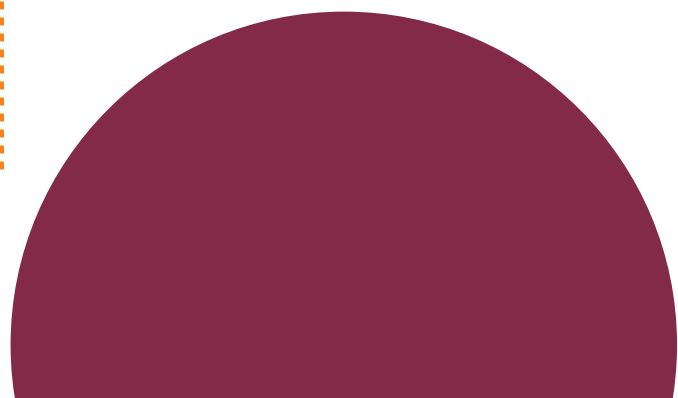
DAILY NUTRITION & ENERGY



With over 2 Million servings sold the daily nutrition and energy segment is growing double digits. Vitamins and minerals are essential nutrients because they perform hundreds of roles in the body. There is a complex science to getting enough of healthy nutrients Now, with changes in the food supply chain, eating a healthy diet no longer remains the best way to get sufficient amounts of nutrition you need.

Every day, your body produces skin, muscle, and bone. It churns out rich red blood that carries nutrients and oxygen to remote outposts, and it sends nerve signals skipping along thousands of miles of brain and body pathways. It also formulates chemical messengers that shuttle from one organ to another, issuing the instructions that help sustain your life. But to do all this, your body requires some raw materials. These include over 40 vitamins, minerals, and dietary components that your body needs but cannot manufacture on its own in sufficient amounts. Vitamins and minerals are considered essential nutrients—because acting in concert, they perform hundreds of roles in the body. They help shore up bones, heal wounds, and bolster your immune system. They also convert food into energy, and repair cellular damage.

But trying to keep track of what all these vitamins and minerals consumed through regular food can be confusing. BE YOUNG™ - My 75 Micronutrients Nutrient Pills is intelligent all-round nutrition with 14 Vitamins, 14 Minerals, 22 Amino Acids, 25 Bio-nutrients. Daily 5 in 1 action - Complete RDA in one Nutrient Pill.



GUT & STOMACH NUTRITION



Looking after your digestive health is just as important as caring for your mental health. Optimizing your nutrition can help you take control of your emotions and behavior, handle life's inevitable challenges, and bounce back when unexpected things happen.

Paying attention to your gut-brain connection – it may contribute to anxiety and digestion problems. The brain has a direct effect on the stomach and intestines. For example, the very thought of eating can release the stomach's juices before food gets there. This connection goes both ways. A troubled intestine can send signals to the brain, just as a troubled brain can send signals to the gut. Therefore, a person's stomach or intestinal distress can be the cause or the product of anxiety, stress, or depression. That's because the brain and the gastrointestinal (GI) system are intimately connected. Like all complicated machinery, the digestive tract doesn't always run smoothly. What we eat, and how we eat, can also throw off digestive health. BE YOUNG™ - Lignoflex Nutrient Pills helps you feel better about the foods you enjoy.

PROTEIN DAILY FOOD



Putting it all together- to your body, protein from meat looks and acts the same as protein from peanuts. What's different is the protein "nutrition package" — the fats, carbohydrates, vitamins, minerals, and other nutrients that come along with protein. BE YOUNG™ - My Daily Protein Shake fuels your body everyday with Elachi Flavor Protein Super food + 75 micronutrients complex. This Ready to drink shake is intelligent performance nutrition in an easy to use delivery format. this product delivers 9 roles of protein. Over 6 Million protein shake servings has been consumed during the year.

When you are managing and balancing a busy life of work, family, fun, and other responsibilities, who has time to think about what you are going to eat three to six times a day? However, the lifestyle filled with Be Young Nutrient Pills & Meals is beneficial, not just for your health, but also for your well-being.

EYE NUTRITION



On survey of five senses asking participants which one they are most afraid of losing? Most people answered is the ability to see. Because our eyesight is so precious, it's no wonder that myths abound about your eye health, what can damage our eyes — , and what can protect them. It's important to know what to do not only when disease strikes, but what to do to prevent it. You should know the warning signs. You should know how a self-assessment is made. And you should know your best wellness nutrition options.

The good news is, with the proper nutrition decisions, those eye issues can be addressed and controlled and their potential to compromise your sight can be halted. BE YOUNG™ - GoodVision Nutrient Pills is powered with the benefits of Cod liver oil which is a great source of Vitamins A, D, and E as well as Iodine. It is also an excellent source of healthy Omega 3 fatty acids in the form of EPA (Eicosapentaenoic acid) and DHA (Docosahexaenoic acid). Both are essential for eye and brain health and only found richly in fish sources, algae, and seafood. It helps in reducing the effects of Dry eyes. Cod liver oil is the preferred source for EPA and DHA, the omega-3 essential fatty acids that are among the most important nutrients for the development, function, and maintenance of eye tissue throughout life.





BONE & JOINT NUTRITION



Mobility, which incorporates bone and joint health, is becoming a key concern for a range of demographics. We have seen a shift away from chemical, synthetic drug treatments towards a more natural, holistic and preventative approach when it comes to health and wellness in general, including maintaining structural health.

Bone and joint health concerns do not just affect seniors. It also has an impact on younger consumers, such as so-called 'weekend warriors,' who exercise once or twice a week. As this group leads busier, more active lifestyles, a bone and joint nutrition positioning is also adding value to sports and performance products. Fitness enthusiasts are often already supplement users and this demographic is therefore primed to consider bone and joint support earlier in life, particularly as regular wear and tear starts to take its toll.

As more people adopt healthier, more active lifestyles, we are constantly working on setting to focus on prevention, rather than medical treatment. Increasing numbers of consumers are realizing that strengthening bone and joint health from an early age could help to reduce complications later in life. In terms of delivery formats, soft gels are a firm favorite amongst many bone and joint health consumers, as they enable the safe and secure delivery of a wide range of ingredients including powders, liquids and semi-solids.

Whether you're trying to bone up on nutrients to help prevent osteoporosis, maintain healthy cartilage, or ease the discomfort of osteoarthritis, DHC Bone & Joint Nutrition is the nutritive health solution. While the popularity of this segment will keep growing, we are constantly working to keep up with consumer's demand for more enticing and innovative product formats and formulation to incorporate RDA into their daily nutrition.

- 90+ Million BeYoung Servings consumed
- Sale of Rs. 443 Million
- EBDITA of Rs 169 Million (38.17%)
- PE Multiple 9-10
- Market Cap Rs 1500 Million

Driving Eminence in Growing Wellness Goals

DHC is growing through superior product performance, quality & packaging, sales execution, and consumer & influencer value, influencer communication.

Five Measures of Noticeable Eminence

PRODUCTS



Eminence starts with superior products — products so good, consumers recognize the difference.

SALES EXECUTION



We work collaboratively with our consumers to deliver superior sales execution — online with the right content, product portfolio tailored to wellness goals, and Be Young member offerings.

CONSUMER & INFLUENCER VALUE EQUATIONS



We're focused on delivering value to consumers and our influencers.

INFLUENCER COMMUNICATION



Product and nutrition benefits need to be communicated with the purpose — brand influencing, that makes you think, talk, smile, act and, of course, buy.

QUALITY & PACKAGING

These products are delivered in convenient packaging — packaging that attracts consumers, conveys the brand equity and closes the sale. We are constantly working on improving packaging.



Quality is guided implementing the “Farm to Nutrient Pill” system, we harvest and yield food components that are grown for the most part in India using the highest agricultural standards. To produce our nutritional solutions, the company synergizes compliance, health and hygiene standards of that of a pharmaceutical medicine production with food production process. We get compliance from regulatory agencies that govern food products standards (FSSAI, EQFS, WHO, GMP, QMS, etc.). Then we perform our own science-based product development process to ensure our food products have the highest quality of nutrients.

EMINENCE LEADS TO GROWTH AND VALUE CREATION

When we excel across these measures of noticeable eminence, we deliver on key business success metrics:



Sales



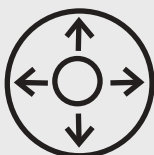
Profit



Market share



Household Penetration



Market Size



Where we achieve noticeable superiority on at least four of the five eminence measures, we deliver on the business success metrics 80% of the time.

Our nutritional solutions combine “what’s needed” with “what’s possible” Helping consumers and customers **STAY W.O.W — Wealth. Of. Wellness** With over 200,000 registered users on the e-commerce Be Young Store, we’re focused on growing wellness goals consumers shop.

1500 Product Portfolio



73 Unique Products meeting specific Consumer wellness goals



200 Differentiated Products



1000+ Million Servings consumed by consumers



Be Young has driven sales growth The wellness goals market is growing in high double digits, with Be Young growing share in the nutraceuticals category.



All DHC products are based on an extensive raw materials procurement system. Be Young's bestseller — BE YOUNG™ - My Daily Protein Shake — contains Whey concentrate 80% and works to perform 9 roles of protein.

BE YOUNG™ - My Daily Protein Shake is presented in quality and easy delivery format that builds the brand's equity and consumer confidence in the product.

- One Protein plays 9 vital roles in our body
- Growth & Maintenance
 - Boost body chemistry
 - Boost messaging between body cells
 - Improve structure and elasticity
 - Maintain body alkaline
 - Balance body fluid
 - Improve immunity
 - Improve nutrients transportation
 - Boost energy & strength

.....
Winning the food ingredients science



PRODUCTS



QUALITY & PACKAGING



Stay Young focuses on tapping international markets. With new exports to Mauritius and Kenya in 2018, Africa is a bright spot as we continue to grow with our strong distributors there.



There is no "one size fits all" solution to health and nutrition. What works for one person may not work for the other, since our bodies respond differently to different foods, depending on demographics, and other health factors. DHC has designed nutritional solutions that are tailor-made and right to achieve the RDA as per demographics and other health factors.

Stay Young's distinctive and appealing nutritional solutions shows off the product and lets consumers and retail customers experience the nutrition benefit.



Be Young expanding reach efforts — like the #beyoungbharat has helped grow new Be Young users.



At Be Young, a trained health and wellness influencer creates Immersive wellness experiences like supporting physical health and mental wellbeing aspects, enhanced by nutrition education. In-house IT and software supports a meaningful consumer connection, contributing to Be Young's growing online share.



This combination of product, quality, nutrition communication and consumer relationships delivers consumer delight that supports Be Young's premium position.



SALES EXECUTION



**CONSUMER & INFLUENCER
VALUE EQUATIONS**



**INFLUENCER
COMMUNICATION**



In Kenya, Stay Young's demand has increased, supported by compelling brand messaging that clearly communicates the product benefits.



When we showcase a Stay Young product at shelf with our product lineup, category growth is 1–2 percentage points ahead of the average, driven by consumers adding nutritional supplements to their shopping baskets.



Consumers see the nutritional value and there is tremendous upside.

DELIVERING GROWTH BY STRATEGIC MARKETING

Tiny but mighty nutritional solutions, derived from foods like nuts and seeds deliver nutrient punch with every dose.

A nutritious diet helps pave the way to a healthy heart and blood vessels, strong bones and muscles, a sharp mind, and so much more. Confused about what constitutes a nutritious diet? You aren't alone.

Over the years, what seemed to be flip flops from nutrition research combined with the flood of diet books and diet plans based on little or no science have muddied the water. But a consensus has emerged about the basics, which are really pretty simple. An important take-home message is to focus on nutrients such as fat, dietary cholesterol, or specific vitamins, micronutrients rather than focusing on types of foods you eat and your overall dietary pattern.

There are no single nutrient or vitamin that can make you healthy. Instead, there are key combinations of nutrients that together can dramatically reduce your risk for disability, discomfort and disease.

To produce our high quality nutritional solutions, we select the best ingredients on the market. We work to develop and manufacture with proven abilities to meet our rigid standards for quality production, delivery. Our state-of-the-art facility enables us to produce products in quantities tailored to our sales volume, thereby ensuring smart storage time, optimal freshness and maximum nutritional value.



Strategising influencers to mass reach with one-to-one precision, enabled by data and technology.



Building Community through focused nutrition education and training.



Strategic in-house software and IT solutions - getting our hands on the keyboard for online sales.



Creating brands for a purpose, to be a force for good, and a force for growth.

DECCAN TRAINING ACADEMY

We designed social influencer selling to increase sales. Social influencer selling is taking part in community where consumers are encouraged to participate, listen, understand, share and engage. 6000+ social influencers influence our sales. The SSI are trained in SSI skill by a professional Deccan Training Academy team.

ENGAGING

Only by fully understanding the wellness goals of our consumers can we fully engage them. That's what makes what we do different – it grabs and holds each consumer's attention, so that they are eager participants not just spectators. Most of all we care about making a difference. From giving our consumers the nutrition they need to succeed in their role and helping our rising stars to shine, to seeing their influencer business evolve and prosper because of it. Be Young empowers people to Stay W.O.W - Wealth. Of. Wellness!



INSPIRING

We love inspiring people to reach their full potential – to be more, to achieve more. No other kind of growth comes close to enabling every individual we work with to learn, do and be something they never thought possible. Our trainers are a positive force for good and change for every wellness member and influencer. They offer all the subject expertise, experience and training you'd expect, of course. But beyond that it's their sheer energy and enthusiasm which motivates, involves and includes everyone in the room.



TRANSFORMING

We passionately believe the right nutrition and health education, training and development strategies and solutions are a straightforward and rapid way to build the wellness community. This focus on evolving our communities through developing our consumers makes sense because the attitude and culture of our teams is pivotal to unlocking their potential and, therefore, our business's value and growth. We also believe community transformation is an ongoing process. The number fitness conscious millennials who are enjoying the products are true ambassadors for the products and help us serve the 700 billion people globally.



DRIVING EMINENCE ACROSS GEN-X and MILLENNIALS

Millennials are more likely to prefer and purchase and do much of their shopping online. This year, we grew share in 3 of our top 5 categories in e-commerce.



200,000 + registered users on Be Young Store in 2018-19 representing consumer engagement and a significant growth opportunity.

Accelerating New Thinking On Daily Nutrition

Our basis for growth is meaningful and noticeable eminence in all elements of our consumer proposition — products, quality & packaging, influencer communication, sales execution and superior value.

Eminence starts with high quality products — products so good, consumers feel the difference. Quality products are delivered in convenient delivery format — delivery format that helps achieve consumer's wellness goals, conveys the brand equity and closes the sale. Quality product and its benefits need to be communicated through education that engages consumers.

Visible online execution means having the right assortment, content, product forms, sizes, price points, sales execution. The last element is consumer and influencer value equations. For consumers, this means the value of the total proposition — quality product, wellness goal, communication, E-commerce store and price. For influencers, it includes commission, business generation, basket size and category growth.

Focus on RDA and stop aiming for a particular amount of servings in each food category

Trying to hit the mark on a healthy diet can be challenging. You need to eat enough of the right foods to meet your body's nutrients-(Micro nutrients & Macro nutrients) needs.

Experts have tried to guide over the years by recommending goals of daily food servings — such as five to eight servings of fruits and vegetables per day. But your idea of serving sizes may differ from someone else's. That's led to confusion and, now, change.

Daily RDA goals: Dietary guidelines have shifted away from daily food goals measured in servings. Instead, they now focus on daily RDA average daily level of intake sufficient to meet the nutrient requirements of nearly all (97%-98%) healthy people. RDA apply to vitamins and minerals from food and daily supplements. The purpose of these guidelines is to inform you how much of a specific nutrient your body needs on a daily basis. It is important to meet your daily recommended dietary allowances so that your body gets everything it needs to function.

Quality. Value. Service.

Data shows that uniqueness drives our business, but no single element is a magic bullet. It's the combination across all elements that creates winning business model. Where we achieve growth on at least four of the five elements, we deliver on all measures of business success 80% of the time — growing influencer penetration (more households using our products in a given year), growing the market, and growing market share, sales and profit.

Working on this model in place, we drive growth. There are quite a few examples of where this is happening, including our Be Young sales in Maharashtra, Delhi and several markets in the hindi speaking Indian belt. Our Daily Nutrition & Energy segment is reaching out and far in Assam and many North Eastern India markets. Delivering accelerated organic sales growth requires superiority in our business — in each key influencer strategy, in each key wellness goal, in our largest and fastest-growing markets, and in all channels where consumers shop for our products.

We've been bringing wellness to the world with the highest quality supplements at the greatest value and expert, consumer centric service. It all starts by offering only top-quality products made with superior ingredients. We control our products from concept to Food Pill to bring you nutritional solutions you can rely on. When you purchase a Deccan Health Care product, you know you're getting the very best.



LEVERAGING INNOVATION & GROWTH PRINCIPLES

PRODUCTS - R&D


Micronutrients Interacting—in good ways and bad: Many micronutrients interact. Vitamin D enables your body to pluck calcium from food sources passing through your digestive tract rather than harvesting it from your bones. Vitamin C helps you absorb iron. The interplay of micronutrients isn't always cooperative, however. For example, vitamin C blocks your body's ability to assimilate the essential mineral copper. And even a minor overload of the mineral manganese can worsen iron deficiency.



We're innovating faster and more effectively using consumer feedback, research and nutrition science to deliver “what's needed” with “what's possible”. The difference between “just right” and “too much” of the nutrients is often tiny. When you take supplements, it's important to make sure you're meeting the RDA. Development of our products was accelerated by partnerships-co-designing with influencers and working with consumer data to create.

QUALITY & PACKAGING

One of the ways we show our commitment to quality and integrity at DHC is through our registrations, certifications and being accredited by the some of the world's leading authority on standards development, manufacturing and quality. The WHO-GMP mark is a recognized symbol for its value in international trade around the world and is respected by regulatory agencies at the local, state and federal levels. GMPs are guidelines that provide a framework for developing quality systems that ensure products will meet the requirements for identity, strength, composition, quality and purity. All ingredients used in our products require documentation, including a Certificate of Analysis, ensuring that they meet our product specifications. We are designing to improve packaging for e-commerce shipping with the goal to deliver significantly better in-use experience and address package advantages — we've just started working on this.



*Manufacturing the nutrient pill
and meals
using Science and Technology landscape
in compliance with the global regulatory
standards*

DHC is fully integrated with a Innovation and manufacturing Centre at Pantnagar – Uttarakhand made with an investment of over Rs. 250 million, with area of 36000 sq. mts and a capacity of 300 million product servings per 8 hour shift using latest technology and equipment for manufacturing nutrient pills and meals.

Skilled Technical manpower, know-how, latest technology, pharmaceutical grade equipment are used for manufacturing.

All ingredients used in our manufacturing require documentation, including a Certificate of Analysis, ensuring that they meet our product specifications. Ingredients are tested at various stages throughout the production process to verify purity and potency.

All finished products are inspected by our Quality Control specialists and tested for purity and potency to ensure that each supplement contains exactly what's stated on the label.



Air flow in from HVA
to air handler





Delivering Growth to Fuel Investments

We will continue to drive growth to fund investments in eminence, improve our industry-leading margins and generate profit. We successfully declared revenue of Rs. 398 million in March 2018, and we are on track delivering revenue of Rs. 443 million in March 2019.

We're dramatically working on our value chain. Over the past few years, we have made major investments into the value chain to ensure it remains a competitive advantage for DHC. We're making progress toward our vision of synchronizing the supply chain, with consumer purchases triggering updates to our manufacturing schedules in plant and orders dispatch to consumers.

Our customer service center in North India is enabling faster customer response times and optimized resolution to improve customer service levels. We're also taking steps to launch our brand in the media along with positioning how our brands work with agencies, and we're pioneering new approaches to continually improve our brand building.





Structuring our Organization and Culture to Win

We continue to structure our organization and culture to position us to win in the evolving e-commerce and challenging landscape. We have more to do, but we are placing the structure and clarifying responsibility and accountability by tailoring the organization to win by channel and by demographic.

To speed up decision-making, we're moving more resources to our business expansion and Be Young store. This includes a significant portion of Corporate resources, so they can serve consumers with higher accountability, more agility and greater speed. In addition, we're increasing influencers in India.

At the same time, we continue to drive more mastery and depth in each channel, to supplement our internal talent with skilled, experienced hiring.

All organization and culture structuring is aimed at creating a company that is more agile, more accountable, more efficient and more productive — designed to win with consumers at the speed of the market



**Over 25 Certifications
and Licences Including
that from Ministry of
Consumer Affairs India**

#beyoungbharat understanding women's unique nutritional needs

Building Citizenship into Building the Business

Trying to balance the demands of family and work or school—and coping with media pressure to look and eat a certain way—can make it difficult for any woman to maintain a healthy diet. But the right nutrition can not only support your mood, boost your energy, and help you maintain a healthy weight, it can also be a huge support through the different stages in a woman's life.

As children, boys' and girls' dietary needs are largely similar. But when puberty begins, women start to develop unique nutritional requirements. And as we age and our bodies go through more physical and hormonal changes, so our nutritional needs continue to evolve, making it important that our diets evolve to meet these changing needs.

While women tend to need fewer calories than men, our requirements for certain vitamins and minerals are much higher. Hormonal changes associated with menstruation, child-bearing, and menopause mean that women have a higher risk of anemia, weakened bones, and osteoporosis, requiring a higher intake of nutrients such as iron, calcium, magnesium, vitamin D, and vitamin B9 (folate).

Why many women fall short of the RDA ?

As women, many of us are prone to neglecting our own nutrition needs. You may feel you're too busy to eat right, used to putting the needs of your family first, or trying to adhere to an extreme diet that leaves you short on vital nutrients and feeling cranky, hungry, and low on energy. Women's specific needs are often neglected by dietary research, too. Studies tend to rely on male subjects whose hormone levels are more stable and predictable, thus sometimes making the results irrelevant or even misleading to women's needs. All this can add up to serious shortfalls in your daily nutrition.

While what works best for one woman may not always be the best choice for another, the important thing is to build wellness around your vital nutritional needs. Whether you're looking to improve your energy and mood, combat stress or PMS, boost fertility, enjoy a healthy pregnancy, or ease the symptoms of menopause, our scientifically curated nutrition for women based on RDA can help you to stay healthy and vibrant throughout your ever-changing life.

- Mohita
(Chief Business Officer)



Awards & Recognition

The CEO Magazine



BE YOUNG: LEVERAGES ITS PROFITABLE E-COMMERCE PLATFORM IN THE \$4BN INDIAN NUTRACEUTICAL INDUSTRY THROUGH INNOVATIVE FOOD PILLS AND NUTRITIONAL MEALS

- E-COMMERCE PLATFORM BE YOUNG BRINGS 200,000 NEW REG. 2000+ NEW CUSTOMERS (NUTRACEUTICALS) EVERY MONTH
- BY INTRODUCING THE BE YOUNG MEALS AND BE YOUNG PROTEIN DRINKS, BE YOUNG IS BEING RECOGNIZED AS AN INNOVATIVE AND DISRUPTIVE STARTUP



MEETA GUPTA
CEO, Deccan Health Care, Founder & Co-Founder

Decan Health Care (DHC), an nutraceutical and e-commerce platform, has been recognized as a disruptive and innovative startup in the Indian nutraceutical industry through its profitable e-commerce platform, BE YOUNG. BE YOUNG is a disruptive and innovative platform that has brought 200,000 new registered customers (nutraceuticals) every month. BE YOUNG is also recognized as an innovative and disruptive startup in the Indian nutraceutical industry through its innovative food pills and nutritional meals.

INNOVATIVE FOOD PILLS & NUTRITIONAL MEALS: FRESH PRODUCTS BY CREATING THE LATEST TECHNOLOGY, LABORATORY, DESIGNING, PRODUCTION, SUPPLY, LOGISTICS AND SUPPORT

Deccan Health Care (DHC) is a nutraceutical and e-commerce platform that has brought 200,000 new registered customers (nutraceuticals) every month. BE YOUNG is also recognized as an innovative and disruptive startup in the Indian nutraceutical industry through its innovative food pills and nutritional meals.

BE YOUNG: LEVERAGES ITS PROFITABLE E-COMMERCE PLATFORM IN THE \$4BN INDIAN NUTRACEUTICAL INDUSTRY THROUGH INNOVATIVE FOOD PILLS AND NUTRITIONAL MEALS

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NuffoodS Spectrum



BE YOUNG: LEVERAGES ITS PROFITABLE E-COMMERCE PLATFORM IN THE \$4BN INDIAN NUTRACEUTICAL INDUSTRY THROUGH INNOVATIVE FOOD PILLS AND NUTRITIONAL MEALS

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FCC Business Connect



The Power of Purpose

New Nutraceuticals for Improving Health and Fitness of Consumers through Natural Pills

Deccan Health Care (DHC) is a nutraceutical and e-commerce platform that has brought 200,000 new registered customers (nutraceuticals) every month. BE YOUNG is also recognized as an innovative and disruptive startup in the Indian nutraceutical industry through its innovative food pills and nutritional meals.

BE YOUNG: LEVERAGES ITS PROFITABLE E-COMMERCE PLATFORM IN THE \$4BN INDIAN NUTRACEUTICAL INDUSTRY THROUGH INNOVATIVE FOOD PILLS AND NUTRITIONAL MEALS

BE YOUNG: LEVERAGES ITS PROFITABLE E-COMMERCE PLATFORM IN THE \$4BN INDIAN NUTRACEUTICAL INDUSTRY THROUGH INNOVATIVE FOOD PILLS AND NUTRITIONAL MEALS

WEDNESDAY 1 JULY 2018

THE HANS INDIA

• A New Weekly published from Wednesday | Tuesday | Day off | Anniversary | Publications | Business | Finance | India

Deccan HealthCare among top brands

HANS BUSINESS

Deccan HealthCare Ltd. ranked among the top 500 brands in the world in the 2018 Brand Finance Global 500. Deccan HealthCare Ltd. is a nutraceutical and e-commerce platform that has brought 200,000 new registered customers (nutraceuticals) every month. BE YOUNG is also recognized as an innovative and disruptive startup in the Indian nutraceutical industry through its innovative food pills and nutritional meals.

HANS BUSINESS

Deccan HealthCare Ltd. ranked among the top 500 brands in the world in the 2018 Brand Finance Global 500. Deccan HealthCare Ltd. is a nutraceutical and e-commerce platform that has brought 200,000 new registered customers (nutraceuticals) every month. BE YOUNG is also recognized as an innovative and disruptive startup in the Indian nutraceutical industry through its innovative food pills and nutritional meals.

Mr. Meeta Puroshotam Gupta

Chairman & Managing Director

DECCAN HEALTH CARE LTD.

HYDRABAD

Bear Mr. Gupta,

Congratulations!

Out of the 358 S&P 500 companies listed on the Indian stock exchange, Deccan Health Care Ltd. has been ranked as one of the most progressive and growth oriented companies in S&P 500 category for the year 2018.

We at D&S Street Investment Journal (DSIJ) believe that your company has the potential and flexibility, but surely will be one of the few companies migrating to Main Board category in the near future.

Awards & Recognition



**Sustainability Solution
Provider of the Year 2019**
India Sustainability Summit & Awards
2019



**International Gold Star Awards
For Talented Personalities**
Global Achievers Foundation



**Fastest Growing Online
Nutraceutical Store**
CIMS Medica Nutrition & Wellness Awards
2018



**Honoured as Speaker in
the Scientific Session**
70th Indian Pharmaceutical Congress
2018, organised by IPCA



**Certificate of Appreciation
for Supporting Gender
Diversity in India**
Asian Women
Leadership Summit 2018



**Woman Entrepreneur
of the Year 2018**
Future Woman Leader
Summit & Awards 2018



**Sustainable Product
Innovation Award**

World Federation of CSR and
World Sustainability Congress



Best Wellness Brand

Associate Chambers of Commerce &
Industry of India Certificate of Excellence



**Leader with a
Purpose Award**
Transformance India Leadership
Summit & Awards 2018



**Best Fastest Growing
Online Nutrition Store**

Associate Chambers of Commerce &
Industry of India Certificate of Excellence



**The Most Inspiring Women
in Business 2019**

Business Connect Magazine



Chart No. 10000 Single
Category: Most Women Transforming India (2019) - NITI Aayog
Please check our transparency framework to the list of nominees and winners
available at: <https://www.niti.gov.in> or info@niti.gov.in

**National Institution for Transforming
India, a policy think tank of the
Government of India Ranked Ms Mohita
Gupta in Top 200 Women Transforming
India**

**Deccan Health Care Ltd
Ranked Among Top 50 Brands
Transforming India 2019**

&

**Ms. Mohita Gupta, Chief Business Officer,
Awarded For Leaders Who Are Transforming India,
Top 50 Transformational Business Leaders 2019
At House of Lords, British Parliament and the
Westminster Conference Centre, London**

The glittering evening at the iconic British venue at London's heart in Westminster witnessed Deccan Health Care and Ms. Mohita Gupta our Chief Business Officer, being awarded in front of stalwarts of industry experts and corporate luminaries. It is a proud moment for our Company, with Ms. Mohita Gupta receiving the award for India's 50 Transformational Brands on behalf of the Company in London. For her contribution in the business world and social impact created, she has been awarded as one of the Top 50 leaders who are Transforming India, Top 50 Transformational Business Leaders 2019.

The two days mega corporate festival was held at the iconic House of Lords, British Parliament and the Westminster Conference Centre. While the first day saw India's 50 Best Companies and their leadership in an incredible network at the iconic House of Lords, British Parliament, the second day of was an assembly of the best minds coming together for discussions on India's glorious future along with a recognition ceremony for India's 50 Best Companies and its leadership.



Be Young Wellness Goals

NUTRITION GOALS



CONDITION SPECIFIC GOALS



INGREDIENT SPECIFIC GOALS

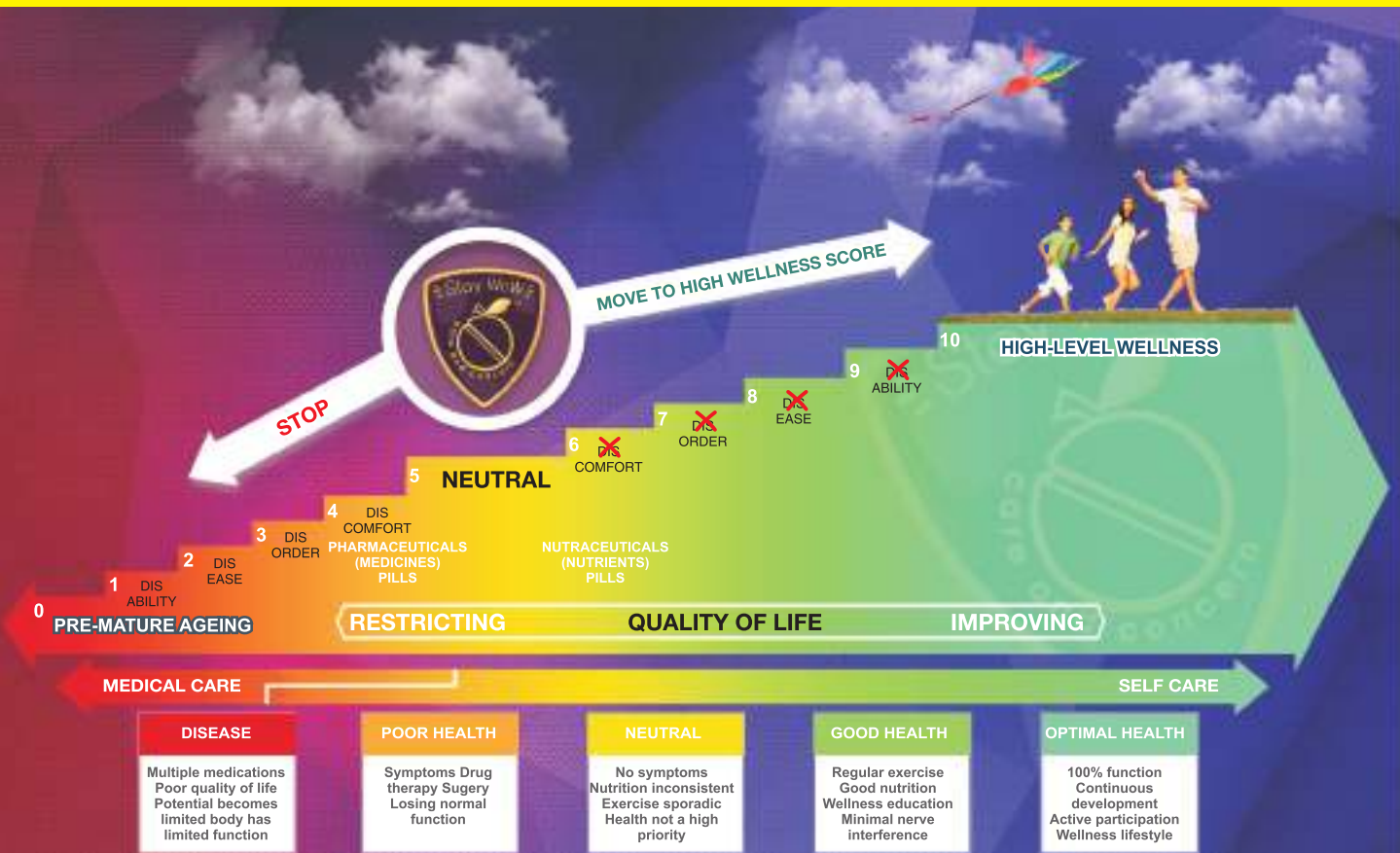


DAILY CARE SOLUTIONS



DHC-OUR PURPOSE:

MOVE YOU TO HIGH LEVEL OF WELLNESS



ILLNESS-WELLNESS CONTINUUM

www.beyoungstore.com

The upcoming
Wellness Product Store
 for all Who decide to move to
 a higher Wellness Score

CAUTIONARY STATEMENT

This document may contain forward-looking statements, including 'forward-looking statements. Words such as 'will', 'aim', 'expects', 'anticipates', 'intends', 'looks', 'believes', 'vision', or the negative of these terms and other similar expressions of future performance or results, and their negatives, are intended to identify such forward-looking statements. These forward-looking statements are based upon current expectations and assumptions regarding anticipated developments and other factors affecting the Company. They are not historical facts, nor are they guarantees of future performance. Because these forward-looking statements involve risks and uncertainties, there are important factors that could cause actual results to differ materially from those expressed or implied by these forward-looking statements.

Except as required by any applicable law or regulation, the Company expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in the Company's expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based.

References in this document to information on websites (and/or social media sites) are included as an aid to their location and such information is not incorporated in, and does not form part of the Annual Report. The brand names shown in this report are trademarks owned by or licensed.

Except where you are a shareholder, this material is provided for information purposes only and is not, in particular, intended to confer any legal rights on you. This Annual Report and Accounts does not constitute an invitation to invest in Company's shares. Any decisions you make in reliance on this information are solely your responsibility. The information is given as of the dates specified, is not updated, and any forward-looking statements are made subject to the reservations specified in the cautionary statement. The Company accepts no responsibility for any information on other websites that may be accessed by hyperlinks.

Designed and produced by DHC Communications.


If you have finished with this document and no longer wish to retain it, please pass it on to other interested readers or dispose of it in your recycled paper waste. Thank you.




Deccan Health Care Limited


CIN: U72200TG1996PLC024351

Innovation & Manufacturing Centre:

 Plot No 13, Sector-03,(SIDCUL) Integrated Industrial Estate,
Pantnager, Udham Singh Nagar-263153 Uttarakhand, India.

 info@deccanhealthcare.co.in

 +1800 274 3338

 www.deccan.healthcare
www.beyoungstore.com
www.stayyoungstore.com
www.deccanhealthcare.co.in

NOTICE

Notice is hereby given that the Twenty Third (23rd) Annual General Meeting of the Members of Deccan Health Care Limited will be held on **Monday, 30th September, 2019, at 3:30 P.M. at Ala - Liberty, Leela Gopal Towers, First Floor, Road No. 12, Banjara Hills, Hyderabad, Telangana - 500 034**, to transact the following business :

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2019, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Hitesh Patel, who retires by rotation and being eligible, offers him-self for re-appointment, in this regard to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT Mr. Hitesh Patel, who retires by rotation and being eligible, be and is hereby re-appointed as Director of the Company, whose office shall be liable to retirement by rotation."

3. To re-appoint Statutory Auditors and to fix their remuneration, and for this purpose, to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013 read with Rule 6 of the Companies (Audit and Auditors) Rules, 2014, [including any statutory modifications(s) or re-enactment(s) thereof for the time being in force] and other applicable provisions, if any, of the Companies Act, 2013, and based on the recommendation of the Audit Committee and of the Board of Directors, M/s Keyur Shah & Co., Chartered Accountants, having Firm Registration No. 141173W, allotted by The Institute of Chartered Accountants of India (ICAI), be and are hereby appointed as the Statutory Auditors of the Company for the maximum number of five consecutive years for which the said firm can be appointed and shall hold office from the conclusion of the Twenty Third Annual General Meeting until the conclusion of the Twenty Eighth Annual General Meeting, at a remuneration to be fixed at the beginning of each financial year by the Board of Directors on the recommendation of the Audit Committee of the Company."

RESOLVED FURTHER THAT the Board of Directors, including any Committee thereof, be and is hereby authorized to do all such acts, deeds, things and matters as may deemed necessary for giving effect to the above resolution, but not limited to issue of appointment letter and filing of returns."

SPECIAL BUSINESS:

4. To consider and if thought fit to pass the following Resolution as an **Special Resolution**:

"RESOLVED THAT pursuant to the provision of Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and as per the resolution passed by the Members of the Board of Directors on 5th August, 2019, in respect of appointment of the Mr. Yezdi Jal Batliwala (DIN 03018605) as the Non - Executive Chairman of the Company, who has attained the age of Seventy Five years, shall continue his office as a Non-executive Director

RESOLVED FURTHER THAT the Board of Directors, including any Committee thereof, be and is hereby authorized to do and perform all such acts, deeds, matters and things and to take all such steps as may be considered necessary to give effect to the aforesaid resolution."

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

"RESOLVED THAT pursuant to the provisions of Sections 197 and 196 read with Schedule V and other applicable provisions of the Companies Act, 2013, consent of the Members be and is hereby accorded for the re-appointment of Dr. Minto P. Gupta as the Managing Director of Company for a period of 3 (three) years with effect from 31st August, 2020 to 30th August, 2023, on the terms and conditions including Remuneration as set out in the Statement annexed to this Notice, with the liberty to the Board of Directors to alter and vary the terms and conditions including the Remuneration so as not to exceed the limits specified in the Act, including any statutory modification(s) or reenactment(s) thereof for the time being in force or any amendments and modifications that may hereafter be made and as may be agreed to between the Board of Directors and Dr. Minto P. Gupta.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things and to take all such steps as may be considered necessary to give effect to the aforesaid resolution."

6. To consider and if thought fit to pass the following Resolution as a **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 197 and 196 read with Schedule V and other applicable provisions of the Companies Act, 2013, consent of the Members be and is hereby accorded for the re-appointment of Mrs. Meenakshi Gupta as the Whole Time Director of Company for a period of 3 (three) years with effect from 31st August, 2020 to 30th August, 2023, on the terms and conditions including Remuneration as set out in the Statement annexed to this Notice, with the liberty to the Board of Directors to alter and vary the terms and conditions including the Remuneration so as not to exceed the limits specified in the Act, including any statutory modification(s) or reenactment(s) thereof for the time being in force or any amendments and modifications that may hereafter be made and as may be agreed to between the Board of Directors and Mrs. Meenakshi Gupta.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things and to take all such steps as may be considered necessary to give effect to the aforesaid resolution."

By order of the Board of Directors
For DECCAN HEALTH CARE LIMITED

Place: Mumbai
Date: 30.05.2019

DR. MINTO P. GUPTA
Managing Director
(DIN 00843784)

NOTES—

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY FORM, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING. NO PHOTOCOPY/ SCANNED COPY OF A COMPLETED PROXY FORM WILL BE ACCEPTED.**
A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. If a person holding more than 10% of the total share capital of the Company is proposed to be appointed as a proxy for a member, such person shall not act as proxy for any other person or shareholder.
2. Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Business is annexed hereto.
3. As per Rule 20(2) of Companies (Management and Administration) amendment rules, 2015 vide Notification Dated 19th March, 2015, A Company Listed under chapter XB (Companies listed on SME exchange) or chapter XC(Companies listed on institutional trading platform without IPO) of ICDR regulations, 2009and having its equity Shares listed on a recognized stock exchange, is out of the ambit of E- voting in its General Meeting and DECCAN HEALTH CARE LIMITED is a BSE SME Listed company and E-Voting is not applicable.
4. Members are requested to notify immediately any change in their addresses to the Company's RTA.
5. A Member or his Proxy will be required to produce at the entrance to the Meeting Hall, the Attendance Slip sent herewith duly completed and signed. Neither photocopies nor torn/mutilated Attendance Slips will be accepted. However, Members who have received the Annual Report on E-mail can download and print the Attendance Slip themselves. These should be completed, signed and handed over at the entrance to the Meeting Hall. The validity of the Attendance Slip will, however, be subject to the Members continuing to hold Equity Shares as on the date of the Meeting.
6. All documents referred to in the Notice and the Statement are open for inspection at the Registered Office of the Company on all working days between 10:00 a.m. to 12 noon upto the date of the forthcoming Annual General Meeting.
7. Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
8. Members are requested to bring their Attendance Slip along with their copy of the Annual Report to the Meeting.
9. In case of joint holders attending the Meeting, only such joint holder, who is higher in the order of names, will be entitled to vote.
16. The Register of Director's Shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.

17. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies of the Annual Reports at the Meeting.
18. Members desiring any relevant information on the annual accounts of the Company are requested to write to the Company well in advance to ensure that such requests reach the Company at least 10 (ten) days before the Annual General Meeting, so as to enable the Company to keep the information ready.
19. The Register of Members and Share Transfer Books of the Company shall remain closed from 24th September, 2019 to 30th September, 2019, both days inclusive. 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, i.e., 23rd September, 2019.
20. M/s M. R. Bhatia & Co, Company Secretaries, Ahmedabad, has been appointed as the Scrutinizer for conducting the voting process in a fair and transparent manner.
21. The Results of voting will be declared within 48 hours from the conclusion of the AGM and the Resolutions will be deemed to be passed on the date of the AGM, subject to receipt of requisite number of votes. The declared Results, along with the Scrutinizer's Report, will be available forthwith on the Company's corporate website www.deccanhealthcare.co.in and also be forwarded to the BSE Limited.

EXPLANATORY STATEMENT
Pursuant to section 102 of the Companies Act 2013

Item: 4:-

Mr. Yezdi Jal Batliwala (DIN 03018605) was appointed as the Non - Executive Chairman of the Company at the Board Meeting held on 5th August, 2018.

Pursuant to the amendment in Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 he shall continue his office as a Non - Executive Director, subject to the approval of the members in the Annual General Meeting.

Mr. Yezdi Jal Batliwala is the Director of TATA Finance Securities Limited. ICICI, foreign exchange and accounts division. He is a Trustee of Sri Sri Institute of Agricultural Science and Technology Trust. He is also the Chairman of Vyakti Vikas Kendra India Trust, a public charitable trust constituted to promote spiritual, educational, cultural and social development activities for the benefit of the public, Honorary trustee at Frohar Foundation, a Zoroastrian Charitable Trust, Director of Sri Sri Inclusive Development Finance and Sri Sri Human Development Finance, Committee member of the Ethics committee at NIMHANS and Meditator with The Art of Living Foundation's tools and techniques for 24 years.

None of the Directors *other than Mr. Yezdi Jal Batliwala*, Managers or Key Managerial Personnel or any of the relatives of any of the Directors, Managers or Key Managerial Personnel of the Company is interested or deemed to be interested, financial or otherwise, in the proposed resolution and the proposed resolution does not relate to or affects any other company.

Item No. 5

The tenure of Dr. Minto P. Gupta, as the Managing Director of the Company, will cease on 30th August, 2020. The Board, at its Meeting held on 30th May, 2019, proposed the re-appointment of Dr. Minto P. Gupta as the Managing Director for a further period of three years commencing from 31st August, 2020 to 30th August, 2023, on the terms and conditions set out in the disclosures made herein pursuant to Section 197 the Companies Act 2013, subject to approval by the Members of the Company at this Annual General Meeting:

Dr. Minto P. Gupta, the founder of the Company passed his B.Sc and M.Sc from Bombay University. He also has a Certified Packing Course with the Indian Institute of Packing, Bombay. He participated in the Thirteenth Management Development Programme conducted by Bombay Management Association and was a Visiting Lecturer at Sophia College during the academic years 1979-1981. He was a part of the Research Study with Chemical Physics Group at Tata Institute of Fundamental Research (TIFR). He also experimented on a possible overlap of the binding regions of BPB (bromophenol blue) or BPR (bromophenol red) and BBS (Biebrich Scarlet) on the lysozymes molecules. Additionally, he worked on for preparation of polysaccharides by hydrolysis of chitin.

The terms and conditions on which Dr. Minto P. Gupta is proposed to be reappointed as Managing Director are as under:

Salary - Rs. 90 Lakhs per annum

The following perquisites shall not be included in the ceiling on perquisites :

- i. Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961;
- ii. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and
- iii. Leave encashment at the end of tenure.

None of the Directors *other than Dr. Minto P. Gupta and his wife Mrs. Meenakshi Gupta*, Managers or Key Managerial Personnel or any of the relatives of any of the Directors, Managers or Key Managerial Personnels are interested or deemed to be interested, financial or otherwise, in the proposed Resolution and the proposed Resolution does not relates to or affects any other company.

Item No. 6

The tenure of Mrs. Meenakshi Gupta, as the Whole Time Director of the Company, will cease on 30th August, 2020. The Board, at its Meeting held on 30th May, 2019, proposed the re-appointment of Mrs. Meenakshi Gupta as the Whole Time Director for a further period of three years commencing from 31st August, 2020 to 30th August, 2023, on the terms and conditions set out in the disclosures made herein pursuant to Section 197 the Companies Act 2013, subject to approval by the Members of the Company at this Annual General Meeting:

Mrs. Meenakshi Gupta passed her Masters of Science in Education Extension from the Maharaja Sayajirao University of Baroda. She has worked on World Health Organisation (WHO) Project in 1982, conducted extensive research project in Gujarat where she designed and constructed a commercially scalable indigenous water filter. She regularly visits faculty Sankalp Centre For Disabilities. She is also a Member of Inner wheel Club for women, Hyderabad, Member of Sanskriti Old-age welfare association and a visiting faculty in Deepalaya Learning Centre for children Saharanpur.

The terms and conditions on which Mrs. Meenakshi Gupta is proposed to be reappointed as Whole Time Director are as under:

Salary - Rs. 40 Lakhs per annum

The following perquisites shall not be included in the ceiling on perquisites :

- i. Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961;
- ii. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and
- iii. Leave encashment at the end of tenure.

None of the Directors *other than Mrs. Meenakshi Gupta and her husband Dr. Minto P. Gupta*, Managers or Key Managerial Personnel or any of the relatives of any of the Directors, Managers or Key Managerial Personnels are interested or deemed to be interested, financial or otherwise, in the proposed Resolution and the proposed Resolution does not relates to or affects any other company.

By order of the Board of Directors
For DECCAN HEALTH CARE LIMITED

Place: Mumbai
Date: 30.05.2019

DR. MINTO P. GUPTA
Managing Director
(DIN 00843784)

Annexure to Annual General Meeting Notice

Information on Director seeking re - appointment at the ensuing Annual General Meeting (Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

| Name of Director | Date of Birth | Date of Appointment | Expertise in specific functional areas | Qualifications | Directorship in other Public Companies | Membership of Committees of other Public Limited Companies (include only Audit Committee and Shareholders'/ Investors' Grievance Committee) | Other Information | Remarks |
|---------------------|---------------|---------------------|--|------------------|---|---|-------------------|---------|
| Hitesh Patel | 14.06.1975 | 14.12.2016 | Finance Sector, Investment | Higher Secondary | Nutricircle Limited | NIL | Director | |
| Yezdi Jal Batliwala | 07.12.1942 | 01.07.2017 | Administration, Management, Finance, Accounting, Auditing, Networking, | B. Com | Nutricircle Limited SS Inclusive Development Finance Private Limited SS Human Development | NIL | Director | |

| | | | | | | | | |
|--|--|--|------------|--|------------|--|--|--|
| | | | Leadership | | Foundation | | | |
|--|--|--|------------|--|------------|--|--|--|

| | | | | | | | | |
|--------------------|------------|-----------|--|-------|--|-----|----------|--|
| Dr. Minto P. Gupta | 09.08.1958 | 6.02.2000 | Strategic Plannic, three decades of Rnd in the field | Ph. D | Nutricircle Limited Mintokashi Associates and Investments Private Limited Mintakashi FMCH Products India (OPC) Private Limited | NIL | Director | |
| Meenakshi Gupta | 26.03.1960 | 29.10.214 | HR Training and Development | MSC | Mintokashi Associates and Investments Private Limited | NIL | Director | |

DIRECTORS' REPORT

To
The Members of
Deccan Health Care Limited

Your Directors have pleasure in presenting their Twenty Third Annual Report on the business and operations of the Company and the Audited Financial Statements for the financial year ended March 31, 2019.

Financial Summary or Highlights/Performance

(Rs. in Lakhs except EPS)

| Particulars | For the Year ended 31 st March, 2019 | For the Year ended 31 st March, 2018 |
|---|---|---|
| Revenue from Operations | 4,424.79 | 3,782.73 |
| Other Income | 8.40 | 206.92 |
| Total Revenue | 4,433.19 | 3,989.65 |
| Expenses : | | |
| Cost of Material Consumed | 1,935.48 | 1,571.63 |
| Changes in Inventories of Finished Goods and Work-in-Progress | (421.48) | (372.71) |
| Employee Benefit Expenses | 409.22 | 440.94 |
| Other Expenses | 821.08 | 737.50 |
| Finance Cost | 103.57 | 149.76 |
| Depreciation and Amortization Expenses | 128.64 | 128.05 |
| Total Expenses | 2,976.51 | 2,655.17 |
| Profit / (Loss) Before Tax | 1,456.68 | 1,334.48 |
| Tax Expenses : | | |
| Provision for Income Tax (MAT) | 313.97 | 162.87 |
| Less : MAT Credit Entitlement | (313.97) | (162.87) |
| Deferred Tax | 8.63 | (1.50) |
| Profit / (Loss) for the period | 1,448.05 | 1,335.98 |
| Earnings Per Share : | | |
| Basic | 10.29 | 10.26 |
| Diluted | 10.29 | 10.26 |

State of Company Affairs

The Financial Year 2018-19 has been an important year for the Company. The revenue increased to Rs. 4,433.19 Lakhs as compared to the previous year of Rs 3,989.66 Lakhs, an increase of 11%. The Net Profit for the year is of Rs. 1,448.05 Lakhs as compared to previous year of Rs. 1,335.98 Lakhs, which is an increase of 8.39%.

The Management Discussion and Analysis Report given in **Annexure "A"** forms a part of this Report and covers amongst other matters, the detailed performance of the Company in the Financial Year 2018-19.

Dividend

Your Directors have not recommended any dividend for the financial year under review.

Reserves

During period under review, there was no amount transferred to General Reserves.

Initial Public Offer

During the financial year, the Company made an Initial Public Offer (IPO) of 42,12,000 Equity Shares of face value of Rs. 10 each for cash at a price of Rs. 100 per Equity Share (including a share premium of Rs. 90 per equity share) aggregating to Rs. 4,212 Lakhs.

The Offer comprised of a fresh issue of 20,12,000 Equity Shares aggregating to Rs. 2,012 Lakhs and an Offer for Sale of 20,00,000 Equity Shares aggregating to Rs. 2,000 Lakhs.

Post IPO the number of Equity Shares of the Company was increased from 1,35,01,430 Equity Shares of Rs. 10/- each to 1,57,13,430 Equity Shares of Rs. 10/- each.

Directors and Key Managerial Personnel

Pursuant to Section 196, 197 and 203 read with other applicable provisions and Schedule V of the Companies Act, 2013 and the provisions of the Article of Association, the Company at the Meeting of the Board of Directors held on 5th August, 2018, changed the designation of Dr. Minto P. Gupta from Chairman and Managing Director to Managing Director, *w.e.f.* 5th August, 2018.

Simultaneously there was a change in the category of Mr. Yazdi Jal Batliwala, from an Independent Director of the Company to a Non-Executive Chairman of the Company, *w.e.f.* 5th August, 2018.

Pursuant to Section 149 (10) of the Act, read along with the Rules framed thereunder, the Members had at the 22nd Annual General Meeting (AGM) of the Company held on 20th September, 2018, approved the appointment of Independent Directors (viz Mr. Narendra Singh and Mrs. Savita Bhutani). Necessary Resolutions relating to the re-appointment of the above mentioned Independent Directors is included in the Notice of the AGM.

The other Directors in the Board are as follows :

- | | | |
|-------------------------------|---|--|
| A. Mrs. Meenakshi Gupta | - | Whole Time Director |
| B. Mr. Hitesh Mohanbhai Patel | - | Non- executive; Non-Independent Director |

Resolutions relating to the Director who is seeking re-appointment is included in the Notice of the AGM.

As on date, Mr. Minto P. Gupta, Managing Director, Mr. Uttam Kumar Singh, Chief Financial Officer and Ms. Sreya Mitra, Company Secretary & Compliance Officer, are the Key Managerial Personnel of the Company.

Details about Subsidiaries, Joint Ventures or Associate Companies

The Company does not have any subsidiaries, joint ventures or associate companies during the year under the review. Hence, the company does not make any disclosures in form AOC-1 as per the requirements of the Companies Act, 2013 and rules made thereunder.

Details about Related Party Transactions

During the period under review, the following is the related party transactions as defined under Section 188 of the Companies Act, 2013 and rules framed thereunder and same were provided in Form AOC-2 - Annexure "B".

Directors and KMP Remuneration

| | <u>(Rs. in Lakhs)</u> |
|------------------------|-----------------------|
| Minto P. Gupta, MD | : Rs.77.73/- |
| Meenakshi Gupta, WTD | : Rs.29.00/- |
| Uttam Kumar Singh, CFO | : Rs.11.69/- |

Sitting Fees

| | |
|---------------------|--------------|
| Yezdi Jal Batliwala | : Rs. 0.50/- |
| Narendra Singh | : Rs. 0.50/- |
| Savita Bhutani | : Rs. 1.00/- |

Details about Loans, Guarantee & Investment Under Section 186

During the year under review, the Company has complied with the provisions of the Section 186 of the Companies Act, 2013 and rules made thereunder.

Extract of Annual Return U/S 92 (3) in Mgt-9

As per the provisions of Section 92(3) of the Companies Act, 2013 ('the Act') read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the extract of the Annual Return in Form MGT-9 is given in **Annexure "C"**, forming part of this report.

Internal Control System

The Board has procedures for ensuring orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, prevention and detection of fraud, error reporting mechanisms, the accuracy and completeness of the accounting records and the timely preparation of reliable financial disclosures.

Human Resources

The Company believes that quality of its employees is the key to success in long run. The Company continues to have cordial relations with its employees.

Corporate Social Responsibility (CSR)

The Company takes its social responsibility very seriously and supports the report of governing bodies. This report interprets social responsibility and healthcare delivery as both "passive" and "active" in how to manage internal operations and the impact of activities on the community and environment.

At Deccan Health Care we engage in "passive" social responsibilities by complying with regulatory requirements and general ethical standards, such as:

- respecting human rights;
- non- discriminatory work practices;
- protecting privacy rights that improve society;
- having environmental policies and practices that protect our society and environment

We are also committed to "active" social responsibilities that go beyond legal obligations and general ethical standards. We actively pursue the interests and values of individuals and the local and global community and environment. These 'moral obligations' include: actively promoting preventive health education programmes designed to improve the health and quality of life of residents; introducing best practice environmental management.

These all contribute to the common good of people in the workplace, the community and the environment.

Our commitment to diversity and anti-discrimination policies is reflected in the profile of our employees. We have an anti-discrimination policy in place to ensure that there is no discrimination or harassment of any person employed or seeking employment on the basis of their race, colour, religion, gender, age or nationality. In addition, our workforce is nearly equally split between female and male employees. We believe that this widespread cultural and balanced gender mix is testament to our outlook of global expansion.

The Company recognizes the importance and our responsibility of environmental stewardship. Reflecting our role in the sustainable management of India's environment, we are committed to conducting our work in an environmentally responsible way. We operate in compliance with all relevant environmental legislation and we continue to strive to use pollution prevention and environmental best practices in the workplace to minimise our potential impact on the environment.

The Company has well framed the CSR policy for its effective implementation in the Company and the reporting in respect of the Corporate Social Responsibility is as well annexed to the Board Report for your reference as **Annexure "D"**

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

A. ENERGY CONSERVATION

Deccan Health Care Limited has always been a frontrunner in continually improving its operational performance in all areas, like productivity, yield, utilization and a host of other operating metrics, while reducing the consumption of fuel, power, stores and others. This is done by adopting an approach of continual improvement of process metrics across all energy consuming facilities.

The Company is continuously putting its efforts to improve Energy Management by way of monitoring energy related parameters on regular basis.

The Company is committed to transform energy conservation into a strategic business goal fully along with the technological sustainable development of Energy Management System. It is putting best endeavor to reduce energy consumption in its operations and activities.

To achieve above objectives the following steps are being undertaken by the Company:-

- Continuously monitoring the energy parameters such as maximum demand, power factor, load factor on regular basis;
- Continuously replacing the inefficient equipment's with latest energy efficient technology & upgradation of equipment's continually;
- Increasing the awareness of energy saving within the organization to avoid the wastage of energy;
- To enhance utilization of Renewable Energy Resources;
- Exploring the feasibility of utilization of Solar Power at plant locations wherever possible;

B. RESEARCH AND DEVELOPMENT (R& D)

Research, Technology and innovation continue to be one of the key focus area to drive growth. In addition to developing new design, pattern and styles of Company's product, it also works on building new capabilities. To support this, Company avails services of qualified and experienced professionals / consultants.

C. TECHNOLOGY ABSORPTION

The Company develops in-house Technology and is not dependent on any outside Technology/Source.

D. FOREIGN EXCHANGE EARNINGS AND OUTGO

During the financial year under review, there was no foreign exchange earnings and out go.

Any gains or loss arising on account of exchange difference either on settlement or on transactions is accounted for in the Statement of Profit & Loss.

Auditors

a) Statutory Auditor

In the Extra Ordinary General Meeting (EGM) held on 5th October, 2019, M/s. Keyur Shah & Co., Chartered Accountants, (FRN : 141173W), were appointed as the Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation of M/s SLR & Associates, Chartered Accountants, Hyderabad and to hold office as the Statutory Auditors of the Company from the conclusion of the EGM until the conclusion of the ensuing Annual General Meeting

A resolution seeking their re-appointment as the Statutory auditors of the Company forms part of the Notice convening the 23rd Annual General Meeting and the same is recommended for your consideration and approval. They have under Section 139(1) of the Act and the Rules framed there under furnished a certificate of their eligibility and consent for their re-appointment.

Further, the report of the Statutory Auditors along with notes is enclosed to this report. The remarks in the Report are already explained in the Notes to Accounts and as such does not call for any further explanation or elucidation.

b) Secretarial Audit

In terms of Regulation 15 (2) of SEBI (Listing Obligation and Disclosures Requirement) Regulations, 2015, the provisions of Section 24A is not applicable for our Company, being listed on BSE SME Exchange.

Board Meetings

During the year under review, Eight (8) Board Meetings were held, the dates being, 30th June, 2018, 30th July, 2018, 5th August, 2018, 1st October, 2018, 24th December, 2018, 26th December, 2018, 31st January, 2019 and 26th March, 2019.

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Board Committees

During the year under review, the Board of Directors of your Company had constituted and re-constituted various Committees and approved the terms of reference / role in compliance with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 viz. Following are the Committees of Board and its Members as at the financial year end date i.e. 31-03-2018.

Committees

| Committees | Name of Director | Designation |
|---------------------------------------|-------------------------|--------------------|
| 1. Audit Committee | Narendra Singh | Chairman |
| | Hitesh Patel | Member |
| | Savita Bhutani | Member |
| 2. Stakeholder Relationship Committee | Narendra Singh | Chairman |
| | Savita Bhutani | Member |
| | Hitesh Patel | Member |

| | | |
|--|--|------------------------------|
| 3. Nomination & Remuneration Committee | Savita Bhutani Narendra Singh Hitesh Patel | Chairman Member Member |
| 4. Corporate Social Responsibility | Minto Purshotam Gupta Hitesh Patel Yezdi Jal Batliwala | Chairman Member Member |

Company Secretary will be the Secretary to all the above four constituted Committees.

All decisions pertaining to the constitution of Committees, appointment of members and fixing of terms of reference / role of the Committees are taken by the Board of Directors.

Disclosure as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company has zero tolerance towards sexual harassment at the workplace and has set up Internal Complaints Committee (ICC) for prevention, prohibition and redressal of sexual harassment at workplace 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 2018-19, the Company has not received any complaint of sexual harassment.

Credit Rating

During the Financial Year, there was no credit rating being obtained by the Company.

Deposits

The Company has not accepted any deposits from the public/members under section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rule, 2014 during the year.

Directors' Responsibility Statement

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134 (5) of the Companies Act, 2013;

- (a) That in the preparation of the annual accounts, the applicable accounting standards read with requirements set out under Schedule III to the Companies Act, 2013 have been followed along with proper explanation relating to material departures;
- (b) That such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2019 and of the profit of the Company for the year ended on that date;
- (c) That 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;
- (d) That the annual financial statements have been prepared on a going concern basis;
- (e) That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;

(f) That systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Declaration by Independent Directors

Mr. Narendra Singh and Mrs. Savita Bhutani are the Independent Directors on the Board of your Company. In the opinion of the Board and as confirmed by these Directors, they fulfil the conditions specified in Section 149(6) of the Act and the Rules made thereunder about their status as Independent Directors of the Company.

Performance Evaluation

In compliance with the Companies Act, 2013, and the Listing Regulations, the Board has carried out the annual performance evaluation of the Directors individually as well as evaluation of the working of the Board and the committees of the Board, by way of individual and collective feedback from the Directors.

The following were the Evaluation Criteria:

(a) For Independent Directors:

- Knowledge and Skills
- Professional conduct
- Duties, Role and functions

(b) For Executive Director:

- Performance as Team Leader/Member
- Evaluating Business Opportunity and analysis of Risk Reward Scenarios
- Key Set Goals and Achievements
- Professional Conduct and Integrity
- Sharing of Information with the Board

The Directors expressed their satisfaction with the evaluation process.

Significant and Material Orders passed by the Regulators or Courts or Tribunals impacting the Going Concern Status of the Company:

There has been no significant and material Order passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company's operations.

Vigil Mechanism

The Company has adopted a Whistle Blower Policy establishing vigil mechanism, to provide a formal mechanism to the Directors and Employees to report their concerns about unethical behaviour, 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.

Green Initiatives

As per our green initiative, the electronic copies of this Annual Report including the Notice of the AGM are sent to all members whose e-mail addresses are registered with the Company. For Members who have not registered their e-mail addresses, physical copies of this Annual Report including the Notice are being sent by permitted mode.

Acknowledgements

Your Directors wish to place on record their appreciation of the contribution made by the employees at all level, towards the continued growth and prosperity of your company. Your Directors also wish to place on record their sincere thanks to the Banks and various Government Authorities for the support and co-operation extended to the Company. Your Directors are especially grateful to the shareholders for reposing their trust and confidence in the Company.

**By order of the Board of Directors
For DECCAN HEALTH CARE LIMITED**

**Place: Mumbai
Date: 30.05.2019**

DR. MINTO P. GUPTA
Managing Director (DIN 00843784)

HITESH PATEL
Director (DIN 02080625)

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Developments

According to IMARC, the global nutraceuticals market reached \$266 billion in 2018, registering a CAGR of 6% during 2011-2018. Nutraceuticals are products that provide additional nutrition and health advantages to the human body. As nutraceuticals augment the immune and digestive systems and improve the cognitive behaviour of consumers, their demand is being encouraged at a global level. Increasing awareness around the consumption of healthy foods, shift from chemically derived products to protective healthcare items, steady innovation of natural ingredients used in nutraceuticals and faster growth of e-commerce are some factors driving nutraceuticals demand worldwide. Further, the industry has attained maturity in developed economies like the US. As a result, international manufacturers are now diversifying their businesses to developing regions to expand their consumer base. This shift is further being simplified by rapid urbanisation, increasing western influence, growing middle-class population and inflating income levels of consumers in these countries. Looking forward, the market is projected to reach a value of \$398 billion by 2024, at a CAGR of nearly 7% during 2019-2024.

Company Overview

Incorporated in the year 1996, our Company is into developing, manufacturing and marketing a broad range of healthcare products including nutraceutical, cosmeceutical and ayurveda products. With an operating history of more than two decades, we are primarily known for our premium range of nutraceutical, ayurveda and cosmeceutical products. In the present competitive era of medicines and food supplements, we aim to distinguish our identity by focusing on ways to bridge the nutrition gap which is a recognised cause of many diseases. Our Company has identified over 50 consumer wellness goals and over 200 diseases, disorders, disabilities which can be prevented by meeting RDA of micronutrients and we have innovated and developed cost effective products that are unique and differentiated to meet consumers' wellness goals.

In 2010, we set up our own manufacturing facility at SIDCUL Pantnagar, Rudrapur, Uttarakhand. The quality of our products is evidenced by the number of quality certifications that our Company has obtained from various local and international accreditation agencies. Our facility complies with GMP and WHO GMP for its health / diet supplements and ayurvedic products. We have also obtained FSSAI license for our products. Our Company is also an ISO 9001:2015 certified for Management System for manufacturing and supply of Nutraceutical & Pharmaceutical Products. Spread over 3,536 Sq. mts., our manufacturing facility is equipped with the requisite plant and machineries including Effluent Treatment Plant and other resources required for our manufacturing process. Our R&D capabilities enable us to support our growth strategy by developing new products and process which enhance our range of products and services. We have a diversified product portfolio with our product basket consisting of more than 1,500 products used for various purposes such as hair care, skin care, heart care, immunity building, etc. We have the ability to supply tailored wellness products in various forms such as tablets, capsules, gel, liquids, ointments, powder, pastes and other delivery formats.

We mainly develop and market differentiated healthcare products specializing in nutraceutical and cosmeceutical products, which we commercialize through different revenue channels that takes the products solutions to the consumers which includes network of distributors, influencers, direct to consumers and e-commerce channel for our domestic sales. We have a training centre for our influencers wherein we train them about our product offerings and offer them commission to market our products. As on date of this Annual Report, we have around 6,100 influencers. We have also set up our own portal for commercialisation of our products and their distribution through e-commerce. The online portal for e-commerce is www.beyoungstore.com. Our Company has been receiving encouraging response in this

direction from consumers. We have a PAN India presence in domestic markets. To expand our reach, we have also entered into 2 distributorship agreements with foreign distributors situated in Kenya and Tanzania respectively.

Our Promoters, Dr. Minto P. Gupta and Mr. Hitesh Patel have played an instrumental role in the growth of our Company. Our promoter Dr. Minto P. Gupta has been associated with our Company since incorporation and our Company may be rightly called the brainchild of Dr. Minto P. Gupta. He is the guiding force behind the research and development capabilities of our Company and under his guidance we have been able to successfully execute our business strategies over the years. Our other promoter Mr. Hitesh Patel joined hands with our Company in 2008 and has since then headed the Company for organic and strategic growth by tapping the expansion opportunities available at different phases of our business cycle. With our experienced and dedicated management, we have recorded an annual turnover of Rs. 3,976.07 lakhs in 2018 from Rs. 704.68 lakhs in the year 2014. The said growth was achieved despite our manufacturing unit facing a natural calamity in 2013 which took a span of time for revival.

We believe that one of our USP is we are dealing in FMCH products, which is a fast growing sector. The emerging consumer habits and exposure through digital media and internet is disrupting the wellness sector. The consumers are deeply concerned with management of diseases, which has raised the need of awareness for wellness and prevention and alternative healthcare solutions at an inflection point and we aim to serve the emerging health care consumer with innovative preventive healthcare wellness solutions.

The salient features of our business model are as follows:

- A robust well researched best in the Industry, distinguished Product Portfolio to Meet 52 wellness goals of consumers
- Tested, approved, certified products FSSAI approved
- 73 unique proprietary formulas and 212 distinguished formulas
- Established farm to factory efficient; process-controlled, best price sources of high quality potent raw materials
- Adequate, efficient cost effective, SOP driven, GMP Manufacturing, capabilities and Capacities
- Running an online store www.beyoungstore.com with 1.95 lac consumers selling 60+ products clocking in 1.75-2 Crores revenue per month run rate.
- Functional consumer servicing system serving 100 plus orders a day
- Effective consumer education model both online and offline
- Efficient PIP (Product Information Personnel) recruitment and gratifying system
- A large base of PIP (6000+) in operating geographies
- Effective in-house PIP training and development system
- High operating efficiency with material cost at 30% and expenses at 30% efficiently managing teeth to tail ratio, limiting fixed expenses and cost
- Highly qualified 3-member senior key management team mix of experience and youth
- An expanding #beyoungbharat mission that promotes, achieving RDA (Required Daily Amount) of nutrients and leading a more productive, efficient, energy filled, satisfying and most important a DISEASE-FREE HIGH-QUALITY LIFE, lifelong is slowly and gradually becoming popular and gaining acceptance.

Favorable tailwinds

- Nutraceutical market at inflection point
- People are talking prevention wellness and trying solutions
- Young are health, fitness and beauty conscious
- Increasing incidence stress and lifestyle disease
- Increasing awareness of medicine side effect
- Increasing disposable incomes
- Shortage of quality medical treatment
- Ease of access to information
- Need to live a better-quality life changing aspiration of the young
- Changing life ethos, loyalty and conveniences demand

Key leadership values that drive the Company

We achieve our vision by helping people discover their potential and reach their wellness goals by offering products and opportunities for the future as well as by sharing generously with the global community. To help us realize that vision, we have five enduring values that the business is primarily built on:

Association: DHC is built on the concept of relationship between our stakeholders. The association that exists among the founding families, employees, and influencers, shareholders is our most prized possession. We always try to do what is in the long-term best interest of our stakeholders, in a manner that increases trust and confidence.

Integrity: Integrity is essential to the success of our business. We do what is right. DHC's success is measured not only in economic terms, but by the respect, trust and credibility earned.

Personal Worth: We also acknowledge the uniqueness in each and every individual. Every person is worthy of respect and deserves fair treatment and the opportunity to succeed to the fullest extent of his or her potential.

Achievement: We are builders and encouragers. We strive for excellence in all we do. Our focus is on continuous improvement, progress and achievement of individual as well as group wellness goals. We anticipate change, respond swiftly to it, take action to get the job done, and gain from our experiences. We encourage creativity and innovation.

Personal Responsibility: Each individual is responsible and accountable for achieving personal goals and also for making 100 percent efforts to help achieve the corporate or team goals. By helping people help themselves, we further the potential for individual and shared success. We also have the responsibility to be good citizens in the communities where we live and work

Opportunities and Threats

OPPORTUNITIES

- Increasing availability of Nutraceutical products in domestic and international market.
- Increase in consumer awareness on health problems and their urge to take preventive steps, has been driving the nutraceuticals industry
- Our R&D capabilities enable us to support our growth strategy by developing new products and process which enhance our range of products and services
- Using various media medium of communication like TV, advertising etc.

THREATS

- Increasing competition
- Economic and political disturbances
- New global entrants

Segment Wise or Product Wise Performance

Your Company is not required to bifurcate segment wise or product wise categories.

Outlook

The Indian nutraceutical industry has shown great potential and is well-poised for growth. On the domestic front, there is significant under penetration of nutraceuticals. New initiatives such as Ayushman Bharat, rising penetration of health insurance, improvement in medical infrastructure, growth of diagnostic networks and increased awareness will lead to growth in the sector in the long term.

Focus on Preventive Healthcare: at present, all the major Indian pharmaceutical giants are ventured into Nutraceuticals with the belief that the future is for preventive therapy instead of curative therapy. Awareness and emphasis on preventive therapy has helped to strengthen the consumption of nutraceuticals in the country. Consumers especially from tier 1 cities are becoming progressively health conscious viz-a-viz realizing the importance of dietary supplements in dealing with the ill-effects of the rapidly changing pace of life.

Rapid Retail Growth and E-Commerce: Indian retail sector accounts for 10% of the Gross Domestic Product (GDP) and contributes to 8% of the total employment. India's retail market is expected to double to US\$ 1.3 Trillion by 2020 from US\$ 600 Billion in 2015 driven by income growth, urbanization and attitudinal shifts. The retail spending in major cities of India stood at US\$ 57.5 Billion. Apart from this, India is likely to become the world's largest budding e-commerce industry with the significant investments and substantial number of internet users. Indian e-commerce market will showcase a market size of around US\$ 100 Billion by 2020 from US\$ 22 Billion marked in 2015. Rise in e-commerce growth will bolster the availability of Nutraceuticals online by different manufacturers due to ease and comfort.

Strategy

Long-term Strategy Develop an agile organisation by concentrating on key business enablers:

- Compliance: Compliance with varied international regulations to maintain high quality standards and global customer base
- Customer service: Sharp awareness of customer needs and determined towards delivering quality products in a timely manner
- Capacity and capabilities enhancement: Sufficient capacity to meet demand as well as respond to market opportunities and capabilities enhancement to keep up with technology advancements
- Cost leadership: Continuous improvement of the Company's manufacturing process along with mechanisation to be more competitive and to stay longer in the market place
- Continuity: Business continuity through risk mitigation and sustainability measures

Risk and Concerns

Our business is subjected to various risks and uncertainties and our results of operations and financial conditions are affected by numerous factors including the following:

- Supply and availability of raw material/traded goods;
- Competition from existing and new entrants;
- Performance of our distribution channel;

- Brand image;
- Rate of interest policies;
- Economic and Demographic conditions; and
- Changes in laws and regulations that apply to Nutraceutical Industry in domestic and overseas market.

Internal Control Systems & Their Adequacy

DHC has adequate internal control systems and procedures, covering all financial and operating functions commensurate to its size and nature of operations. A strong internal control framework is among the important pillars of corporate governance and the Company strives to enhance it consistently. It is designed to provide reasonable assurance regarding maintenance of accounting controls and assets from unauthorised use or losses. The Audit Committee considers all internal aspects and advises corrective actions as and when required.

Discussion on Financial Performance with respect to the Operational Performance

The Company continued to show good financial performance in the fiscal year 2018-19, our total revenue increased by 11.12% to Rs. 4433.19 lakhs for the financial year 2018-19 from Rs. 3989.66 lakhs for the financial year 2017-18

Significant changes (i.e. change of 25% or more as compared to the immediately previous financial years) in Key Financial Ratios, along with explanation are as under:

| Particulars | 2018-19 | 2017-18 | Change (in %) |
|-----------------------------|---------|---------|---------------|
| Debtors Turnover Ratio | 2.39 | 1.93 | 24 |
| Inventory Turnover Ratio | 0.59 | 0.80 | (26.25) |
| Interest Coverage Ratio | 15.07 | 9.91 | 52.06 |
| Current Ratio | 4.73 | 2.85 | 65.96 |
| Debt-Equity Ratio | 0.25 | 0.53 | (52.83) |
| Operating Profit Margin (%) | 35.19 | 37.20 | (5.40) |
| Net Profit Margin (%) | 32.73 | 35.32 | (2.59) |
| Return on Net Worth (%) | 21.89 | 28.93 | (24.33) |

The change is due to a better profit margin during this year as compared to last year.

Material Developments in Human Resources / Industrial Relations, Including Number of People Employed

Your Company's employee strength as on 31st March, 2019 was 157. The company has taken steps to improve processes for better talent acquisition, performance evaluation, merit recognition, and higher productivity. The Company has also undertaken initiatives to build stronger employee engagement and talent retention. Core policies to enhance efficiencies have been implemented.

**By order of the Board of Directors
For DECCAN HEALTH CARE LIMITED**

Place: Mumbai
Date: 30.05.2019

DR. MINTO P. GUPTA
Managing Director (DIN 00843784)

HITESH PATEL
Director (DIN 02080625)

FORM NO. AOC - 2

(Pursuant to Clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Particulars of Contracts / Arrangements entered into by the Company with Related Parties referred in sub-section (l) of Section 188 of the Companies Act, 2013, for the year ended 31st March, 2019.

| Sl. No. | Name (s) of the related party and nature of relationship | Nature of contracts/ arrangements/ transaction | Amount (Rs. in Lakhs) |
|---------|---|--|-----------------------|
| 1. | Dr. Minto P. Gupta (Key Managerial Personnel) | Remuneration | 77.73 |
| 2. | Mrs. Meenakshi Gupta (Key Managerial Personnel) | Remuneration | 29.00 |
| 3. | Mr. Uttam Kumar Singh (Key Managerial Personnel) | Remuneration | 11.69 |
| 4. | Mr. Mohak Gupta (Relative of Key Managerial Personnel) | Remuneration | 9.47 |
| 5. | Ms. Mohita Gupta (Relative of Key Managerial Personnel) | Remuneration | 4.79 |
| 6. | Mr. Yezdi Jal Batliwala (Chairman) | Interest | 1.09 |
| 7. | Dr. Minto P. Gupta (Key Managerial Personnel) | Loan Accepted | 167.33 |
| 8. | Dr. Minto P. Gupta (Key Managerial Personnel) | Loan Repaid | 70.75 |
| 9. | Mrs. Meenakshi Gupta (Key Managerial Personnel) | Loan Accepted | 638.75 |
| 10. | Mrs. Meenakshi Gupta (Key Managerial Personnel) | Loan Repaid | 623.26 |
| 11. | Mr. Yezdi Jal Batliwala (Chairman) | Loan Accepted | 11.77 |
| 12. | Mr. Yezdi Jal Batliwala (Chairman) | Loan Repaid | 1.77 |
| 13. | M/s Mintakashi FMCH Products OPC Private Limited (Associate Enterprise) | Purchase | 97.20 |
| 14. | M/s DWC Global Private Limited (Associate Enterprise) | Advance Accepted | 1.00 |
| 15. | M/s DWC Global Private Limited (Associate Enterprise) | Advance Given | 3.74 |

**By order of the Board of Directors
For DECCAN HEALTH CARE LIMITED**

Place: Mumbai
Date: 30.05.2019

DR. MINTO P. GUPTA
Managing Director (DIN 00843784)

HITESH PATEL
Director (DIN 02080625)

FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
as on the Financial Year ended on 31.03.2019

[Pursuant to section 92(3) of the Companies Act, 2013 and
Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

| I. REGISTRATION AND OTHER DETAILS: | | |
|---|---|--|
| i | CIN | U72200TG1996PLC024351 |
| ii | Registration Date | 14 th July, 1996 |
| iii | Name of the Company | DECCAN HEALTH CARE LIMITED |
| iv | Category / Sub-Category of the Company | Public Company - Limited by Shares |
| v | Address of the Registered office and contact details | 247, 2 nd Floor, Punjagutta, Hyderabad, Telangana- 500082, India. E-mail : info@deccanhealthcare.co.in Website : deccanhealthcare.com |
| vi | Whether listed company | Yes |
| vii | Name, Address and Contact details of Registrar and Transfer Agent, if any | Big Share Services Private Limited 1st Floor, Bharat Tin Works Building, Opposite Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai- 400059 Tel No : +91 22 62638200; Fax No. : +91 22 62638299 |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

| Sl. No. | Name and Description of main products / services | NIC Code of the Product/ service | % to total turnover of the Company |
|---------|---|----------------------------------|------------------------------------|
| 1 | Manufacture of Fast Moving Consumer Health Products (FMCHP) | 21003 | 100% |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

| S. No. | Name and address of the company | CIN/GLN | Holding/ Subsidiary/Associate Company | % of shares held | Applicable section |
|--------|---------------------------------|---------|---------------------------------------|------------------|--------------------|
| 1 | - | - | - | - | - |

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):

i) Category-wise Share Holding:

| Category of Shareholders | No. of Shares held at the beginning of the year (1.04.2018) | | | | No. of Shares held at the end of the year (31.03.2019) | | | | % Change During the year |
|--|--|----------|-----------------|-------------------|---|----------|----------------|-------------------|-----------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoter and Promoter Group | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual /HUF | 6032881 | 0 | 6032881 | 44.68 | 6032881 | 0 | 6032881 | 38.40 | 6.29 |
| b) Central Government(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) State Government(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Bodies Corporate | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Banks / Financial Institutions | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Any Other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 1. Group Companies | 2000000 | 0 | 2000000 | 14.81 | 0 | 0 | 0 | 0 | 14.81 |
| 2. Directors Relatives | 2027333 | 0 | 2027333 | 15.02 | 2041733 | 0 | 2041733 | 12.99 | 2.03 |
| Sub-total (A) (1):- | 10060214 | 0 | 10060214 | 74.51 | 8074614 | 0 | 8074614 | 51.39 | 23.13 |
| (2) Foreign | | | | | | | | | |
| a) NRIs - Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Other -Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Bodies Corp. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Banks / FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Any Other.... | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total (A) (2):- | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total shareholding of Promoter (A) =(A)(1)+(A)(2) | 10060214 | 0 | 10060214 | 74.51 | 8074614 | 0 | 8074614 | 51.39 | 23.13 |
| B. Public Shareholding | | | | | | | | | |
| 1. Institutions | | | | | | | | | |
| a)Central/ State Government | | | | | | | | | |
| b) Banks / Financial Institutions | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Mutual Funds / UTI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Insurance Companies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) FIIs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| g) Foreign Venture Capital Investors | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| h) Qualified Foreign Investor | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Any Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total (B)(1):- | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 2. Non-Institutions | | | | | | | | | |
| a) Bodies Corporate | 850000 | 0 | 850000 | 6.30 | 2014849 | 0 | 2014849 | 12.82 | (6.53) |
| b) Individuals | | | | | | | | | |
| i) (Capital upto Rs. 1 Lakhs) | 127400 | 0 | 127400 | 0.94 | 1293583 | 0 | 1293583 | 8.23 | (7.29) |

| | | | | | | | | | |
|--|-----------------|----------|-----------------|--------------|-----------------|----------|-----------------|--------------|----------------|
| ii) (Capital Greater than Rs. 1 Lakhs) | 2436046 | | 2436046 | 18.04 | 3917983 | 0 | 3917983 | 24.93 | (6.89) |
| c) Any Others (specify) | | | | | | | | | |
| i) Trusts | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| ii) Clearing Member | 0 | 0 | 0 | 0 | 395001 | 0 | 395001 | 2.51 | (2.51) |
| iii) Non Resident Indians | 27770 | | 27770 | 0.21 | 17400 | 0 | 17400 | 0.11 | 0.09 |
| iv) Directors Relatives | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| v) Employee | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| vi) Overseas Bodies Corporates | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| vii) Unclaimed Suspense Account | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| viii) IEPF | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Qualified Foreign Investor | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total (B)(2):- | 3441216 | 0 | 3441216 | 25.49 | 7638816 | 0 | 7638816 | 48.61 | (23.13) |
| Total Public Shareholding (B)=(B)(1)+(B)(2) | 3441216 | 0 | 3441216 | 25.49 | 7638816 | 0 | 7638816 | 48.61 | (23.13) |
| C. Shares held by Custodian for GDRs & ADRs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Grand Total (A+B+C) | 13501430 | 0 | 13501430 | 100 | 15713430 | 0 | 15713430 | 100 | 0 |

ii) Shareholding of Promoters

| Sl. No | Name | Shareholding at the beginning of the year (1.04.2018) | | | Share holding at the end of the year (31.03.2019) | | | % change In shareholding during the year |
|--------------|--|--|----------------------------------|--|--|----------------------------------|--|--|
| | | No. of Shares | % of total Shares of the Company | %of Shares Pledged/ encumbered to total shares | No. of Shares | % of total Shares of the Company | %of Shares Pledged/ encumbered to total shares | |
| 1 | Vipul M Patel | 120000 | 0.8888 | 0.0000 | 134400 | 0.8553 | 0.0000 | -0.0335 |
| 2 | Bhavna Hitesh Patel | 200000 | 1.4813 | 0.0000 | 200000 | 1.2728 | 0.0000 | -0.2085 |
| 3 | Meenakshi Gupta | 1707333 | 12.6456 | 0.0000 | 1707333 | 10.8654 | 0.0000 | -1.7802 |
| 4 | Deccan Health Care Limited-Ofs Account-Operated By Bigshare Services Pvt Ltd | 2000000 | 14.8132 | 0.0000 | 0 | 0.0000 | 0.0000 | -14.8132 |
| 5 | Dr. Minto P. Gupta | 2107667 | 15.6107 | 0.0000 | 2107667 | 13.4132 | 0.0000 | -2.1975 |
| 6 | Hitesh Mohanbhai Patel | 3925214 | 29.0726 | 0.0000 | 3925214 | 24.9800 | 0.0000 | -4.0926 |
| TOTAL | | 10060214 | 74.5122 | 0.0000 | 8074614 | 51.3867 | 0.0000 | -23.1255 |

(iii) Change in Promoters' Shareholding (please specify, if there is no change):

| Sl. No | Name | Shareholding | | Increase/Decrease in Shareholding | Cumulative Shareholding during the year | |
|--------------|--|--|-------------------------------|-----------------------------------|---|-------------------------------|
| | | No. of Shares At the Beginning (01.04.2018/ end of year31.03.2019) | % total Shares of the Company | | No of Shares | % total Shares of the Company |
| 1 | Hitesh Mohanbhai Patel | 3925214 | 29.07 | 0 | 3925214 | 24.98 |
| 2 | Dr. Minto P. Gupta | 2107667 | 15.61 | 0 | 2107667 | 13.41 |
| 3 | Meenakshi Gupta | 1707333 | 12.65 | 0 | 1707333 | 10.87 |
| 4 | Bhavna Hitesh Patel | 200000 | 1.48 | 0 | 200000 | 1.27 |
| 5 | Vipul M Patel | 120000 | 0.89 | 14400 | 134400 | 0.86 |
| 6 | Deccan Health Care Limited-Ofs Account-Operated By Bigshare Services Pvt Ltd | 2000000 | 14.81 | -2000000 | 0 | 0.00 |
| TOTAL | | 10060214 | 74.51 | -1985600 | 8074614 | 51.39 |

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

| Sl. No | Name | Shareholding | | Date | Increase/Decrease in Shareholding | Reason | Cumulative Shareholding during the year | |
|--------|---------------------------------------|--|-------------------------------|-------------|-----------------------------------|----------|---|-------------------------------|
| | | No. of Shares At the Beginning (01.04.2018/ end of year31.03.2019) | % total Shares of the Company | | | | No of Shares | % total Shares of the Company |
| 1 | KENT RO SYSTEMS LIMITED | 700000.00 | 4.45 | 31-Mar-2018 | | | | |
| | | | 0.00 | 31-Jul-2018 | -700,000 | Transfer | 0 | 0.00 |
| | | | 4.45 | 03-Aug-2018 | 700,000 | Transfer | 700,000 | 4.45 |
| | | | 1.71 | 26-Dec-2018 | -431,200 | Transfer | 268,800 | 1.71 |
| | | | 6.17 | 27-Dec-2018 | 700,000 | Transfer | 968,800 | 6.17 |
| | | 968800.00 | 6.17 | 30-Mar-2019 | | | | |
| 2 | VALUEWORTH CAPITAL MANAGEMENT PVT LTD | 150000.00 | 0.95 | 31-Mar-2018 | | | | |
| | | | 0.48 | 25-May-2018 | -75,000 | Transfer | 75,000 | 0.48 |
| | | | 1.59 | 01-Jun-2018 | 175,000 | Transfer | 250,000 | 1.59 |
| | | | 2.13 | 08-Jun-2018 | 85,000 | Transfer | 335,000 | 2.13 |
| | | | 2.29 | 29-Jun-2018 | 25,000 | Transfer | 360,000 | 2.29 |
| | | | 3.08 | 20-Jul-2018 | 124,375 | Transfer | 484,375 | 3.08 |

| | | | | | | | | |
|----------|--------------------------|------------------|-------------|--------------------|----------|----------|---------|------|
| | | | 3.34 | 27-Jul-2018 | 40,625 | Transfer | 525,000 | 3.34 |
| | | | 3.66 | 24-Aug-2018 | 50,000 | Transfer | 575,000 | 3.66 |
| | | | 4.30 | 31-Aug-2018 | 100,000 | Transfer | 675,000 | 4.30 |
| | | | 3.98 | 12-Oct-2018 | -50,000 | Transfer | 625,000 | 3.98 |
| | | | 0.00 | 26-Dec-2018 | -625,000 | Transfer | | 0.00 |
| | | | 3.98 | 27-Dec-2018 | 625,000 | Transfer | 625,000 | 3.98 |
| | | | 5.63 | 11-Jan-2019 | 260,400 | Transfer | 885,400 | 5.63 |
| | | | 5.60 | 01-Feb-2019 | -6,000 | Transfer | 879,400 | 5.60 |
| | | | 5.49 | 08-Feb-2019 | -16,800 | Transfer | 862,600 | 5.49 |
| | | | 5.43 | 15-Feb-2019 | -9,600 | Transfer | 853,000 | 5.43 |
| | | | 5.33 | 01-Mar-2019 | -15,600 | Transfer | 837,400 | 5.33 |
| | | 837400.00 | 5.33 | 30-Mar-2019 | | | | |
| 3 | DIMPLE V PATEL | 348353.00 | 2.22 | 31-Mar-2018 | | | | |
| | | | 2.16 | 06-Apr-2018 | -9,600 | Transfer | 338,753 | 2.16 |
| | | | 2.06 | 04-May-2018 | -15,000 | Transfer | 323,753 | 2.06 |
| | | | 1.90 | 25-May-2018 | -25,000 | Transfer | 298,753 | 1.90 |
| | | | 0.79 | 01-Jun-2018 | -175,000 | Transfer | 123,753 | 0.79 |
| | | | 0.25 | 08-Jun-2018 | -85,000 | Transfer | 38,753 | 0.25 |
| | | | 0.09 | 29-Jun-2018 | -25,000 | Transfer | 13,753 | 0.09 |
| | | | 0.22 | 13-Jul-2018 | 21,000 | Transfer | 34,753 | 0.22 |
| | | | 0.00 | 20-Jul-2018 | -34,375 | Transfer | 378 | 0.00 |
| | | | 0.61 | 27-Jul-2018 | 94,925 | Transfer | 95,303 | 0.61 |
| | | | 1.12 | 10-Aug-2018 | 80,000 | Transfer | 175,303 | 1.12 |
| | | | 0.80 | 24-Aug-2018 | -50,000 | Transfer | 125,303 | 0.80 |
| | | | 0.16 | 31-Aug-2018 | -100,000 | Transfer | 25,303 | 0.16 |
| | | | 0.42 | 16-Nov-2018 | 40,000 | Transfer | 65,303 | 0.42 |
| | | | 0.00 | 07-Dec-2018 | -65,303 | Transfer | | 0.00 |
| | | | 0.18 | 15-Feb-2019 | 27,600 | Transfer | 27,600 | 0.18 |
| | | | 0.72 | 22-Feb-2019 | 85,200 | Transfer | 112,800 | 0.72 |
| | | | 0.73 | 01-Mar-2019 | 1,200 | Transfer | 114,000 | 0.73 |
| | | | 0.72 | 15-Mar-2019 | -1,200 | Transfer | 112,800 | 0.72 |
| | | 112800.00 | 0.72 | 30-Mar-2019 | | | | |
| 4 | SMITA ASHVIN SHAH | 215000.00 | 1.37 | 31-Mar-2018 | | | | |
| | | | 0.00 | 31-Jul-2018 | -215,000 | Transfer | 0 | 0.00 |
| | | | 1.37 | 03-Aug-2018 | 215,000 | Transfer | 215,000 | 1.37 |
| | | | 0.21 | 26-Dec-2018 | -182,600 | Transfer | 32,400 | 0.21 |
| | | | 1.57 | 27-Dec-2018 | 215,000 | Transfer | 247,400 | 1.57 |
| | | | 1.64 | 04-Jan-2019 | 10,800 | Transfer | 258,200 | 1.64 |
| | | | 1.64 | 01-Mar-2019 | -1,200 | Transfer | 257,000 | 1.64 |
| | | | 1.61 | 08-Mar-2019 | -3,600 | Transfer | 253,400 | 1.61 |
| | | | 1.57 | 22-Mar-2019 | -6,000 | Transfer | 247,400 | 1.57 |

| | | | | | | | | |
|----------|--|------------------|-------------|--------------------|----------|----------|---------|------|
| | | | 1.56 | 29-Mar-2019 | -2,400 | Transfer | 245,000 | 1.56 |
| | | 245000.00 | 1.56 | 30-Mar-2019 | | | | |
| 5 | PANTOMATH STOCK BROKERS PRIVATE LIMITED | 0.00 | 0.00 | 31-Mar-2018 | | | | |
| | | | 1.34 | 26-Dec-2018 | 211,200 | Transfer | 211,200 | 1.34 |
| | | | 1.48 | 31-Dec-2018 | 21,600 | Transfer | 232,800 | 1.48 |
| | | | 1.57 | 04-Jan-2019 | 13,200 | Transfer | 246,000 | 1.57 |
| | | | 1.58 | 11-Jan-2019 | 2,400 | Transfer | 248,400 | 1.58 |
| | | | 1.72 | 18-Jan-2019 | 21,600 | Transfer | 270,000 | 1.72 |
| | | | 1.70 | 25-Jan-2019 | -3,600 | Transfer | 266,400 | 1.70 |
| | | | 1.72 | 01-Feb-2019 | 3,600 | Transfer | 270,000 | 1.72 |
| | | | 1.79 | 08-Feb-2019 | 10,800 | Transfer | 280,800 | 1.79 |
| | | | 1.77 | 15-Feb-2019 | -2,400 | Transfer | 278,400 | 1.77 |
| | | | 1.76 | 22-Feb-2019 | -2,400 | Transfer | 276,000 | 1.76 |
| | | | 1.74 | 01-Mar-2019 | -2,400 | Transfer | 273,600 | 1.74 |
| | | | 1.78 | 08-Mar-2019 | 6,000 | Transfer | 279,600 | 1.78 |
| | | | 1.51 | 15-Mar-2019 | -42,000 | Transfer | 237,600 | 1.51 |
| | | | 1.50 | 22-Mar-2019 | -2,400 | Transfer | 235,200 | 1.50 |
| | | | 1.48 | 29-Mar-2019 | -2,400 | Transfer | 232,800 | 1.48 |
| | | 232800.00 | 1.48 | 30-Mar-2019 | | | | |
| 6 | NIKHIL GARG | 0.00 | 0.00 | 31-Mar-2018 | | | | |
| | | | 0.64 | 25-May-2018 | 100,000 | Transfer | 100,000 | 0.64 |
| | | | 0.30 | 26-Dec-2018 | -53,200 | Transfer | 46,800 | 0.30 |
| | | | 0.93 | 27-Dec-2018 | 100,000 | Transfer | 146,800 | 0.93 |
| | | | 1.27 | 04-Jan-2019 | 52,800 | Transfer | 199,600 | 1.27 |
| | | 199600.00 | 1.27 | 30-Mar-2019 | | | | |
| 7 | GITA KIRTI AMBANI | 125000.00 | 0.80 | 31-Mar-2018 | | | | |
| | | | 0.92 | 22-Jun-2018 | 20,000 | Transfer | 145,000 | 0.92 |
| | | | 0.00 | 31-Jul-2018 | -145,000 | Transfer | 0 | 0.00 |
| | | | 0.92 | 03-Aug-2018 | 145,000 | Transfer | 145,000 | 0.92 |
| | | | 0.33 | 26-Dec-2018 | -93,400 | Transfer | 51,600 | 0.33 |
| | | | 1.25 | 27-Dec-2018 | 145,000 | Transfer | 196,600 | 1.25 |
| | | 196600.00 | 1.25 | 30-Mar-2019 | | | | |
| 8 | SANJAY JAISWAL | 0.00 | 0.00 | 31-Mar-2018 | | | | |
| | | | 0.19 | 04-Jan-2019 | 30,059 | Transfer | 30,059 | 0.19 |
| | | | 0.63 | 18-Jan-2019 | 69,541 | Transfer | 99,600 | 0.63 |
| | | | 0.80 | 01-Feb-2019 | 26,400 | Transfer | 126,000 | 0.80 |
| | | | 0.86 | 08-Feb-2019 | 9,600 | Transfer | 135,600 | 0.86 |
| | | | 0.92 | 15-Feb-2019 | 9,600 | Transfer | 145,200 | 0.92 |
| | | | 1.14 | 22-Feb-2019 | 33,600 | Transfer | 178,800 | 1.14 |

| | | | | | | | | |
|-----------|---------------------------------|------------------|-------------|--------------------|----------|----------|---------|------|
| | | | 1.14 | 08-Mar-2019 | 1,101 | Transfer | 179,901 | 1.14 |
| | | | 1.15 | 15-Mar-2019 | 1,200 | Transfer | 181,101 | 1.15 |
| | | | 1.19 | 22-Mar-2019 | 6,099 | Transfer | 187,200 | 1.19 |
| | | 187200.00 | 1.19 | 30-Mar-2019 | | | | |
| 9 | SMITA VIRESH PATEL | 30000.00 | 0.19 | 31-Mar-2018 | | | | |
| | | | 0.08 | 26-Dec-2018 | -16,800 | Transfer | 13,200 | 0.08 |
| | | | 0.27 | 27-Dec-2018 | 30,000 | Transfer | 43,200 | 0.27 |
| | | | 0.42 | 01-Feb-2019 | 23,385 | Transfer | 66,585 | 0.42 |
| | | | 0.47 | 08-Feb-2019 | 7,459 | Transfer | 74,044 | 0.47 |
| | | | 1.05 | 15-Feb-2019 | 90,356 | Transfer | 164,400 | 1.05 |
| | | 164400.00 | 1.05 | 30-Mar-2019 | | | | |
| 10 | JAYESH CHANDRAKANT SHAH | 150000.00 | 0.95 | 31-Mar-2018 | | | | |
| | | | 0.00 | 31-Jul-2018 | -150,000 | Transfer | 0 | 0.00 |
| | | | 0.95 | 03-Aug-2018 | 150,000 | Transfer | 150,000 | 0.95 |
| | | | 0.00 | 26-Dec-2018 | -150,000 | Transfer | 0 | 0.00 |
| | | | 0.95 | 27-Dec-2018 | 150,000 | Transfer | 150,000 | 0.95 |
| | | 150000.00 | 0.95 | 30-Mar-2019 | | | | |
| 11 | RUKESH KANJIBHAI KAVATRA | 81250.00 | 0.52 | 31-Mar-2018 | | | | |
| | | | 0.34 | 26-Dec-2018 | -27,250 | Transfer | 54,000 | 0.34 |
| | | | 0.86 | 27-Dec-2018 | 81,250 | Transfer | 135,250 | 0.86 |
| | | | 1.01 | 04-Jan-2019 | 24,000 | Transfer | 159,250 | 1.01 |
| | | | 1.00 | 18-Jan-2019 | -2,400 | Transfer | 156,850 | 1.00 |
| | | | 0.96 | 25-Jan-2019 | -6,000 | Transfer | 150,850 | 0.96 |
| | | | 0.83 | 01-Feb-2019 | -20,400 | Transfer | 130,450 | 0.83 |
| | | | 0.78 | 15-Mar-2019 | -7,200 | Transfer | 123,250 | 0.78 |
| | | | 0.77 | 22-Mar-2019 | -2,400 | Transfer | 120,850 | 0.77 |
| | | 120850.00 | 0.77 | 30-Mar-2019 | | | | |
| 12 | YEZDI JAL BATLIWALA | 100000.00 | 0.64 | 31-Mar-2018 | | | | |
| | | | 0.00 | 26-Dec-2018 | -100,000 | Transfer | 0 | 0.00 |
| | | | 0.64 | 27-Dec-2018 | 100,000 | Transfer | 100,000 | 0.64 |
| | | 100000.00 | 0.64 | 30-Mar-2019 | | | | |
| 13 | ANANT SHRIRAM GANEDIWAL | 100000.00 | 0.64 | 31-Mar-2018 | | | | |
| | | | 0.38 | 13-Apr-2018 | -40,000 | Transfer | 60,000 | 0.38 |
| | | | 0.32 | 11-May-2018 | -10,000 | Transfer | 50,000 | 0.32 |
| | | | 0.00 | 31-Jul-2018 | -50,000 | Transfer | 0 | 0.00 |
| | | | 0.32 | 03-Aug-2018 | 50,000 | Transfer | 50,000 | 0.32 |

| | | | | | | | | |
|-----------|-----------------------------|-----------------|-------------|--------------------|---------|----------|--------|------|
| | | | 0.00 | 26-Dec-2018 | -50,000 | Transfer | 0 | 0.00 |
| | | | 0.32 | 27-Dec-2018 | 50,000 | Transfer | 50,000 | 0.32 |
| | | 50000.00 | 0.32 | 30-Mar-2019 | | | | |
| 14 | VAISHALI VIJAY PATEL | 80000.00 | 0.51 | 31-Mar-2018 | | | | |
| | | | 0.00 | 20-Jul-2018 | -80,000 | Transfer | 0 | 0.00 |
| | | | 0.02 | 26-Dec-2018 | 2,400 | Transfer | 2,400 | 0.02 |
| | | 2400.00 | 0.02 | 30-Mar-2019 | | | | |

(v) Shareholding of Directors and Key Managerial Personnel:

| Sl. No. | For each of the Directors and KMP | Shareholding at the beginning of the year 1-04-2018 | | Increase/ Decrease in shareholding, if any | Cumulative Shareholding during the year | |
|---------|---------------------------------------|---|----------------------------------|--|---|----------------------------------|
| | | No. of shares | % of total shares of the company | | No. of shares | % of total Shares of the company |
| 1 | Dr. Minto P. Gupta (Director and KMP) | 2107667 | 15.61 | - | 2107667 | 13.41 |
| 2 | Meenakshi Gupta (Director) | 1707333 | 12.65 | - | 1707333 | 10.87 |
| 3 | Hitesh Mohanbhai Patel (Director) | 3925214 | 29.07 | - | 3925214 | 24.98 |
| 4 | Yezdi Jal Batliwal (Director) | 100000 | 0.64 | - | 100000 | 0.64 |
| 5 | Narendra Singh (Director) | 0 | 0 | - | 0 | 0 |
| 6 | Savita Bhutani (Director) | 0 | 0 | - | 0 | 0 |
| 7 | Uttam Kumar Singh (KMP) | 0 | 0 | - | 0 | 0 |
| 8 | Sreya Mitra (KMP) | 0 | 0 | - | 0 | 0 |

VI. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

(Rs. in Lakhs)

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--|----------------------------------|-----------------|----------|--------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | 1062.34 | 27.86 | 0 | 1090.20 |
| ii) Interest due but not paid | 0 | 0 | 0 | 0 |
| iii) Interest accrued but not due | 0 | 0 | 0 | 0 |
| Total (i+ii+iii) | 1062.34 | 27.86 | 0 | 1090.20 |
| Change in Indebtedness during the financial year | | | | |
| • Addition | 0 | 142.70 | 0 | 142.70 |
| • Reduction | (944.34) | 0 | 0 | 944.34 |
| Net Change | (944.34) | 142.70 | 0 | (801.64) |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | 118.00 | 170.56 | 0 | 288.56 |
| ii) Interest due but not paid | 0 | 0 | 0 | 0 |
| iii) Interest accrued but not due | 0 | 0 | 0 | 0 |
| Total (i+ii+iii) | 118.00 | 170.56 | 0 | 288.56 |

VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:
A. Remuneration to Chairman, Managing Director & Whole-time Directors:
(Amount in Rs.)

| SN. | Particulars of Remuneration | Name of WTD/MD/Manager | |
|-----|---|---|------------------------|
| | | Dr. Minto P. Gupta MD | Meenakshi Gupta WTD |
| 1 | Gross salary (Rs. in Lakh) | 77.73 | 29.00 |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 0 | 0 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | 0 | 0 |
| | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | 0 | 0 |
| 2 | Stock Option | 0 | 0 |
| 3 | Sweat Equity | 0 | 0 |
| 4 | Commission - as % of profit - others, specify... | 0 | 0 |
| 5 | Others, please specify | 0 | 0 |
| | Total (A) | 77.73 | 29.00 |
| | Ceiling as per the Act (Rs. in Lakh) | (Being 10% of the net profit of the Company calculated as per sec 198 of the Companies Act, 2013) | |

B. REMUNERATION TO OTHER DIRECTORS
(Rs. in Lakh)

| SN. | Particulars of Remuneration | Name of Director | | | |
|-----|---|---|----------------|----------------|----------------|
| | | Yezdi Jal Batliwala | Narendra Singh | Savita Bhutani | Hitesh M Patel |
| 1 | Independent Directors | | | | |
| | Fee for attending board/committee meetings | 0.50 | 0.50 | 1.00 | 0 |
| | Commission | 0 | 0 | 0 | 0 |
| | Others, please specify | 0 | 0 | 0 | 0 |
| | Professional Fees | 2.25 | 0 | 0 | 0 |
| | Total (1) | 2.75 | 0.50 | 1.00 | 0 |
| 2 | Other Non-Executive Directors | | | | |
| | Fee for attending board/committee meetings | 0 | 0 | 0 | 0 |
| | Commission | 0 | 0 | 0 | 0 |
| | Others, please specify | 0 | 0 | 0 | 0 |
| | Total (2) | 0 | 0 | 0 | 0 |
| | Total (B)=(1+2) | | | 0 | 0 |
| | Overall Ceiling as per the Act (Rs. in Lakh) | Ceiling of Rs. 1,00,000/- (Rupees One lakh only) sitting fees per meeting as per the Companies Act, 2013. | | | |

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL (OTHER THAN MD/MANAGER/WTD)

| SN | Particulars of Remuneration | Key Managerial Personnel(Amount in Rs.) |
|----|---|--|
| | | Mr. Uttam Kumar singh(Chief Financial Officer) |
| 1 | Gross salary (Rs. in Lakh) | 11.69 |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 0 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | 0 |
| | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | 0 |
| 2 | Stock Option | 0 |
| 3 | Sweat Equity | 0 |
| 4 | Commission | 0 |
| | - as % of profit | 0 |
| | others, specify... | 0 |
| 5 | Others, please specify | 0 |
| | Total | 11.69 |

VIII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

| Type | Section of the Companies Act | Brief Description | Details of Penalty / Punishment/ Compounding fees imposed | Authority [RD / NCLT/ COURT] | Appeal made, if any (give Details) |
|-------------------------------------|------------------------------|-------------------|---|------------------------------|------------------------------------|
| A. COMPANY | NIL | | | | |
| Penalty | | | | | |
| Punishment | | | | | |
| Compounding | | | | | |
| B. DIRECTORS | NIL | | | | |
| Penalty | | | | | |
| Punishment | | | | | |
| Compounding | | | | | |
| C. OTHER OFFICERS IN DEFAULT | NIL | | | | |
| Penalty | | | | | |
| Punishment | | | | | |
| Compounding | | | | | |

**By order of the Board of Directors
For DECCAN HEALTH CARE LIMITED**

Place: Mumbai
Date: 30.05.2019

DR. MINTO P. GUPTA
Managing Director (DIN 00843784)

HITESH PATEL
Director (DIN 02080625)

ANNEXURE "D"

REPORTING OF CORPORATE SOCIAL RESPONSIBILITY (CSR)

Pursuant to of Section 134(3)(o) of the Companies Act 2013, and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014

| | | |
|----|---|---|
| 1. | A brief outline of the Company's CSR Policy, including overview of projects or programmes proposed to be undertaken and a reference to the web link to the CSR Policy and projects or programmes. | <p>The Company has framed a Policy in compliance with the provisions of Companies Act, 2013.</p> <p>The Policy encompasses the Company's philosophy of "Serving Society through Industry" and is designed to employ Company's resources, strengths and strategies in discharging its responsibility as a Corporate Citizen.</p> <p>The Company continues to strive to transform the business environment in which it operates. It also works for the transformation of the Society. The aim of the Company is to create an environment which enhances opportunities for all the good things, better education, healthy lives and overall quality of living that life has to offer. The Company designs its CSR initiatives in alignment with its objective of enhancing the quality of life in all aspects.</p> |
| 2. | Composition of the CSR Committee | <p>Dr. Minto P. Gupta - Chairman</p> <p>Mr. Hitesh Mohanbhai Patel - Member</p> <p>Mr. Yezdi Jal Batliwala - Member</p> |
| 3. | Average net profit of the Company for last three financial years | Rs. 1247.66 Lakhs |
| 4. | Prescribed CSR Expenditure (two percent of amount as in item 3 above) | |
| 5. | Details of CSR spent for the financial year: a) Total amount spent for the financial year b) Amount unspent, if any | <p>NIL</p> <p>Rs. 24.95 Lakhs</p> |
| 6. | In case the Company has failed to spend the 2% of the average net profit of the last three financial years or any part thereof, reasons for not spending the amount | As the Company is yet to finalise its CSR projects, the Company did not incur any expenditure on any CSR activities during the financial year 2018-19. |
| 7. | Responsibility Statement | The Chairperson of the CSR Committee confirms that the implementation and monitoring of the CSR Policy, is in compliance with the CSR Objectives and Policy of the Company |

**By order of the Board of Directors
For DECCAN HEALTH CARE LIMITED**

Place: Mumbai
Date: 30.05.2019

DR. MINTO P. GUPTA
Managing Director (DIN 00843784)

HITESH PATEL
Director (DIN 02080625)

INDEPENDENT AUDITOR'S REPORT

To
The Members of
DECCAN HEALTH CARE LIMITED

Opinion

We have audited the financial statements of **DECCAN HEALTH CARE LIMITED** (“the Company”), which comprise the balance sheet as at 31st March 2019, and the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and profit/loss, and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

We have determined the matters described below to be the Key Audit Matters to be communicated in our report:

1. As per Verification of Books of Accounts and Audit Procedures conducted by us, we come to know that the Tax Audit Report for FY 2017-18 has not been uploaded/filed on the portal of Income Tax Department as per the requirement of section 44AB of Income Tax Act, 1961.

Information Other than the Standalone 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 Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone 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 Companies Act, 2013 ("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 principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement 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.

Those Board of Directors are also 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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 the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the '**Annexure A**' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the 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 Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its notes to financial statements.

- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Keyur Shah & Co
Chartered Accountants
FRN 141173W

Keyur B. Shah
(Proprietor)
M No: 153774

Date: 30th May, 2019
Place: Ahmedabad

“Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & ‘Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2019:

Fixed Assets:

- a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. 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 books records and the physical fixed assets have been noticed.
- c) The Title deed of immovable properties are held in the name of the company.

Inventory:

- a) The management has conducted the physical verification of inventory at reasonable intervals.
- b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.

Loans given by the Company:

The company has not granted loans & advances to parties covered under section 189 of the Act.

Loans to directors & Investment by the Company:

In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 & 186 of the Companies Act, 2013 In respect of loans etc.

Deposits

The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

Cost records

As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

Statutory dues:

- 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, Goods & Service Tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cass and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts are payable in respect of the above were in arrears as at March 31, 2019 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, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute, except as mentioned in below table:

| Nature of Statute | Nature of Dues | Forum Where Dispute is pending | Period to which the Amount Relates (Assessment Year) | Amount in Rs. Lakhs |
|----------------------|----------------|----------------------------------|--|---------------------|
| Income Tax Act, 1961 | Income Tax | CPC | 2001-02 | 36.99 /- |
| Income Tax Act, 1961 | Income Tax | CPC | 2009-10 | 0.85 /- |
| Income Tax Act, 1961 | Income Tax | CPC | 2009-10 | 0.25 /- |
| Income Tax Act, 1961 | Income Tax | Jurisdictional Assessing Officer | 2010-11 | 5.26 /- |
| Income Tax Act, 1961 | Income Tax | Jurisdictional Assessing Officer | 2017-18 | 422.69 /- |

Repayment of Loans:

In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan from the government and has not issued any debentures. The Loans taken from financial institutions have been properly disclosed in Financial Statements & are repaid at regular intervals.

Utilization of IPO & FPO:

Based upon the audit procedures performed and the information and explanations given by the management, the company has raised monies by way of initial public offer or further public offer including debt instruments & Further the same proceeds from the Initial Public Offer Were utilized for the purpose for which they were raised.

The Proceeds from the IPO is Rs.2212.00 Lakhs and the utilization of the same is as follows.

| Particulars | Planned as per prospectus | Utilization upto 31 March, 2019 | Balance as at 31 March, 2019 |
|--|----------------------------------|--|-------------------------------------|
| Repayment/prepayment of secured borrowing | 794.88 | 794.88 | - |
| Purchase of Plant & Machinery and Related civil work | 555.25 | 84.61 | 470.64 |
| General Corporate Purpose(excluding issue expenses of IPO) | 550.12 | 550.12 | - |
| Issue Expenses | 311.75 | 311.75 | |
| Total | 2212.00 | 1741.36 | 470.64 |

Reporting of Fraud:

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.

Approval of managerial remuneration:

Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;

NIDHI Company:

In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

Related party transaction:

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.

Private placement or preferential issues:

Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

Non Cash transaction:

The company has not entered into non cash transaction with the directors or their relatives and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

Register under RBI Act, 1934:

In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For, Keyur Shah & Co
FRN: 141173W
Chartered Accountants

Keyur B. Shah
(Proprietor)
M No: 153774

Date: 30th May, 2019
Place: Ahmedabad

“Annexure B” to the Independent Auditor’s Report of even date on the Financial Statements of DECCAN HEALTH CARE LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of DECCAN HEALTH CARE LIMITED (“the Company”) as of March 31, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The 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 judgment, 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, 2019, 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.

For Keyur Shah & Co
Chartered Accountants
FRN 141173W

Keyur B. Shah
(Proprietor)
M No: 153774

Date: 30th May, 2019
Place: Ahmedabad

DECCAN HEALTH CARE LIMITED

CIN-U72200TG1996PLC024351

Balance Sheet as at 31st March, 2019

| Particulars | Note No. | As at 31st March, 2019 | As at 31st March, 2018 |
|--|--------------|---------------------------|---------------------------|
| I. EQUITY AND LIABILITIES | | | |
| (1) Shareholder's Funds | | | |
| (a) Share Capital | 2 | 1,571.34 | 1,350.14 |
| (b) Reserves and Surplus | 3 | 5,043.12 | 3,267.83 |
| (2) Share Application Money pending allotment | | | |
| (3) Non-Current Liabilities | | | |
| (a) Long-Term Borrowings | 4 | 234.90 | 845.77 |
| (b) Deferred Tax Liabilities | 5 | 209.23 | 200.60 |
| (c) Long Term Provisions | 6 | 16.75 | 17.65 |
| (4) Current Liabilities | | | |
| (a) Trade Payables | 7 | 770.98 | 568.62 |
| (b) Other Current Liabilities | 8 | 275.75 | 594.92 |
| (c) Short-Term Provisions | 9 | 163.25 | 202.38 |
| | TOTAL | 8,285.32 | 7,047.91 |
| II. ASSETS | | | |
| (1) Non-Current Assets | | | |
| (a) Fixed Assets | | | |
| (i) Tangible Assets | 10 | 2,085.46 | 1,770.62 |
| (ii) Intangible Assets | | - | - |
| (iii) Capital work-in-progress | | - | 351.29 |
| (b) Long-Term Loans and Advances | 11 | 170.28 | 772.98 |
| (c) Other Non-Current Assets | 12 | 303.66 | 260.42 |
| (2) Current Assets | | | |
| (a) Inventories | 13 | 3,209.41 | 1,961.15 |
| (b) Trade Receivables | 14 | 1,937.78 | 1,767.40 |
| (c) Cash and Cash Equivalentents | 15 | 447.82 | 31.44 |
| (d) Short-Term Loans and Advances | 16 | 130.91 | 132.61 |
| (e) Other Current Assets | | - | - |
| | TOTAL | 8,285.32 | 7,047.91 |

The accompanying notes 1 to 36 form an integral part of the Financial Statements

As per our Report of even date attached

For, Keyur Shah & Co.

Chartered Accountants

F.R.No: 141173W

Keyur Shah

Proprietor

M.No. 153774

Place: Ahmedabad

Date: 30th May, 2019

For & on behalf of Board of Directors

Minto P Gupta

Managing Director

DIN-00843784

Uttam Kumar Singh

Chief Financial Officer

PAN-AFWPS4957D

Hitesh Patel

Director

DIN-02080625

Sreya Mitra

Company Secretary

PAN-AZLPM9994K

DECCAN HEALTH CARE LIMITED
CIN-U72200TG1996PLC024351
Statement of Profit & Loss for the Period ended 31st March, 2019

| Particulars | Note No. | Year Ended 31st March, 2019 | Year Ended 31st March, 2018 |
|--|----------|--------------------------------|--------------------------------|
| I. Revenue from Operations | 17 | 4,424.79 | 3,782.73 |
| II. Other Incomes | 18 | 8.40 | 206.92 |
| III. Total Revenue (I + II) | | 4,433.19 | 3,989.66 |
| IV. Expenses: | | - | - |
| Cost of Materials Consumed | 19 | 1,935.48 | 1,571.63 |
| Changes in Inventories of Finished Goods and Work-in-Progress | 20 | (421.48) | (372.71) |
| Employee Benefit Expenses | 21 | 409.22 | 440.94 |
| Other Expenses | 22 | 821.08 | 737.50 |
| Finance Costs | 23 | 103.57 | 149.76 |
| Depreciation and Amortization Expense | 10 | 128.64 | 128.05 |
| Total Expenses | | 2,976.51 | 2,655.17 |
| V. Profit/ Loss before Exceptional [Items and Tax (III - IV)] | | 1,456.68 | 1,334.48 |
| VI Exceptional Items | | - | - |
| VII Profit before Tax (V - VI) | | 1,456.68 | 1,334.48 |
| VIII Tax Expense: | | - | - |
| (1) Provision for Income Tax (MAT) | 313.97 | - | - |
| Less: MAT Credit Entitlement | 313.97 | - | - |
| (2) Deferred Tax | | 8.63 | (1.50) |
| IX Profit/ (Loss) for the period (VII-VIII) | | 1,448.05 | 1,335.98 |
| X Earnings Per Equity Share | 24 | | |
| (1) Basic | | 10.29 | 10.26 |
| (2) Diluted | | 10.29 | 10.26 |

The accompanying notes 1 to 36 form an integral part of the Financial Statements

As per our Report of even date attached

For, Keyur Shah & Co.
Chartered Accountants
F.R.No: 141173W

For & on behalf of Board of Directors

Keyur Shah
Proprietor
M.No. 153774

Minto P Gupta
Managing Director
DIN-00843784

Hitesh Patel
Director
DIN-02080625

Place: Ahmedabad
Date: 30th May, 2019

Uttam Kumar Singh
Chief Financial Officer
PAN-AFWPS4957D

Sreya Mitra
Company Secretary
PAN-AZLPM9994K

DECCAN HEALTH CARE LIMITED

CIN-U72200TG1996PLC024351

Cash flow statement for the Period Ended 31st March,2019

| | PARTICULARS | Period Ended On 31.03.2019 | Period Ended On 31.03.2018 |
|---|---|-------------------------------|-------------------------------|
| A | <u>CASH FLOW FROM OPERATING ACTIVITIES :</u> | | |
| | NET PROFIT/LOSS BEFORE EXTRA ORD.ITEMS | 1,456.68 | 1,334.48 |
| | <u>ADJUSTMENTS FOR:</u> | - | - |
| | DEPRECIATION PROVIDED | 128.64 | 128.05 |
| | INTEREST EXPENDITURE | 103.57 | 149.76 |
| | INTEREST INCOME | (0.50) | (0.98) |
| | OPERATING PROFIT/(LOSS) BEFORE W.CAPITAL CHANGES | 1,688.39 | 1,611.32 |
| | <u>ADJUSTMENT FOR:</u> | - | - |
| | (INCREASE)/DECREASE IN TRADE RECEIVABLES | (170.37) | 385.87 |
| | (INCREASE)/DECREASE IN INVENTORY | (1,248.26) | (934.45) |
| | INCREASE/(DECREASE) IN PROVISIONS | (40.04) | 220.03 |
| | (INCREASE)/DECREASE IN OTHER NON CURRENT ASSETS | (43.24) | (226.85) |
| | (INCREASE)/DECREASE IN SHORT TERM LOAN AND ADVANCE | 1.70 | 822.73 |
| | INCREASE/(DECREASE)/TRADE PAYABLES | 202.36 | (439.24) |
| | INCREASE/(DECREASE) IN CURRENT LIABILITIES | (128.40) | (147.73) |
| | NET CASH FROM OPERATING ACTIVITIES | 262.14 | 1,291.67 |
| B | <u>CASH FLOW FROM INVESTING ACTIVITIES</u> | - | - |
| | (INCREASE)/DECREASE IN C.W.I.P. | 351.29 | (351.29) |
| | PURCHASE OF FIXED ASSETS | (443.49) | (166.52) |
| | INTEREST INCOME | 0.50 | 0.98 |
| | OTHER STATUTORY ADJUSTMENT | (1,663.56) | - |
| | (INCREASE)/DECREASE IN LONG TERM LOAN AND ADVANCE | 602.70 | (772.98) |
| | NET CASH USED IN INVESTING ACTIVITIES | (1,152.56) | (1,289.81) |
| C | <u>CASH FLOW FROM FINANCING ACTIVITIES</u> | - | - |
| | SHARE CAPITAL * | 221.20 | 165.00 |
| | SHARE PREMIUM | 1,990.80 | - |
| | INTEREST EXPENDITURE | (103.57) | (149.76) |
| | INCREASE/(DECREASE) IN LONG TERM BORROWINGS | (801.63) | 5.44 |
| | NET CASH USED IN FINANCING ACTIVITIES | 1,306.80 | 20.67 |
| | NET DECREASE/INCREASE IN CASH AND CASH EQUIVALENTS | 416.38 | 22.53 |
| | CASH AND CASH EQUIVALENT AS AT THE BEGINNING OF THE YEAR | 31.44 | 8.91 |
| | CASH AND CASH EQUIVALENT AS AT THE END OF THE YEAR | 447.82 | 31.44 |

The accompanying notes 1 to 36 form an integral part of the Financial Statements

For, Keyur Shah & Co.
Chartered Accountants
F.R.No: 141173W

For & on behalf of Board of Directors

Keyur Shah
Proprietor
M.No. 153774

Minto P Gupta
Managing Director
DIN-00843784

Hitesh Patel
Director
DIN-02080625

Place: Ahmedabad
Date: 30th May, 2019

Uttam Kumar Singh
Chief Financial Officer
PAN-AFWPS4957D

Sreya Mitra
Company Secretary
PAN-AZLPM9994K

Note No: 1

A. Significant Accounting Policies:

The Accounting policies set out below have been adopted in preparation and presentation of financial statement and applied consistently to the period presented in this financial statement.

B. Disclosure of Accounting Policies:

a. Basis of Preparation:

These financial statement have been prepared to comply in all material aspects with applicable accounting principles in India, the applicable accounting standards prescribed under section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and other accounting principles generally accepted in India, to the extent applicable. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

b. Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles require the management to make estimates and assumptions that affect the reported amounts of Assets and Liabilities and disclosure of Contingent Liabilities at the date of the financial statements and the result of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Significant estimates used by the management in the preparation of these financial statements include provisions for bad and doubtful debts. Any revision to accounting estimates is recognized prospectively.

c. Accounting Convention and Revenue Recognition:

The Financial Statements have been prepared on a going concern basis in accordance with historical cost convention except for such fixed assets which are revalued. Both Income and Expenditure are recognized on accrual basis.

Revenue from Sales is recognized when practically all risks and rewards of ownership are transferred to the buyer and there is no effective control of the seller as the owner, this usually occurs upon dispatch of the goods. Gross sales shown in the Statement of Profit & Loss are inclusive of Excise duty but exclude discounts, CST, VAT & Goods & Service Tax. Net Sales are shown after deducting Excise duty which is disclosed at appropriate places. Interest income is recognized on receipt basis, and not on a time proportion basis, taking into accounts the amount outstanding and rate applicable.

Revenue are accounted Net of Goods & Service Tax (GST), Excise Duty, Taxes and Sales Returns. Other Items of Revenue are recognized in accordance with AS-9.

d. Cash Flow Statement: AS-3

The Company has prepared Cash Flow Statement as per the AS-3.

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 or financing cash

flows. The cash flows from operating, investing and financing activities of the group are segregated.

e. Retirements Benefits:

Staff benefits arising out of retirements / death, comprising of contributions to Provident Fund, Superannuation & Gratuity Schemes, accrued Leave Encashment and other post-separation benefits are accounted for on the basis of an independent actuarial valuation, in accordance with AS-15. The actuarial liability is determined with reference to employees at the end of each financial year.

Expenses for defined benefit gratuity payment plans are calculated as at the balance sheet date by independent actuaries in the manner that distributes expenses over the employees working life. These commitments are valued at the present value of the expected future payments, with consideration for calculated future salary increases, using a discounted rate corresponding to the interest rate estimated by the actuary having regard to the interest rate on Government Bonds with a remaining term i.e. almost equivalent to the average balance working period of employees.

The Company has adopted accounting standard 15 on Employee Benefits as per Actuarial Valuation carried out by an independent actuary in the Book of Account of the Company and the Disclosure relating to same which is envisaged under the standard are disclosed under the notes to financial Statement.

f. Property, Plant & Equipment:

Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and arrangements arising from exchange rate variations attributable to the assets. Expenditure on additions, improvements and renewals is capitalized and expenditure for maintenance and repairs is charged to profit and loss account.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow the entity and the cost can be measured reliably.

Depreciation on property, plant and equipment is provided using Straight Line Method over the useful life of the Asset. Depreciation in respect of addition to assets has been charged on pro rata basis with reference to the period of use of such asset.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from de recognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized

g. Accounting for Investments:

Long term investments are stated at cost. However, provision for diminution is made to recognize any decline, other than temporary, in the value of long term investments. Current Investments are stated at the lower of cost and fair value.

h. Accounting for Intangible Assets:

Intangible assets are capitalized at cost if:

- a. It is probable that the future economic benefits that are attributable to the asset will flow to the company;
- b. The company will have control over the assets;
- c. The cost of these assets can be measured reliably and is more than 10,000/- & this is in accordance with AS-26.

i. Accounting for Borrowing Costs:

Borrowing cost relating to acquisition/ construction of qualifying assets are capitalized until the time all substantial activities necessary to prepare the qualifying assets for their intended use are complete. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use/sale. Borrowing costs that are attributable to the projects are charged to the respective projects. All other borrowing costs, not eligible for capitalization, are charged to revenue accounts.

j. Accounting & Valuation for Inventories:

- i) Materials, Stores & Spares, Tools and Consumables are valued at Cost or Market Value, whichever is lower, on the basis of First In First Out method reflecting the fairest possible approximation to the cost incurred in bringing the items of Inventory to their present location and condition.
- ii) Finished Stock of completed products is valued at lower of Cost or Net Realizable Value on the basis of actual identified units. Cost being determined by including cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Net realizable value determined by excluding all payable statutory dues and direct sales expenses.
- iii) Scrap is valued at Net Realizable Value.
- iv) Work in process in respect of activities is valued at estimated cost.

k. Accounting for Taxes on Income:

- i) Provision for tax for the year comprises current Income Tax and Deferred Tax and is provided as per the Income Tax Act, 1961.
- ii) Deferred tax resulting from timing differences between the book and the tax profits is accounted for, at the current rate of tax, to the extent that the timing differences are expected to crystallize. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in the future; however where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets/ liabilities are reviewed as at each balance sheet date.

l. Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognized for liabilities that can be measured only by using a substantial degree of estimation, if

- i) The Company has a present obligation as a result of a past event;
 - ii) A probable outflow of resources is expected to settle the obligation; and
 - iii) The amount of the obligation can be reliably estimated.
- iv) Reimbursement expected in respect of expenditure required to settle a provision is recognized only when it is virtually certain that the reimbursement will be received.

Contingent Liability is disclosed in the case of:

- i) A present obligation arising from a past event, when it is not probable that an outflow of resources will be required to settle the obligation;
- ii) A possible obligation, unless the probability of outflow of resources is remote. Contingent Assets are neither recognized nor disclosed.

m. Earnings per Share:

The earnings considered in ascertaining the companies earning per share comprise net profit after tax and includes the post-tax effect of any extra-ordinary/exceptional item is considered. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the year.

The no. of shares used in computing diluted earnings per share comprises the weighted average no. of shares considered for deriving basic earnings per share and also the weighted average no. of equity shares that could have been issued on the conversion of all dilutive potential equity shares.

n. Accounting for Impairment of Assets:

Management periodically assesses using external and internal sources whether there is an indication that an asset may be impaired.

Impairment occurs where the carrying value exceeds the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. The impairment loss to be expensed is determined as the excess of carrying amount over the higher of the asset's net sale price or present value as determined above.

o. Related Party Disclosures:

The Company as required by AS-18 furnishes the details of Related Party Disclosures in the notes to financial statements.

DECCAN HEALTH CARE LIMITED
Notes to the Financial Statements as at 31st March, 2019

2 Share Capital

| Particulars | As at 31-03-2019 Rs. | As at 31-03-2018 Rs. |
|--|----------------------------|----------------------------|
| Authorised Capital | | |
| 18000000 Equity Shares of Rs.10/- each (PY.18000000 Equity Share of Rs.10 /- each) | 1,800.00 | 1,800.00 |
| | 1,800.00 | 1,800.00 |
| Issued, Subscribed and Paid up | | |
| 1,57,13,430 Equity Shares of Rs.10/- each (PY.1,35,01,430 Equity Shares of Rs. 10/- each) | 1,571.34 | - |
| | - | 1,350.14 |
| Total | 1,571.34 | 1,350.14 |

A) The company has only one class of equity share having at par value of Rs.10/- per share.

B) During the year 31st March, 2019 ,the amount of share dividend recognised to equity share holder was "nil" (P.Y. "nil")

C) The company had made an initial public offering (IPO) of 22,12,000 equity shares of face value of Rs. 10 each fully paid up for cash at a price of rs.100 Per equity share (including share premium of rs. 90 per equity share) aggregating to Rs 22,12,00,000 /- the aforementioned equity shares were allotted on 27th December, 2018. The equity shares of the company got listed on SME Platform of BSE Limited on 31st December, 2018.

D) Reconciliation of number of shares outstanding and amount of share capital

| Particulars | As at March 31, 2019 | | As at March 31, 2018 | |
|---|----------------------|-----------------------|----------------------|-----------------------|
| | No. of Shares | Amounts | No. of Shares | Amounts |
| Shares outstanding at the beginning of the year | 13,501,430.00 | 135,014,300.00 | 12,932,464.00 | 129,324,640.00 |
| Shares issued during the year | 2,212,000.00 | 22,120,000.00 | 568,966.00 | 5,689,660.00 |
| Shares bought back during the year | - | - | - | - |
| Shares outstanding at the end of the year | 15,713,430.00 | 157,134,300.00 | 13,501,430.00 | 135,014,300.00 |

E) Detail of shareholder holding more than 5% share in the company is given below :-

| Particulars | As at March 31, 2019 | | As at March 31, 2018 | |
|---------------------------------------|----------------------|--------------|----------------------|--------------|
| | No. of Shares held | % of holding | No. of Shares held | % of holding |
| Minto Pursottam Gupta | 2,107,667.00 | 13.41 | 2,107,667.00 | 15.61 |
| Meenakshi Gupta | 1,707,333.00 | 10.87 | 2,307,333.00 | 17.09 |
| Hitesh M Patel | 3,925,214.00 | 24.98 | 5,325,214.00 | 39.44 |
| Kent RO System Limited | 968,800.00 | 6.17 | - | - |
| ValueWorth Capital Management PVT LTD | 837,400.00 | 5.33 | - | - |
| Total | 9,546,414.00 | 60.76 | 9,740,214.00 | 72.00 |

3 Reserves and Surplus

| Particulars | As at 31-03-2019 Rs. | As at 31-03-2018 Rs. |
|---|----------------------------|----------------------------|
| Security Premium | | |
| Opening Balance | 3,967.86 | 3,859.75 |
| Add: During the year | 1,990.80 | 108.10 |
| Less : Issue Exps / Transaction Cost regarding Initial Public Offer | (585.07) | - |
| Closing Balance (A) | 5,373.59 | 3,967.86 |
| Profit & Loss Account | | |
| Opening balance | (700.03) | (2,036.01) |
| Add: Profit For the year | 1,448.05 | 1,335.98 |
| Less : Other Adjustment | (1,078.49) | - |
| Closing Balance (B) | (330.47) | (700.03) |
| Total(A+B) | 5,043.12 | 3,267.83 |

4 Long Term Borrowings

| Particulars | As at 31-03-2019 Rs. | As at 31-03-2018 Rs. |
|--|----------------------------|----------------------------|
| (a) Term Loan (Secured) | | |
| From Bank | | |
| Oriental Bank of Commerce (Secured by way of Factory Land, Building and Plant & Machinery) | - | 896.90 |
| Axis Bank (Refer Note No. 35) | 46.43 | 57.50 |
| HDFC Bank (Refer Note No. 35) | 35.95 | 44.41 |
| Kotak Mahindra Bank (Refer Note No. 35) | 35.62 | 63.54 |
| Less:- Current Maturity | (53.66) | (244.43) |
| | 64.34 | 817.91 |
| (b) Loan and Advances from Directors | | |
| From Directors | 157.81 | 15.11 |
| | 157.81 | 15.11 |
| (c) Loan from Member / Share Holders | | |
| Value Worth Capital Management Pvt Ltd | 12.75 | 12.75 |
| | 12.75 | 12.75 |
| | | |
| Total | 234.90 | 845.77 |

5 Deffered Tax Liability

| Particulars | As at 31-03-2019 Rs. | As at 31-03-2018 Rs. |
|---|----------------------------|----------------------------|
| Opening Balance of Deffered tax Liability | 200.60 | 202.10 |
| Add: Provision for the year | 8.63 | (1.50) |
| Closing Balance of Deffered tax Liability | 209.23 | 200.60 |
| Total | 209.23 | 200.60 |

6 Long-Term Provisions

| Particulars | As at 31-03-2019 Rs. | As at 31-03-2018 Rs. |
|---|----------------------------|----------------------------|
| Provision for Employee Benefits (Non Current) | 16.74 | 17.65 |
| Total | 16.74 | 17.65 |

7 Trade Payables

| Particulars | As at 31-03-2019 Rs. | As at 31-03-2018 Rs. |
|---|----------------------------|----------------------------|
| - Due to Micro , Medium & Small Enterprises | - | - |
| - Others | 770.98 | 568.62 |
| Total | 770.98 | 568.62 |

Note: The management is in process of identifying parites which are covered under MSME, The amount relating to MSME are disclosed to the extent identified.

8 Other Current Liabilities

| Particulars | As at 31-03-2019 Rs. | As at 31-03-2018 Rs. |
|--------------------------------------|----------------------------|----------------------------|
| Current Maturities of Long-Term Debt | 53.66 | 244.43 |
| Advance from Customers | 93.04 | 140.71 |
| Duties & Taxes | 81.16 | 126.27 |
| Other Current Liabilities | 47.89 | 83.51 |
| Total | 275.75 | 594.92 |

9 Short Term Provisions

| Particulars | As at 31-03-2019 Rs. | As at 31-03-2018 Rs. |
|---------------------------------|----------------------------|----------------------------|
| Provision for Employee Benefits | 1.14 | 20.91 |
| Provision for Direct Tax | 162.11 | 181.47 |
| Total | 163.25 | 202.38 |

11 Long-Term Loans and Advances

| Particulars | As at 31-03-2019 Rs. | As at 31-03-2018 Rs. |
|---|----------------------------|----------------------------|
| Capital Advances | - | 605.26 |
| Security Deposits (UnSecured considered Good) | 12.51 | 12.69 |
| Loans and advances to Related Parties | 157.78 | 155.03 |
| Total | 170.28 | 772.98 |

12 Other Non Current Assets

| Particulars | As at 31-03-2019 Rs. | As at 31-03-2018 Rs. |
|----------------------------------|----------------------------|----------------------------|
| R&D Product Development Expenses | 138.90 | 95.75 |
| TDS/ MAT recoverable | 164.75 | 164.67 |
| Total | 303.65 | 260.42 |

13 Inventories

| Particulars | As at 31-03-2019 Rs. | As at 31-03-2018 Rs. |
|------------------------------|----------------------------|----------------------------|
| Raw Materials and Components | 2,179.33 | 1,352.55 |
| Work-in-Progress | 373.10 | 234.42 |
| Finished Goods | 656.98 | 374.18 |
| Total | 3,209.41 | 1,961.16 |

14 Trade Receivables

| Particulars | As at 31-03-2019 Rs. | As at 31-03-2018 Rs. |
|---|----------------------------|----------------------------|
| - Outstanding for a period less than six months | 866.27 | 298.53 |
| - Outstanding for a period exceeding six months | 340.14 | - |
| Secured Considered Good | 635.81 | 1,086.97 |
| Unsecured Considered Doubtful | 95.57 | 381.90 |
| Total | 1,937.78 | 1,767.40 |

15 Cash and Cash Equivalents

| Particulars | As at 31-03-2019 Rs. | As at 31-03-2018 Rs. |
|---|----------------------------|----------------------------|
| Balances with banks | | |
| - On Current Accounts | 213.58 | 10.26 |
| - Deposits with original maturity (having original maturity more than a year) | 1.93 | 1.93 |
| Cash on hand/Imprest | 232.31 | 19.25 |
| Total | 447.82 | 31.44 |

16 Short-Term Loans and Advances

| Particulars | As at 31-03-2019 Rs. | As at 31-03-2018 Rs. |
|----------------------------------|----------------------------|----------------------------|
| Unsecured Considered good | | |
| Other Advances | 44.40 | 36.49 |
| | 44.40 | 36.49 |
| Security Deposits | | |
| Un-Secured Considered Good | 59.23 | - |
| | 59.23 | - |
| Advance To Creditors | 19.06 | - |
| Prepaid Exps | 6.01 | 94.99 |
| Other Current Assets | 2.21 | 1.12 |
| | 27.28 | 96.11 |
| Total | 130.91 | 132.62 |

DECCAN HEALTH CARE LIMITED

Notes to the Financial Statements for the Year ended 31st March,2019

17 Revenue From Operation

| Particulars | For The Year Ended on 31-03-2019 Rs. | For The Year Ended on 31-03-2018 Rs. |
|-----------------------------|--|--|
| Sale of Products - Domestic | 4,403.67 | 3,782.73 |
| - Export | 21.12 | - |
| Total | 4,424.79 | 378,273,463.00 |

18 Other Incomes

| Particulars | For The Year Ended on 31-03-2019 Rs. | For The Year Ended on 31-03-2018 Rs. |
|----------------------------|--|--|
| Interest Income | 0.50 | 0.98 |
| Discount Received | 1.47 | - |
| Other Non-Operating Income | 6.43 | 205.94 |
| Total | 8.40 | 206.92 |

19 Cost of Material Consumed

| Particulars | For The Year Ended on 31-03-2019 Rs. | For The Year Ended on 31-03-2018 Rs. |
|--------------------|--|--|
| Opening Stock | 1,352.55 | 790.82 |
| Purchases | 2,762.25 | 2,133.36 |
| Less Closing Stock | 2,179.33 | 1,352.55 |
| Total | 1,935.48 | 1,571.63 |

20 Changes in Inventories of Finished Goods and Work-in-Progress

| Particulars | For The Year Ended on 31-03-2019 Rs. | For The Year Ended on 31-03-2018 Rs. |
|---------------------------------------|--|--|
| Opening Stock (Finished Goods & WIP) | 608.60 | 235.89 |
| Closing Stock (Finished Goods & WIP) | 1,030.08 | 608.60 |
| Total | (421.48) | (372.71) |

21 Employee Benefit Expenses

| Particulars | For The Year Ended on 31-03-2019 Rs. | For The Year Ended on 31-03-2018 Rs. |
|---|--|--|
| Salaries and Wages | 298.64 | 299.45 |
| Director's remuneration | 106.73 | 74.40 |
| Contribution to Provident Fund and Other funds & Staff Welfare Exps | 3.86 | 67.09 |
| Total | 409.22 | 440.94 |

22 Other Expenses

| Particulars | For The Year Ended on 31-03-2019 Rs. | For The Year Ended on 31-03-2018 Rs. |
|---|---|---|
| Administration Charges | 16.77 | 83.86 |
| Auditors' Remuneration | 2.50 | 1.05 |
| Casual Labour Charges & Wages | 73.48 | - |
| Communication, Courier & Telephone Expenses | 56.94 | 70.84 |
| Consumable & Manufacturing Expenses | 2.72 | 3.70 |
| Freight , Cartage & Packing | 10.57 | 19.12 |
| Licenses & Fees | 20.05 | - |
| Membership Expenses | 1.04 | - |
| Misc Expenses | 10.18 | 1.81 |
| Power & Fuel | 63.93 | 75.28 |
| Previous Year Tax Exp. | 6.71 | - |
| Professional & Legal Expenses | 21.60 | 1.91 |
| R&D Expenses | 6.03 | 22.83 |
| Rent, Rates & Taxes | 34.68 | 30.33 |
| Repair & Maintenance Expenses | 19.05 | 19.03 |
| Security Expenses | 15.05 | 11.34 |
| Selling & Distribution Expenses | 376.93 | 335.30 |
| Software and Hardware Expenses | 1.18 | 21.05 |
| Stationery & Printing Expenses | 4.65 | 8.80 |
| Travelling & Conveyance Expenses | 77.04 | 31.26 |
| Total | 821.08 | 737.50 |

23 Finance Costs

| Particulars | For The Year Ended on 31-03-2019 Rs. | For The Year Ended on 31-03-2018 Rs. |
|---------------------------------|---|---|
| Interest On Long Term Borrowing | 96.94 | 143.55 |
| Interest On others | 2.32 | - |
| Other Borrowing Charges | 4.31 | 6.21 |
| Total | 103.57 | 149.76 |

DECCAN HEALTH CARE LIMITED
Depreciation Schedule for the Period ended 31.03.2019

10 Fixed Asset

| S.NO. | PARTICULARS | GROSS BLOCK | | | DEPRECIATION BLOCK | | | NET BLOCK | |
|-------|-----------------------|--------------------------|---------------------------------|---------------------------|--------------------|--------------------------------------|--------------------|---|---|
| | | COST AS ON 01.04.2018 | ADDITIONS DURING THE YEAR | TOTAL AS ON 31.03.2019 | UPTO 01.04.2018 | FOR THE YEAR (From PL Account) | UPTO 31.03.2019 | NET CARRYING AMOUNT AS ON 31.03.2019 | NET CARRYING AMOUNT AS ON 31.03.2018 |
| 1 | Land (Lease Hold) | 28.41 | - | 28.41 | - | - | - | 28.41 | 28.41 |
| 2 | Factory Building | 889.78 | 390.77 | 1,280.55 | 226.59 | 35.87 | 262.46 | 1,018.09 | 663.21 |
| 3 | Plant & Machinery | 1,149.93 | 4.42 | 1,154.34 | 449.28 | 54.81 | 504.09 | 650.25 | 700.64 |
| 4 | R&D (Machinery) | 85.96 | - | 85.96 | 24.91 | 4.08 | 29.00 | 56.96 | 61.05 |
| 5 | Furniture & Fixture | 98.82 | 0.09 | 98.91 | 53.19 | 6.26 | 59.44 | 39.47 | 45.63 |
| 6 | Electrical Appliances | 2.24 | 45.12 | 47.36 | 1.62 | 1.12 | 2.73 | 44.63 | 0.63 |
| 7 | Computer & Software | 92.99 | 1.88 | 94.87 | 92.99 | 0.08 | 93.07 | 1.80 | - |
| 8 | Office Equipments | 37.66 | 1.21 | 38.86 | 14.11 | 2.44 | 16.55 | 22.31 | 23.54 |
| 9 | Air Conditions | 14.74 | - | 14.74 | 7.16 | 0.93 | 8.10 | 6.65 | 7.57 |
| 10 | Vehicles | 326.13 | - | 326.13 | 86.18 | 23.06 | 109.24 | 216.90 | 239.96 |
| | TOTAL | 2,726.64 | 443.49 | 3,170.13 | 956.03 | 128.64 | 1,084.67 | 2,085.46 | 1,770.62 |
| | Previous Year | 2,560.13 | 166.52 | 2,726.64 | 827.98 | 128.05 | 956.03 | 1,770.62 | 1,732.15 |

- 24 In compliance to Accounting Standard 20 on "Earning per share", the calculation of Earnings per Share (Basic and diluted) is as under:

| Particulars | Year ended 31.03.2019 | Year ended 31.03.2018 |
|--|--------------------------|--------------------------|
| A. Profit/Loss attributable to Equity Shareholders | 1,448.05 | 1,335.98 |
| B. Weighted average No. of Shares | 14,077,156 | 13,018,199 |
| C. Nominal value of equity share | 10 | 10 |
| D. Basic EPS (Rs.) (A)/(B) | 10.29 | 10.26 |
| E. Diluted EPS(Rs.) | 10.29 | 10.26 |

- 25 **Contingent Liabilities:-**
Contingent Liabilities, not provided for:
(As Certified by the Management)

| Particulars | Current Period Rs. |
|---------------------------------|-----------------------|
| Corporate Social Responsibility | 43.70 |
| Income Tax Law | 434.25 |

- 26 In the opinion of the Management, Current Assets, Loans and Advances shall have the value on realization, in the ordinary course of the business, equal to the amount at which they are stated in the Balance Sheet.
- 27 In compliance of Accounting Standard 17 (AS-17) on "Segment Reporting" as notified under Companies Accounting Standard Rules, 2006, the company is engaged in manufacturing of Fast Moving Consumer Health Products (FMCHP). Considering the nature of business and financial reporting of the company, the company is operating only one segment and hence the segment reporting is not applicable.
- 28 The Company has adopted Accounting Standard 15 on Employee Benefits as per Actuarial Valuation carried out by an independent actuary in the Book of Account of the Company and the Disclosure relating to same which is envisaged under the standard are disclosed as under :

| 1. Amount of Liability in respect of Gratuity | |
|--|-------------------|
| Particulars | FY 2018-19 |
| Opening Balance of Obligation | 38.55 |
| Add :- | - |
| Current Service Cost | 3.90 |
| Past Service Cost | - |
| Interest Cost | 3.01 |
| Banefits Paid | - |
| Acturial Gain (Loss) | (27.59) |
| Closing Balance | 17.88 |

| 2. Amount of obligation recognized in statement of Profit & Loss | |
|---|-------------------|
| Particulars | FY 2018-19 |
| Current Service Cost | 3.90 |
| Past Service Cost | - |
| Interest Cost | 3.01 |
| Expected Return on plan assets | - |
| Net Acturial Losses (Gain) Recognised in the Year | (27.59) |
| Expenses Recognised In Statement of Profit & Loss | (20.68) |

- 29 The company had made an initial public offering (IPO) of 22,12,000 equity shares of face value of Rs. 10 each fully paid up for cash at a price of rs.100 Per equity share (including share premium of rs. 90 per equity share) aggregating to Rs 22,12,00,000 /- the aforementioned equity shares were allotted on 27th December, 2018. The equity shares of the company got listed SME Platform of BSE Limited on 31st December, 2018.

The Proceeds from the IPO Net off issue related Expenses is Rs.1900.25 Lakhs and the utilisation of the same is as follows:

| Particulars | Planned as per prospectus | Utilisation upto 31 March 2019 | Balance as at 31 March 2019 |
|--|---------------------------|--------------------------------|-----------------------------|
| Repayment/prepayment of secured borrowing | 794.88 | 794.88 | - |
| Purchase of Plant & Machinery and Related civil work | 555.25 | 84.61 | 470.64 |
| General Corporate Purpose(excluding issue expenses of IPO) | 550.12 | 550.12 | - |
| Total | 1,900.25 | 1,429.61 | 470.64 |

- 30 Previous years' figures are restated and/or regrouped and/or rearranged wherever necessary in order to confirm to the current years' grouping and classifications.

- 31 Figures have been rounded off to the nearest rupee.

32 **Additional Information**

a) Reporting under Micro, small & Medium Enterprise Development Act, 2016

The Company has initiated the process of identification of Creditors which falls under category of MSME, the disclosure relating to amount due to MSME are made to the extent information received.

b) Payment to auditor

| Payment to Statutory Auditor as | For the year ended on 31st March, 2019 (Amount in Rs.) | For the year ended on 31st March, 2018 (Amount in Rs.) |
|---------------------------------|---|---|
| Audit Fees | 2.50 | 1.05 |

33 Details of Long Term Borrowings (Secured)

| Sr. No. | Lender | Nature of facility | Loan | Amount outstanding as at March 31, 2019 | Rate of interest (%) | Repayment Terms | Security / Principal terms and conditions |
|---------|---------------------|--------------------|-----------------|---|----------------------|---|---|
| 1 | Axis Bank | Car Loan | Rs. 69.00 Lakhs | Rs. 46.43 Lakhs | 9.15% | Repayable in 60 Monthly Installment of Rs.1,43,735/- Each | Hypothication of BMW car Purchased through Loan |
| 2 | HDFC Bank | Car Loan | Rs. 52.13 Lakhs | Rs.35.95 Lakhs | 10.00% | Repayable in 60 Monthly Installment of Rs.1,10,787/- Each | Hypothication of Benz car Purchased through Loan |
| 3 | Kotak Mahindra Bank | Car Loan | Rs. 85.00 Lakhs | Rs.35.62 Lakhs/- | 8.25% | Repayable in 36 Monthly Installment of Rs.2,67,708/- Each | Hypothication of porsche car Purchased through Loan |

| 34 | | Related Party Transaction | |
|--|--|---|--|
| Names of Related Parties and Description of Relationship | | | |
| Sr. | Nature of Relationship | Name of Related Parties | |
| 1 | Key Management Personnel | Minto Purshotam Gupta | |
| | | Meenakshi M Gupta | |
| | | Hitesh Mohanalal Patel | |
| | | Yezdi Jal Batliwala | |
| | | Narendra Singh | |
| | | Savita Bhutani | |
| | | Uttam Kumar Singh | |
| | | Sreya Mitra | |
| 2. | Relatives of Key Person | Mohak M Gupta | |
| | | Mohita M Gupta | |
| 3 | Associates /Sister Concern/Enterprise | Nutricircle Limited | |
| | | Mintokashi Associates And Investmemts Private Limited | |
| | | Mintakashi FMCH Products India (OPC) Private Limited | |
| | | DWC Global PVT LTD | |
| | | Speciality Research And Life Sciences | |
| Note: Related parties are identified by the Mangagemnt and relied up on by the Auditor. | | | |
| Sr. No. | Nature of Transaction | Associates /Sister Concern/Enterprise | Key Management Personnel & Relatives of Such Personnel |
| | | April'18 to March'19 | April'18 to March'19 |
| (A) | Volume of Transactions | | |
| 1 | <u>Remuneration to KMP & Relatives</u> | | |
| | Minto Purshotam Gupta | -- | 77.73 |
| | Meenakshi M Gupta | -- | 29.00 |
| | Hitesh Mohanalal Patel | -- | -- |
| | Yezdi Jal Batliwala | -- | -- |
| | Narendra Singh | -- | -- |
| | Savita Bhutani | -- | -- |
| | Uttam Kumar Singh | -- | 11.69 |
| | Sreya Mitra | -- | -- |
| | Mohak M Gupta | -- | 9.47 |
| | Mohita M Gupta | -- | 4.79 |
| 2 | <u>Interest Expenses</u> | | |
| | Yezdi Jal Batliwala | | 1.09 |

| Sr. No. | Nature of Transaction | Associates/Sister Concern/Enterprise | Key Management Personnel & Relatives of Such Personnel |
|-------------|--|--------------------------------------|--|
| | | April'18 to March'19 | April'18 to March'19 |
| 4 | <u>Unsecured Loan</u> | | |
| | <u>Minto P Gupta</u> | | |
| | Loan accepted | -- | 167.33 |
| | Loan repaid | -- | 70.75 |
| | <u>Meenakshi M Gupta</u> | | |
| | Loan accepted | -- | 638.75 |
| | Loan repaid | -- | 623.26 |
| | <u>Yezdi Jal Batliwala</u> | | |
| | Loan accepted | -- | 11.77 |
| Loan repaid | -- | 1.77 | |
| 5 | <u>Purchase</u> | | |
| | Mintakashi FMCH Products India (OPC) Private Limited | 97.20 | -- |
| 6 | <u>Long term loans and advances</u> | | |
| | <u>DWC Global Pvt Ltd</u> | | |
| | Advance Accepted | 1.00 | -- |
| | Advance given | 3.74 | -- |

As per our Report of even date attached

For, Keyur Shah & Co.
Chartered Accountants
F.R.No: 141173W

Keyur Shah
Proprietor
M.No. 153774

Place: Ahmedabad
Date: 30th May, 2019

For & on behalf of Board of Directors

Minto P Gupta
Managing Director
DIN-00843784

Uttam Kumar Singh
Chief Financial Officer
PAN-AFWPS4957D

Hitesh Patel
Director
DIN-02080625

Sreya Mitra
Company Secretary
PAN-AZLPM9994K

DECCAN HEALTH CARE LIMITED

CIN: U72200TG1996PLC024351

247, 2nd Floor, Dwarakapuri, Punjagutta, Hyderabad, Telangana- 500082.

Form No. MGT-11, PROXY Form

| | | |
|-----------------------|----------------------|--------|
| Name of the Member(s) | | |
| Registered Address | | |
| E-mail Id | Folio No /Client ID* | DP ID* |

* Applicable for investors holding shares in Electronic form.

I/We, being the member(s) of **DECCAN HEALTH CARE LIMITED** holding _____ shares of the above named company. Hereby appoint:

| | |
|----------------------------|------------|
| Name : | E-mail Id: |
| Address: | |
| Signature , or failing him | |

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 23rd Annual General Meeting of the Company, to be held on the Monday, 30th September, 2019, at 3:30 A.M. at **Ala - Liberty, Leela Gopal Towers, First Floor, Road No. 12, Banjara Hills, Hyderabad, Telangana - 500 034** and at any adjournment thereof in respect of such resolutions as are indicated below:

| Sl. No. | Resolution(s) | Vote | |
|---------|--|------|---------|
| | | For | Against |
| 1. | To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2019, together with the Reports of the Board of Directors and the Auditors thereon. | | |
| 2. | To appoint a Director in place of Mr. Hitesh Patel, who retires by rotation and being eligible, offer him-self for re-appointment | | |
| 3. | To re-appoint M/s Keyur Shah & Co. , Chartered Accountants, having Firm Registration No. 141173W, allotted by The Institute of Chartered Accountants of India (ICAI), as the Statutory Auditors and to fix their remuneration. | | |
| 4. | To appoint Mr. Yezdi Jal Batliwala as the Director of the Company, who has attained the age of Seventy Five years, shall continue his office as a Non-executive Director. | | |
| 5. | To re-appoint Dr. Minto P. Gupta as the Managing Director of Company for a period of 3 (three) years with effect from 31 st August, 2020 to 30 th August, 2023 | | |
| 6. | To re-appoint Mrs. Meenakshi Gupta as the Whole Time Director of Company for a period of 3 (three) years with effect from 31 st August, 2020 to 30 th August, 2023 | | |

Signed this _____ day of _____, 2019

Affix
Revenue
e

Signature of Shareholder

Signature of Proxy holder

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. The proxy need not be a member of the company.

DECCAN HEALTH CARE LIMITED

CIN: U72200TG1996PLC024351

247, 2nd Floor, Dwarakapuri, Punjagutta, Hyderabad, Telangana- 500082.

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

23rd Annual General Meeting of the Company on the Monday, 30th September, 2019, at 3:30 A.M. at **Ala - Liberty, Leela Gopal Towers, First Floor, Road No. 12, Banjara Hills, Hyderabad, Telangana - 500 034**

Full name of the member(s) attending _____

(In block capitals)

Ledger Folio No. /Client ID No. _____ No. of shares held: _____

Name of Proxy _____

(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the 23rd Annual General Meeting of **M/s. DECCAN HEALTH CARE LIMITED** on the Monday, 30th September, 2019, at 3:30 A.M. at **Ala - Liberty, Leela Gopal Towers, First Floor, Road No. 12, Banjara Hills, Hyderabad, Telangana - 500 034.**

(Member's/Proxy's Signature)

Note:

1. Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
2. The Proxy, to be effective should be deposited at the Registered Office of the Company not less than **FORTY EIGHT HOURS** before the commencement of the meeting.
3. A Proxy need not be a member of the Company.
4. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
5. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

Deccan Health Care Limited
CIN: U72200TG1996PLC024351

ANNUAL GENERAL MEETING VENUE

Company Name: DECCAN HEALTH CARE LIMITED

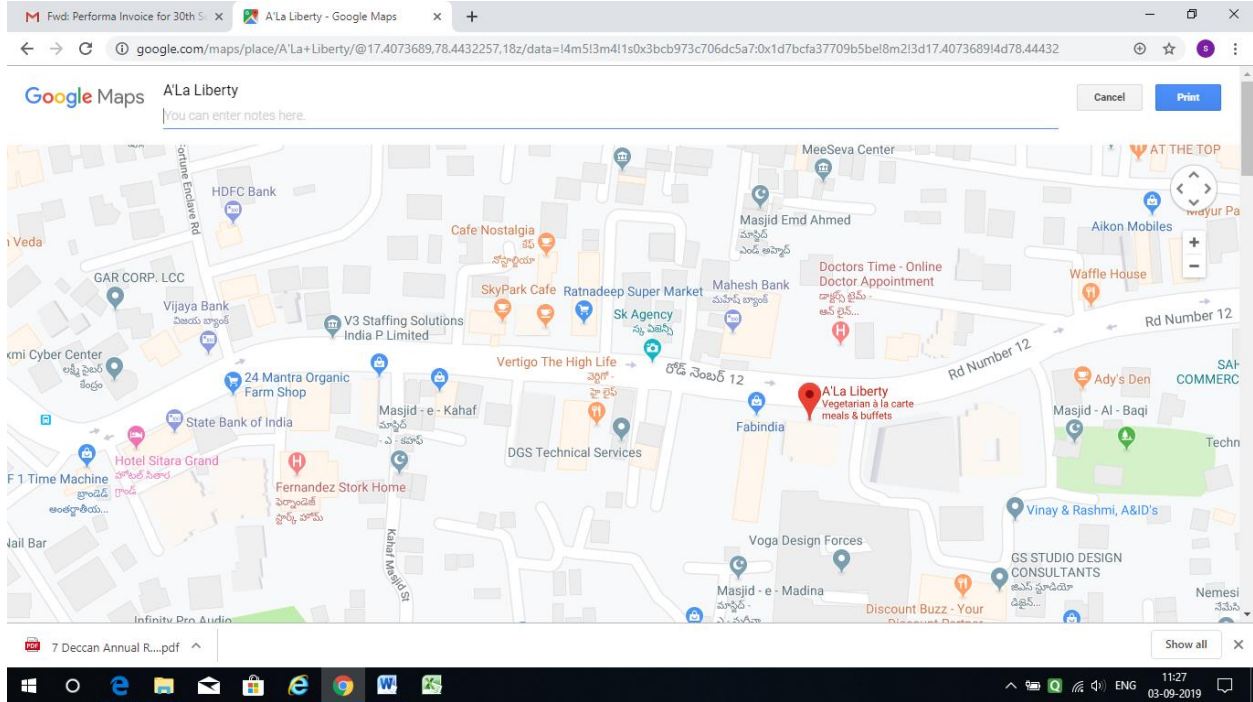
Day: Monday

Date: 30th September, 2019

Time: 3:30 P.M.

Venue: A'la - Liberty, Leela Gopal Towers, First Floor, Road No. 12, Banjara Hills, Hyderabad, Telangana - 500 034.

Route Map



SEARCHABLE FORMAT

4th September, 2019

**The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai -400001**

Stock Code: 542248

**Sub: Regulation 34 - Notice of 23rd Annual General Meeting & Annual Report for the
Financial Year 2018-19**

Dear Sir,

Please find enclosed copy of the Notice of the 23rd Annual General Meeting and Annual Report for the Financial Year 2018-19.

The above is also being uploaded on the website of the Company www.deccanhealthcare.co.in

Please treat this as a compliance of the SEBI (LODR) Regulations, 2015.

Thanking You

Yours Faithfully
For Deccan Health Care Limited

Sd/-
Sreya Mitra
Company Secretary & Compliance Officer

Encl : as above