

Poly Medicure Limited

Regd. Office : 232-B, 3rd Floor, Okhla Industrial Estate,
Phase-III, New Delhi - 110020 (INDIA)
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E: info@polymedicure.com W: polymedicure.com
CIN: L 40300DL1995PLC066923



Date: 05th June, 2020

Scrip Code: - 531768

The Manager,
Bombay Stock Exchange Limited,
Department of Corporate Services,
Phirozee Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001.

Scrip Code:- POLYMED

The Manager
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1-Block-G
Bandra Kurla Complex, Bandra(E),
Mumbai-400051.

Subject: Outcome of the Board Meeting of the Company

Ref: Compliance of Regulation 30 and 33 of SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 and 33 of SEBI (LODR) Regulations, 2015, We are pleased to inform the Stock Exchange that the Board of Directors at their meeting held today i.e. 05th June, 2020, at 232-B, 3RD Floor, Okhla Industrial Estate, Phase-III, New Delhi - 110020, approved the following businesses:

- Audited Financial Results (Consolidate & Standalone) for the year ended on 31st March 2020.
- Poly Medicure Limited – Employee Stock Option Scheme, 2020, subject to the approval of members as required under SEBI (Share Based Employee Benefits) Regulations, 2014 and Section 62 of the Companies Act, 2013.
- Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; we wish to inform that, as recommended by the Nomination and Remuneration Committee, the Board of Directors at its meeting held today i.e. 05.06.2020 has appointed Mr. Amit Khosla (DIN: 00203571) as the Additional Director in the category of Independent Director with effect from 05th June 2020.

Mr. Amit Khosla, aged 46 years, holds a Bachelor's degree in Economics (with honours) from Delhi University and a Master's degree in Business Administration (MBA) from Kellogg Graduate School of Management, Northwestern University, Illinois, USA.

He is not a relative of any other Director on the Board of Directors of the Company.

- Constituted a Risk Management Committee as required under SEBI(LODR) Regulation, 2015.

Kindly take a note of the same for your further needful and oblige us.

Thanking You,

Yours Sincerely

For Poly Medicure Limited




Avinash Chandra
Company Secretary



POLY MEDICURE LIMITED

Regd. Office: 232B, 3rd Floor, Okhla Industrial Estate Phase III, New Delhi - 110 020

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Website: www.polymedicure.com, E-mail: investorcare@polymedicure.com, CIN: L40300DL1995PLC066923

STATEMENT OF AUDITED STANDALONE AND CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR & QUARTER ENDED MARCH 31, 2020

(₹ in Lacs)

Particulars	Standalone					Consolidated				
	Quarter Ended		Year Ended		Quarter Ended		Year Ended			
	31.03.2020 (Audited)	31.12.2019 (Unaudited)	31.03.2019 (Audited)	31.03.2020 (Audited)	31.03.2019 (Audited)	31.03.2020 (Audited)	31.12.2019 (Unaudited)	31.03.2019 (Audited)	31.03.2020 (Audited)	31.03.2019 (Audited)
1 Income										
a Revenue from Operations	15,917.50	17,140.52	15,987.00	64,616.24	58,669.05	17,133.00	18,043.99	17,221.89	68,723.90	61,082.53
b Other Income	541.81	398.10	465.35	1,858.38	1,583.98	523.04	403.56	706.03	1,846.34	1,825.71
Total Income	16,459.31	17,538.62	16,452.35	66,474.62	60,253.03	17,656.04	18,447.55	17,927.92	70,570.24	62,909.24
2 Expenses										
a Cost of materials consumed	5,559.24	5,467.25	4,624.22	20,701.20	18,521.50	5,978.72	5,983.91	4,913.42	22,522.01	19,492.01
b Purchases of stock-in-trade	5.73	34.11	818.91	70.55	1,454.41	5.73	34.11	818.91	70.55	1,454.41
c Changes in inventories of finished goods, work-in-progress and stock-in-trade	(565.19)	(84.87)	197.28	(777.32)	(410.68)	(537.07)	(222.62)	693.84	(888.06)	(80.03)
d Employee benefits expense	3,164.05	3,233.11	2,928.97	12,734.15	10,976.94	3,484.33	3,485.87	3,202.22	13,876.44	11,660.71
e Research and development expenses	308.53	280.23	125.32	1,154.77	1,014.90	348.00	280.23	125.32	1,194.24	1,014.90
f Finance cost	791.52	519.89	190.93	1,765.51	1,129.36	808.25	540.23	205.85	1,831.43	1,175.06
g Depreciation and amortisation expense	909.33	1,045.52	931.72	3,928.43	3,636.39	948.39	1,081.01	955.71	4,052.78	3,729.22
h Other expenses	3,645.63	3,725.75	3,735.59	14,719.00	13,881.02	3,838.02	3,926.44	4,092.62	15,552.59	14,595.39
Total expenses	13,818.84	14,220.99	13,552.94	54,296.29	50,203.84	14,874.37	15,109.18	15,007.89	58,211.98	53,041.67
3 Profit from operations before exceptional items (1-2)	2,640.47	3,317.63	2,899.41	12,178.33	10,049.19	2,781.67	3,338.37	2,920.03	12,358.26	9,867.57
4 Exceptional Items										
5 Share of Profit of an associate						107.57	24.50	27.88	214.07	139.88
6 Profit before tax	2,640.47	3,317.63	2,899.41	12,178.33	10,049.19	2,889.24	3,362.87	2,947.91	12,572.33	10,007.45
7 Tax expense										
a Current tax	706.02	868.94	863.74	3,272.79	3,038.82	750.51	868.94	910.50	3,317.28	3,085.58
b Deferred tax	(136.35)	(49.56)	(125.32)	(384.10)	293.27	(136.35)	(49.56)	(125.32)	(384.10)	293.27
c Earlier Year Taxes	9.57	41.79	12.68	51.36	88.70	9.57	41.79	12.68	51.36	88.70
Total Tax Expense	579.24	861.17	751.10	2,940.05	3,420.79	623.73	861.17	797.86	2,984.54	3,467.55
8 Profit for the period	2,061.23	2,456.46	2,148.31	9,238.28	6,628.40	2,265.51	2,501.70	2,150.05	9,587.79	6,539.90
9 Other Comprehensive Income										
Items that will not be reclassified to profit or loss :										
Remeasurements of defined benefit obligations	71.94	(26.23)	8.35	38.19	2.91	71.94	(26.23)	8.35	38.19	2.91
Tax impacts on above	(18.10)	6.60	(2.92)	(9.61)	(1.02)	(18.10)	6.60	(2.92)	(9.61)	(1.02)
Total Other Comprehensive Income	53.84	(19.63)	5.43	28.58	1.89	53.84	(19.63)	5.43	28.58	1.89
10 Total comprehensive income (comprising profit after tax and other comprehensive income after tax for the period)	2,115.07	2,436.83	2,153.74	9,266.86	6,630.29	2,319.35	2,482.07	2,155.48	9,616.37	6,541.79
11 Net Profit attributable to:										
Equity holders of the parent	-	-	-	-	-	2,265.51	2,501.70	2,150.05	9,587.79	6,539.90
Non-controlling interests	-	-	-	-	-	-	-	-	-	-
12 Other Comprehensive income attributable to:										
Equity holders of the parent	-	-	-	-	-	53.84	(19.63)	5.43	28.58	1.89
Non-controlling interests	-	-	-	-	-	-	-	-	-	-
13 Total comprehensive income attributable to:										
Equity holders of the parent	-	-	-	-	-	2,319.35	2,482.07	2,155.48	9,616.37	6,541.79
Non-controlling interests	-	-	-	-	-	-	-	-	-	-
14 Paid-up equity share capital (Face Value of ₹ 5 each)	4,412.35	4,412.35	4,411.85	4,412.35	4,411.85	4,412.35	4,412.35	4,411.85	4,412.35	4,411.85
15 Earnings per share (Quarterly not annualised) :										
Basic (₹)	2.34	2.78	2.43	10.47	7.51	2.57	2.83	2.44	10.86	7.41
Diluted (₹)	2.33	2.78	2.43	10.46	7.51	2.57	2.83	2.44	10.86	7.41

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Statement of Assets and Liabilities:		Standalone		Consolidated	
Particulars	As at	As at	As at	As at	
	31.03.2020 (Audited)	31.03.2019 (Audited)	31.03.2020 (Audited)	31.03.2019 (Audited)	
ASSETS					
1 Non-current assets					
(a) Property plant and equipment	30,657.30	25,506.56	31,241.09	26,065.42	
(b) Capital work-in-progress	1,669.64	929.20	1,669.64	936.42	
(c) Right of Use Asset	309.40	-	309.40	-	
(d) Investment Properties	345.91	352.07	345.91	352.07	
(e) Goodwill on consolidation	-	-	2,858.11	2,858.11	
(f) Intangible assets	1,449.50	1,347.44	1,540.49	1,350.64	
(g) Intangible assets under development	788.44	923.70	800.94	1,005.38	
(h) Financial Assets					
(i) Investment in subsidiaries/associates	3,979.85	3,978.85	723.47	503.38	
(ii) Other Investments	222.99	224.04	222.99	224.04	
(iii) Other financial assets	3,497.31	1,124.54	3,497.31	1,124.54	
(l) Other non-current assets	1,744.32	796.46	1,744.32	808.07	
Total non-current assets	44,664.66	35,182.86	44,953.67	35,228.07	
2 Current assets					
(a) Inventories	10,096.42	7,411.71	11,209.49	8,379.09	
(b) Financial assets					
(i) Investments	1,592.21	26.76	1,592.21	26.76	
(ii) Trade receivables	12,044.80	12,414.02	12,711.71	12,838.26	
(iii) Cash and cash equivalents	189.46	291.14	485.74	431.76	
(iv) Bank Balances other than (iii) above	2,049.78	5,027.60	2,049.78	5,027.60	
(v) Loans	13.71	22.78	13.71	22.78	
(vi) Other financial assets	372.81	517.82	403.81	541.46	
(c) Other current assets	2,971.51	2,420.54	3,312.35	2,899.35	
Total current assets	29,330.70	28,132.37	31,778.80	30,167.06	
TOTAL ASSETS	73,995.36	63,315.23	76,732.47	65,395.13	
EQUITY AND LIABILITIES					
EQUITY					
(a) Equity share capital	4,412.35	4,411.85	4,412.35	4,411.85	
(b) Other equity	38,516.08	33,566.14	39,070.03	33,725.16	
Total equity	42,928.43	37,977.99	43,482.38	38,137.01	
LIABILITIES					
1 Non-current liabilities					
(a) Financial liabilities					
(i) Borrowings	11,057.41	9,137.97	11,057.41	9,137.97	
(ii) Lease Liabilities	328.32	-	328.32	-	
(iii) Other financial liabilities	103.35	387.60	103.35	387.60	
(b) Provisions	291.07	248.32	380.48	313.07	
(c) Government Grants	220.47	194.00	220.48	194.00	
(d) Deferred tax liabilities (Net)	1,448.92	1,866.31	1,448.92	1,866.31	
Total non-current liabilities	13,449.54	11,834.20	13,538.96	11,898.95	
3 Current liabilities					
(a) Financial liabilities					
(i) Borrowings	4,432.75	3,512.43	5,701.23	4,547.48	
(ii) Lease Liabilities	104.02	-	104.02	-	
(iii) Trade payables					
a) total outstanding dues of micro enterprises and small enterprises	861.95	171.97	861.95	171.97	
b) total outstanding dues of creditors other than micro enterprises and small enterprises	5,185.71	4,787.65	5,774.11	5,381.84	
(iv) Other financial liabilities	5,423.04	4,021.44	5,498.22	4,056.86	
(b) Other current liabilities	1,493.05	673.17	1,622.60	841.85	
(c) Provisions	41.97	34.42	41.97	34.42	
(d) Current Tax Liabilities (Net)	74.90	301.96	107.04	324.74	
Total Current Liabilities	17,617.39	13,503.04	19,711.14	15,359.16	
TOTAL EQUITY AND LIABILITIES	73,995.36	63,315.23	76,732.47	65,395.13	

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Cash Flow Statement for the year ended 31 March 2020	Standalone		Consolidated	
	Year Ended		Year Ended	
	31.03.2020	31.03.2019	31.03.2020	31.03.2019
Particulars	(Audited)	(Audited)	(Audited)	(Audited)
A CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before tax and exceptional items	12,178.33	10,049.18	12,358.26	9,867.57
Adjusted for:				
Depreciation and amortisation	3,928.43	3,636.39	4,052.78	3,729.22
Share in Income of Associates	-	-	214.07	139.88
Interest expense	1,765.51	1,129.36	1,831.43	1,175.06
Dividend Income	(45.46)	(155.31)	(15.61)	(155.31)
Interest Income	(483.13)	(349.40)	(484.05)	(349.47)
Loss/(profit) on sale of fixed assets, net	(13.04)	(78.40)	(13.04)	(78.40)
Debts/advances written off	30.73	29.36	30.73	56.46
Provision for doubtful debts and advances	29.34	-	29.34	-
Credit balances no longer required, written back	(53.79)	(153.58)	(53.79)	(153.58)
Deferred employee compensation expenses (net)	13.89	18.69	13.89	18.69
Unrealised foreign exchange (gain) /loss	(407.66)	251.12	(407.66)	251.12
Other Comprehensive Income	38.19	2.91	38.19	2.91
Ind AS & Other adjustments	233.37	(238.55)	256.62	(214.03)
Operating profit before working capital changes	17,214.71	14,141.77	17,851.16	14,290.13
Movement in working capital				
Decrease/(increase) in inventories	(2,684.71)	(556.62)	(2,830.40)	(1,080.19)
Decrease/(increase) in sundry debtors	832.63	(1,529.03)	589.96	(1,915.41)
Decrease/(Increase) in financial assets	(401.35)	(37.74)	(416.40)	(208.13)
Decrease/(Increase) in other assets	(547.93)	1,279.85	(398.41)	809.03
Increase/(decrease) in trade payables	1,026.01	816.56	1,020.22	1,368.82
Increase/(decrease) in other financial liabilities	(60.63)	6.03	(27.86)	(12.19)
Increase/(decrease) in other liabilities	819.82	(92.71)	780.74	64.29
Increase/(decrease) in provisions	50.30	39.61	74.96	104.36
Cash generated from operations	16,248.85	14,067.71	16,643.98	13,420.70
Direct taxes paid (net of refunds)	(3,558.35)	(2,748.48)	(3,593.48)	(2,772.47)
Net cash from operating activities (A)	12,690.50	11,319.23	13,050.50	10,648.23
B CASH FLOWS FROM INVESTING ACTIVITIES				
Purchase of fixed assets (including capital advances)	(10,441.49)	(4,768.35)	(10,602.16)	(7,799.72)
Purchase of Investments (net)	(1,500.99)	(2,381.06)	(1,720.09)	1,003.28
Proceeds from / (Investment in) Fixed Deposits (net)	818.25	(3,829.72)	818.25	(3,829.71)
Proceeds from sale of fixed assets	34.04	241.07	34.04	241.07
Dividend Income	37.78	117.53	37.78	117.53
Interest Income	485.41	193.86	486.33	193.93
Net cash used for investing activities (B)	(10,567.00)	(10,426.67)	(10,945.85)	(10,073.63)
C CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from borrowing(net)	3,096.04	2,339.48	3,329.48	2,824.13
Proceeds from Share Allotments	5.03	5.03	5.03	5.03
Repayment of Lease Liabilities including interest	(136.11)	-	(136.11)	-
Dividend and tax thereon Paid	(4,247.46)	(2,119.26)	(4,247.46)	(2,119.25)
Interest / Finance charges paid	(942.68)	(1,194.56)	(1,001.61)	(1,222.82)
Net cash from (used for) financing activities (C)	(2,225.18)	(969.31)	(2,050.67)	(512.92)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(101.68)	(76.76)	53.98	61.68
Cash and cash equivalents at the beginning of the year	291.14	367.90	431.76	370.08
Cash and cash equivalents at the end of the period	189.46	291.14	485.74	431.76

Notes:

- The above audited standalone and consolidated results were reviewed and recommended by the Audit Committee & approved by the Board of Directors at their respective meetings held on 5th June, 2020.
- The standalone and consolidated financial results have been prepared in accordance with the principles and procedures of Indian Accounting Standards ("Ind AS") as notified under the Companies (Indian Accounting Standards) Rules, 2015 as specified in Section 133 of the Companies Act, 2013.

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POSH MEDICURE LIMITED
NEW DELHI

- 3 Effective 1st April 2019, the Company adopted IND AS 116 "Leases" and applied the same to all Lease contracts existing on 1st April 2019 using modified retrospective method and has taken the cumulative adjustments to Retained Earnings on the date of initial application. Accordingly, the Comparative Figures of Previous periods have not been restated. The cumulative effect of application of standard has reduced the retained earnings by Rs.79.86 lacs (Net of deferred tax Asset) on transition date i.e 01st April 2019. In the statement of profit and Loss for the current Period, the nature of expenses in respect of operating lease has changed from lease rent in previous periods to depreciation cost for right of use asset and Finance cost for interest accrued on lease liability. The adoption of new standard has resulted in recognition of Right of Use of Rs. 402.22 lacs and lease liability of Rs. 524.97 lacs on 1st April 2019.
- 4 The Consolidated Financial Results of the company and its Foreign Subsidiaries/Indian subsidiary (Group) and associate have been prepared as per IND AS 110 "Consolidated Financial statements" and IND AS 28 on "Investment in Associates". The following entities have been considered in Consolidated quarterly/yearly audited financial statements.
1. Poly Medicure (Laiyang) Co. Ltd – Wholly owned Subsidiary (Audited)
 2. Poly Medicure B V – Netherlands(Consolidated) – Wholly owned Subsidiary (Management certified)
 3. Plan 1 health India Pvt Ltd.- Wholly owned Subsidiary (Audited)
 4. Ultra for Medical Products Co.(UMIC) Egypt – Associate (audited)
- 5 The annual financial results include the results for the quarter ended March 31,2020 being the balancing figures between the audited figures in respect of full financial year and the published unaudited year to date figures upto the third quarter of the current financial year.
- 6 During the year ended 31, March 2020, 10050 Equity shares at a face value of Rs 5 each have been allotted in pursuance of Employees Stock option scheme 2015 at an exercise price of Rs 50 per share. Further, 41,550 Equity Share of Rs.5 each (net of lapse) have been granted to eligible employees pursuant to ESOP Scheme 2016, at an exercise price of Rs. 50 per share and vesting period will commence upon completion of period as stipulated in the said scheme.
- 7 The company has elected to exercise the option permitted under Section 115BAA of Income Tax Act,1961 as introduced by Taxation Laws(Amendment) Ordinance 2019. Accordingly, the company has recognised provision for Income Tax for year ended 31, March 2020 and remeasured its deferred tax on the basis of rates as prescribed in the said section. The full impact of the change has been recognised in the statement of profit & loss for the year ended 31, March 2020.
- 8 In line with the provisions of Ind As 108- Operating Segments and on the basis of review of operations being done by the management of the Company, the operations of the group falls under medical devices, which is considered to be the only reportable segment by the management.
- 9 The company continues to monitor the impact of COVID 19 on its business including its impact on customers, supply chain etc.Due care has been exercised in concluding on significant accounting judgement and estimates including in relation to recoverability of receivables, inventory and other financial assets based on information available to date while preparing the company's financial results as of and for the year ended 31 March 2020.
- 10 Previous period figures have been regrouped wherever necessary to conform to the current period classification.

Place : New Delhi
Date : 5th June,2020



Himanshu Bald
Managing Director

M C Bhandari & Co.

Chartered Accountants

204, Second Floor, Manisha Building, 75-76, Nehru Place, New Delhi-110019 (Delhi)

Mobile : 9810236616, E-mail : mcbcodehhi@gmail.com

Independent Auditors' Report on the quarterly and year to date Audited Standalone Financial Results of the Company pursuant to Regulation 33 of SEBI (Listing obligations and disclosure Requirements) Regulations 2015, as amended

To
The Board of Directors
Poly Medicare Limited

Report on the Audit of Standalone Financial Results

Opinion:

We have audited the accompanying Statement of Standalone Financial Results of POLY MEDICURE LIMITED ("the Company") for the quarter and year ended 31st March 2020 ("the Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by circular no. CIR/CFD/FAC/62/2016 dated 5th July 2016

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

- i. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by circular no. CIR/CFD/FAC/62/2016 dated 5th July 2016; and
- ii. gives a true and fair view in conformity with the Indian Accounting Standards (Ind AS) and other accounting principles generally accepted in India of the net profit (Including other comprehensive income) and other financial information of the Company for the quarter and year ended 31st March 2020.

Basis for Opinion:

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

Management's Responsibility for the Standalone Financial Results

These Standalone annual financial results have been prepared on the basis of the Standalone annual financial statements.

The Company's Management and Board of Directors are responsible for the matters stated in section 133



134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone 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 standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonable ness 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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone 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.

Other Matters

- a) The Standalone annual financial results includes the results for the quarter ended March 31,2020 being the balancing figures between the audited figures in respect of full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were limited reviewed by us.
- b) Attention is drawn to the fact that the corresponding figures for the quarter ended March 31,2019 and for the period April 1,2018 to March 31,2019 are based on the previously issued Standalone annual financial results and Standalone financial statements of the Company that were audited by the predecessor auditor who expressed an unmodified opinion on those Standalone annual financial results dated May 10,2019.

Our opinion on the Standalone annual financial results is not modified in respect of the above matters.

For M C Bhandari & Co.
Chartered Accountants
Firm Registration No.: 303002E




Rabindra Bhandari
Partner

Membership No.: 097466

UDIN: 20097466AAAAAH5900

Place: New Delhi

Date: 5th June 2020

M C Bhandari & Co.

Chartered Accountants

204, Second Floor, Manisha Building, 75-76, Nehru Place, New Delhi-110019 (Delhi)
Mobile : 9810236616, E-mail : mcbcodehli@gmail.com

Independent Auditors' Report on the quarterly and year to date Audited Consolidated Financial Results of the Company pursuant to Regulation 33 of SEBI (Listing obligations and disclosure Requirements) Regulations 2015, as amended

TO THE BOARD OF DIRECTORS OF

Poly Medicare Limited

Report on the Audit of Consolidated Financial Results

Opinion:

We have audited the accompanying Statement of Consolidated Financial Results of Poly Medicare Limited ("Holding") and its subsidiaries (the Holding and its subsidiaries together referred to as the group") and its associate for the quarter and year ended 31st March 2020 (" the statement), being submitted by the Holding pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, as amended (Listing Regulations)

In our opinion and to the best of our information and according to the explanations given to us, and based on consideration of reports of other auditors on separate Audited financial statements of foreign subsidiaries and Indian subsidiary, the aforesaid statement:

- i. Include the annual financial results of the entities listed in Annexure-I
- ii. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by circular no. CIR/CFD/FAC/62/2016 dated 5th July 2016; and
- iii. gives a true and fair view in conformity with the Indian Accounting Standards (Ind AS) and other accounting principles generally accepted in India of the consolidated net profit (Including other comprehensive income) and other financial information of the Group for the quarter and year ended 31st March 2020.

Basis for Opinion

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

Management's Responsibility for the Consolidated financial Statements

These Consolidated annual financial results have been prepared on the basis of the consolidated annual financial statements.



The Holding Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its associate in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group and of its associate are responsible for maintenance of the adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associate 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error which have been used for the purpose of preparation of the statement by the directors of Holding company as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associate are responsible for assessing the ability of the group and of its associate to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associate are also responsible for overseeing the financial reporting process of the Group and of its associate.

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

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

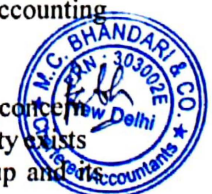
As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

□ Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies which are companies incorporated in India, 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 and Board of directors.

Conclude on the appropriateness of management's and Board of directors 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 ability of the Group and its



associate 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 consolidated 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 Group and its associate to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate of which we are the independent auditors and whose financial information we have audited to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditor. For the other foreign subsidiaries included in the consolidated annual financial results, which have been audited by Auditors situated outside India, such other auditors situated outside India remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in para "other matter" in the Audit Report.

We communicate with those charged with governance of the holding company and such other one entity included in the statement of which we are the independent auditors 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.

We also performed procedures in accordance with the circular no. CIR/CFD/CMD/1/44/2019 dated 29 March 2019 issued by the SEBI under Regulation 33 (8) of Listing Regulations as amended to the extent applicable.

Other Matters

1. We did not audit the financial statements of one foreign subsidiary, whose financial statements reflect total assets of ₹ 1173.62 lacs as at 31st March 2020 and total revenue of ₹ 1387.38 lacs for the year then ended on that date and financial statements of one foreign associate in which the share of profit of the Group is ₹ 214.07 lacs. The financial statements of one foreign subsidiary namely Poly Medicure (Laiyang) Co. Ltd., China and of one associate namely Ultra for Medical Products (UMIC), Egypt, have been audited by other auditors situated outside India whose reports have been furnished to us and our opinion is based solely on the reports of the other auditors and the procedures performed by us as stated in para above "other matters".
2. The Financial Statement of one foreign subsidiary (as Consolidated) namely Poly Medicure BV Netherlands in which financial statement of Step Subsidiary Plan 1 Health are consolidated and whose consolidated financial statement/information reflect total assets of Rs.4868.58 lacs as at 31st March 2020, and total consolidated revenue of Rs.2857.88 lacs for the year ended on that date as considered in the Consolidated financial statements. These consolidated financial statement/financial information have not been audited as based on article 2,396 Section 6 of Dutch Civil Code, the said foreign subsidiary company is exempt from the obligation to have the annual accounts (including consolidated accounts) audited by the auditor, and are, therefore, management certified and have been furnished to us by the management and our opinion on the consolidated financial statements in so far as it relates to the aforesaid subsidiary is based solely on the basis of management certified consolidated financial statement as adjusted suitably to give effect to adopt uniform accounting policies.



3. In respect of subsidiaries / associate located outside India whose financial result and other financial information have been prepared in accordance with the accounting principles generally accepted in their respective countries and which have been audited by other auditor under generally accepted auditing standard applicable in their respective countries / management certified. The holding company's management has converted the financial results of such subsidiaries/associate located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India and made suitable adjustments to follow uniform accounting policies. We have audited these conversion adjustments made by the holding company's management. Our opinion in so far as it relates to the balances and affair of such subsidiaries/ associate located outside India is based on the report of other auditors/ management certified and the conversion adjustment prepared by the management of the holding company and audited by us.

Our Opinion on Consolidated financial statements and our report on other legal and regulatory requirements is not modified in respect of the above matters with respect to our reliance on the work done and the report of the other auditors and the financial statement/financial information as certified by Board of directors and the procedures performed by us as stated above in para above other matters.

4. The Consolidated annual financial results includes the results for the quarter ended March 31,2020 being the balancing figures between the audited figures in respect of full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were limited reviewed by us.
5. Attention is drawn to the fact that the corresponding figures for the quarter ended March 31, 2019 and for the period April 1, 2018 to March 31, 2019 are based on the previously issued Consolidated annual financial results and Consolidated financial statements of the Group that were audited by the predecessor auditor who expressed an unmodified opinion on those Consolidated annual financial results dated May 10, 2019.

Our opinion on the consolidated annual financial results is not modified in respect of the above matters.

For **M. C. Bhandari & Co.**
Chartered Accountants
Firm's Registration number: 303002E




Rabindra Bhandari
Partner
Membership number: 097466
UDIN: 20097466AAAAA13147
Place: New Delhi
Date: 5th June 2020

Annexure I: List of entities consolidated as at March 31, 2020

1. Poly Medicure (Laiyang) Co. Ltd.- China - Wholly owned Subsidiary - Audited
2. Poly Medicure BV - Netherlands (Consolidated) – Wholly owned Subsidiary – Management certified
3. Ultra for Medical Products Co. (UMIC) – Egypt – Associate - Audited
4. Plan 1 Health India Pvt. Ltd. Wholly owned subsidiary – Audited



Poly Medicure Limited

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T: +91-11-33550700, 47317000, F: +91-11-26321894, 26321839
E: info@polymedicure.com W: polymedicure.com
CIN: L 40300DL1995PLC066923



Date: 5th June, 2020

Scrip Code: - 531768

Scrip Code:- POLYMED

The Manager,
Bombay Stock Exchange Limited,
Department of Corporate Services,
Phirozee Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001.

The Manager
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1-Block-G
Bandra Kurla Complex, Bandra(E),
Mumbai-400051.

Subject: Declaration of impact of un-modified audit qualifications (Standalone & Consolidated)

Ref: Compliance of Regulation 30 (3)(d) of SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

In Compliance of Regulation 33(3)(d) of SEBI (LODR) Regulations, 2015, We hereby declare that M/s. M.C. Bhandari & Company (Statutory Auditors) of the Company have issued Audit Report with un-modified opinion on the Audited Financial Results (Standalone & Consolidated) for the fourth quarter and financial year ended on 31st March, 2020.

Kindly take a note of the same for your further needful and oblige us.

Thanking You,

Yours Sincerely

For Poly Medicure Limited

J. K. Oswal
C.F.O

