

16th August, 2023

To,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai - 400 001

Scrip code: 531015

Dear Sir/Madam,

Sub: Submission of Annual Report 2022-23 under Regulation 34 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 34 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Annual Report 2022-23 of Venmax Drugs and Pharmaceuticals Limited for your reference and records. The said Annual Report for Financial Year 2022-23, has been sent through electronic mode to the shareholders of the Company.

Thanking you,

Yours Faithfully,

For Venmax Drugs and Pharmaceuticals Limited

N. Krishnaiah
Director
DIN: 07279009



Encl: Annual Report 2022-23 of the Company

**34TH
ANNUAL REPORT
2022-23**



VENMAX DRUGS AND PHARMACEUTICALS LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS:

Mr. Raj Kumar Rai : Managing Director [DIN: 00009207]
Mr. N.Krishnaiah : Non- Executive Director [DIN:07279009]
Dr. A.Ramakrishnaiah : Independent Director [DIN: 01641977]

CHIEF FINANCIAL OFFICER : Mr.G Pradeep Kumar

REGISTERED OFFICE:

Shed No.22, Plot No.84, Phase – 1
IDA Cherlapally Hyderabad Rangareddi TG 500051 IN
Email: venmaxdrugs@gmail.com Website: venmaxdrugs.com

CORPORATE IDENTITY NUMBER: L24230TG1988PLC009102

STATUTORY AUDITORS:

NSVR & Associates LLP, Chartered Accountants, Hyderabad

SECRETARIAL AUDITORS:

M.Srinivasarao & Associates, Company Secretaries, Hyderabad

AUDIT COMMITTEE:

Dr. A. Ramakrishnaiah - Chairman
Mr. Rajkumar Rai - Member
Mr. N.Krishnaiah - Non- Executive Director

NOMINATION & REMUNERATION COMMITTEE:

Dr. A. Ramakrishnaiah - Chairman
Mr. N. Krishnaiah - Member
Mr. Raj Kumar Rai - Member

STAKEHOLDERS RELATIONSHIP COMMITTEE:

Mr. N. Krishnaiah - Chairman
Dr. A. Ramakrishnaiah - Member
Mr. Rajkumar Rai - Member

REGISTRAR & SHARE TRANSFER AGENTS:

CIL Securities Ltd.
214, Raghavaratna Towers, Chirag Ali Lane, Hyderabad 500001.
Ph.No. (040)23202465/66612093, Fax. (040) 23203028

LISTED AT : BSE Limited
ISIN : INE154G01022
WEBSITE : www.venmaxdrugs.com
INVESTOR E-MAIL ID : venmaxdrugs@gmail.com

NOTICE

Notice is hereby given that the 34th Annual General Meeting of the Members of Venmax Drugs and Pharmaceuticals Limited will be held on Wednesday, 06th day of September, 2023 at 10.30 A.M. at J.S. Krishnamurthy Hall, FATPCCI Building, Red Hills, Hyderabad – 500004 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2023, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto along with the Reports of Auditors and Directors thereon.
2. To appoint a director in place of Mr.N.Krishnaiah (DIN: 07279009), who retires by rotation and being eligible, offers himself for re-appointment.
3. To Appoint Statutory Auditors and Fix Their Remuneration.

To consider and if though fit to pass with or without modification(s) the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), as may be applicable and pursuant to the recommendations of the Audit Committee, **M/s.PPKG & Co. Chartered Accountants Hyderabad Firm Registration No.009655S)** be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a term of 5 (five) years, from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting of the Company to be held in the year 2028 on such remuneration plus service taxes, out-of-pocket expenses, etc. as may be mutually agreed upon by the Board of Directors and the Auditors”

**By Order Of The Board
For VENMAX DRUGS AND PHARMACEUTICALS LIMITED**

**Date : 11.08.2023
Place: Hyderabad**

**Sd/-
Raj Kumar Rai
Managing Director
DIN: 00009207**

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective shall be deposited at the Corporate Office of the Company by not less than 48 hours before the commencement of the Meeting.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No.MGT.11 annexed herewith.

2. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, the 31st Day of August, 2023 to Wednesday, the 6th Day of September, 2023 (Both days inclusive).
3. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants.
4. Members are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID Numbers for identification.
5. Corporate Members are requested to send to the Company's Registrar & Transfer Agent, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
6. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.
7. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar and Share Transfer Agents (M/s.CIL Securities Ltd)
8. As a measure of austerity, copies of the annual report will not be distributed at the Annual General Meeting. Members are therefore, requested to bring their copies of the Annual Report to the Meeting.
9. With a view to using natural resources responsibly, we request shareholders to update their email address with their Depository Participants to enable the Company

to send communications electronically.

10. Members holding shares in the same name under different ledger folios are requested to apply for consolidation of such folios and send the relevant share certificates to CIL Securities Limited., Share Transfer Agents of the Company for their doing the needful.
11. Since securities of the Company are traded compulsorily in dematerialized form as per SEBI mandate, members holding shares in physical form are requested to get their shares dematerialized at the earliest.
12. Members are requested to send their queries at least 10 days before the date of meeting so that information can be made available at the meeting.
13. In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the registrar and share transfer agent of the company and correspond with them directly regarding share transfer/transmission /transposition, Demat / Remat, change of address, issue of duplicate shares certificates, ECS and nomination facility.
14. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.
15. Electronic copy of the Annual Report for 2022-2023 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2022-2023 is being sent in the permitted mode.
16. Members may also note that the Notice of the 34th Annual General Meeting and the Annual Report for 2022-2023 will also be available on the Company's website for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: venmaxdrugs@gmail.com.

17. Voting through electronic means:

- I. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members through e-Voting agency with M/s. Central Depository Services (India) Limited (CDSL) Only those Members, whose names appear in Register of Members / List of beneficial owners as on Wednesday, the 30th day of August, 2023 ("Cut-off Date") shall be entitled to vote (through remote e-voting and during AGM) on the resolutions set forth in this Notice and their voting rights shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date. A person who is not a member as on the Cut-off Date should treat this Notice for information only.
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on Sunday the 3rd September, 2023 at 9:00 am and ends on Tuesday the 05th September, 2023 at 5:00 pm. During this period members' of the Company, holding shares either in physical form or in the dematerialized form, as on the cut-off date of 3rd September, 2023, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The instructions for shareholders voting electronically are as under:
 - i. The shareholders should log on to the e-voting website www.evotingindia.com.
 - ii. Click on Shareholders
 - iii. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DPID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - d. Next enter the Image Verification as displayed and Click on Login.
 - e. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - f. If you are a first-time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- iv. After entering these details appropriately, click on “SUBMIT” tab.
- v. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- vi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- vii. Click on the EVSN for the relevant <Venmax Drugs and Pharmaceuticals Limited> on which you choose to vote.
- viii. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- ix. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- x. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”,

else to change your vote, click on “CANCEL” and accordingly modify your vote.

- xii. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
 - xiii. If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - xiv. Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
 - xv. Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - xvi. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
18. M/s.M.Srinivasarao & Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer to scrutinize the e-voting process.
19. The Scrutinizer will make a consolidated Scrutinizer's Report of the total votes cast

in favour or against and invalid votes, if any, to the Chairman / Managing Director of the Company or in his absence to any other Director authorized by the Board of Directors, who shall countersign the same. Based on the Scrutinizer's Report, the result will be declared by the Chairman / Managing Director or in his absence by any other Director within two working days from the conclusion of the AGM at the Registered Office of the Company. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM i.e., September 06, 2023.

20. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.venmaxdrugs.com and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited.
21. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a 'Green Initiative in Corporate Governance' and allowed companies to share documents with its shareholders through an electronic mode. Members are requested to support this green initiative by registering/uploading their email addresses, in respect of shares held in dematerialized form with their respective Depository Participant and in respect of shares held in physical form with the Company's Registrar and Share Transfer Agents.
22. Brief profile of Mr.N.Krishnaiah, Director proposed to be reappointed along with the name of the Companies in which they hold directorships and memberships/ chairmanships of Board Committees, shareholding and other details as required under Secretarial Standard on General Meetings and Regulation 36(3) of the SEBI Listing Regulations are also annexed to this notice.
23. In accordance with, the General Circular No. 20/2020 dated 5th May, 2020 issued by MCA and Circular No.SEBI/HO/ CFD/ CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
24. The registers i.e., Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts or Arrangements in which directors are interested maintained under Section 170 and Section 189 of the Act respectively will be available for inspection by members during the AGM. All documents referred to in this Notice and the Explanatory Statement annexed hereto will also be available for inspection without any fee by the members from the date of circulation of this notice up to the date of AGM, i.e., August 11, 2023 to September 6, 2023. Members seeking to inspect such documents can send an email to venmaxdrugs@gmail.com.
25. As per Regulation 40 of the Regulations, as amended, securities of listed companies

can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's Registrars and Transfer Agents, CIL Securities Limited, Hyderabad for assistance in this regard.

26. Members are requested to register or intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc to their Depository Participants with whom they are maintaining their demat accounts in case the shares are held by them in electronic form/demat form and to CIL Securities Limited in case the shares are held by them in physical form.
27. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to submit their PAN details to the Registrar. SEBI has also mandated, that for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the Company.

**By Order Of the Board
For Venmax Drugs and Pharmaceuticals Limited**

**Place: Hyderabad
Date : 11.08.2023**

**Sd/-
Raj Kumar Rai
Managing Director
DIN: 00009207**

Disclosure under regulation 36 (3) of the SEBI (LODR), Regulations, 2015, brief particulars of the Director seeking re-appointment is given as under:-

Name of the Director	N. Krishnaiah
Director Identification No.	07279009
Date of Birth	10.04.1988
Date of appointment	03.09.2015
Qualification	MBA
Relationship between directors inter-se	--
Nature of expertise in specific functions area	Administration
Directorship in other Listed Entities	--
Membership of Committees of other listed Companies	--
Shareholding in the Company	--

**By Order Of the Board
For Venmax Drugs and Pharmaceuticals Limited**

Place: Hyderabad
Date : 11.08.2023

**Sd/-
Raj Kumar Rai
Managing Director
DIN: 00009207**

DIRECTOR'S REPORT

Dear members,

The Directors have pleasure in presenting before you the 34th Director's Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2023.

1. FINANCIAL SUMMARY/HIGHLIGHTS, OPERATIONS, STATE OF AFFAIRS:

The performance during the period ended 31st March, 2023 has been as under:

Particulars	(In Lakhs)	
	2022-23	2021-2022
Total Income	41.93	198.30
Total Expenditure	19.36	13.64
Profit (Loss) Before Tax	22.57	184.65
Provision for Tax	0.01	0.03
Profit (Loss) after Tax	22.56	184.62
Other Comprehensive Income, Net of tax	--	--
Total Comprehensive Income	22.56	184.62
Balance Carried to Balance Sheet	22.56	184.62
Basic and Diluted Earnings	0.43	3.52

REVIEW OF OPERATIONS:

The total revenue of the Company for the financial year under review was Rs.41.93 lakhs as against Rs.198.30 lakhs for the previous financial year. The company has incurred a net profit of Rs.22.56 lakhs for the financial year 2022-23 as against the net profit of Rs.184.62 lakhs for the previous year.

2. MATERIAL CHANGES & COMMITMENT AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There were no material changes and commitments affecting financial position of the company between 31st March, 2023 as on the date of Board's Report.

3. CHANGE IN THE NATURE OF THE BUSINESS, IF ANY:

During the period under review and the date of Board's Report there was no change in the nature of Business.

4. DIVIDEND:

The Directors have not recommended dividend for the year 2022-2023.

5. RESERVES:

The Company has not carried any amount to the reserves.

6. SHARE CAPITAL:

The Authorised share capital of the Company stands at Rs.8,00,00,000/- divided into 80,00,000 equity shares of Rs.10/- each. The paid up share capital of the Company stands at Rs.5,23,89,300 /- divided into 52,38,930 equity shares of Rs.10/- each.

7. BOARD MEETINGS:

During the year, the Board of Directors duly met 7 (Seven) times on 12.05.2022, 28.05.2022, 30.07.2022, 05.09.2022, 06.09.2022, 04.11.2022 and 30.01.2023 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

8. INVESTOR EDUCATION AND PROVIDENT FUND:

The Company has not transferred any amount to Investor Education and Provident Fund.

9. DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS:

The Company has received declarations from Dr.A.Ramakrishnaiah, Independent Director of the company to the effect that they are meeting the criteria of independence as provided in Sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

10. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report is appended to this Report.

11. APPOINTMENT / RE-APPOINTMENT / RESIGNATION / RETIREMENT OF DIRECTORS / CEO/ CFO AND KEY MANAGERIAL PERSONNEL:

- Mr.N.Krishnaiah is liable to retire by rotation, being eligible, offers himself for re-appointment.

12. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

Independent Directors are familiarized about the Company's operations and businesses. Interaction with the Business heads and key executives of the Company is also facilitated. Detailed presentations on important policies of the Company are also made to the directors. Direct meetings with the Chairman is further facilitated to familiarize the incumbent Director about the Company/its businesses and the group practices. The policy relating to familiarization programmes to Independent Directors is available on the website of the Company.

13. COMMITTEES:

I. AUDIT COMMITTEE:

The Audit Committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013.

The terms of reference of the Audit Committee include a review of the following:

A. BRIEF DESCRIPTION OF TERMS OF REFERENCE:

- Overview of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements reflect a true and fair position and that sufficient and credible information is disclosed.
- Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- Discussion with external auditors before the audit commences, of the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- Reviewing the financial statements and draft audit report including quarterly / half yearly financial information.
- Reviewing with management the annual financial statements before submission to the Board, focusing on:
 - a. Any changes in accounting policies and practices;
 - b. Qualification in draft audit report;
 - c. Significant adjustments arising out of audit
 - d. The going concern concept;
 - e. Compliance with accounting standards;
 - f. Compliance with stock exchange and legal requirements concerning financial statements and
 - g. Any related party transactions
- Reviewing the company's financial and risk management's policies.
- Disclosure of contingent liabilities.
- Reviewing with management, external and internal auditors, the adequacy of internal control systems.
- Reviewing the adequacy of internal audit function, including the audit character, the structure of the internal audit department, approval of the audit plan and its execution, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
- Discussion with internal auditors of any significant findings and follow-up thereon.
- Reviewing the findings of any internal investigations by the internal auditors into the matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Looking into the reasons for substantial defaults in payments to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- Reviewing compliances as regards the Company's Whistle Blower Policy.

- Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments.

The Company has complied with all the requirements of the provisions of SEBI (LODR) Regulations, 2015 relating to the composition of the Audit Committee.

During the financial year 2022-23, (5) Five meetings of the Audit Committee were held on 12.05.2022, 28.05.2022, 30.07.2022, 04.11.2022 and 30.01.2023.

B. COMPOSITION OF THE COMMITTEE

The details of the composition of the Committee and attendance of the members at the meetings are given below:

Name	Designation	Category	No.of meetings attended	No. of Meetings held
Dr. A.Ramakrishnaiah	Chairman	NED(I)	5	5
Mr. N Krishnaiah	Member	NED	5	5
Mr. Rajkumar Rai	Member	MD	5	5

NED (I): Non- Executive Independent Director

MD: Managing Director

II. NOMINATION AND REMUNERATION COMMITTEE:

A. BRIEF DESCRIPTION OF TERMS OF REFERENCE

- To approve the fixation/revision of remuneration of Executive Directors of the Company and while approving:
 - a. To take into account the financial position of the Company, trend in the industry, appointee's qualification, experience, past performance, past remuneration etc.
 - b. To bring out objectivity in determining the remuneration package while striking a balance between the interest of the Company and the Shareholders.
- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and /or removal.
- To carry out evaluation of every Director's performance.
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees.
- To formulate the criteria for evaluation of Independent Directors and the Board.

- To recommend/review remuneration of the Managing Director and Whole-time Director(s) based on their performance and defined assessment criteria.
- Recommend to the board, all remuneration, in whatever form, payable to senior management.

B. COMPOSITION OF THE COMMITTEE

During the financial year 2022-23, (1) one meeting of the Nomination and Remuneration Committee were held on 30.01.2023:

Name	Designation	Category	No.of meetings attended	No of Meetings held
Dr. A. Ramakrishnaiah	Chairman	NED(I)	1	1
Mr. N Krishnaiah	Member	NED	1	1
Mr. Rajkumar Rai	Member	MD	1	1

NED (I): Non- Executive Independent Director

C. REMUNERATION POLICY:

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit.

The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered and individual performance.

POLICY FOR SELECTION OF DIRECTORS AND DETERMINING DIRECTORS' INDEPENDENCE

1. Scope:

This policy sets out the guiding principles for the Nomination & Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent Directors of the Company.

2. Terms and References:

2.1 "Director" means a director appointed to the Board of a Company.

2.2 "Nomination and Remuneration Committee" means the committee constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015.

2.3 "Independent Director" means a director referred to in sub-section (6) of Section 149 of the Companies Act, 2013 read with Regulation 16 (1) (b) of SEBI LODR Regulations, 2015)

3. Policy:

Qualifications and criteria

3.1.1 The Nomination and Remuneration Committee, and the Board, shall review on annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a board with diverse background and experience that are relevant for the Company's operations.

3.1.2 In evaluating the suitability of individual Board member the NR Committee may take into account factors, such as:

- General understanding of the company's business dynamics, global business and social perspective;
- Educational and professional background
- Standing in the profession;
- Personal and professional ethics, integrity and values;
- Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.

3.1.3 The proposed appointee shall also fulfil the following requirements:

- shall possess a Director Identification Number;
- shall not be disqualified under the companies Act, 2013;
- shall endeavour to attend all Board Meeting and Wherever he is appointed as a Committee Member, the Committee Meeting;
- shall abide by the code of Conduct established by the company for Directors and senior Management personnel;
- shall disclose his concern or interest in any company or companies or bodies corporate, firms, or other association of individuals including his shareholding at the first meeting of the Board in every
- financial year and thereafter whenever there is a change in the disclosures already made;
- Such other requirements as may be prescribed, from time to time, under the companies Act, 2013, Equity listing Agreements and other relevant laws.

3.1.4 The Nomination & Remuneration Committee shall evaluate each individual with the objective of having a group that best enables the success of the company's business.

3.2 Criteria of independence

3.2.1 The Nomination & Remuneration Committee shall assess the independence of Directors at time of appointment/re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interest or relationships are disclosed by a Director.

3.2.2 The criteria of independence shall be in accordance with guidelines as laid down in companies Act, 2013 and Regulation 16(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

3.2.3 The independent Director shall abide by the "code for independent Directors" as specified in Schedule IV to the companies Act, 2013.

3.3 Other directorships/ committee memberships

3.3.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance.

Accordingly, members should voluntarily limit their directorships in other listed public limited companies in such a way that it does not interfere with their role as director of the company. The NR Committee shall take into account the nature of and the time involved in a director service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.

3.3.2 A Director shall not serve as director in more than 20 companies of which not more than 10 shall be public limited companies.

3.3.3 A Director shall not serve as an independent Director in more than 7 listed companies and not more than 3 listed companies in case he is serving as a whole-time Director in any listed company.

3.3.4 A Director shall not be a member in more than 10 committees or act as chairman of more than 5 committee across all companies in which he holds directorships.

For the purpose of considering the limit of the committee, Audit committee and stakeholder's relationship committee of all public limited companies, whether listed or not, shall be included and all other companies including private limited companies, foreign companies and companies under section 8 of the companies Act, 2013 shall be excluded.

Remuneration policy for Directors, key managerial personnel and other employees:

1. Scope:

1.1 This policy sets out the guiding principles for the Nomination and Remuneration committee for recommending to the Board the remuneration of the directors, key managerial personnel and other employees of the company.

2. Terms and Reference:

In this policy the following terms shall have the following meanings:

2.1 "Director" means a director appointed to the Board of the company.

2.2 "key managerial personnel" means

(i) The Chief Executive Office or the managing director or the manager;

(ii) The company secretary;

(iii) The whole-time director;

(iv) The chief finance Officer; and

(v) Such other office as may be prescribed under the companies Act, 2013

2.3 "Nomination and Remuneration committee" means the committee constituted by Board in accordance with the provisions of section 178 of the companies Act, 2013 and Regulation 19 of SEBI LODR Regulations, 2015.

3. Policy:

3.1 Remuneration to Executive Director and key managerial personnel.

3.1.1 The Board on the recommendation of the Nomination and Remuneration (NR) committee shall review and approve the remuneration payable to the Executive Director of the company within the overall limit approved by the shareholders.

3.1.2 The Board on the recommendation of the (NR) committee shall also review and approve the remuneration payable to the key managerial personnel of the company.

3.1.3 The remuneration structure to the Executive Director and key managerial personnel shall include the following components:

- (i) Basic pay
- (ii) Perquisites and Allowances
- (iii) Commission (Applicable in case of Executive Directors)
- (iv) Retrial benefits
- (v) Annual performance Bonus

3.1.4 The Annual plan and Objectives for Executive committee shall be reviewed by the NR committee and Annual performance Bonus will be approved by the committee based on the achievement against the Annual plan and Objectives.

3.2 Remuneration to Non – Executive Directors

3.2.1 The Board, on the recommendation of the NR Committee, shall review and approve the remuneration payable to the Non – Executive Directors of the Company within the overall limits approved by the shareholders as per provisions of the companies act.

3.2.2 Non – Executive Directors shall be entitled to sitting fees attending the meetings of the Board and the Committees thereof.

3.3. Remuneration to other employees

3.3.1. Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

D. MECHANISM FOR EVALUATION OF THE BOARD

Evaluation of all Board members is performed on an annual basis. The evaluation is performed by the Board, Nomination and Remuneration Committee and Independent Directors with specific focus on the performance and effective functioning of the Board and Individual Directors.

In line with Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004, dated January 5, 2017 and the Companies Amendment Act, 2017 the Company adopted the recommended criteria by Securities and Exchange Board of India.

The Directors were given six Forms for evaluation of the following:

- (i) Evaluation of Board;
- (ii) Evaluation of Committees of the Board;

- (iii) Evaluation of Independent Directors;
- (iv) Evaluation of Chairperson;
- (v) Evaluation of Non-Executive and Non-Independent Directors; and
- (vi) Evaluation of Managing Director.

The Directors were requested to give following ratings for each criteria:

1. Could do more to meet expectations;
2. Meets expectations; and
3. Exceeds expectations.

The Directors have sent the duly filled forms to Nomination & Remuneration committee. Based on the evaluation done by the Directors, the Committee has prepared a report and submitted the Evaluation Report. Based on the report, the Board of Directors has informed the rankings to each Director and also informed that the performance of Directors is satisfactory and they are recommended for continuation as Directors of the Company.

III. STAKEHOLDERS RELATIONSHIP COMMITTEE:

A. COMPOSITION OF THE COMMITTEE: The Details of composition of the Committee are given:

Name	Designation	Category	No.of meeting attended	No of Meetings held
Dr. A. Ramakrishnaiah	Chairman	NED(I)	1	1
Mr.Raj Kumar Rai	Member	ED	1	1
Mr. N Krishnaiah	Member	NED	1	1

NED (I): Non- Executive Independent Director

ED: Executive Director

B. NAME AND DESIGNATION OF COMPLIANCE OFFICER:

Mr. Raj Kumar Rai, Managing Director is the compliance officer of the Company.

C. DETAILS OF COMPLAINTS/REQUESTS RECEIVED, RESOLVED AND PENDING DURING THE YEAR 2022-23:

During the financial year 2022-23, no complaints were received from the shareholders.

D. POWERS:

The Committee has been delegated with the following powers:

- To redress shareholder and investor complaints relating to transfer of shares, Dematerialization of Shares, non receipt of Annual Reports, nonreceipt of declared dividend and other allied complaints.
- To approve, transfer, transmission, and issue of duplicate / fresh share certificate(s).
- Consolidate and sub-division of share certificates etc.
- To redress, approve and dispose off any, other complaints, transactions and requests etc., received from any shareholder of the company and investor in general.

The Board has delegated the power to process the transfer and transmission of shares to the Registrar and Share Transfer Agents, who process share transfers within a week of lodgement in the case of shares held in physical form. The Company has designated an exclusive e-mail ID called venmaxdrugs@gmail.com for complaints/grievances.

14. VIGIL MECHANISM/WHISTLE BLOWER POLICY:

Vigil Mechanism Policy has been established by the Company for directors and employees to report genuine concerns pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. The same has been placed on the website of the Company.

15. DIRECTOR'S RESPONSIBILITY STATEMENT:

In pursuance of section 134 (5) of the Companies Act, 2013, the Directors hereby confirm that:

- a. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b. The Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c. The Directors had taken proper and sufficient care 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. The Directors had prepared the annual accounts on a going concern basis; and
- e. The Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- f. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

16. INFORMATION ABOUT THE FINANCIAL PERFORMANCE FINANCIAL POSITION OF THE SUBSIDIARIES / ASSOCIATES/ JOINT VENTURES:

The Company does not have any Subsidiary, Associate or Joint venture

17. NAMES OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE IT SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR:

During the period under review, there are no companies who ceased or became the subsidiaries, joint ventures or associate companies.

18. EXTRACT OF ANNUAL RETURN:

As required by Section 92(3) of the Act read with Section 134(3)(a) of the Act the Annual Return in Form MGT-7 is placed at the company website <https://www.venmaxdrugs.com>.

19. STATUTORY AUDITORS:

M/s. NSVR & Associates LLP, Chartered Accountants, Hyderabad, Statutory Auditors of the Company have given their resignation on 11th August, 2023 and M/s. PPKG & Co. Chartered Accountants Hyderabad Firm Registration No. 009655S) were appointed in place of M/s. NSVR & Associates LLP, Chartered Accountants for filling up of Casual Vacancy with effect from 11th August, 2023

Your Board of Directors has recommended the appointment of M/s. PPKG & Co. Chartered Accountants Hyderabad Firm Registration No. 009655S) as Statutory Auditors based on the recommendation of the Audit Committee for a period of five years from the conclusion of this Annual General Meeting [AGM] till the conclusion of 39th AGM to the members for their approval at the forthcoming Annual general meeting.

20. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT:

There have been no frauds reported by the auditor's u/s 143(12).

21. SECRETARIAL AUDIT:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of managerial personnel) Rules 2014, the Board had appointed M/s. M.Srinivasarao & Associates, Company Secretaries to undertake the secretarial audit of the Company for the year 2022-23. The report of the Secretarial Auditor is enclosed as Annexure and forms part of this report.

22. QUALIFICATIONS IN AUDIT REPORTS:

Explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made.

(a) STATUTORY AUDITORS REPORT:

The Board has duly reviewed the Statutory Auditor's Report on the Accounts for the year ended March 31, 2023 and has noted that the reservation, qualification, adverse remarks and all the observations, the company is in the process of regularising the non-compliances.

However, the Board decided to further strengthen the existing system and procedures to meet all kinds of challenges and growth in the market expected in the coming years.

(b) SECRETARIAL AUDIT REPORT:

The Board has duly reviewed the Secretarial Audit Report for the year ended March 31, 2023 on the Compliances according to the provisions of section 204 of the Companies Act 2013, and has noted the reservation, qualification, adverse remarks and all the observations, the company is in the process of regularising the non-compliances.

23. DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**A. Conservation of Energy:**

Your Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy efficient computers and purchase of energy efficient equipment.

B. Technology Absorption:

Your Company has not undertaken any research and development activity for any manufacturing activity nor was any specific technology obtained from any external sources which needs to be absorbed or adapted.

C. Foreign Exchange Earnings and Out Go:

Foreign Exchange Earnings: NIL Foreign Exchange Outgo: Nil

24. DETAILS RELATING TO DEPOSITS, COVERING THE FOLLOWING:

Your Company has not accepted any deposits falling within the meaning of Sec.73, 74 & 76 of the Companies Act, 2013 read with the Rule 8(v) of Companies (Accounts) Rules 2014, during the financial year under review. Further, there are no deposits which are not in compliance with the requirements of Chapter V of the Companies Act, 2013.

25. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

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

26. DISCLOSURE OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. The Company maintains appropriate system of internal control, including monitoring procedures, to ensure that all assets are safeguarded against loss from unauthorized use or disposition. Company policies, guidelines and procedures provide for adequate checks and balances, and are meant to ensure that all transactions are authorized, recorded and reported correctly. During the period under review, there is no material or serious observations have been noticed for inefficiency or inadequacy of such controls.

27. INSURANCE:

The Company does not have any major fixed assets and accordingly it is not required to take any insurance policy.

28. RISK MANAGEMENT POLICY:

The Company follows a comprehensive system of Risk Management. The Company has adopted a procedure for assessment and minimization of probable risks. It ensures that all the risks are timely defined and mitigated in accordance with the well-structured risk management process.

29. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The Company has not given loans, Guarantees or made any investments during the year under review attracting the provisions of Section 186 of Companies Act, 2013.

30. CREDIT & GUARANTEE FACILITIES:

The Company has not availed facilities of Credit and Guarantee during the year.

31. CORPORATE SOCIAL RESPONSIBILITY:

Since the Company does not have the net worth of Rs. 500 Crores or more, or turnover of Rs. 1000 Crores or more, or a net profit of Rs. 5 Crores or more during the financial year, section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility is not applicable and hence the Company need not adopt any Corporate Social Responsibility Policy.

32. RELATED PARTY TRANSACTIONS:

All related party transactions that were entered during the financial year were disclosed in form AOC-2 and is attached as Annexure which forms part of Annual report. There were no materially significant related party transactions made by the Company with the promoters, directors, key managerial personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

All related party transactions were placed before the Audit Committee/Board for approval. Prior approval of the Audit Committee was obtained for the transactions which are foreseen and are in repetitive in nature.

Transactions with the Related Parties as required under Indian Accounting Standard- 24 are disclosed in Note of the standalone financial statements forming part of this Annual Report.

The Company has not entered into any contracts/arrangements with related parties referred to Section 188(1) of the Companies Act, 2013 except certain arm length transaction during the year. Accordingly, no disclosure or reporting is required covered under this Section.

33. DISCLOSURE ABOUT COST AUDIT:

Cost Audit is not applicable to your Company.

34. POLICIES:

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandated the formulation of certain policies for all listed companies. All the policies are available on our website (www.venmaxdrugs.com). The policies are reviewed periodically by the Board and updated based on need and new compliance requirement.

35. STATEMENT SHOWING THE NAMES OF THE TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN AND THE NAME OF EVERY EMPLOYEE AS PER RULE 5(2) & (3) OF THE COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014:

A table containing the particulars in accordance with the provisions of Section 197(12) of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as Annexure III to this Report.

A statement showing the names of the top ten employees in terms of remuneration drawn and the name of every employee is annexed to this Annual report.

During the year NONE of the employees is drawing a remuneration of Rs.1,02,00,000/- and above per annum or Rs.8,50,000/- and above in aggregate per month, the limits specified under the Section 197(12) of the Companies Act,2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

36. CORPORATE GOVERNANCE AND SHAREHOLDERS INFORMATION:

Since the paid-up capital of the Company is less than Rs.10 Crores and Net worth of the Company is less than Rs. 25 Crores, Corporate Governance as mentioned in SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 are not applicable.

37. SECRETARIAL STANDARDS:

The Company is in compliance with the applicable secretarial standards.

38. INDIAN ACCOUNTING STANDARDS:

The Ministry of Corporate Affairs vide its notification dated 16th February, 2015 has notified the Companies (Indian Accounting Standards) Rules, 2015. In pursuance of the said notification, the Company has adopted the Indian Accounting Standards with effect from 01st April, 2017.

Accordingly, the Company has restated and reported the financials for the previous year as per Indian Accounting Standards.

39. NON- EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES:

None of the Independent / Non-Executive Directors has any pecuniary relationship or transactions with the Company which in the Judgment of the Board may affect the independence of the Directors.

40. CEO/ CFO CERTIFICATION:

The Managing Director and CFO certification of the financial statements for the year 2022-23 is annexed in this Annual Report.

41. MECHANISM FOR EVALUATION OF THE BOARD:

Evaluation of all Board members is performed on an annual basis. The evaluation is performed by the Board, Nomination and Remuneration Committee and Independent Directors with specific focus on the performance and effective functioning of the Board and Individual Directors.

In line with Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004, dated January 5, 2017 and the Companies Amendment Act, 2017 the Company adopted the recommended criteria by Securities and Exchange Board of India.

The Directors were given evaluation forms for the following:

- (i) Evaluation of Board;
- (ii) Evaluation of Committees of the Board;
- (iii) Evaluation of Independent Directors;
- (iv) Evaluation of Chairperson;
- (v) Evaluation of Non-Executive and Non-Independent Directors; and
- (vi) Evaluation of Managing Director.

The Directors were requested to give following ratings for each criteria:

- 1. fair;
- 2. satisfactory; and
- 3. very satisfactory.

The Directors have sent the duly filled forms to Nomination & Remuneration committee. Based on the evaluation done by the Directors, the Committee has prepared a report and submitted the Evaluation Report. Based on the report, the Board of Directors has informed the rankings to each Director and also informed that the performance of Directors is satisfactory and they are recommended for continuation as Directors of the Company.

42. CODE OF CONDUCT FOR THE PREVENTION OF INSIDER TRADING:

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015 and Amended Regulations 2018. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed, and disclosures to be made while dealing with shares of the Company, as well as the consequences of violation. The policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company securities.

The Insider Trading Policy of the Company covering code of practices and procedures for fair disclosure of unpublished price sensitive information and code of conduct for the prevention of insider trading, is available on our website (www.venmaxdrugs.com)

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

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at workplace. (Prevention, Prohibition and Redressal) Act, 2013.

The following is the summary of sexual harassment complaints received and disposed during the calendar year.

- No. of complaints received: Nil
- No. of complaints disposed off: Nil
- No. of complaints pending at the end of the year: Nil

43. INTERNAL AUDIT:

The Company has adequate internal controls consistent with the nature of business and size of the operations, to effectively provide for safety of its assets, reliability of financial transactions with adequate checks and balances, adherence to applicable statutes, accounting policies, approval procedures and to ensure optimum use of available resources. These systems are reviewed and improved on a regular basis. It has a comprehensive budgetary control system to monitor revenue and expenditure against approved budget on an ongoing basis.

44. ANNUAL SECRETARIAL COMPLIANCE REPORT:

Annual Secretarial Compliance Report pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirement) (Amendment) Regulations, 2018 read with SEBI Circular dated 08.02.2019 and BSE circular dated 09.05.2019 and 14.05.2019 is not applicable to the Company as it does not attract the provisions of Regulation 15(2) of SEBI (LODR) Regulations, 2015 on Corporate Governance since paid up equity share capital as on 31.03.2023 is not exceeding Rs. 10 Crores and the net worth of the Company has not exceeded Rs.25 Crores on the last day of previous financial year (i.e.,31.03.2022) or during the financial year (2022-23). In view of the above, our Company is not required to submit Annual Secretarial Compliance Report for the year ended 31.03.2023 to the Stock Exchange/s pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirement) (Amendment) Regulations, 2018.

45. ACKNOWLEDGEMENTS:

Your Directors wish to place on record their appreciation of the contribution made by the employees at all levels, to the continued growth and prosperity of your Company. Your Directors also wish to place on record their appreciation of business constituents, Banks, statutory authorities and other financial institutions and shareholders of the Company, for their continued support for the growth of the Company.

For VENMAX DRUGS AND PHARMACEUTICALS LIMITED

**Place: Hyderabad
Date: 11.08.2023**

**Sd/-
Raj Kumar Rai
Managing Director
DIN: 00009207**

**Sd/-
N Krishnaiah
Director
DIN: 07279009**

AOC-2

Particulars of contracts / arrangements made with related parties [Pursuant to Clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013, and Rule 8(2) of the Companies (Accounts) Rules, 2014]

This Form pertains to the disclosure of particulars of contracts / arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis: NIL
There are no contracts or arrangements or transactions not at arm's length basis.
 - a. Name(s) of the related party and nature of relationship
 - b. Nature of contracts/arrangements/transactions
 - c. Duration of the contracts / arrangements/transactions
 - d. Salient terms of the contracts or arrangements or transactions including the value, if any
 - e. Justification for entering into such contracts or arrangements or transactions
 - f. Date(s) of approval by the Board
 - g. Amount paid as advances, if any:
 - h. Date on which the special resolution was passed in general meeting as required under first proviso to section 188

2. Details of contracts or arrangement or transactions at arm's length basis: NIL
 - a. Name(s) of the related party and nature of relationship
 - b. Nature of contracts/arrangements/transactions
 - c. Duration of the contracts / arrangements/transactions
 - d. Salient terms of the contracts or arrangements or transactions including the value, if any:
 - e. Date(s) of approval by the Board, if any:
 - f. Amount paid as advances, if any:

FOR VENMAX DRUGS AND PHARMACEUTICALS LIMITED

Sd/-
Raj Kumar Rai
Managing Director
DIN: 00009207

Sd/-
N Krishnaiah
Director
DIN: 07279009

Place: Hyderabad
Date: 11.08.2023

CERTIFICATE OF CODE OF CONDUCT FOR THE YEAR 2022-23

The shareholders,

Code of Conduct

The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management of the Company. Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the Company.

Certificate of Code of Conduct for the year 2022-23 as per Regulation 17(5) read with Regulation 34(3) Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Venmax Drugs and Pharmaceuticals Limited are committed for conducting its business in accordance with the applicable laws, rules and regulations and with highest standards of business ethics. The Company has adopted a "Code of Ethics and Business Conduct" which is applicable to all director, officers and employees.

We hereby certify that all the Board Members and Senior Management have affirmed the compliance with the Code of Ethics and Business Conduct, under a certificate of Code of Conduct for the year 2022-23.

FOR VENMAX DRUGS AND PHARMACEUTICALS LIMITED

**Sd/-
Raj Kumar Rai
Managing Director
DIN: 00009207**

**Sd/-
N Krishnaiah
Director
DIN: 07279009**

Place: Hyderabad

Date: 11.08.2023

CERTIFICATE BY THE MANAGING DIRECTOR AND CFO OF THE COMPANY

To,
The Board of Directors

Venmax Drugs and Pharmaceuticals Limited Dear Sirs, as required under Regulation 17(8) read with Part B, Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we state that:

1. We have reviewed the financial statements and the cash flow statement for the year ended 31st March 2023 and to the best of our knowledge and belief;
 - a) These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and
 - b) These statements present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which I was aware and the steps that I have taken or propose to take and rectify the identified deficiencies and
4. That we have informed the auditors and the audit committee of:
 - a) Significant changes in the internal control during the year;
 - b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c) Instances of significant fraud of which we have become aware and the involvement of any employee having a significant role in the company's internal control system.

FOR VENMAX DRUGS AND PHARMACEUTICALS LIMITED

Sd/-
Raj Kumar Rai
Managing Director
DIN: 00009207

Sd/-
G Pradeep Kumar
CFO

Place: Hyderabad
Date: 11.08.2023

**DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED
SUSPENSE ACCOUNT**

As per Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company hereby discloses the details of unpaid/unclaimed dividend and the respective share thereof as follows:

Aggregate No. of Shareholders and the outstanding shares in the suspense account at the beginning of the year.	No. of shareholders who approached the company for transfer of shares from suspense account during the year.	No. of shareholders to whom shares were transferred from suspense account during the year.	Aggregate No. of Shareholders and the outstanding shares in the suspense account at the end of the year.
NIL	NIL	NIL	NIL

*** Voting Right on these shares shall remain frozen till the rightful owner of such shares claims the shares.*

Note: The Company has never declared dividends since its inception and therefore there is no amount lying in unpaid/unclaimed dividend account.

MANAGEMENT DISCUSSION AND ANALYSIS

The Company's operating and financial review is intended to convey the Management's perspective on the financial and operating performance of the Company during the period 2022-23, and outlook for the current financial year. This Report should be read in conjunction with the Company's financial statements, the schedules and notes thereto and other information included elsewhere in the Annual Report. This report is an integral part of the Directors' Report.

Global overview

The global economy faced headwinds in FY 2022-23, as inflation rose due to energy price hikes and supply chain disruptions caused by the Russia-Ukraine war and COVID-19 related lockdowns in China. Key developed economies slowed down and central banks struggled to contain inflation despite raising interest rates. As a result, the global economy contracted. However, there were signs of recovery by the end of the year, with India leading the way by growing at a brisk pace and inflation easing to more comfortable levels.

As we move into FY 2023-24, many countries will likely continue to implement tight monetary policies to combat inflation while avoiding recession. However, in the postpandemic world, we do not expect governments to deprioritise their pharmaceutical budget allocations. We believe that medical spending in high-income countries such as those in Western Europe, North America and Japan will remain high, as these countries continue to see high per capita usage of prescription drugs. We expect per capita usage of prescription drugs to grow in low-income countries and that the pharmaceutical market will continue to grow at a steady pace, as new products offset the loss of revenue from expiring patents.

Indian Economy and Consumer sector overview

The Indian pharmaceutical industry has been experiencing steady growth with a focus on generic medicines. It is expected that spending on pharmaceuticals in India will continue to increase, with a CAGR of 7.5–10.5% between 2023-27 to reach US\$ 35-39 Billion annually. The industry's continued focus on generics is a key factor to its growth, as they are typically priced lower than branded medicines. The industry's low-cost structure and its ability to produce large quantities of medicines have also made it a key player in the global pharmaceutical market.

The consumer health industry has demonstrated impressive resilience throughout the past three years of the COVID-19 pandemic. Despite the challenges posed by the outbreak, the industry has maintained steady growth, with categories such as Vitamins, Minerals, and Supplements (VMS) stepping up to compensate for the shortfalls in Cold/flu and Pain categories during periods of lockdown and social distancing. The global consumer healthcare (CHC) market is currently valued at US\$ 175 Billion (MAT Q2 2022) and is expected to continue growing at a rate of approximately 6% annually over the next five years.

Year 2022-23 for the Company:

The year 2022-23 has been very eventful and challenging with the pandemic induced setbacks impacting sales.

Profits and margins:

The total revenue of the Company for the financial year under review was Rs.41.93 lakhs as against Rs.198.30 lakhs for the previous financial year. The company has incurred a net profit of Rs.22.56 lakhs for the financial year 2022-23 as against the net profit of Rs.184.62 lakhs for the previous year.

Risk management and Internal Control Systems:

The Company has established a well-defined process of risk management, wherein the identification, analysis and assessment of the various risks, measuring the probable impact of such risks, formulation of risk mitigation strategy and implementation of the same takes place in a structured manner. Though the various risks associated with the business cannot be eliminated completely, all efforts are made to minimize the impact of such risks on the operations of the Company. Necessary internal control systems are also put in place by the Company on various activities across the board to ensure that business operations are directed towards attaining the stated organizational objectives with optimum utilization of resources.

Human resources:

In this testing times of the current ongoing pandemic, apart from the traditional responsibilities of the HR department, such as ensuring equitable benefits and compensation, overseeing employee engagement and retention, enhancing diversity, handling workplace issues, the Company has remained very committed to safety of all its employees and partners.

FORM MR-3
SECRETARIAL AUDIT REPORT
for the financial year ended 31ST March, 2023

(Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014

To,
The Members
Venmax Drugs and Pharmaceuticals Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Venmax Drugs and Pharmaceuticals Limited (hereinafter called "the Company"). Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minutes Books, Forms and Returns filed and other Records maintained by the Company and also the information provided by the Company, its officers, agents and Authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the financial year commencing from 1st April, 2022 and ended 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made herein after:

1. We have examined the books, papers, minutes books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st of March, 2023 according to the provisions of:
 - i. The Companies Act, 2013 (the Act) and the rules made there under;
 - ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
 - iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
 - iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment and External Commercial Borrowings;
2. Compliance status in respect of the provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI ACT') is furnished hereunder for the financial year 2022-23:-
 - i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **not Complied.**

- ii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and Amended Regulations 2018 Insider Trading Regulations; **The Company has framed code of conduct for regulating & reporting trading by insiders and for fair disclosure.**
- iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable as the company has not issued any shares during the year under review.**
- iv. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable as the Company has not issued any Employee Stock Options during the year under review.**
- v. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and SEBI (Issue and Listing of Debt Securities) (Amendment) Regulations, 2019; **Not Applicable as the Company has not issued any debt securities during the year under review.**
- vi. The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client; **Not Applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the year under review. However, the company has CIL Securities Limited as its Share Transfer Agent.**
- vii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and SEBI (Delisting of Equity Shares) (Amendment) Regulations, 2018; **Not Applicable as the company has not delisted/ proposed to delist its equity shares during the year under review.**
- viii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable as the Company has not bought back/ proposed to buy-back any of its securities during the year under review.**
- ix. Other applicable laws include the following:
 - a. Drugs and Cosmetics Act, 1940 and amendments thereto from time to time.
 - b. Drugs and Cosmetics Rules, 1945
 - c. Pharmacy Act, 1948
 - d. Narcotic Drugs and Psychotropic Substances Act, 1985
 - e. Patents Act, 1970
 - f. Essential Commodities Act, 1995
 - g. National Pharmaceutical Policy, 2012
 - h. Labour Laws (wages, bonus, provident fund, gratuity etc.,)
 - i. Environment Protection Act, 1986
 - j. The Payment of Gratuity Act, 1972
 - k. Employees Provident Fund and Miscellaneous Provisions Act, 1952
 - l. Employees State Insurance Act, 1948

We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards issued by the Institute of Company Secretaries of India.
- ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were complied with to the extent applicable.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above including the following:

- a. During the year, the Company has conducted 7 meetings of the Board of Directors, 5 meetings of the Audit committee, 1 meeting of Nomination and Remuneration committee, 1 meeting of the Stakeholders Relationship Committee. We have also examined compliance with the applicable clauses of the Secretarial Standards issued by the Institute of Company secretaries of India.
- b. As per the information and explanations provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we report that
 - i. The provisions of the Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of:
 - External Commercial Borrowings were not attracted to the Company under the financial year under report;
 - Foreign Direct Investment (FDI) was not attracted to the company under the financial year under report;
 - Overseas Direct Investment by Residents in Joint Venture/Wholly Owned Subsidiary abroad was not attracted to the company under the financial year under report.
 - ii. As per the information and explanations provided by the company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we report that the Company has not made any GDRs/ADRs or any Commercial Instrument under the financial year under report.

We further report that:

- The Company has a functional website but not updated as per applicable regulations.
- The Company does not have an internal auditors.
- The Company has not filed the forms AOC – 4 (Financial Statements), MGT – 7 (Annual Return) and Form ADT – 1 and other applicable forms with Registrar of Companies, Hyderabad, MCA.
- The Company does not have a Company Secretary.
- The Company does not have a Woman Director.

- The term of Appointment of Mr. Rajkumar Rai (DIN: 00009207) as Managing Director of the Company for a period of three years ended on August 31, 2021.
- BSE Limited has suspended trading of shares of the company due to penal reasons and non- payment of Annual Listing Fees.
- Non-compliance of the advertisements in newspapers related to Financial results and General Meetings.
- The Board of Directors of the Company not duly constituted. There is no proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The Company does not have a Women Director. There are no changes in the composition of the Board of Directors during the period under review.
- Adequate notice of board meeting is given to all the directors along with agenda at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and meaningful participation at the meeting.
- As per the minutes of the meeting duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.
- We, further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- The compliance by the Company of applicable financial laws like Direct and Indirect tax laws has not been reviewed thoroughly in this audit since the same have been subject to review by statutory financial audit and other designated professionals.
- We further report that during the year under report, the Company has not undertaken event/action having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

For M. SRINIVASARAO & ASSOCIATES
Company Secretaries

Sd/-
CS Srinivasarao Mandarapu
Proprietor
M. No.59962, CP: 22557
UDIN: A059962E000793013

Date : 11.08.2023
Place: Hyderabad

Annexure A

To,
The Members of
Venmax Drugs and Pharmaceuticals Limited

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have relied on the reports given by the concerned professionals in verifying the correctness and appropriateness of financial records and books of accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The secretarial Audit report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For M. SRINIVASARAO & ASSOCIATES
Company Secretaries

Sd/-
CS Srinivasarao Mandarapu
Proprietor
M. No.59962, CP: 22557
UDIN: A059962E000793013

Date : 11.08.2023
Place: Hyderabad

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
M/s.Venmax Drugs and Pharmaceuticals Limited,

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **M/s. VENMAX DRUGS AND PHARMACEUTICALS LIMITED** ("The Company"), which comprises the balance sheet as at 31st March 2023, the statement of profit and loss (including Other Comprehensive Income), the cash flow Statement and the statement of changes in equity for the year 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 Companies Act, 2013 ("The Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("IND AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2023, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report.

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

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.

<p>Appropriateness of recognition, measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind AS 115 “Revenue from Contracts with Customers”</p>	
<p>Key audit matter description</p>	<p>Appropriateness of recognition, measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind AS 115 “Revenue from Contracts with Customers”</p> <p>The application of the revenue accounting standard involves certain key judgments relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognized over a period. And also the required disclosure as specified by the said standard.</p>
<p>Audit Procedures</p>	<p>We have assessed the processes adopted by the company in identifying performance obligations laid down by the company to identify the impact of adoption of the revenue accounting standard and also the revenue recognition criteria said by the company.</p> <p>The procedures performed included the following:</p> <ul style="list-style-type: none"> • Evaluated the design of internal controls relating to implementation of the revenue accounting standard; • Review terms and conditions of continuing and new contracts on sample basis and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price. • We have carried out procedures involving inspection and examination of evidence which include the underlying supporting documents, internal and external supporting records in respect of transactions with the customers in relation to the continuing and new contractor and • In respect of significant continuing and new contracts, we performed the following procedures: <ul style="list-style-type: none"> i. Read and analyzed contracts to understand terms and conditions to ascertain the distinct performance obligations in such contracts; ii. Compared such performance obligations with that identified and recorded by the company; iii. Considered the terms of the contracts to determine the transaction price including any variable consideration to verify the transaction price used to compute revenue and to test the basis of estimation of the variable consideration; iv. Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings.

Information other than the financial statements and Auditor's Report thereon

The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the annual report, for example, 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 financial statements and our auditor's report thereon. The other information as stated above is expected to be made available to us after the date of this auditor's report.

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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If based on the work we have performed, we conclude that there is 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 are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the company in accordance with the accounting principles generally accepted in India, including the Indian 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the 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 the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The company's Board of Directors is also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility 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 Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation;
- We have obtained sufficient appropriate audit evidence regarding the financial information of the company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the financial statements of which we are the independent auditors. For the other entities included in the financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("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-B**" 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, based on our audit we report that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, The Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of accounts.
 - d) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
 - e) 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 A**”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
 - f) 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 Ind AS financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds(which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified

in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The company has not declared any dividend during the year.
- vi. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only with effect from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is not applicable.

For NSVR & ASSOCIATES LLP

Chartered Accountants,
Firm Reg No: 008801S/S200060

Sd/-

Suresh Gannamani

Partner

Membership No: 226870

UDIN: 23226870BGVSAB6021

Place: Hyderabad

Date: 15/05/2023

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of **M/s. VENMAX DRUGS AND PHARMACEUTICALS LIMITED** of even date)

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

Opinion

We have audited the internal financial controls over financial reporting of **M/s. VENMAX DRUGS AND PHARMACEUTICALS LIMITED** (“the Company”) as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Management’s Responsibility for Internal Financial Controls

The Board of Directors of the Company are 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 statement for external purpose in accordance with generally accepted accounting principles. A company's internal financial controls over financial reporting includes those policies and procedures that

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

For NSVR & ASSOCIATES LLP

Chartered Accountants,
Firm Reg No: 008801S/S200060

Sd/-

Suresh Gannamani

Partner

Membership No: 226870

UDIN: 23226870BGVSAB6021

Place: Hyderabad

Date: 15/05/2023

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of M/s. VENMAX DRUGS AND PHARMACEUTICALS LIMITED of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

i. In respect of the Company's Property, Plant and Equipment:

A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The company has maintained proper records of intangible assets showing full particulars.

- (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular Programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this Programme, certain property, plant, and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (b) The company is not having any immovable properties. Hence, reporting under this sub-clause is not applicable.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

- ii. As the Company does not have any inventory. Hence, this clause is not applicable to the company.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. Consequently, reporting under the provisions of clauses iii (a), (b) (c),(d),(e) and (f) of the order are not applicable to the Company.
- iv. The company has not advanced any loans, guarantees to directors of the company. Hence, reporting under this clause is not applicable to the company.
- v. 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. Accordingly, reporting requirements under this clause is not applicable.
- vi. As per information & explanation given by the management, the Central Government of India has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company. Accordingly, paragraph 3(vi) of the order is not applicable to the Company.
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records, the Company is regular in depositing undisputed statutory dues including provident fund, employees state insurance, income tax, sales tax, service tax, Goods and Services Tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues as applicable to the appropriate authorities have generally been regularly deposited during the year by the Company with the appropriate authorities.
(b) According to the information and explanations given to us, there are no material dues of income tax or sales tax or service tax or Goods and Services Tax or duty of customs or duty of excise or value added tax which have not been deposited by the company on account of dispute.
- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Accordingly, reporting requirements under this clause is not applicable.
- ix. According to the information and explanations given to us and on the basis of our examination of the records of the Company
 - a. The Company has not defaulted in repayment of Loans or borrowings from any lender. Hence reporting under clause 3(ix) (a) of the Order is not applicable.

- b. The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- c. The company has not obtained any term loans during the year. Hence reporting under clause 3(ix) (c) of the Order is not applicable.
- d. On an overall examination of the financial statements, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- e. On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures (as defined under the Act during the year ended 31 March 2023).
- f. We report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies (as defined under the Act) during the year ended 31 March 2023.
- x.
 - a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x) (a) of the Order is not applicable.
 - b) The Company has not raised moneys through preference allotment during the year and hence reporting under clause 3(x) (b) of the Order is not applicable.
- xi.
 - a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
 - b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
 - c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.

- xiv.
- (a) The company is not having an internal audit system as per Sec 138, therefore it shall be considered as contravention of Sec 138 of Companies Act, 2013.
 - (b) We haven't considered the internal audit reports in determining the nature, timing and extent of our audit procedures, as the Company is not having internal audit system.
- xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi.
- a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi) (a) of the Order is not applicable.
 - b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
 - c) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
 - d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has not incurred any cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities

falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

- xx. In our opinion and according to the information and explanations given to us the compliance of CSR obligations is not applicable to this company as per the provisions of Section 135 of The Companies Act, 2013. Hence, reporting under this clause is not applicable.

For NSVR & ASSOCIATES LLP

Chartered Accountants,
Firm Reg No: 008801S/S200060

Sd/-

Suresh Gannamani

Partner

Membership No: 226870

UDIN: 23226870BGVSAB6021

Place: Hyderabad

Date : 15/05/2023

M/s. VENMAX DRUGS AND PHARMACEUTICALS LIMITED
Shed No.22, Plot No.84, Phase-1, IDA, Cherlapally, Hyderabad, Rangareddy, Telangana, Pincode-500055
(CIN: L24230TG1988PLC009102)
Balance Sheet as at 31.03.2023

(Rs. In Lakhs)

Particulars	Notes	As at 31.03.2023	As at 31.03.2022
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3	5.00	5.56
Other Intangible Assets		2.30	2.55
Financial Assets;			
- Investments	4(i)	-	-
- Other financial assets		-	-
Deferred Tax Assets (Net)		-	-
Other non-current assets		-	-
		7.30	8.11
Current Assets			
Inventories	5	-	-
Financial Assets;			
- Investments	4(ii)	-	-
- Trade Receivables	6	3.64	3.64
- Cash and cash Equivalents	7	0.03	0.03
- Bank balances other than cash and cash equivalents	8	-	-
Current Tax Assets (Net)		-	-
Other current assets	9	10.17	9.58
		13.84	13.25
TOTAL ASSETS		21.14	21.36
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	10	523.89	523.89
Other Equity	11	(595.34)	(617.90)
Total Equity		(71.44)	(94.01)
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities			
- Borrowings	12	-	-
Provisions	13	-	-
Deferred Tax Liabilities (Net)	14	0.47	0.46
		0.47	0.46
Current Liabilities			
Financial Liabilities			
- Borrowings	15	35.21	34.90
- Trade Payables			
(A) total outstanding dues of micro enterprises and small enterprises; and		-	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises	16	32.85	47.06
- Other Financial Liabilities	17	15.31	24.20
Current Tax Liabilities (Net)	18	-	-
Provisions	19	1.18	1.18
Other current liabilities	20	7.57	7.57
		92.13	114.91
TOTAL EQUITY AND LIABILITIES		21.14	21.36

The Notes referred to above forms an integral part of the Balance Sheet.

As per our report of even date
For NSVR & ASSOCIATES LLP
FRN:008801S/S200060
Chartered Accountants

Sd/-
Suresh Gannamani
Partner
Membership No: 226870
UDIN: 23226870BGVSAB6021

Place: Hyderabad
Date: 15/05/2023

For and on behalf of Board of Directors
M/s. Venmax Drugs and Pharmaceuticals Limited

Sd/-
Raj Kumar Rai
Managing Director
DIN: 00009207
Sd/-
N Krishnaiah
Director
DIN: 07279009

Sd/-
G.Pradeep Kumar
CFO

M/s. VENMAX DRUGS AND PHARMACEUTICALS LIMITED
Shed No.22, Plot No.84, Phase-1, IDA, Cherlapally, Hyderabad, Rangareddy, Telangana, Pincode-500055
(CIN: L24230TG1988PLC009102)
Statement of Profit and loss for the period ended March 31, 2023

(Rs. In Lakhs)

Particulars	Note No	For the period ended March 31, 2023	For the period ended March 31, 2022
Revenue			
Revenue from operations	21	-	-
Other income	22	41.93	198.30
Total Revenue		41.93	198.30
Expenses			
Raw Material Consumed	23	-	-
Changes in inventories of work-in-progress	24	-	-
Employee benefits	25	3.02	1.20
Finance cost	26	-	-
Depreciation	27	0.81	0.91
Other expenses	28	15.53	11.53
Total expenses		19.36	13.65
Profit before tax		22.57	184.66
Tax expense:			
Current tax		-	-
Deferred tax		0.01	0.03
Tax expense		0.01	0.03
Profit for the year		22.56	184.62
Other comprehensive income			
a) (i) Items that will not be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit		-	-
b) (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
Total Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year, net of tax		22.56	184.62
X.Earnings per share (of Rs. 10) each in Rs.			
Basic		0.43	3.52
Diluted		0.43	3.52

The Notes referred to above forms an integral part of the Balance Sheet.

As per our report of even date
For NSVR & ASSOCIATES LLP
FRN:008801S/S200060
Chartered Accountants

Sd/-
Suresh Gannamani
Partner
Membership No: 226870
UDIN: 23226870BGVSAB6021

Place: Hyderabad
Date: 15/05/2023

For and on behalf of Board of Directors
M/s. Venmax Drugs and Pharmaceuticals Limited

Sd/-
Raj Kumar Rai
Managing Director
DIN: 00009207
Sd/-
N Krishnaiah
Director
DIN: 07279009

Sd/-
G.Pradeep Kumar
CFO

M/s. VENMAX DRUGS AND PHARMACEUTICALS LIMITED
Shed No.22, Plot No.84, Phase-1, IDA, Cherlapally, Hyderabad, Rangareddy, Telangana, Pincode-500055
(CIN: L24230TG1988PLC009102)
Cash Flow Statement For The period Ended 31st March, 2023

(Rs. In Lakhs)

PARTICULARS	Year ended Mar 31, 2023	Year ended Mar 31, 2022
	Audited	Audited
A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit as per Profit & Loss A/c	22.57	184.66
Adjustment for :		
Depreciation	0.80	0.91
Other comprehensive income	-	-
Net Operating Profit Before Working Capital Adjustments	23.37	185.57
Changes		
Adjustment for :		
Trade & Other Receivables	-	(0.01)
Changes in inventory	-	-
Other Current Assets	(0.59)	1.00
Trade Payables	(14.21)	0.59
Other Financial liabilities	(8.89)	4.68
Other current liabilities	-	1.80
Provisions	-	(3.11)
Net Cash from Operating Activities	(0.31)	190.51
Direct taxes paid	-	-
Net Cash from Operating Activities	(0.31)	190.51
B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	-	-
Net Cash from Investing Activities	-	-
C) CASH FLOW FROM FINANCING ACTIVITIES		
From Bank Borrowings		
Proceeds from long/short term borrowings	0.31	(198.00)
Net Cash from Financing Activities	0.31	(198.00)
Net Increase in Cash & Cash Equivalents	-	(7.49)
Add : Opening Cash & Cash Equivalents	0.03	7.53
Cash and Cash equivalents at the end of the year	0.03	0.03

1) Cash and Cash equivalents includes:

Particulars	As at 31.03.2023	As at 31.03.2022
Cash on hand	0.02	0.02
Cash Equivalents:		
Current Accounts	0.01	0.01
Total	0.03	0.03

As per our report of even date
For NSVR & ASSOCIATES LLP
 FRN:008801S/S200060
 Chartered Accountants

Sd/-
Suresh Gannamani
 Partner
 Membership No: 226870
 UDIN: 23226870BGVSAB6021

Place: Hyderabad
 Date: 15/05/2023

For and on behalf of Board of Directors
M/s. Venmax Drugs and Pharmaceuticals Limited

Sd/-
Raj Kumar Rai
 Managing Director
 DIN: 00009207

Sd/-
N Krishnaiah
 Director
 DIN: 07279009

Sd/-
G.Pradeep Kumar
 CFO

VENMAX DRUGS AND PHARMACEUTICALS LIMITEDs

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31st, 2023

1) General Information

M/s.Venmax Drugs and Pharmaceuticals Limited ('The Company') is a Public Limited Company bearing **CIN: L24230TG1988PLC009102** incorporated in India on 28th September, 1998 having its registered office at Hyderabad, India. The Company is primarily engaged in the manufacturing and sale of bulk drugs. The Company is listed in the Bombay Stock Exchange (BSE).

2) Significant Accounting Policies

2.1 Basis of preparation and presentation of Financial Statements Statement of compliance with IND AS:

The financial statements of M/s.Venmax Drugs and Pharmaceuticals Limited have been prepared and presented in accordance with the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules 2015, as amended and as per other relevant provisions of the Act. The presentation of financial statements is based upon Ind AS Schedule III of Companies Act, 2013.

a. Basis of Measurement

These financial statements have been prepared on the historical cost convention and on an accrual basis, except for the following material items in the balance sheet:

Certain financial assets are measured either at fair value or at amortized cost depending on the classification;

- 1) Employee defined benefit assets/(liability) are recognized as the net total of the fair value of plan assets, plus actuarial losses, less actuarial gains and the present value of the defined benefit obligation, and

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability

All assets and liabilities are classified into current and non-current based on the operating cycle of less than twelve months or based on the criteria of realization/settlement within twelve months period from the balancesheet date.

b. Use of estimates and judgment

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. These estimates and associated assumptions are based on historical experiences and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, the areas involving critical estimates or Judgment are:

i. Depreciation and amortization

Depreciation and amortization is based on management estimates of the future useful lives of certain class of property, plant and equipment and intangible assets.

ii. Employee Benefits

The present value of the employee benefit obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) includes the discount rate, wage escalation and employee attrition. The discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations.

iii. Provision and contingencies

Provisions and contingencies are based on the Management's best estimate of the liabilities based on the facts known at the balance sheet date.

iv. Fair valuation

Fair value is the market-based measurement of observable market transaction or available market information. All financial instruments are measured at fair value as at the balance sheet date, as provided in Ind AS 109 and 113. Being a critical estimate, judgment is exercised to determine the carrying values. The fair value of financial instruments that are unlisted and not traded in an active market is determined at fair values assessed based on recent transactions entered into with third parties, based on valuation done by external appraiser's etc. as applicable.

v. Deferred taxes

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

vi. **Revenue recognition**

Determining whether the revenue shall be recognized over a period of time or at a point in time:

Determining the revenue to be recognized in case of performance obligation satisfied over a period of time;

Measuring the progress towards complete satisfaction of performance obligation;

Determining the method to be applied to arrive at the variable consideration requiring an adjustment to the transaction price

c. **Functional and presentation currency**

These financial statements are presented in Indian rupees, which is also the functional currency of the Company. All financial information presented in Indian rupees has been rounded to the nearest thousands.

d. **Current and non-current classification**

e.

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1, presentation of financial statements.

Assets: An asset is classified as current when it satisfies any of the following criteria:

- a. It is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle;
- b. It is held primarily for the purpose of being traded;
- c. It is expected to be realized within twelve months after the reporting date; or
- d. It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

Liabilities: A liability is classified as current when it satisfies any of the following criteria:

- a. It is expected to be settled in the Company's normal operating cycle;
- b. It is held primarily for the purpose of being traded;
- c. It is due to be settled within twelve months after the reporting date; or
- d. The Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification

Current assets/ liabilities include the current portion of non-current assets/ liabilities

respectively. All other assets/ liabilities are classified as non-current. Deferred tax assets and liabilities are always disclosed as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

f. Foreign Currency Transaction

Transactions in foreign currencies are translated to the respective functional currencies of entities within the Company at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated into the functional currency at the exchange rate at that date. Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements are recognized in the statement of profit and loss in the period in which they arise.

g. Property Plant & Equipment

Recognition and measurement

Property, Plant and Equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment loss, if any. Cost includes expenditures that are directly attributable to the acquisition of the asset i.e., freight, duties and taxes applicable and other expenses related to acquisition and installation. The cost of self-constructed assets includes the cost of materials and other costs directly attributable to bringing the asset to a working condition for its intended use. Borrowing costs that are directly attributable to the construction or production of a qualifying asset are capitalized as part of the cost of that asset.

Directly attributable costs include:

- a. Cost of Employee Benefits arising directly from Construction or acquisition of PPE.
- b. Cost of Site Preparation.
- c. Initial Delivery & Handling costs.
- d. Professional Fees and
- e. Costs of testing whether the asset is functioning properly, after deducting the net proceeds from selling any item produced while bringing the asset to that location and condition (such as samples produced when testing equipment).

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses upon disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognized net within the statement of profit and loss.

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part will be derecognized. The costs of repairs and maintenance are recognized in the statement of profit and loss as incurred. Items of property, plant and equipment acquired through exchange of non-monetary assets are measured at fair value, unless the exchange transaction lacks commercial substance or the fair value of either the asset received or asset given up is not reliably measurable, in which case the asset exchanged is recorded at the carrying amount of the asset given up.

Depreciation

Depreciation is recognized in the statement of profit and loss on a written down value basis over the estimated useful lives of property, plant and equipment based on the Companies Act, 2013 (“Schedule II”), which prescribes the useful lives for various classes of tangible assets. For assets acquired or disposed off during the year, depreciation is provided on pro rata basis. Land is not depreciated.

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted prospectively, if appropriate.

The estimated useful lives are as follows:

Type of Asset	Minimum Useful Life (in years)	Maximum Useful Life (in years)
Furniture & Fixtures	10	10
Computers	3	6

Advances paid towards the acquisition of property, plant and equipment outstanding at each reporting date is disclosed as capital advances under other non-current assets. The cost of property, plant and equipment not ready to use before such date are disclosed under capital work-in-progress. Assets not ready for use are not depreciated. The Company assesses at each balance sheet date, whether there is objective evidence that an asset or a group of assets is impaired. An asset’s carrying amount is written down immediately to its recoverable amount if the asset’s carrying amount is greater than its estimated recoverable amount. Recoverable amount is higher of the value in use or fair value less cost to sell.

h. Intangible assets

Acquired computer software is capitalized on the basis of the costs incurred to acquire and bring to use the specific software. The Intangible assets that are acquired by the Company and that have finite useful lives are measured at cost less accumulated amortization and accumulated impairment losses.

Amortization

Amortization is recognized in the statement of profit and loss on a written down value basis over the estimated useful lives of intangible assets or on any other basis that reflects the pattern in which the asset's future economic benefit are expected to be consumed by the entity. Intangible assets that are not available for use are amortized from the date they are available for use. The estimated useful lives are as follows:

Type of Asset	Minimum Useful life (in years)	Maximum Useful life (in years)
Intangible Assets: Computer Software	10	10

The amortization period and the amortization method for intangible assets with a finite useful life are reviewed at each reporting date.

i. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a. Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

Debt instrument at FVTPL

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss. The Company has not designated any debt instrument as at FVTPL.

Investment in Preference Shares and Unquoted trade Investments

Investment in Preference Shares and Unquoted trade Investments are measured at amortized cost using Effective Rate of Return (EIR).

Investment in equity instruments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognized by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to the statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Investments in subsidiaries

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries and joint venture, the difference between net disposal proceeds and the carrying amounts are recognized in the statement of profit and loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e., removed from the Company's balance sheet) when:

- a. The rights to receive cash flows from the asset have expired, or
- b. The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Impairment of trade receivables

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115. Expected credit loss model takes into consideration the present value of all the cash shortfalls over the expected life of a financial instrument. In simple terms, it is weighted average of credit losses with the respective risks of default occurring as weights. The credit loss is the difference between all contractual cash flows that are due to an entity as per the contract and all the contractual cash flows that the entity expects to receive, discounted to the effective interest rate. The Standard presumes that entities would suffer credit loss even if the entity expects to be paid in full but later than when contractually due. In other words, it simply focuses on delays in collection of receivables.

For the purpose of identifying the days of delay, the Company took into consideration the weighted average number of delays taking into consideration the date of billing, the credit period and the collection days.

As Company trade receivables are realized within normal credit period adopted by the company, hence the company trade receivables are not impaired.

b. Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value i.e., loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in the statement of profit and loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

Fair value measurement

Fair value of financial assets and liabilities is normally determined by references to the

transaction price or market price. If the fair value is not reliably determinable, the Company determines the fair value using valuation techniques that are appropriate in the circumstances and for which sufficient data are available, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

j. Inventories

Inventories are valued at the lower of cost and net realizable value.

Inventories consist of raw materials, stores and spares, work-in-progress and finished goods are measured at the lower of cost and net realizable value.

The cost of all categories of inventories is based on the weighted average method.

Cost includes expenditures incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition.

In the case of finished goods and work-in-progress, cost includes an appropriate share of overheads based on normal operating capacity.

Stores and spares, that do not qualify to be recognized as property, plant and equipment, consists of packing materials, engineering spares (such as machinery spare parts) and consumables which are used in operating machines or consumed as indirect materials in the manufacturing process.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

k. Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill and intangible assets that have indefinite lives or that are not yet available for use, an impairment test is performed each year at March 31.

The recoverable amount of an asset or cash-generating unit (as defined below) is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or the cash-generating unit. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflow of other assets or groups of assets (the "cash-generating unit").

An impairment loss is recognized in the statement of profit and loss if the estimated recoverable amount of an asset or its cash-generating unit is lower than its carrying amount. Impairment losses recognized in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to

reduce the carrying amount of the other assets in the unit on a pro-rata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

I. Cash & Cash Equivalents

Cash and bank balances comprise of cash balance in hand, in current accounts with banks, demand deposit, short-term deposits, Margin Money deposits and unclaimed dividend accounts. For this purpose, "short-term" means investments having maturity of three months or less from the date of investment. Bank overdrafts that are repayable on demand and form an integral part of our cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows. The Margin money deposits, balance in dividend accounts which are not due and unclaimed dividend balances shall be disclosed as restricted cash balances.

m. Employee Benefits

a. Short term employee benefits

A liability is recognized for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service. Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

b. Defined Contribution Plan

The company's contribution to superannuation fund, considered as defined contribution plans are charged as an expense in the Statement of Profit and Loss based on the amount of contribution required to be made and when services are rendered by the employees.

c. Defined Benefit Plans

For defined retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Re measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognized in other comprehensive income in the period in which they occur. Re measurement recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognized in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorized as follows:

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and Settlements);
- Net interest expense or income; and
- Re measurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognized in the Balance Sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form reductions in future contributions to the plans.

d. Termination benefits

Termination benefits are recognized as an expense when the Company is demonstrably committed, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Termination benefits for voluntary redundancies are recognized as an expense if the Company has made an offer encouraging voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably.

e. Other long-term employee benefits

The Company's net obligation in respect of other long term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and previous periods. That benefit is discounted to determine its present value. Re measurements are recognized in the statement of profit and loss in the period in which they arise.

n. Provisions, contingent liabilities and contingent assets

Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets

Contingent assets are not recognized in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognized in the period in which the change occurs.

o. Revenue Recognition

Sale of goods:

Revenue is recognized when the company substantially satisfies its performance obligation while transferring a promised good or service to its customers. The company considers the terms of the contract and its customary business practices to determine the transaction price. Performance obligations are satisfied at the point of time when the customer obtains controls of the asset.

Revenue is measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discounts, returns and value added tax. Transaction price is recognized based on the price specified in the contract, net of the estimated sales incentives / discounts. Accumulated experience is used to estimate and provide for the discounts/ right of return, using the expected value method.

Other Income

Interest Income

Interest Income mainly comprises of interest on Margin money deposit with banks relating to bank guarantee. Interest income should be recorded using the effective interest rate (EIR).

However, the amount of margin money deposits relating to bank guarantee are purely current in nature, hence effective interest rate has not been applied. Interest is recognized using the time-proportion method, based on rates implicit in the transactions.

Dividend

Dividend income is recognized when the Company's right to receive dividend is established.

p. Borrowing Costs

Borrowing costs consist of interest, ancillary and other costs that the Company incurs in connection with the borrowing of funds and interest relating to other financial liabilities. Borrowing cost also include Exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs. Borrowing costs directly attributable to the acquisition, construction or production of an

asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur.

q. Tax Expenses

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current Tax

Current tax expense comprises taxes on income from operations in India and foreign tax jurisdictions. Tax expense related to India is determined on the basis of the Income Tax Act, 1961 and quantified at the amount expected to be paid to the taxation authorities using the applicable tax rates. Tax expense relating to overseas operations is determined in accordance with the tax laws applicable in countries where such operations are domiciled.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Current and deferred tax for the year

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized or the year ended 31 March 2023.

In other comprehensive income or directly in equity respectively, where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

r. Earnings Per Share

The Company presents basic and diluted earnings per share (“EPS”) data for its ordinary shares. Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

s. Trade receivables

Trade receivables are initially recognized at fair value and subsequently measured at amortized cost using effective interest method, less provision for impairment, if any.

t. Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. The amounts are unsecured and are presented as current liabilities unless payment is not due within twelve months after the reporting period. They are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

u. Determination of fair values

The Company’s accounting policies and disclosures require the determination of fair value, for certain financial and non-financial assets and liabilities. Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability. A fair value measurement of a non-financial asset takes into account a market participant’s ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

(i) Property, plant and equipment

Property, plant and equipment, if acquired in a business combination or through an exchange of non-monetary assets, is measured at fair value on the acquisition date. For this purpose, fair value is based on appraised market values and replacement cost.

(ii) Intangible assets

The fair value of brands, technology related intangibles, and patents and trademarks acquired in a business combination is based on the discounted estimated royalty payments that have been avoided as a result of these brands, technology related intangibles, patents or trademarks being owned (the “relief of royalty method”). The fair value of customer related, product related and other intangibles acquired in a business combination has been determined using the multi-period excess earnings method after deduction of a fair return on other assets that are part of creating the related cash flows.

(iii) Inventories

The fair value of inventories acquired in a business combination is determined based on its estimated selling price in the ordinary course of business less the estimated costs of completion and sale, and a reasonable profit margin based on the effort required to complete and sell the inventories.

(iv) Investments in equity and debt securities and units of mutual funds

The fair value of marketable equity and debt securities is determined by reference to their quoted market price at the reporting date. For debt securities where quoted market prices are not available, fair value is determined using pricing techniques such as discounted cash flow analysis.

In respect of investments in mutual funds, the fair values represent net asset value as stated by the issuers of these mutual fund units in the published statements. Net asset values represent the price at which the issuer will issue further units in the mutual fund and the price at which issuers will redeem such units from the investors. Accordingly, such net asset values are analogous to fair market value with respect to these investments, as transactions of these mutual funds are carried out at such prices between investors and the issuers of these units of mutual funds.

v. Note on “Code on Security, 2020”

The Indian Parliament has approved the Code on Social Security, 2020 (“the Code”) which would impact the contributions by the company towards Provident Fund and Gratuity. The purpose of the Code on Social Security, 2020 is to amend and consolidate the laws relating to social security with the goal to extend social security to all employees and workers either in the organized or unorganized or any other sectors and for matters connected therewith or incidental thereto. The Code was passed by the Lok Sabha on September 22, 2020 and subsequently, by the Rajya Sabha on September 23, 2020 with a view to amalgamate, simplify and rationalize the relevant provisions of the nine central labour enactments relating to social security. The Code is yet to receive assent of the President of India. The Code shall come into force on such date as the Central Government may, by notification appoint and different dates may be appointed for different provisions of the SS Code. The Company will assess the impact and its evaluation once the subject rules are notified and will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

w. New Accounting pronouncements

The Ministry of Corporate Affairs (MCA) vide notification dated 23 March 2022 issued the Companies (Indian Accounting Standards) Amendment Rules, 2022. These rules notify certain amendments to Indian Accounting Standards (Ind AS). These amendments are effective from 1 April 2022.

Ind AS 37, Provisions, Contingent Liabilities and Contingent Assets

As per Ind AS 37, a contract is 'onerous' when the unavoidable costs of meeting the contractual obligations (i.e., the lower of the costs of fulfilling the contract and the costs of terminating it) outweigh the economic benefits. Ind AS 37 did not define what are the costs of fulfilling a contract.

The amendments have clarified the types of costs a company can include as the 'costs of fulfilling a contract' while assessing whether a contract is onerous as under:

- (a) The incremental costs of fulfilling that contract—for example, direct labour and materials; and
- (b) An allocation of other costs that relate directly to fulfilling contracts— for example, an allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling that contract among others.

The amendments apply for annual reporting periods beginning on or after 1 April 2022 to contracts existing at the date when the amendments are first applied. At the date of initial application, the cumulative effect of initially applying the amendments is recognized as an opening balance adjustment to retained earnings or other component of equity, as appropriate. The comparatives are not required to be restated.

Ind AS 103, Business Combinations

The amendments have given reference of Conceptual Framework for Financial Reporting under Ind AS for definition of assets and liabilities without changing the accounting requirements for business combinations.

This amendment is applicable to business combinations for which acquisition date is on or after 1 April 2022.

Ind AS 16, Property, Plant and Equipment

Amendments to Ind AS 16 have clarified the accounting treatment for sale proceeds of items produced by PPE while preparing it for its intended use.

These amendments have clarified that excess of net sale proceeds of items produced over the cost of testing, if any, would not be recognized in the statement of profit or loss, but deducted from the directly attributable costs considered as part of cost of an item of PPE. The amendments are effective for annual reporting periods beginning on or after 1 April 2022.

The aforesaid amendments do not have any material impact on the financial statements of the Company.

M/s. VENMAX DRUGS AND PHARMACEUTICALS LIMITED
Shed No.22, Plot No.84, Phase-1, IDA, Cherlapally, Hyderabad, Rangareddy, Telangana, Pincode-500055
(CIN: L24230TG1988PLC009102)

Statement of changes in equity for the period ended 31/03/2023

Equity Share Capital		All amount rupees in lakhs except share data		
Equity share capital	Opening balance as at 1 Apr 2022	Changes in equity share capital during the year	Closing balance as at 31 Mar 2023	
52,38,930 Equity Shares of Rs.10 each, fully paid up	523.89	-	-	523.89
	523.89	-	-	523.89

Equity share capital	Opening balance as at 1 Apr 2021	Changes in equity share capital during the year	Closing balance as at 31 Mar 2022	
52,38,930 Equity Shares of Rs.10 each, fully paid up	523.89	-	-	523.89
	523.89	-	-	523.89

Other Equity				
Particulars	Retained Earnings	General Reserve	Securities Premium	Total Equity
Balance as at 1/4/2022	(690.93)	-	73.03	(617.90)
Profit for the year	22.56	-	-	22.56
Dividend paid	-	-	-	-
Actuarial gain/(loss) on post-employment benefit obligations, net of tax benefit	-	-	-	-
Balance as at 31/03/2023	(668.37)	-	73.03	(595.34)

Particulars	Retained Earnings	General Reserve	Securities Premium	Total Equity
Balance as at 1/4/2021	(875.55)	-	73.03	(802.52)
Profit for the year	184.62	-	-	184.62
Additions during the year	-	-	-	-
Actuarial gain/(loss) on post-employment benefit obligations, net of tax benefit	-	-	-	-
Balance as at 31/03/2022	(690.93)	-	73.03	(617.90)

As per our report of even date
For NSVR & ASSOCIATES LLP
Chartered Accountants
 FRN:008801S/S200060

Sd/-
Suresh Gannamani
 Partner
 Membership No: 226870
 UDIN: 23226870BGVSAB6021

Place: Hyderabad
 Date: 15/05/2023

For and on behalf of Board of Directors
M/s. Venmax Drugs and Pharmaceuticals Limited

Sd/-
Raj Kumar Rai
 Managing Director
 DIN: 00009207

Sd/-
N Krishnaiah
 Director
 DIN: 07279009

Sd/-
G.Pradeep Kumar
 CFO

M/s. VENMAX DRUGS AND PHARMACEUTICALS LIMITED
Note:3(i) Property, Plant and Equipment
(Rs. In Lakhs)

Particulars	Computers	Furniture and Fixtures	Total
Gross Block			
As at 1 April, 2021	0.25	5.96	6.21
Additions during the Year	-	-	-
Deductions during the Year	-	-	-
As at 31 March 2022	0.25	5.96	6.21
Additions during the Year	-	-	-
Deductions during the Year	-	-	-
As at 31 March 2023	0.25	5.96	6.21
Depreciation			
As at 1 April, 2021			-
For the Period	0.08	0.57	0.65
On deductions	-	-	-
As at 31 March 2022	0.08	0.57	0.65
For the Period	0.05	0.51	0.57
On deductions	-	-	-
As at 31 March 2023	0.13	1.08	1.21
Net Block			
As at 1 April, 2021	0.25	5.96	6.21
As at 31 March 2022	0.17	5.39	5.56
As at 31 March 2023	0.12	4.88	5.00

Note:3(ii) Intangible Assets
(Rs. In Lakhs)

Particular	Amount
As at 1 April, 2021	2.81
Additions during the Period	-
Deductions during the Period	-
As at 31 March 2022	2.81
Additions during the Period	-
Deductions during the Period	-
As at 31 March 2023	2.81
Depreciation	
As at 1 April, 2021	
For the Period	0.27
On deductions	
As at 31 March 2022	0.27
For the Period	0.24
On deductions	
As at 31 March 2023	0.51
As at 01 April 2021	2.81
As at 31 March 2022	2.55
As at 31 March 2023	2.30

Note No.4(i) Non Current Investments

Particulars	As at March 31, 2023	As at March 31, 2022
Deposit accounts	-	-
Total	-	-

Note No.5 Inventories & Work in progress

Particulars	As at March 31, 2023	As at March 31, 2022
Work-in-progress(at cost)	-	-
Stores and Spares(at cost)	-	-
Total	-	-

Note No.4(ii) Current Investments

Particulars	As at March 31, 2023	As at March 31, 2022
Fixed Deposits with Banks	-	-
Total	-	-

Note No.6 Trade Receivables

Particulars	As at March 31, 2023	As at March 31, 2022
Unsecured, Considered Good		
Trade Receivables	-	-
Outstanding for more than 1 year from the due date	3.64	3.64
Total	3.64	3.64

Trade Receivables Ageing Schedule
As at 31 March 2023

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 6 months	6 months - 1 year	1-2 Years	2-3 years	More than 3 years
(i) Undisputed Trade receivables - considered good	-	-	-	3.64	-	-
Less: Allowance for credit losses	-	-	-	-	-	-
Total Trade Receivables	-	-	-	3.64	-	-

As at 31 March 2022

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 6 months	6 months - 1 year	1-2 Years	2-3 years	More than 3 years
(i) Undisputed Trade receivables - considered good	-	-	0.01	3.62	-	-
Less: Allowance for credit losses	-	-	-	-	-	-
Total Trade Receivables	-	-	0.01	3.62	-	-

Note No.7 Cash and Cash Equivalents

Particulars	As at March 31, 2023	As at March 31, 2022
Cash on hand	0.02	0.02
Balances with banks in		
- Current accounts	0.01	0.01
Total	0.03	0.03

Note No.8 Bank Balances other than above

Particulars	As at March 31, 2023	As at March 31, 2022
Balances with banks (Restricted Use)	-	-
- Margin money deposits	-	-
Total	-	-

Note No.9 Other Current Assets

Particulars	As at March 31, 2023	As at March 31, 2022
Other Advances	10.17	9.58
Total	10.17	9.58

All the Amounts Are in lakhs , Except share data and where otherwise stated

10. Equity Share Capital

All amounts are in lakhs except No. of shares

Particulars	As on 31st March, 2023		As on 31 March, 2022	
	Number of shares	Amount	Number of shares	Amount
Authorized shares				
Equity shares of INR 10 each	80,00,000.00	800.00	80,00,000.00	800.00
Issued, subscribed and fully paid-up shares				
Equity shares of INR 10 each	52,38,930.00	523.89	52,38,930.00	523.89
Total	52,38,930.00	523.89	52,38,930.00	523.89

i) Shareholders owning more than 5% of shareholding in the company

All amounts are in lakhs except No. of shares

Name of the Shareholder	As on 31.03.2023		As on 31.03.2022	
	No of shares	% of holding	No of shares	% of holding
VENKAT NARENDER NUKA	9,17,430.00	17.51%	9,17,430.00	17.51%
RAJ KUMAR RAI	3,00,000.00	5.73%	3,00,000.00	5.73%
SHREE INDIA SECURITIES Ltd(Corporate)	3,66,061.00	6.99%	3,66,061.00	6.99%

ii) Details of shares held by promoters

All amounts are in lakhs except No. of shares

Name of the Promoter	As on 31.03.2023		As on 31.03.2022		% of Change during the year
	No of shares	% of holding	No of shares	% of holding	
VENKAT NARENDER NUKA	9,17,430.00	17.51%	9,17,430.00	17.51%	0.00%
RAJ KUMAR RAI	3,00,000.00	5.73%	3,00,000.00	5.73%	0.00%

iii) Reconciliation of Number of shares outstanding:

All amounts are in lakhs except No. of shares

Share Holders Name	As on 31.03.2023		As on 31.03.2022	
	No of shares	Amount	No of shares	Amount
Balance at the beginning of the year	52,38,930.00	523.89	52,38,930.00	523.89
Balance at the end of the year	52,38,930.00	523.89	52,38,930.00	523.89

11. Other Equity

(Rs. In Lakhs)

Particulars	Retained Earnings	General Reserve	Share Premium	Total Equity
Balance as at 1/4/2021	(875.55)	-	73.03	(802.52)
Profit for the year	184.62	-	-	184.62
Additions during the year	-	-	-	-
Actuarial gain/(loss) on post-employment benefit obligations, net of tax benefit	-	-	-	-
Balance as at 31/03/2022	(690.93)	-	73.03	(617.90)
Balance as at 1/4/2022	(690.93)	-	73.03	(617.90)
Profit for the year	22.56	-	-	22.56
Actuarial gain/(loss) on post-employment benefit obligations, net of tax benefit	-	-	-	-
Balance as at 31/03/2023	(668.37)	-	73.03	(595.34)

Note No.12 Long-term borrowings		
Particulars	As at March 31, 2023	As at March 31, 2022
Long term maturities of finance lease obligations	-	-
Total	-	-

Note No.13 Long Term Provisions		
Particulars	As at March 31, 2023	As at March 31, 2022
Other provisions	-	-
Total	-	-

Note No.14 Deferred Tax Liabilities (Net)		
Particulars	As at March 31, 2023	As at March 31, 2022
Deferred Tax Liabilities (Net)	0.47	0.46
Total	0.47	0.46

Note No.15 Short-term borrowings		
Particulars	As at March 31, 2023	As at March 31, 2022
Unsecured Loan repayable on demand	35.21	34.90
Total	35.21	34.90

Note No.16 Trade payables		
Particulars	As at March 31, 2023	As at March 31, 2022
Dues to: Small and Micro Enterprises *	-	-
: Other than Small and Micro Enterprises	32.85	47.06
Total	32.85	47.06

As at 31 March 2023						
Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years
Dues to: Small and Micro Enterprises *	-	-	-	32.85	-	-
: Other than Small and Micro Enterprises	-	-	-	-	-	-
Total Trade Payables	-	-	-	32.85	-	-

As at 31 March 2022						
Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years
Dues to: Small and Micro Enterprises *	-	-	-	47.06	-	-
: Other than Small and Micro Enterprises	-	-	-	-	-	-
Total Trade Payables	-	-	-	47.06	-	-

Note No.17 Other financial liabilities		
Particulars	As at March 31, 2023	As at March 31, 2022
Other Financial Liabilities	15.31	24.20
Total	15.31	24.20

Note No.18 Current Tax Liability (Net)		
Particulars	As at March 31, 2023	As at March 31, 2022
Current Tax Liability (Net)	-	-
Total	-	-

Note No.19 Short Term Provisions		
Particulars	As at March 31, 2023	As at March 31, 2022
Provision	-	-
: Others	1.18	1.18
Total	1.18	1.18

Note No.20 Other current liabilities		
Particulars	As at March 31, 2023	As at March 31, 2022
Other Payables	6.06	6.06
	7.57	1.52
Total	7.57	7.57

Note No.21 Revenue from Operations

Particulars	For the period ended March 31, 2023	For the period ended March 31, 2022
Revenue from Operations	-	-
Total	-	-

Note No.22 Other income

Particulars	For the period ended March 31, 2023	For the period ended March 31, 2022
Recurring other income		
Not related to business activity		
Interest Income	-	-
Rent earned	-	-
Non-recurring other income		
Not related to business activity		
Insurance Claim	-	-
Related to business activity		
Other Operating Income	-	-
Revalidation of liabilities	41.93	198.30
Total	41.93	198.30

Note No.23 Raw Material Consumed

Particulars	For the period ended March 31, 2023	For the period ended March 31, 2022
Opening Stock of raw material	-	-
Add: Purchases during the year	-	-
Less: Closing stock of raw material	-	-
Total	-	-

Note No.24 Changes in inventories of work-in-progress

Particulars	For the period ended March 31, 2023	For the period ended March 31, 2022
Opening work-in-progress	-	-
Closing work-in-progress	-	-

Note No.25 Employee benefits

Particulars	For the period ended March 31, 2023	For the period ended March 31, 2022
Salaries and Wages	3.02	1.20
Total	3.02	1.20

Note No.26 Finance costs

Particulars	For the period ended March 31, 2023	For the period ended March 31, 2022
Other borrowing costs	-	-
Total	-	-

Note No.27 Depreciation

Particulars	For the period ended March 31, 2023	For the period ended March 31, 2022
Depreciation	0.81	0.91

Note No.28 Other Expenses

Particulars	For the period ended March 31, 2023	For the period ended March 31, 2022
Advocate Expenses	0.50	0.95
AGM expenses	1.11	0.26
Audit Fees	0.50	0.50
SAT filing Fee	-	0.30
BSE Expenses	3.25	4.10
Share transfer agency	1.20	1.02
Professional Fee	1.79	0.96
Rent	0.48	0.72
Depository Services	0.86	0.56
Travelling & Fuel Expenses	1.18	0.90
Office Expenses	2.20	0.72
Other expenses	2.46	0.54
Total	15.53	11.53

Q4

Deferred Tax

Particulars	Amount
Net Block as per Companies Act	7,30,126.07
Net Block as per IT Act	5,44,710.32
Difference	1,85,415.75
DTL as at 31.03.2023	46,669.14
DTL as at 01.04.2022	45,574.06
DTL to be Created	1,095.09

29. Additional Information to the Financial Statements
29.1 Revenue from contract with customers

Disaggregated information	revenue	(All Amounts rupees in lakhs)	
		For the year ended March 31, 2023	For the year ended March 31, 2022
Revenue from contracts with customers			
Sale of products		-	-
Sale of services		-	-
Total		-	-
(a) Disaggregated revenue information			
<u>Sale of goods</u>			
India		-	-
Outside India		-	-
		-	-
<u>Sale of services</u>			
India		-	-
Outside India		-	-
		-	-
(b) Timing of revenue recognition			
Products transferred for a point in time		-	-
Services rendered at a point in time		-	-
		-	-
(c) Reconciliation of amount of revenue recognised with contract price			
Revenue as per contracted price (including concession / subsidy on fertilisers)		-	-
Adjustments		-	-
Rebates		-	-
Others		-	-
Revenue from contracts with customers		-	-

29.2 Auditors Remuneration (All Amounts rupees in lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
a) Audit fees	0.50	0.50
b) Other charges		
Tax Audit	-	-
Certification fee	-	-
c) GST Maters	-	-
TOTAL	0.50	0.50

29.3 Earnings per Share (All Amounts rupees in lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Profit attributable to equity holders	22.56	184.62
Profit attributable to equity holders for basic EPS	22.56	184.62
Number of shares at the beginning of the year	52.39	52.39
Add: Equity shares issued	-	-
Less: Buy back of equity shares	-	-
Total number of equity shares outstanding at the end of the year	52.39	52.39
Weighted average number of equity shares outstanding during the year – Basic	52.39	52.39
Weighted average number of equity shares outstanding during the year – Diluted	52.39	52.39
Earnings per share of par value ` 10/- - Basic	0.43	3.52
Earnings per share of par value ` 10/- - Diluted	0.43	3.52

29.4 Segment Reporting:

The Company concluded that there is only one operating segment i.e., Drugs. Hence, the same becomes the reportable segment for the Company. Accordingly, the Company has only one operating and reportable segment, the disclosure requirements specified in paragraphs 22 to 30 are not applicable. Accordingly, the Company shall present entity-wide disclosures enumerated in paragraphs 32, 33 and 34 of Ind AS 108.

29.5 Income Taxes:

The major components of Income Tax Expense for the years ended 31st March 2023 and 31st March 2022 are:

Statement of profit and loss:

Profit or loss section

(All Amounts rupees in lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Current income tax:		
Current income tax charge relating to current year	-	-
Current income tax charge relating to previous year	-	-
Deferred tax:		
Relating to origination and reversal of temporary differences	0.01	0.03
Income tax expense reported in the statement of profit and loss	0.01	0.03

Deferred tax relates to the following:

(All Amounts rupees in lakhs)

Particulars	Balance Sheet	
	As on 31 March 2023	As on 31 March 2022
Deferred tax liabilities:		
WDV differences of assets as per books and tax laws	0.47	0.46
Net deferred tax assets/(liabilities)	(0.47)	(0.46)

Reflected in the balance sheet as follows:

(All Amounts rupees in lakhs)

Particulars	As on 31 March 2023	As on 31 March 2022
Deferred tax assets (continuing operations)		
Deferred tax liabilities:		
Continuing operations	0.47	0.46
Discontinuing operations		
Deferred tax (liabilities)/assets, net	(0.47)	(0.46)

29.6 Employee Benefits

Employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(All Amounts rupees in lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Salaries, wages and bonus	3.02	1.20
PF-Employer contribution	-	-
ESI- Employer Contribution	-	-
Directors Remuneration	-	-
Staff welfare expenses	-	-
Total	3.02	1.20

29.7 Related Parties

Related party transactions have been disclosed in accordance with Ind AS 24 'Related Party Disclosures'

(a) Names of the related parties and description of the relationship

Name of Related parties	Nature of Relationship
Rama Krishnaiah Appanaboyana	Director
N Krishnaiah	Director
G Pradeep Kumar	Chief Financial Officer
Rajkumar	Managing Director

The following is a summary of significant related party transactions:

(All Amounts rupees in lakhs)

Details of Remuneration to Key managerial Personnel as follows:

S.No	Particulars	As at 31-March-2023	As at 31-March-2022
1	N.V.Narender	-	-
2	Raj Kumar	-	3.00
3	G.Pradeep Kumar	3.00	1.20
Total		3.00	4.20

Details of balances receivable from and payable to related parties are as follows:

(All Amounts rupees in Lakhs)

S. No	Particulars	As at 31-March-2023	As at 31-March-2022
1	N.V.Narender	35.21	34.89
2	Raj Kumar	-	-
Total		35.21	34.89

29.8 Financial instruments and fair value

All assets and liabilities for which fair value is measured or disclosed in the Ind AS financial statements are categorised within the fair value hierarchy, as below, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

The carrying value and fair value of financial instruments as at 31 March 2023 and 31 March 2022 were as follows:

(All Amounts rupees in lakhs)

Particulars	As of March 31, 2023		As of March 31, 2022	
	Total carrying value	Total fair value	Total carrying value	Total fair value
Assets:				
Cash and cash equivalents including the other bank balances	0.03	0.03	0.03	0.03
Trade and other receivables	3.64	3.64	3.64	3.64
Loans and advances	0	0	0	0
Total	3.67	3.67	3.67	3.67
Liabilities:				
Trade and other payables	48.16	48.16	71.26	71.26
Long-term borrowings	0	0	0	0
Short-term borrowings	35.21	35.21	34.90	34.90
Other Financial liabilities	15.31	15.31	24.20	24.20
Total	98.68	98.68	130.36	130.36

There has been no transfers between levels during the year. The fair values of derivatives are based on derived mark-to-market values. The management has assessed that the carrying values of financial assets and financial liabilities for which fair values are disclosed, reasonably approximate their fair values because these instruments have short-term maturities.

29.9 Financial Risk Management:

The Company's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include investments, trade and other receivables, cash and cash equivalents, bank balances, security deposits and derivatives that are out of regular business operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's risk

management is carried out by a treasury department under policies approved by the Board of Directors. The Board of Directors provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity.

a. Credit Risk:

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company has the following categories of financial assets that are subject to credit risk evaluation.

Trade Receivables:

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

Financial assets that are neither past due nor impaired - None of the Company's cash equivalents, including deposits with banks, were past due or impaired as at 31st March 2023. Of the total trade and other receivables, impairment loss is provided for Rs. Nil and Nil as at 31st March 2023 and at 31st March 2022.

Other than trade receivables, the Company has no significant class of financial assets that are past due or impaired as at 31st March, 2023.

On account of adoption of Ind AS 109, the Company uses Expected Credit Loss (ECL) model for assessing the impairment loss. For this purpose, it is weighted average of credit losses with the respective risks of default occurring as weights. The credit loss is the difference between all contractual cash flows that are due to an entity as per the contract and all the contractual cash flows that the entity expects to receive, discounted to the effective interest rate.

b. Liquidity Risks:

The Company's objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements at all times. The Company relies on a mix of borrowings and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium/long term expansion needs. The Company monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Company does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities.

The table below summarises the maturity profile of the Company's financial liabilities on undiscounted basis:

(All amounts rupees in lakhs)

Maturities	Upto 1 year	1-3 Years	3-5 Years	Above 5 Years	Total
<u>March 31, 2023</u>					
Non-current borrowings	-	-	-	-	-
Current borrowings	35.21	-	-	-	35.21
Trade payables	32.85	-	-	-	32.85
Other financial liabilities	15.31	-	-	-	15.31
Total	83.37	-	-	-	83.37
<u>March 31, 2022</u>					
Non-current borrowings	-	-	-	-	-
Current borrowings	34.90	-	-	-	34.90
Trade payables	47.06	-	-	-	47.06
Other financial liabilities	24.20	-	-	-	24.20
Total	106.16	-	-	-	106.16

c. Market Risks

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk are deposits with Banks.

The analysis excludes the impact of movements in market variables on: the carrying values of gratuity and other postretirement obligations; provisions; and the non-financial assets and liabilities.

The following assumptions have been made in calculating the sensitivity analysis: Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities i.e., Cost of material which is denominated in a foreign currency though the same is payable in INR.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The company has no outstanding bank borrowings. The company's exposure to interest rate risk arises primarily from deposits with Banks.

29.10 Ratio Analysis

Ratio	Numerator	Denominator	As on 31-03-2023	As on 31-03-2022	Variance
Current ratio	Current assets	Current liabilities	0.15	0.12	30.29% ¹
Debt-Equity ratio	Total Debt	Shareholders Equity	(0.49)	(0.37)	(32.75)% ²
Debt service coverage ratio	Net profit after tax + non cash operating expenses	Interest & lease payments + principal repayments	-	-	0.00%
Return on equity ratio	Net profit after taxes – preference dividend	Average shareholder’s equity	(0.27)	(0.99)	72.52% ³
Inventory turnover ratio	Net sales = Total sales - sales return	Average Inventory	-	-	0.00%
Trade receivable turnover ratio	Net credit sales = gross credit sales – sales return	Average trade receivables	-	-	0.00%
Trade payable turnover ratio	Net credit Purchase = gross credit purchase – purchase return	Average trade payables	-	-	0.00%
Net capital turnover ratio	Net sales = Total sales - sales return	Working capital=Current assets- current liabilities	-	-	0.00%
Net profit ratio	Net profit	Net sales = Total sales – sales return	-	-	0.00%
Return on capital employed	Earnings before interest and tax	Capital employed = Tangible net worth+Total debt+Deferred tax liability	(0.32)	(1.97)	83.89% ⁴

Reasons for above Variance:

1. Decrease in current liabilities.
2. Increase in shareholder’s equity.
3. Decrease in net profit after tax.
4. Decrease in EBITDA.

29.11 Other Statutory Information

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

- a) The Company does not have any transactions with struck off companies.
- b) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- c) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- d) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the

understanding that the Intermediary shall:

- i. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
 - ii. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- e) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- f) The Company has not entered in to any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
 - g) The Company has not been declared as willful defaulter by any bank or financial institution or other lender.
 - h) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
 - i) No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013, during the year.

29.12 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, convertible preference shares, securities premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximize the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents, excluding income from discontinued operations.

(All Amounts rupees in lakhs)

Particulars	31-Mar-23	31-Mar-22
Non- Current Borrowings	-	-
Current borrowings	35.21	34.90
Less: cash and cash equivalents	0.03	0.03
Net debt	35.18	34.87
Equity share capital	523.89	523.89
Other equity	(595.34)	(617.90)
Total capital	(71.44)	(94.01)
Capital and net debt Gearing Ratio	(0.49)	(0.37)

29.13 Previous period/year figures have been regrouped/re-classified wherever necessary, to conform to current period's classification in order to comply with the requirements of the amended Schedule III to the Companies Act, 2013.

The accompanying notes form an integral part of the Ind AS financial Statements

This is the Balance sheet referred to in our report of even date

As per our report of even date
For NSVR & ASSOCIATES LLP
 Chartered Accountants
 FRN: 008801S/S200060

For and on behalf of the Board of Directors of
Venmax Drugs and Pharmaceuticals Limited

Sd/-
Suresh Gannamani
 Partner
 Membership No: 226870
 UDIN: 23226870BGVSAB6021

Sd/-
Raj Kumar Rai
 Managing Director
 DIN: 00009207

Sd/-
N Krishnaiah
 Director
 DIN: 07279009

Sd/-
G Pradeep Kumar
 CFO

Place: Hyderabad
 Date: 15/05/2023

**Form No. MGT -11
Proxy Form**

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name : VENMAX DRUGS AND PHARMACEUTICALS LIMITED
 CIN : L24230TG1988PLC009102
 Regd. Off. : Shed No.22, Plot No.84, Phase – 1, IDA Cherlapally,
 Hyderabad, Rangareddi TG 500051.

Name of the member(s):	
Registered address:	
E- mail Id:	
Folio No.	
DP ID:	

I/We being a member(s) of _____ shares of the above-named company, hereby appoint

1. Name : _____
 Address: _____
 E-mail Id: _____
 Signature: _____ or failing him

2. Name : _____
 Address: _____
 E-mail Id: _____
 Signature: _____ or failing him

3. Name : _____
 Address: _____
 E-mail Id: _____
 Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting of the Company, to be held on Wednesday, 06th day of September, 2023 at 10.30 A.M. at J.S. Krishnamurthy Hall, FATPCCI Building, Red Hills, Hyderabad – 500004 at and at any adjournment thereof in respect of such resolutions as are indicated below:

*I wish my above proxy to vote in the manner as indicated below:

Resolutions	For	Against
1. To consider and adopt the Audited Balance Sheet as at 31st March, 2023, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto along with the Reports of Auditors and Directors thereon		
2. To appoint a director in place of Mr.N.Krishnaiah (DIN: 07279009), who retires by rotation and being eligible, offers himself for re-appointment.		
3. To Appoint Statutory Auditors and Fix Their Remuneration.		

Signed this ___ day of _____ 2023.

Signature of shareholder

Signatures of proxy holders

1. _____
2. _____
3. _____

Notes:

1. The proxy form duly signed across the Revenue Stamp must be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting.
2. A proxy need not be a member of the Company.
3. * This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

Affix
Rupee 1/-
Revenue
Stamp

VENMAX DRUGS AND PHARMACEUTICALS LIMITED

CIN: L24230TG1988PLC009102

Regd. Off.: Shed No.22, Plot No.84, Phase – 1, IDA Cherlapally, Hyderabad Rangareddi TG 500051.

ATTENDANCE SLIP

I hereby record my presence at 34th Annual General Meeting of the Company, to be held on Wednesday, 06th day of September, 2023 at 10.30 A.M. at J.S. Krishnamurthy Hall, FATPCCI Building, Red Hills, Hyderabad – 500004.

Full name of the shareholder _____

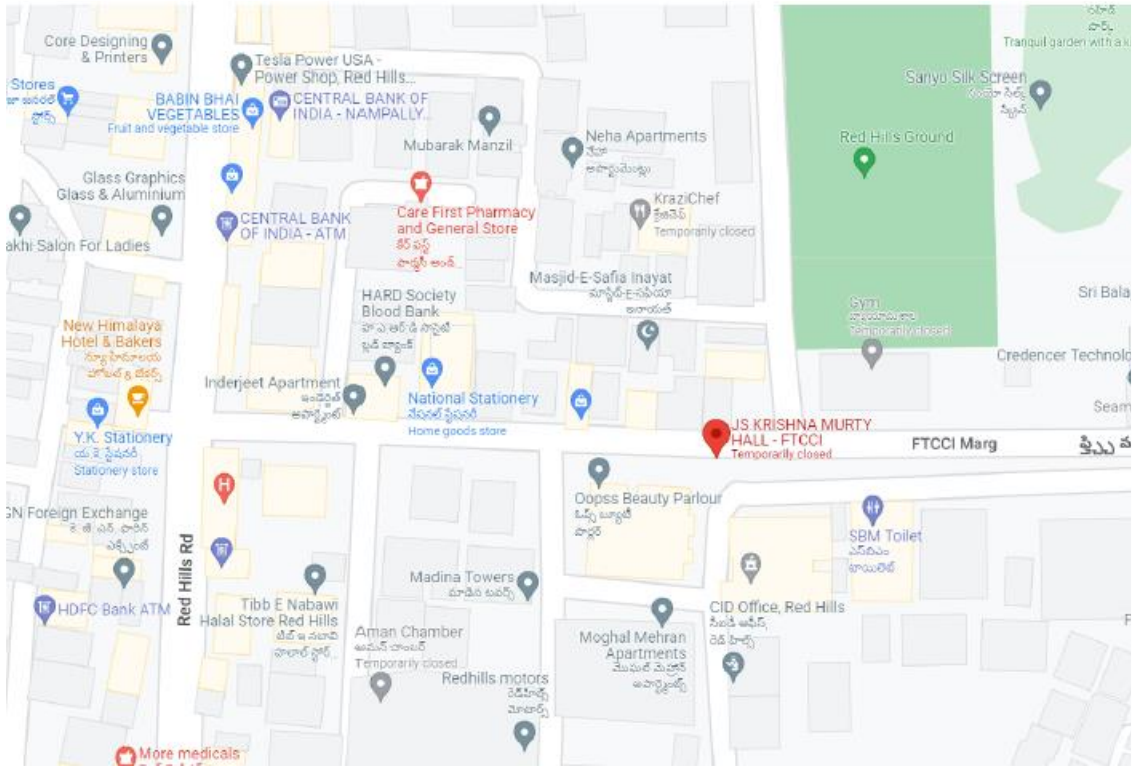
Signature _____

Folio No. _____

Full name of the Proxy _____

Signature _____

ROUTE MAP FOR AGM VENUE



If undelivered please return to:
VENMAX DRUGS AND PHARMACEUTICALS LIMITED
Shed No.22, Plot No.84, Phase – 1, IDA Cherlapally,
Hyderabad Rangareddi TG 500051 IN