



Healthy People, Healthy Nation.

21st Annual Report 2014 – 2015

ADVIK LABORATORIES LIMITED

Corporate Information**BOARD OF DIRECTORS**

Mr. Peeyush Kumar Aggarwal	Director
Mr. Sachin Garg	Managing Director
Mr. Kamal Kishore Sharma	Independent Director
Mr. Brahm Dutt Sharma	Independent Director
Mr. Manoj Kumar Jain	Independent Director
Mrs. Madhu Sharma	Director

COMPLIANCE OFFICER

Mr. Sachin Garg
Compliance Officer

CHIEF FINANCIAL OFFICER

Mr. Manoj Kumar Bhatia
Chief Financial Officer (CFO)

AUDITORS

M/s RMA & Associates,
Chartered Accountants
(Firm Registration No. 000978N)

BANKERS

Indian Overseas Bank, New Delhi
HDFC Bank, New Delhi

REGISTRAR & SHARE TRANSFER AGENTS

Beetal Financial & Computer Services (P) Ltd.
Beetal House, 3rd Floor, 99, Madangir
Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir
New Delhi -110 062
Tel: 91-11-29961281/82
Fax: 91-11-29961284
E-mail: beetalrta@gmail.com

CORPORATE OFFICE:

807, Arunachal Building, 19
Barakhamba Road, Connaught Place,
New Delhi-110 001(INDIA)
Tel No.: 91-11-42424884, 43571043-45
FAX : 91-11-43571047
E-Mail: mail@advikindia.com
Website: www.advikindia.com

REGISTERED OFFICE & PLANT:

138, Roz-Ka-Meo, Industrial Area,
Sohna, Distt. -Mewat (Haryana) INDIA
Tel. No.: 0124-2362471,+91-9813179885

CIN: L74899HR1994PLC038300

Notice

Notice is hereby given that the 21st (Twenty First) Annual General Meeting of the Members of **ADVIK LABORATORIES LIMITED** will be held on Tuesday, 29th September, 2015 at 10.00 A.M. at its Registered Office at 138, Roz- Ka - Meo, Industrial Area Sohna, Distt. Mewat-122 103 (Haryana) INDIA to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the company including the Balance Sheet of the Company as at 31st March, 2015 and the Statement of Profit and Loss of the Company for the financial year ended 31st March, 2015 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sachin Garg (DIN 03320351), the Managing Director of the Company, who is liable to retire by rotation and being eligible, offers himself for re-appointment pursuant to the provisions of Section 152 of the Companies Act, 2013.
3. To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution.

“RESOLVED THAT pursuant to the ordinary resolution passed by the Members at the 20th Annual General Meeting at the Company and the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the appointment of M/s RMA & Associates, Chartered Accountants, New Delhi, (Registration No. 000978N) as the Statutory Auditors of the Company for the financial year ending 31st March, 2016, at such remuneration as may be approved by the Board of Directors of the Company, be and is hereby ratified.”

Special Business:

4. To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 and all other applicable provisions, if any, (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), the members hereby accord their consent to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any Committee which the Board may constitute for this purpose) of the Company, to borrow any sum or sums of money (including non-fund based banking facilities), from time to time, whether in Indian rupees or in foreign currency (including external commercial borrowings in foreign denominated currencies from any foreign source / countries as prescribed by guidelines, if any, in this respect) from any one or more of the Company’s bankers and /or from any one or more persons, firms, bodies corporate, financial institutions, banks or other acceptable sources whether by way of advances, deposits, loans, non-convertible debentures, bonds or otherwise and whether unsecured or secured notwithstanding that the moneys to be borrowed together with moneys already borrowed by the Company (apart from the temporary loans obtained from the Company’s Bankers in the ordinary course of business) will or may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose but, so however, that the total amount up to which the moneys may be borrowed by the Board of Directors and outstanding shall not exceed the sum of Rs. 50 Crores (Rupees Fifty Crores only) at any point of time.

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion deem fit, necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

For and on Behalf of the Board

Date **03rd September, 2015**
Place: **New Delhi**

Sd/-
(Peeyush Kumar Aggarwal)
Chairman
DIN : 00090423

Notes:

1. Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 (the Act), relating to the Special Business to be transacted at the meeting is annexed.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY FORM IS ENCLOSED. THE INSTRUMENT APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten per cent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act proxy for any other person or member.

3. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send at the Registered Office of the Company, a duly certified copy of the Board Resolution, authorising their representative to attend and vote on their behalf at this General Meeting.
4. Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven days prior to the date of Annual General Meeting to enable the management to keep the information ready at the meeting.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 23rd September, 2015 to Tuesday, 29th September, 2015 (both days inclusive) for the purpose of the AGM.
6. Members / Proxies should fill-in the attendance slip for attending the Meeting and bring their attendance slip along with their copy of the Annual Report to the Meeting.
7. In case of joint holders attending the meeting, only such joint holder who is higher in the order of name will be entitled to vote.
8. Members who are holding Company's shares in dematerialized form are required to bring details of their Depository Account Number for identification.
9. The members are requested to intimate changes, if any, in their registered address to the Registrar & Share Transfer Agents for shares held in physical form & to their respective Depository participants for shares held in electronic form.

10. All documents referred to in the accompanying Notice are opened for inspection at the Registered Office of the Company on all working days, except Sunday between 2 P.M. to 4 P.M. upto the date of the Annual General Meeting.
11. Members are requested :
- i) To quote their folio Nos. in all correspondence.
 - ii) To note that no gifts will be distributed at the meeting.
 - iii) In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
12. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses for receiving all communications including Annual Report, Notices, Circulars, etc from the Company electronically.
13. 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. Member(s) desirous of availing this facility may submit nomination in the 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.
14. Members holding shares in demat form are requested to submit their Permanent Account Number (PAN) to their respective Depository Participant and those holding shares in physical form are requested to submit their PAN details to the company / RTA in order to comply with the SEBI guidelines.
15. Pursuant to Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide the e-voting facility to the members to exercise their right to vote by electronic means. The Company has fixed 22nd September, 2015 as a cut – off date to record the entitlement of the shareholders to cast their vote electronically at the 21st Annual General Meeting (AGM) by electronic means under the Companies Act, 2013 and rules thereunder. Consequently, the same cut off date, i.e., 22nd September, 2015 would record entitlement of the shareholders, who do not cast their vote electronically, to cast their vote at the 21st AGM on 29th September, 2015.

The e-voting period will commence at 9.00 A.M. on 26th September, 2015 and will end at 05.00 P.M. on 28th September, 2015. The Company has appointed Mr. Ashish Kumar Friends (Membership No. FCS –5129 & CP No. 4056), Company Secretary in Practice to act as Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given as Annexure to the Notice.

The Company has engaged the services of Beetal Financial & Computer Services (P) Ltd. and CDSL as the Authorised Agencies to provide e-voting facilities.

For and on behalf of Board

Sd/-

Peeyush Kumar Aggarwal
Chairman

DIN : 00090423

Date: 03rd September, 2015

Place: New Delhi

VOTING THROUGH ELECTRONIC MEANS

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 26th September, 2015 (9:00 AM) and ends on 28th September, 2015 (5:00 PM). During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) 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.
- (viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is printed on Address Label. • 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)	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. <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 (v).

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant **ADVIK LABORATORIES LIMITED** on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xviii) If 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.
- (xix) 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 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.

- (i) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 22nd September, 2015 may follow the same instructions as mentioned above for e-Voting.

- (ii) 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

Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, voting through polling paper shall also be made available to those Members who attends the Annual general Meeting and have not already cast their vote by e-voting.

Mr. Ashish Kumar Friends (Membership No. FCS –5129 & CP No. 4056), Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Results of e-voting shall be declared on or after the AGM of the Company and the Results declared with Scrutinizer Report shall be placed on the Website of the Company i.e. viz. www.advikindia.com and also on the website of CDSL viz. www.cdslindia.com within three days of passing of the Resolution of the AGM of the Company.

As required under Clause 49 of the Listing Agreement, given below are the details of the Director proposed for re-appointment:

For and on behalf of Board

Sd/-

Peeyush Kumar Aggarwal

Chairman

DIN : 00090423

Date: 03rd September, 2015

Place: New Delhi

ANNEXURE TO THE NOTICE**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013****Item No. 4:**

In terms of provisions of Sections 180(1)(c) of the Companies Act, 2013, the Board of Directors of the Company cannot, except with the consent of the Company in a general meeting by way of special resolution, borrow moneys apart from temporary loans obtained from the Company's bankers in the ordinary course of business, in excess of the aggregate of the paid-up capital and its free reserves. Taking into account the future financial requirements for growth plans and expansion programs being contemplated and undertaken by the Company and to cater to the working capital needs, a fresh resolution is proposed providing that, in addition to the Company's existing borrowing, the Directors may, for and on behalf of and for the purpose of the Company, borrow further sums of money amounting in the aggregate to a sum not exceeding Rs. 50 crores, at any point of time. Hence, the members are requested to accord their consent for approving the borrowing power limit of the Board from to Rs. 50 crores.

The Board recommends the special resolution as set out in Item No. 4 of the Notice for approval of the members.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise in the special resolution set out in Item No. 4. The Board of Directors recommends the special resolution for approval by the members.

For and on behalf of Board

Sd/-

Peeyush Kumar Aggarwal

Chairman

DIN : 00090423

Date: 03rd September, 2015

Place: New Delhi

Director's Report

Dear Members,

Your Directors are delighted to present the 21st Annual Report of your Company together with the Audited Annual Accounts for the financial year ended 31st March, 2015.

1. Financial Results

The Financial Performance of your Company for the year ended March 31, 2015 is summarized below

(Amount in Lacs)

Particulars	For the year ended	
	31.03.2015	31.03.2014
Profit before Depreciation & Income Tax	(26.53)	164.64
Less: Depreciation	64.90	68.45
Profit after depreciation	(91.43)	96.19
Less: Provision for Income Tax:	-	18.32
Less/ Add: Deferred tax Saving/Liability	(23.92)	31.50
Profit After Taxation	(67.51)	46.37
Add: Profit brought Forward	234.86	188.49
Less: Adjustment on account of Depreciation	61.20	--
Balance Carried over to Balance Sheet	106.15	234.86

2. Dividend

In view of insufficiency of profits, your Directors regret their inability to recommended dividend on equity shares for the year under review.

3. Reserves

In view of insufficiency of profits, no amount is proposed to be transferred to Reserves for the year under review.

4. Year under Review & Future Outlook

During the year under review, the export order could not be obtained by the Company in view of no demand from existing foreign buyer. The Company expects to get overseas order soon.

5. Change in the nature of business, if any

During the year, there is no change in the nature of business activity of the company.

6. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report

During the period between the end of the financial year of the company and the date of the report, there are no material changes and commitments which affect the financial position of the company.

7. Details of significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future:

During the year, there is no significant and material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and company's operations in future.

8. Details in respect of adequacy of internal financial controls with reference to the Financial Statements:

The Board has adopted policies and procedure for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its asset, the prevention and detection of fraud and error, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosure.

9. Details of Subsidiary/Joint Ventures/Associate Companies:

The Company has no Subsidiary. During the year, no company has become or ceased as subsidiary/Joint-venture/Associate of the company.

10. Performance and financial position of each of the subsidiaries, associates and joint venture companies included in the consolidated financial statement:

During the year, no consolidated financial statements have been prepared by the company as the Company has no subsidiary company.

11. Deposits:

Your Company has not accepted any deposits from public within the meaning of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014, during the year under review. The details relating to deposits, covered under Chapter V of the Act is as under-

(a)		accepted during the year	Rs Nil
(b)		remained unpaid or unclaimed as at the end of the year	Rs Nil
(c)		whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved	No
	(i)	at the beginning of the year	Rs Nil
	(ii)	maximum during the year	Rs Nil
	(iii)	at the end of the year	Rs Nil

12. Auditors:

In accordance with the provisions of Section 139(1) of the Companies Act, 2013, the members had at the last Annual General Meeting held on 30th September, 2014 appointed M/s. RMA & Associates, Chartered Accountants, New Delhi, the Statutory Auditors of the Company (Registration No. 000978N), for four consecutive financial years, i.e. from the conclusion of the 20th AGM till the conclusion of the 24th AGM of the shareholders of the Company. Section 139(1) further provides that the appointment of statutory auditors shall be placed before the members at every AGM for ratification.

They have confirmed that their appointment, if ratified, shall be in accordance with the provisions of Section 139(1) of the Act read with Companies (Audit and Auditors) Rules, 2014 and that they are not disqualified for their reappointment as Statutory Auditors of the Company. They have furnished a certificate of their eligibility

and consent under Section 139(1) and 141 of the Companies Act, 2013 and the rules framed there under. They have also confirmed that they hold a valid peer review certificate as prescribed under Clause 41(1)(h) of the Listing Agreement.

Accordingly, a resolution seeking members' ratification for the continued appointment of M/s. RMA & Associates, Chartered Accountants, New Delhi, the Statutory Auditors of the Company is included at Item No. 3 of the Notice convening the AGM.

The Board recommends the aforesaid resolution for approval of members

COST AUDIT

Pursuant to the various circulars issued by the Ministry of Corporate Affairs, the Company is required to maintain cost records for all the products being manufactured by it and get the same audited by a cost auditor. But due to turnover based criteria as prescribed by Central Government, cost audit is not required on our company for the year 2015-2016 as per notification no. F.No.1/40/2013-CL-V dated 31.12.2014.

13. Auditors' Report:

The company always strives to present an unqualified Financial Statement. However there are some observations on Auditors' in Auditors' Report at point no. 7(a) & 9 for non-payment of undisputed statutory dues & bank dues. In this regard, board would like to clarify that this is a temporary phenomenon as due to some financial constraints company could not make the payment & the same will be repaid very soon.

14. Share Capital :

A	Issue of equity shares with differential rights:	During the year, company has not issued any equity shares with differential rights.
B	Issue of sweat equity shares	During the year, company has not issue any Sweat equity shares.
C	Issue of employee stock options	During the year, company has not issued employee stock options.
D	Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees	Rs Nil
E	Bonus Shares	No bonus shares were issued during the year under review.
F	Conversion of Warrants	During the year under review, there was no increase in the paid up share capital of the Company. However, on 15/05/2015, the Board of Directors of your Company has converted 40,82,650 share warrants into equitable number of equity shares issued earlier to promoters and non-promoters on 21/11/2013. Hence, the paid up capital of the Company stands increased from Rs. 15,02,87,500/-, i.e, 1,50,28,750 equity shares of Rs. 10/- each to Rs. 19,11,14,000/- .i.e,1,91,11,400 equity shares of Rs. 10/- each.

15. Extract of the annual return (MGT-9):

The extract of the annual return in Form No. MGT-9 is annexed herewith at **Annexure A**.

16. Conservation of energy, technology absorption and foreign exchange earnings and outgo:

The company lay focus on Conservation of energy with studies, discussions and analysis, which are undertaken regularly for further improvement. In terms of requirements of Section 134 (3) (a) of the Companies Act, 2013 read with rule 8 of Companies (Accounts) Rules, 2014 the required information relating to, conservation of energy, technology absorptions and foreign exchange earnings and outgo are Annexed hereto as **Annexure-B**

17. Corporate Social Responsibility (CSR) :

In terms of section 135(1) of the Companies Act, 2013, the provisions of Corporate Social Responsibility are not applicable to the Company.

18. DIRECTORS AND KEY MANAGERIAL PERSONNEL:**A) Changes in Directors and Key Managerial Personnel****Appointment and Cessation**

During the year under review, Ms. Madhu Sharma was appointed as a Director in the category of Non-Executive, Woman Director of the Company with effect from 30th September, 2014 in terms of relevant provisions of the Companies Act, 2013 at the Annual General Meeting held on 30th September, 2014.

Further, during the year under review, Mr. Sachin Garg was duly appointed as the Managing Director of the Company w.e.f. 30/09/2014 in the annual general meeting held on 30/09/2014 for a period of five years.

Further, in the Board Meeting held on 02/09/2014 Mr. Manoj Kumar Bhatia was appointed as the Chief Financial Officer of the Company.

Retirement by Rotation

In accordance with the provisions of the Companies Act, 2013, Mr. Sachin Garg, Managing Director of the Company, retires by rotation at the forthcoming AGM, and being eligible, offers himself for re-appointment.

Mr. Sachin Garg, aged 35 years, is a fellow Member of the Institute of Chartered Accountants of India. He has rich experience of more than 7 years. He has significant expertise in Corporate Laws, Audit, Finance & Taxation, Capital Markets, Project Management etc. He has always demonstrated a certain dynamism and foresight seen in the most pragmatic of professional.

Mr. Sachin Garg does not hold any shares in the Company. Detail of his Directorship in other companies is as follows:-

Sl. No.	Directorships in other Public Companies
1	M/s B.P.Capital Limited
2.	M/s Onus Plantations & Agro Limited
3.	M/s Onshore Shipping Limited

Cessation

Ms. Anjali Kalra, Company Secretary of the Company has tendered her resignation w.e.f. 08th December, 2014. The Board puts its sincere appreciation towards the valuable contribution shown by her in meeting out the Statutory Compliances of the Company.

Further, during the year under review Ms. Vaishali Anand was appointed as the Company Secretary of the Company, w.e.f. 08th December, 2014. However, due to some personal reasons she also resigned from the Company w.e.f. 10th April, 2015.

A. Declaration by Independent Directors

Your Company has received necessary declaration from each Independent Director of the Company under Section 149(6) of the Companies Act, 2013 read with Clause 49(II)(B) of Listing Agreement confirming that they met with the criteria of independence as prescribed under the aforesaid Section and Clause.

B Formal Annual Evaluation

In compliance with the Companies Act, 2013 and Clause 49 of the Listing Agreement, during the year, the Board adopted a formal mechanism for evaluating its performance as well as that of its Committees and Individual Directors including the Chairman of the Board.

The evaluation of Independent Directors was carried out by the entire Board and that of the Chairman and Non – Independent Directors were carried out by the Independent Directors.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

19. Number of meetings of the Board of Directors:

Seven meetings of the Board of Directors were held during the year

20. Committees of the Board:

During the year under, in accordance with the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board reconstituted some of its Committees. The Committees are as follows:

- * Audit Committee
- * Stakeholders' Relationship Committee
- * Nomination and Remuneration Committee
- * Risk Management Committee

Details of the said Committees alongwith their charters, compositions and meetings held during the year are provided in the Report of Corporate Governance as a part of this Annual Report.

21. Board Evaluation:

Clause 49 of the Listing Agreement mandates that the Board shall monitor and review the Board Evaluation framework. The Companies Act, 2013 provides that a formal annual evaluation needs to be made by the Board of

its own performance and that of its Committees and individual directors. Schedule IV of the Companies Act, 2013, states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the director being evaluated.

The board of directors has carried out an annual evaluation of its own performance, Board Committees and individual directors pursuant to the provisions of the Companies Act, 2013 and the corporate governance requirements as prescribed by Securities and Exchange Board of India ("SEBI") under Clause 49 of the Listing Agreements ("Clause 49").

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the Committee members on the basis of the criteria such as the composition of committees, effectiveness of Committee meetings, etc.

The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of Independent Directors, performance of non-Independent Directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the Independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

22. Policy on Directors' Appointment And Remuneration:

Your Company has a policy to have an appropriate mix of executive and independent directors to maintain the independence of the Board, and separate its functions of governance and management. As on March 31, 2015, the Board consisted of 6 members and only 1 (One) is an Executive Director, 3 are Independent Directors and 2 are non-Independent Directors including 1 woman Non-Executive Director and 1 Non Executive Promoter Director.

The policy of the Company on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a Director, and other matters provided under sub-section (3) of Section 178 of the Companies Act, 2013, adopted by the Board, is attached as **Annexure – C** to the Board Report. Further the remuneration paid to the Directors is as per the terms laid out in the nomination and remuneration policy of the Company.

23. Risk management policy and Internal Control:

The Company has adopted a Risk Management Policy duly approved by the Board and also has in place a mechanism to identify access, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

24. Whistle Blower Policy and Vigil Mechanism

Your Company has established a "Whistle Blower Policy" and Vigil Mechanism for directors and employees to report to the appropriate authorities concerns about the unethical behavior actual or suspected, fraud or violation of the Company's code of conduct policy and provides safeguards against victimization of employees

who avail the mechanism and also provide for direct access to the Chairman of the Audit Committee. The said policy has been uploaded on the website of the company. The same can be accessed at the link <http://www.advikindia.com/investor.html>

23. Particulars of loans, guarantees or investments under Section 186:

Particulars and details of loan given, investments made or guarantees given and securities provided, if any, are given in the Notes to the Financial Statements.

25. Contracts and arrangements with related parties:

During the year under review, no contracts/arrangements/transactions, has been entered by the company with related parties.

However, as a matter of Company's policy, all contracts/arrangements/transactions, if any, which will be entered by the company with related parties would be in the ordinary course of business and on an arm's length basis and details and prescribed particulars of all such transactions (if any), will be contained in the Notes to the Financial Statements

26. Secretarial Audit Report:

In terms of Section 204(1) of the Companies Act, 2013 and the rules made thereunder, M/s A. K. Friends & Co. was appointed as the Secretarial Auditor to undertake the Secretarial Audit of the Company for the F.Y. 2014-15. The report of the Secretarial Audit in Form No. MR -3 is annexed to & forms part of this Report as Annexure -D.

There are no qualifications, reservations, adverse remarks or disclaimers given by the Secretarial Auditor in the Report.

27. Corporate Governance:

Your Company comply with the Securities and Exchange Board of India's guidelines on Corporate Governance in accordance with Clause 49 of the Listing Agreement with the Stock Exchanges. A separate report on Corporate Governance alongwith Auditors' Certificate on the compliance is attached with the Report.

28. Directors' Responsibility Statement:

Pursuant to the provisions contained in Section 134(3)(c) & 134(5) of the Companies Act, 2013, the Board to the best of its knowledge and belief confirm that:

- (a) in the preparation of the annual accounts for the financial year ended 31st March, 2015, the applicable accounting standards read with requirements set out under schedule III to the Act, have been followed and no material departures have been made from the same;
- (b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or 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 the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors have prepared the annual accounts on a going concern basis;

- (e) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and operating efficiently; and
- (f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

29. Particulars of Employees:

There are no employees employed throughout the financial year who were in receipt of remuneration of Rs. 60 Lacs or more or employed for part of the year who were in receipt of remuneration of Rs. 5 lacs or more a month under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Remuneration) Rules, 2014.

Disclosure u/s 197(12) and Rule 5(1) of the Companies Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed herewith as **Annexure – E**.

30. Internal Auditors & Their Report:

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and Rules made thereunder, the Company had appointed M/s Sanghi & Co. as Internal Auditor for the financial year 2014-15.

Internal Financial Control and Their Adequacy

The Board has adopted policies and procedure for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its asset, the prevention and detection of fraud and error, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosure.

The Company has an adequate internal controls system commensurate with its size and the nature of its business. All the transactions entered into by the Company are duly authorized and recorded correctly. All operating parameters are monitored and controlled. The top management and the Audit Committee of the Board of Directors review the adequacy and effectiveness of internal control systems from time to time.

31. Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 read with Rules thereunder:

Pursuant to the provisions of Section 22 of Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 read with Rules thereunder, the Company has not received any complaint of sexual harassment during the year under review.

32. Human Resources:

Your Company treats its "human resources" as one of its most important assets. We focus on all aspects of the employee lifecycle. This provides holistic experience for the employees as well. During their tenure at the Company, employees are motivated through various skill development programs. We create effective dialogue through our communication channels to ensure effective dialogue through our communication channels to ensure that feedback reach the relevant team, including leadership.

Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

33. Segment-wise performance

The Company is into single reportable segment only.

34. Acknowledgements

Your Directors are grateful to the Government of India, the Reserve Bank of India, the Securities and Exchange Board of India, the Stock Exchanges and other regulatory authorities for their valuable guidance and support and wish to express their sincere appreciation for their continues co-operation and assistance. We look forward for their continued support in future.

Your directors would like to express their sincere appreciation for the assistance and cooperation received from banks, customers, vendors, Government, members and employees during the year under review.

Finally, the Directors thank you for your continued trust and support.

For and on behalf of Board

**Sd/-
(Peeyush Kumar Aggarwal)
Chairman
DIN : 00090423**

**Date: 03rd September, 2015
Place: New Delhi**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**MANAGEMENT DISCUSSION AND ANALYSIS REPORT****PHARMACEUTICAL INDUSTRY PERFORMANCE-OVERVIEW & OUTLOOK**

India offers significant growth opportunities across various sectors and is projected to be amongst the Top 10 markets globally by 2020 across several sectors for e.g. pharmaceuticals, steel, consumer goods and automobiles. India's potential is driven significantly by growth of the middle income households, which are expected to expand from -20% of households to -31% by 2020 as per McKinsey analysis. A combination of increasing levels of affluence, in addition to a younger, more urban demographic will sustain consumption growth in India.

The economic outlook for India buoyant: however for same is predicated on an expectation of significant reforms by the current government which, for the first time in 30 years, results from a single party majority in the Parliament. The election outcomes have triggered significant positive sentiment; with IMF, projecting that India will be one of the fastest growing large economies in 2016-17 at -6.5%. However, it is imperative that the government translates its intent into actions before the positive sentiments wanes.

The Indian Pharmaceutical Market as per IMS MAT March 2015 is at Rs. 90,346 Crores and registered 12.1% growth in 2014-15; with, volumes of existing products contributing 4.6%, new products, NEW PRODUCTS VOLUME CONTRIBUTING 5.9% AND PRICE INCREASE CONTRIBUTNG 1.6% to this growth. The IPM observed a moderation in a growth i.e. from a high of 16.3% in 2011-12 to 12.1% in 2014-15.

The IPM is dominated by branded generics with government regulation playing a major role in the industry's evolution. The pharmaceuticals market consists of a large number of brands resulting in high competitive intensity across all market segments with only a few large brands of more than Rs. 100 Crores.

OPPORTUNITIES, THREATS RISKS & CONCERNS

The socio-economic situation in India coupled with the high and rising disease burden across therapy burden across therapy areas provides an opportunity for the pharmaceuticals industry to serve larger unmet needs. McKinsey (India Pharma 2020) report cited rising incomes coupled with improving medical infrastructure, rise in the prevalence and treatment of chronic diseases, greater health insurance coverage, launches of potential products and new market creating as the key growth for the industry.

The Hospital Segment in particular is expected to play an increasing role in driving demand for drugs across therapeutic areas. With the continuing expansion of corporate hospital groups into new cities and towns, the Government's stated intent to increase the number of tertiary public hospitals, together with the continuing focus of health insurance programs on in-patient care; this segment is expected to contribute reasonable volumes for the pharmaceuticals industry.

At the same time, the industry faces a significant challenge-particularly from unpredictable policies and expanding scope of price controls.

MsKinsey, in (India Pharma 2020), projects the Indian Pharmaceuticals Market to reach USD 55 billion by the year 2020. However, it also stated that in a pessimistic scenario owing to regulatory control and economic slowdown, the market may only reach USD 35 billion. In other words, the report puts a value of USP 20 billion on the risks associates with regulatory measures, including price controls, together with possible economic slowdown.

During the year under review, price controls have been extended to a number of drugs through the notifications, resulting from the implementation of the Drug Price Control Order of 2013. This has caused significant value erosion for leading brands. In addition, the Government also invoked provisions under Para 19 of the DPCO 2013-meant for use under extraordinary circumstances and in public interest-in essence to regulate the price difference between brands. This brought an additional 108 products over and above those in the NLEM, under price control, further eroding value and denting confidence in predictability of pricing policies. While the full impact of these measures has not yet been seen and absorbed. India is on the verge of another revision of the National List of Essential Medicine (NLEM). All drugs included in this list will fall under price control.

The year also saw the implementation of the new provisions of Schedule H1 (covering 46 drugs) under the Drugs and Cosmetics Act, 1945 that imposes additional stringent requirements in the distribution and sale of these drugs.

At a macro level too, the budgetary allocation for healthcare, that was expected to be enhances, has remained stagnant around the 1.2% of GDP mark. The Government's draft National Health Policy through, does recommend an increase of allocation to 2.5% of GDP, in order to support the various ambitions set out in the policy document.

In the area of Intellectual Property ("IP"), innovator companies have faced an uncertain and challenging environment with regard to the protection of their IP in India. Certain provisions in the IP laws and the manner in which they have been interpreted in several cases has undermined the ability of such companies to compete fairly, while creating an unpredictable business environment for investments.

However, a number of recent initiatives signal the new Government's focus on IP related matters with a view to enhance India's reputation as a secure destination for IP and investments. Work on the draft National Intellectual Property Right ("IPR") Policy was initiated during the year while a high level working group on IPR has been established between India and the US, as a part of the Trade Policy Forum.

While the outcomes of these initiatives remains to be seen, there is optimism and expectation that the Government will lay greater emphasis on the creation of IP in India, provide for high standards of IP protection and enforcement, promote commercialization and build human resources and related capabilities to successfully implement its new IPR policy.

IMS Prognosis Report –March 2015 projects a CAGR growth of 11.2% for the Indian Pharmaceuticals Industry over the period 2014 and 2019. There is a need for consistency and predictability in the policy environment – particularly in the area of prices controls-and also a higher budgetary allocation towards the healthcare sector for the industry to meet its full potential.

Your Company continues to maintain a positive outlook and is well places to capitalize upon the current and future opportunities for growth.

For and on behalf of Board

Sd/-

(Peeyush Kumar Aggarwal)

Chairman

DIN : 00090423

Date: 03rd September, 2015

Place: New Delhi

Annexure - AFORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2015

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L74899DL1994PLC038300
2.	Registration Date	09/09/1994
3.	Name of the Company	Advik Laboratories Limited
4.	Category/Sub-category of the Company	Company Limited by Shares/Indian Non- Government Company
5.	Address of the Registered office & contact details	138, Roz Ka Meo Industrial, Sohna Distt. Mewat, Haryana – 122103 Tel nos. : 0124-2362471, 09813179885
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s. Beetal Financial & Computer Services Pvt. Ltd. Beetal House, 3 rd Floor, 99, Madangir, Behind Local Shopping Centre, near Dada Harsukhdas Mandir, New Delhi-110062 Tele no. : 011-29961281

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company are as given below :

Sno.	Name & Description of main products	NIC Code of the product	% to total turnover of the Company
1.	Pharmaceuticals Products	24232	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of Shares Held
1	--	--	--	--
2	--	--	--	--

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 1st-April-2014]				No. of Shares held at the end of the year[As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	8,35,984	-	8,35,984	5.56	8,35,984	-	8,35,984	5.56	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	39,44,637	-	39,44,637	26.25	39,44,637	-	39,44,637	26.25	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1):-	47,80,621	-	47,80,621	31.81	47,80,621	-	47,80,621	31.81	-
(2) Foreign									
a)NRIs-Individual	-	-	-	-	-	-	-	-	-
b)Other-Individuals	-	-	-	-	-	-	-	-	-
c)Bodies Corporates	-	-	-	-	-	-	-	-	-
d)Banks/FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)=(A)(1)+(A)(2)	47,80,621	-	47,80,621	31.81	47,80,621	-	47,80,621	31.81	-
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-

f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FII's	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	3959795	-	3959795	26.35	4029145	-	4029145	26.81	+0.46
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	3609126	10180	3619306	24.08	3326060	10280	3336340	22.20	-1.88
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	2434799	-	2434799	16.20	2666123	-	2666123	17.74	+1.54
c) Others (specify)									
Non Resident Indians	20373	-	20373	0.14	16509	-	16509	0.11	-0.03
Hindu Undivided Family	213356	-	213356	1.42	199961	-	199961	1.33	-0.09
Clearing Members	500	-	500	0.00	51	-	51	0.00	-
Sub-total (B)(2):-	10237949	10180	10248129	68.19	10237849	10280	10248129	68.19	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	15018570	10180	15028750	100.00	15018470	10280	15028750	100.00	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	15018570	10180	15028750	100	15018470	10280	15028750	100.00	-

II) Shareholding of Promoter-

Sno.	Shareholder's Name	Shareholding at the beginning of the year [As on 1st-April-2014]			Shareholding at the end of the year [As on 31st-March-2015]			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Omkam Pharmaceuticals Pvt Ltd	3944637	26.25	-	3944637	26.25	-	-
2	Peeyush Kumar Aggarwal	835984	5.56		835984	5.56		
	Total	4780621	31.81	-	4780621	31.81	-	-

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

Sl.No.	Particulars	Shareholding at the beginning of the year [As on 1st-April-2014]		Cumulative Shareholding during the year (1st-April-2014 to 31 st -March, 2015)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	4780621	31.81	4780621	31.81
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	4780621	31.81	4780621	31.81

IV) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl.No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year [As on 1st-April-2014]		Cumulative Shareholding during the Year (1st-April-2014 to 31 st -March, 2015)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Patliputra International Limited				

	At the beginning of the year	1708850	11.37	1708850	11.37
	Shares bought during the period 01/04/14 to 31/03/15	Nil	Nil	Nil	Nil
	Shares sold during the period 01/04/14 to 31/03/15	Nil	Nil	Nil	Nil
	At the end of the year	1708850	11.37	1708850	11.37
2. Dhiru Builders & Promoters Pvt Ltd.					
	At the beginning of the year	1708850	11.37	1708850	11.37
	Shares bought during the period 01/04/14 to 31/03/15	Nil	Nil	Nil	Nil
	Shares sold during the period 01/04/14 to 31/03/15	Nil	Nil	Nil	Nil
	At the end of the year	1708850	11.37	1708850	11.37
3. Sathya S					
	At the beginning of the year	480380	3.20	480380	3.20
	Shares bought during the period 01/04/14 to 31/03/15	45032	0.30	525412	3.50
	Shares sold during the period 01/04/14 to 31/03/15	Nil	Nil	Nil	Nil
	At the end of the year	525412	3.50	525412	3.50
4. Sangeetha S.					
	At the beginning of the year	480400	3.20	480400	3.20
	Shares bought during the period 01/04/14 to 31/03/15	18270	0.12	498670	3.32
	Shares sold during the period 01/04/14 to 31/03/15	Nil	Nil	Nil	Nil
	At the end of the year	498670	3.32	498670	3.32
5. Sampark Securities Pvt Ltd.					
	At the beginning of the year	203129	1.35	203129	1.35
	Shares bought during the period 01/04/14 to 31/03/15	Nil	Nil	Nil	Nil
	Shares sold during the period 01/04/14 to 31/03/15	Nil	Nil	Nil	Nil
	At the end of the year	203129	1.35	203129	1.35
6. Pinky Sachdeva					
	At the beginning of the year	161150	1.07	161150	1.07
	Shares bought during the period 01/04/14 to 31/03/15	Nil	Nil	Nil	Nil
	Shares sold during the period 01/04/14 to 31/03/15	Nil	Nil	Nil	Nil
	At the end of the year	161150	1.07	161150	1.07
7. Savitha S					
	At the beginning of the year	121300	0.80	121300	0.80
	Shares bought during the period 01/04/14 to 31/03/15	19170	0.13	140470	0.93
	Shares sold during the period 01/04/14 to 31/03/15	Nil	Nil	Nil	Nil
	At the end of the year	140470	0.93	140470	0.93
8. Karam Vir Singh					
	At the beginning of the year	14358	0.10	14358	0.10
	Shares bought during the period 01/04/14 to 31/03/15	104431	0.69	118789	0.79
	Shares sold during the period 01/04/14 to 31/03/15	Nil	Nil	Nil	Nil
	At the end of the year	118789	0.79	118789	0.79
9. Shanthi General Finance Limited					
	At the beginning of the year	Nil	Nil	Nil	Nil
	Shares bought during the period 01/04/14 to 31/03/15	109300	0.72	109300	0.72
	Shares sold during the period 01/04/14 to 31/03/15	Nil	Nil	Nil	Nil
	At the end of the year	109300	0.72	109300	0.72
10. Harminder Singh					
	At the beginning of the year	69863	0.46	69863	0.46

	Shares bought during the period 01/04/14 to 31/03/15	32808	0.22	102671	0.68
	Shares sold during the period 01/04/14 to 31/03/15	Nil	Nil	Nil	Nil
	At the end of the year	102671	0.68	102671	0.68
11. Santosh Pradeep Bohra					
	At the beginning of the year	88500	0.59	88500	0.59
	Shares bought during the period 01/04/14 to 31/03/15	3600	0.02	92100	0.61
	Shares sold during the period 01/04/14 to 31/03/15	Nil	Nil	Nil	Nil
	At the end of the year	92100	0.61	92100	0.61

V) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel*	Shareholding at the beginning of the year [As on 1st-April-2014]		Cumulative Shareholding during the Year (1st-April-2014 to 31 st -March, 2015)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1. Mr. Peeyush Kumar Aggarwal (Director)					
	At the beginning of the year	835984	5.56	835984	5.56
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	Nil	Nil	Nil	Nil
	At the end of the year	835984	5.56	835984	5.56
2. Mr. Manoj Kumar Bhatia (Key Management Personnel)					
	At the beginning of the year	1200	0.01	1200	0.01
	Shares sold on 28.10.2014:	750	0.00	450	0.00
	At the end of the year	450	0.00	450	0.00

No other Directors/KMP hold Shares in the Company as on 31.03.2015.

V) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	81096531	0	0	81096531
ii) Interest due but not paid	2279341	0	0	2279341
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	83375872	0	0	83375872
Change in Indebtedness during the financial year				
* Addition				

* Reduction	3621781	0	0	3621781
Net Change	(3621781)	0	0	(3621781)
Indebtedness at the end of the fin. year				
i) Principal Amount	77474750	0	0	77474750
ii) Interest due but not paid	6158577	0	0	6158577
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	83633327	0	0	83633327

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl.No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		----	----	----	----	
1	Gross salary	----	----	----	----	-----
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	----	----	----	----	-----
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	----	----	----	----	-----
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	----	----	----	----	-----
2	Stock Option	----	----	----	----	-----
3	Sweat Equity	----	----	----	----	-----
4	Commission - as % of profit & others	----	----	----	----	-----
5	Others, please specify	----	----	----	----	-----
	Total (A)	----	----	----	----	-----
	Ceiling as per the Act	----	----	----	----	-----

B. Remuneration to other directors

Sl.No..	Particulars of Remuneration	Name of Directors				Total Amount
		----	----	----	----	
1	Independent Directors	----	----	----	----	-----
	Fee for attending board committee meetings	----	----	----	----	-----
	Commission	----	----	----	----	-----
	Others, please specify	----	----	----	----	-----
	Total (1)	----	----	----	----	-----
2	Other Non-Executive Directors	----	----	----	----	-----
	Fee for attending board committee meetings	----	----	----	----	-----
	Commission	----	----	----	----	-----
	Others, please specify	----	----	----	----	-----
	Total (2)	----	----	----	----	-----
	Total (B)=(1+2)	----	----	----	----	-----
	Total Managerial Remuneration	----	----	----	----	-----
	Overall Ceiling as per the Act	----	----	----	----	-----

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

Sl.No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		67452	429000	496452
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		0	0	0
2	Stock Option		0	0	0
3	Sweat Equity		0	0	0
4	Commission		0	0	0
	- as % of profit				
	others, specify...				
5	Others, please specify				
	Total		67452	429000	496452

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

ANNEXURE "B" TO THE DIRECTOR'S REPORT

Information under Section 217(1)(e) of the Companies Act, 1956 read with the company (Disclosure of particulars in the report of Board of Directors) Rules, 1988 and forming part of the Directors' Report for the year ended 31st March, 2015.

		Current Year	Previous Year
		2014-2015	2013-2014
A) CONSERVATION OF ENERGY			
I) Power and Fuel Consumption			
1) Electricity			
a) Purchased Unit (kwh)		132330	118684
Total amount		1296901	1199827
Rate/ Unit (Rs/Kwh)		9.80	8.77
b) Own generation			
i) Through Diesel			
Generator Unit (Kwh)		6720	8402
Unit per litre of Diesel oil (Kwh)		2.80	2.80
Cost/Unit (Rs/ Kwh)		19.27	18.97
ii) Through Steam Turbine		-	-
Generator Unit (Lakh kwh)		-	-
Unit per tonne of fuel (kwh)		-	-
Cost/unit (Rs/kwh)		-	-
2) Coal		-	-
3) Furnace Oil		-	-
4) Others/internal generation		-	-
B) TECHNOLOGY ABSORPTION			
I) Research & Development (R & D)		NIL	NIL
II) Technology absorption, adoption & Innovation		NIL	NIL
C) FOREIGN EXCHANGE EARNINGS AND OUTGO			
Foreign Exchange Earned	(Rs in lacs)	120.00	860.75
Foreign Exchange used	(Rs in lacs)	1.02	0.45

NOMINATION & REMUNERATION POLICY

1. Introduction

Pursuant to Section 178 of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board of Directors had constituted the Nomination and Remuneration Committee. The Company considers human resources as its invaluable assets. This policy on nomination and remuneration of Directors, Key Managerial Personnel (KMPs) and other employees has been formulated in terms of the provisions of the Companies Act, 2013 read along with the applicable rules thereto and Clause 49 the listing agreement, as amended from time to time. This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

2. Objective and purpose of the policy

The objectives and purpose of this policy are:

- 2.1 To formulate the criteria for determining qualifications, competencies, positive attributes and independence for appointment of a Director (Executive / Non-Executive) and recommend to the Board policies relating to the remuneration of the Directors, Key Managerial Personnel and other employees. This includes, reviewing and approving corporate goals and objectives relevant to the compensation of the Chief Executive Officer ("CEO"), evaluating the CEO's performance in light of those goals and objectives, and either as a committee or together with the other independent directors (as directed by the board), determine and approve the CEO's compensation level based on this evaluation; and making recommendations to the board with respect to non-CEO executive officer compensation, and incentive-compensation and equity-based plans that are subject to board approval;
- 2.2 The policy also addresses the following items: Committee member qualifications; Committee member appointment and removal; Committee structure and operations; and Committee reporting to the Board.
- 2.3 To formulate the criteria for evaluation of performance of all the Directors on the Board;
- 2.4 To devise a policy on Board diversity; and
- 2.5 To lay out remuneration principles for employees linked to their effort, performance and achievement relating to the Company's goals.

Definitions

- 'Board' means Board of Directors of the Company.
- 'Directors' means Directors of the Company.
- 'Committee' means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board, in accordance with the Act and applicable listing agreements and/or regulations.
- 'Company' means Advik Laboratories Limited.
- 'Independent Director' means a Director referred to in Section 149(6) of the Companies Act, 2013 and rules.
- 'Key Managerial Personnel (KMP)' means-
 - (i) the Managing Director or the Chief Executive Officer or the manager and in their absence, a Whole-time Director;

- (ii) the Company Secretary; and
- (iii) the Chief Financial Officer

Senior Management means personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the Executive Directors, including the functional heads.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 and Listing Agreement as may be amended from time to time shall have the meaning respectively assigned to them therein.

General

This Policy is divided in three parts: -

Part – A covers the matters to be dealt with and recommended by the Committee to the Board;

Part – B covers the appointment and nomination; and

Part – C covers remuneration and perquisites etc.

This policy shall be included in the Report of the Board of Directors.

Part – A

Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee

The following matters shall be dealt by the Committee:-

(a) Size and composition of the Board:

Periodically reviewing the size and composition of the Board to ensure that it is structured to make appropriate decisions, with a variety of perspectives and skills, in the best interests of the Company as a whole and ensure compliance of various provision of applicable laws and listing agreement;

(b) Directors:

Formulate the criteria determining qualifications, positive attributes and independence of a Director and recommending candidates to the Board, when circumstances warrant the appointment of a new Director, having regard to the range of skills, experience and expertise, on the Board and who will best complement the Board;

(c) Succession plans:

Establishing and reviewing Board and senior executive succession plans in order to ensure and maintain an appropriate balance of skills, experience and expertise on the Board and Senior Management;

(d) Evaluation of performance:

Make recommendations to the Board on appropriate performance criteria for the Directors.

Formulate the criteria and framework for evaluation of performance of every Director on the Board of the Company.

Identify ongoing training and education programs for the Board to ensure that Non-Executive Directors are provided with adequate information regarding the options of the business, the industry and their legal responsibilities and duties.

(e) Remuneration framework and policies:

The Committee is responsible for reviewing and making recommendations to the Board on:

- (i) the remuneration of the Managing Director, Whole-time Directors and KMPs
- (ii) the total level of remuneration of Non-Executive Directors and for individual remuneration for Non-Executive Directors and the Chairman, including any additional fees payable for membership of Board committees;
- (iii) the remuneration policies for all employees including KMPs, senior management and other employees including base pay, incentive payments, equity awards, retirement rights and service contracts having regard to the need to
- (iv) attract and motivate talent to pursue the Company's long term growth;
- (v) demonstrate a clear relationship between executive compensation and performance; and
- (vi) be reasonable and fair, having regard to best governance practices and legal requirements.

- (vii) The Company's superannuation arrangements and compliance with relevant laws and regulations in relation to superannuation arrangements; and
- (viii) the Company's remuneration reporting in the financial statements.

PART – B**Policy for appointment and removal of Director, KMPs and Senior Management****I. Appointment criteria and qualifications**

1. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or senior management level and recommend to the Board his / her appointment.
2. A person to be appointed as Director, KMP or senior management level should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
3. A person, to be appointed as Director, should possess impeccable reputation for integrity, deep expertise and insights in sectors / areas relevant to the Company, ability to contribute to the Company's growth, complementary skills in relation to the other Board members.
4. The Company shall not appoint or continue the employment of any person as Managing Director / Executive Director who has attained the age of seventy years and shall not appoint Independent Director who is below age of 21 years. Provided that the term of the person holding this position may be extended at the discretion of the committee beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond Seventy years as the case may be.
5. A whole-time KMP of the Company shall not hold office in more than one company except in its subsidiary company at the same time. However, a whole-time KMP can be appointed as a Director in any company, with the permission of the Board of Directors of the Company.

II. Term / Tenure**1. Managing Director / Whole-time Director**

The Company shall appoint or re-appoint any person as its Managing Director and CEO or Whole-time Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

2. Independent Director

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director, it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time (Executive) Director of a listed company.

III. Retirement

The Whole-time Directors, KMP and senior management personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Whole-time Directors, KMP and senior management personnel in the same position / remuneration or otherwise, even after attaining the retirement age, for the benefit of the Company with the approval of shareholders by passing a special resolution at the general meeting of the Company.

PART – C**Policy relating to the remuneration for Directors, KMPs and other employees****A. General**

1. The remuneration / compensation / commission etc. to Directors will be determined by the Committee and recommended to the Board for approval.
2. The remuneration and commission to be paid to the Managing Director shall be in accordance with the provisions of Chapter xiii of the Companies Act, 2013 read with schedule v, and the rules made thereunder.
3. Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the limits approved by the Shareholders in the case of Managing Director.
4. Where any insurance is taken by the Company on behalf of its Managing Director, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

B. Remuneration to KMPs and other employees

The policy on remuneration for KMPs and other employees is as below:-

1. Fixed pay

The remuneration and reward structure for employees comprises two broad components - annual remuneration and long-term rewards. The Committee would determine the remuneration of the Directors and formulate guidelines for remuneration payable to the employees.

These guidelines are as under:

a) Annual remuneration

Annual remuneration refers to the annual compensation payable to the employees of the Company. This comprises two parts - a fixed component, and a performance-linked variable component based on the extent of achievement of the individual's objectives and performance of the business unit. Employee is required to determine his/her key result areas for that particular defined role. The performance-linked variable pay will be directly linked to the performance on individual components of the performance and the overall performance of the business. An employee's variable pay would, therefore, be directly dependent on key performance measures that represent the best interests of shareholders.

The objective is to set the total remuneration at levels to attract, motivate, and retain high-caliber, and high potential personnel in a competitive global market. The total remuneration level is to be reset annually based on a comparison with the relevant peer group globally, established through independent compensation surveys, from time to time.

b) Long-term rewards

Long-term rewards may be granted to eligible key employees based on their contribution to the performance of the Company, relative position in the organization, and length of service under the supervision and approval of the Committee.

The grant, vesting and other scheme details would be formulated from time to time.

These long-term reward schemes are implemented to attract and retain key talent in the industry.

2. Minimum remuneration to Managing Director/ Chief Executive officer

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managing Director in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the previous approval of the Central Government.

C. Remuneration to Non-Executive / Independent Directors**1. Remuneration**

The remuneration payable to each Non-Executive Director is based on the remuneration structure as determined by the Board, and is revised from time to time, depending on individual contribution, the Company's performance, and the provisions of the Companies Act, 2013 and the rules made there under.

The remuneration to the Non-executive Directors (including Independent Directors) may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

2. Stock options

The Independent Directors shall not be entitled to any stock option of the Company.

Policy review

This policy is framed based on the provisions of the Companies Act, 2013 and rules there under and the requirements of the clause 49 of the Equity Listing Agreement with the Stock Exchanges.

In case of any subsequent changes in the provisions of the Companies Act, 2013 or any other regulations which makes any of the provisions in the policy inconsistent with the Act or regulations, then the provisions of the Act or regulations would prevail over the policy and the provisions in the policy would be modified in due course to make it consistent with law.

This policy shall be reviewed by the Nomination and Remuneration Committee as and when any changes are to be incorporated in the policy due to change in regulations or as may be felt appropriate by the Committee. Any changes or modification on the policy as recommended by the Committee would be given for approval of the Board of Directors.

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2015

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED March 31, 2015

To,
The Members,
ADVIK LABORATORIES LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ADVIK LABORATORIES LIMITED** (hereinafter called the "Company"). Secretarial 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, minute 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 audit period covering the financial year ended on 31.03.2015 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 hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31/03/2015 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) 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;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

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

- (a) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (b) The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited & Ahmedabad Stock Exchange Limited ;

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

* The Company has delayed in filing of some documents with the Registrar of Companies for which additional fees were duly paid as per the provisions of the Companies Act, 2013.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent 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 for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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.

For A.K.Friends & Co.

Sd/-

Ashish Kumar Friends

Practising Company Secretary

C.P. No. 4056

Membership No. FCS-5129

Place : New Delhi

Dated : 30th May, 2015

Annexure – E**DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

- i. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2014-15, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2014-15 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

S. No.	Name of Director/KMP and Designation	Remuneration of Director/KMP for Financial Year 2014-15 (Rs. In Lacs)	% Increase in Remuneration in the Financial Year 2014-15	Ratio of remuneration of each Director/ to median remuneration of employees	Comparison of the Remuneration of the KMP against the performance of the Company
1.	Mr. Sachin Garg Managing Director	NIL	Not Applicable	Not Applicable	Loss for the financial year 2014-15 is Rs. 67.50 Lacs as compare to Net Profit of Rs. 46.37 Lacs for the financial year 2013-14.
2.	Mr. Peeyush Kumar Aggarwal Non Executive Director	NIL	Not Applicable	Not Applicable	
3.	Mr. Kamal Kishore Sharma Independent Director	Not Applicable	Not Applicable	Not Applicable	
4.	Mr. Brahm Dutt Sharma Independent Director	Not Applicable	Not Applicable	Not Applicable	
5.	Mrs. Madhu Sharma Independent Director	Not Applicable	Not Applicable	Not Applicable	
6.	Mr. Manoj Kumar Jain	Not Applicable	Not Applicable	Not Applicable	Not Applicable
7.	Mr. Manoj Bhatia Chief Financial Officer	4.29	NIL	Not Applicable	Loss for the financial year 2014-15 is Rs. 67.50 Lacs as compare to Net Profit of Rs. 46.37 Lacs for the financial year 2013-14.
8.	Ms. Vaishali Anand	0.68	NIL	Not Applicable	Loss for the financial year 2014-15 is Rs. 67.50 Lacs as compare to Net Profit of Rs. 46.37 Lacs for the financial year 2013-14.

No sitting fee was paid to any of the Directors for attending Board Meeting/Committee Meetings.

- ii. In the financial year, there was an increase of 9% in the median remuneration of employees;
 iii. There were 25 permanent employees on rolls of Company as on March 31, 2015;

- iv. Relationship between average increase in remuneration and company performance – The company incurred a net loss for the year 2014-15 of 67.50 lacs, whereas the increase in median remuneration was 9%. The average increase in median remuneration was in line with the performance of the Company.
- v.
 - a) Variations in the market capitalization of the Company : The market capitalization as on March 31, 2015 was Rs. 713.87 lacs as compared to market capitalization of Rs. 586.12 lacs on March 31, 2014
 - b) Price Earnings ratio of Company was (10.56) as at March 31, 2015 and was 9.51 as at March 31, 2014.
 - c) The closing price of the Company's equity shares on the BSE as on March 31, 2015 was Rs. 4.75 per share.
- vi. The Key Parameters for any variable component of remuneration availed by the Directors – Please refer to the salient features of Remuneration Policy annexed and forming part of this Report.
- vii. Average percentage in increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2014-15 was 9%
- viii. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year – Not Applicable; and
- ix. It is hereby affirmed that the remuneration paid to KMP and other employees is as per the as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.
- x. None of the employees of the Company are related to any Director of the Company.

Report on Corporate Governance

In compliance with the Corporate Governance reporting requirements as per the format prescribed by the Securities and Exchange Board of India and incorporated in Clause 49 of the Listing Agreement with the Stock Exchanges, the Company's policies on Corporate Governance and compliance thereof, upto March 31, 2015 is enumerated below for information of the shareholders and investors of the company:

Philosophy on code of corporate governance

Your Company stand committed to good Corporate Governance - transparency, accountability, disclosure and independent supervision to increase the value to the stakeholders. The Company is committed to transparency in all its dealings with shareholders, employees, the Government and other parties and places high emphasis on business ethics. The basic philosophy of Corporate Governance in the Company is to achieve business excellence and increasing long-term shareholder value, keeping in view the interests of the company's stakeholders. Your company believes that Corporate Governance is a powerful tool for building trust and long-term relationship with stakeholders, employees, customers and suppliers. The Company has consistently endeavored to be transparent in all areas of its operations.

Board of Directors

The Company is managed by well- qualified professionals. All directors are suitably qualified, experienced and competent .The members of the Board of Directors are persons with considerable experience and expertise in Audit, Accounts, Finance, Administration and Marketing. The Company is benefited by the experience and skills of the Board of Directors.

The Board of Directors consists of five members, comprising of one Managing Director, Non-Executive Promoter Director and three Non-Executive Independent Directors. The Board's composition meets the stipulated requirements of clause 49 of the listing agreement of the Stock Exchanges.

The Independent Directors have made disclosures to the Board confirming that there are no material, financial and/or commercial transactions between them and the company which could have potential conflict of interest with the company at large. The Company has a Code of Conduct for Directors and Senior Management personnel. The code is available on the official website of the company: www.advikindia.com. All Directors and Senior Management Personnel have affirmed compliance with the code of conduct approved and adopted by the Board of Directors.

None of the Directors hold directorship in more than ten public limited companies or act as an Independent Director in more than seven Listed Companies, none of the Directors acts as a member of more than ten or Chairman of more than five Committees as on March 31, 2015 across all public limited companies in which they are Directors.

Board Meetings

The Board of Directors formulates the business policies of the company, reviews the performance and decides on the main issues concerning the company. During the year under review, Seven Board Meetings were held on 30th May, 2014, 13th August, 2014, 02nd September, 2014, 30th September 2014 14th November, 2014, 08th December, 2014 & 13th February, 2015.

Details of attendance of each Director at various meetings of the Company are as follows:

Name	Category	Designation	No. of Board Meetings attended	Last attended AGM
Mr. Peeyush Kumar Aggarwal	Non-Executive & Non-Independent	Non-Executive Promoter Director	7	Yes
Mr. Sachin Garg	Executive Director	Managing Director	7	Yes
Mr. Kamal Kishore Sharma	Non-Executive & Independent	Independent Director	7	Yes
Mr. Brahm Dutt Sharma	Non-Executive & Independent	Independent Director	7	Yes
Mr. Manoj Kumar Jain	Non-Executive & Independent	Independent Director	7	Yes
Ms. Madhu Sharma (appointed on 30/09/2014)	Non-Executive Director	Non-Executive Woman Director	4	No

The Board of Directors has complete access to any information within the Company. At the Board Meetings, directors are provided with all the relevant information on important matters, working of the Company as well as related details that require deliberations by the members of the Board.

Induction and Familiarization Programmed for Independent Directors

On appointment, the concerned Directors is issued a letter of Appointment setting out in detail, the terms of appointment, duties and responsibilities. Each newly appointed Independent Director is taken through a familiarization programme. The programme aims to familiarize the Directors with their role and responsibilities, business model of the Company, etc.

Independent Directors' Meeting

In compliance with Section 149(8) of the Companies Act, 2013, read alongwith Schedule IV of the Companies Act, 2013 and Clause 49(II)(B)(6) of the Listing Agreement with the Stock Exchange, the Independent Directors met once, inter alia, to discuss:

- Evaluation of the performance of non – Independent Directors and the Board as a whole,
- Evaluation of performance of Chairperson of the Company, taking into account the views of executive directors and non-executive directors.
- Evaluation of quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

All the Independent Directors were present at the meeting.

Performance Evaluation

In compliance with the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board during the year adopted a formal mechanism for evaluation of its performances as well as that of its committees and Individual Directors, including the Chairman of the Board. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders, etc. The performance evaluation of the Chairman and Non-Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

Board Committees:

I. Audit Committee

The role and terms of reference of the Audit Committee are in accordance with Clause 49 of the Listing Agreement and Section 177 of the Companies Act, 2013. This, inter alia, includes the overview of Company's financial reporting process, review of quarterly, half yearly and annual financial statements, review of internal control and internal audit systems, engage consultants who can analyze/review the internal practices and give a report thereon to the audit committee from time to time in respect of Company's Financial Reporting and controls thereto, recommendation for appointment, remuneration and terms of appointment of auditors of the company, review and monitor the auditors' independence, approval of any subsequent modification of transactions with the related parties, scrutiny of inter corporate loans and investments, etc

Details of attendance of each members of the Audit Committee are as under:

Name of the Director	Category	Nos. of Meetings Attended
Mr. Kamal Kishore Sharma	Chairman Non-Executive & Independent Director	5
Mr. Brahm Dutt Sharma	Non-Executive & Independent Director	5
Mr. Sachin Garg	Non-Executive & Non- Independent Director	5

The Audit Committee Meetings are also attended by the Company Secretary of the Company. The Company Secretary of the Company also acts as the Secretary of the Audit Committee.

The Board of Directors has appointed M/s Sanghi & Co., Chartered Accountants as the Internal Auditors of the Company to conduct the internal audit of various records and other operations of the Company. The Audit Committee also assures the Board about the internal control procedures and financial disclosures commensurate with the size of the Company and in conformity with the requirements of Listing Agreement of the Stock Exchanges.

II. Stakeholders' Relationship Committee:

During the year under review, to give effect to the amended Clause 49 of the Listing Agreement, the Share Transfer Cum Shareholders' Grievance Committee was renamed as Stakeholders' Relationship Committee. All matters related to transfer/ transmission of shares and Investor grievances have been entrusted to the Stakeholders' Relationship Committee. The Committee also oversees the performance of the Registrar and Transfer Agents of the Company.

Further, the Committee reviews the complaints received by the investors and the action taken by the management to sort out these complaints. The Minutes of the Committee are circulated to the Board of Directors.

The Stakeholders' Relationship Committee comprises of the following Directors:

Name of Members	Status
Mr. Kamal Kishore Sharma	Chairman
Mr. Brahm Dutt Sharma	Member
Mr. Sachin Garg	Member

In order to expedite transfer of shares in physical form, the Board has authorized M/s Beetel Financial & Computer Services (P) Ltd. the Share Transfer Agent to approve the transfer of shares. The Committee meets as per the requirements from time to time.

The Committee meets twice or thrice in a year and as and when the need arises. The Company Secretary also acts as the Secretary of the Committee.

III. Nomination and Remuneration Committee

During the year under review, the Board of Directors have renamed and reconstituted the Remuneration Committee as the Nomination and Remuneration Committee pursuant to the provisions of Section 178 of the Companies Act, 2013 and Clause 49 of the Listing Agreement. The broad terms of reference of the Nomination and Remuneration Committee (NRC), inter alia are as follows:

- a. Appointment/re-appointment of Managing Director/Executive Director.
- b. Review the performance of the Managing Director/Executive Director of the company.
- c. Recommend to the Board remuneration including Salary, perquisites and performance bonus to be paid to the Company's Managing Director/Executive Director.
- d. Review of remuneration policy of the Company in line with the market trends to attract and retain the right talent.
- e. Review and approval of revision in remuneration of Top Management Executives of the Company.
- f. Grant of Employees Stock Options to Designated Employees.
- g. Formulation of criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of directors, key managerial personnel and other employees.
- h. Formulation of criteria for evaluation of Independent Directors and the Board.
- i. Devising a policy on Board diversity.
- j. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal.

The Composition of the Nomination and Remuneration Committee (NRC) is as follows:

Name of Members	Status
Mr. Kamal Kishore Sharma	Chairman
Mr. Brahm Dutt Sharma	Member
Mr. Sachin Garg	Member

Remuneration Policy

The Nomination and Remuneration Committee while deciding the remuneration package of the Directors and Senior Management Executives ensures that:

- (i) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully,
- (ii) relationship of remuneration to performance is clear and meets appropriate performance benchmarks,
- (iii) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.

Remuneration to Directors

During the financial year 2014-15, no Stock Options were granted to any of the Directors. Further, none of the Directors is getting remuneration from the Company.

Mr. Peeyush Kumar Aggarwal, Non-executive promoter Director of the Company holds 8,35,984 equity shares of the Company as on 31st March, 2015.

IV. Risk Management Committee

The revised Clause 49 of the Listing Agreement mandates constitution of Risk Management Committee. The Company has a risk management programme which comprises of a series of processes, structures and guidelines to assist the Company to identify, assess, monitor and manage its business risks, including any material changes to its risk profile. The objectives and scope of the Risk Management Committee broadly comprises:

- (i) Oversight of the risk management performed by the executive management,
- (ii) Review of the risk management policy,
- (iii) Reviewing risks and initiating mitigation activities,
- (iv) Defining framework for identification, assessment, monitoring, mitigation and reporting of risks.

During the Financial Year 2014-15, the Risk Management Committee met once. The Risk Management Committee comprised of the following Directors of the Company:

Name of Members	Status
Mr. Sachin Garg	Chairman
Mr. Peeyush Kumar Aggarwal	Member
Mr. Kamal Kishore Sharma	Member

Annual General Meetings

The details of last three Annual General Meetings are as follows:

Year	Date	Venue	Time
2012	29.09.2012	138, Roz Ka Meo Industrial Area, Sohna, Distt. Mewat, Haryana - 122103	11.00 A.M.
2013	27.09.2013	138, Roz Ka Meo Industrial Area, Sohna, Distt. Mewat, Haryana - 122103	10.00 A.M.
2014	30.09.2014	138, Roz Ka Meo Industrial Area, Sohna, Distt. Mewat, Haryana - 122103	10.00 A.M.

During the year under review, two special resolutions were passed for appointment of Mr. Sachin Garg as the Managing Director of the Company and for creation of mortgage/hypothecation/charge etc on the movable and immovable properties of the Company in the Annual General Meeting held on 30.09.2014 and no resolution was passed through postal ballot.

SHAREHOLDERS' INFORMATION
Details of 21st Annual General Meeting of the Company

Day & Date	Tuesday, 29 th September, 2015
Time	10:00 A.M.
Venue	138, Roz Ka Meo Industrial Area, Sohna, Distt. Mewat, Haryana - 122103

Calendar for the financial year ending 31st March, 2016

Financial Reporting for the	Tentative time frame
First quarter ended 30th June, 2015	First fortnight of August, 2015
Second quarter ending 30th September, 2015	First fortnight of November, 2015
Third quarter ending 31st December, 2015	First fortnight of February, 2016
Fourth quarter ending 31st March, 2016	By the end of May, 2016

Date of Book Closure

From 23rd September, 2015 to 29th September, 2015 (both days Inclusive) for the purpose of Annual General Meeting.

Listing on Stock Exchanges

The Bombay Stock Exchange Ltd.,
1st Floor, P.J. Towers,
Dalal Street,
Mumbai-400001

Ahmedabad Stock Exchange
1st Floor, Kamdhenu Complex
Opp. Sahajanand College
Panjara Pole
Ahmedabad – 380 015

ISIN No

The Company's Demat International Security Identification Number (ISIN) for its equity shares in NSDL and CDSL is INE 537C 01019.

Stock Market Data

The Company's equity shares are listed at Bombay Stock Exchange Ltd. (BSE) & Ahmedabad Stock Exchange (ASE). Since there was no trading in the shares of the company at ASE, detail of share price traded at BSE during the financial year 2014-15 are as follows:

Source: BSE's Website -

Month	High Price (Rs.)	Low Price (Rs.)	Total No. of Equity Shares traded
Apr-14	4.26	3.58	11437
May-14	4.62	3.65	56780
Jun-14	6.32	4.66	61562
Jul-14	10.04	5.88	212793
Aug-14	10.19	6.60	40041
Sep-14	10.52	7.63	95319
Oct-14	10.97	8.70	88724
Nov-14	9.44	7.12	96018
Dec-14	7.69	6.48	14047
Jan-15	7.49	5.72	32874
Feb-15	6.17	4.71	29576
Mar-15	5.86	4.15	22812

Share Transfer System

In compliance with SEBI Guidelines, the Registration of Share transfers in physical form as well as in electronic form have been assigned to Beetal Financial & Computer Services Pvt Ltd. In order to ensure timely registration of transfer and return of certificates, the Company monitors the Registrars work closely on regular basis.

Means of Communication

The quarterly un-audited financial results are sent to all the Stock Exchanges where the Company's shares are listed i.e. BSE, & ASE immediately after the Board meetings.

The Company also regularly published its audited/unaudited financial results in Business Standard in both English and Hindi edition.

Brief profile of the Directors liable to retire by rotation and others

Brief resumes of the Directors who are proposed to be appointed/ re-appointed is furnished in the explanatory statement to the notice of the ensuing Annual General Meeting forming part of this Annual Report.

Ministry of Corporate Affairs (MCA)

The Company has periodically filed all the necessary documents with the MCA.

Address for Correspondence

Corporate Office:-

Advik Laboratories Limited
807, Arunachal Building,
19, Barakhamba Road,
Connaught Place,
New Delhi – 110001
Phones: 011 – 42424884, 011-43571043-45
Fax: 011 - 43571047

Address of the Registrar

Beetal Financial & Computer Services (P) Ltd.
Beetal House, 3rd Floor, 99, Madangir
Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir
New Delhi -110 062
Tel: 91-11-29961281/82
Fax: 91-11-29961284

Website Address of the Company

www.advikindia.com

Investor's Correspondence may be addressed to

The shareholders desiring to communicate with the Company on any matter relating to their shares of the Company may either visit in person or write quoting their Folio Number at the following address:

The Company Secretary,
Advik Laboratories Limited
807, Arunachal Building,
19, Barakhamba Road,
Connaught Place,
New Delhi – 110001

The Company is also maintaining a separate e-mail id. investor@advikindia.com.in for registering the investor Complaints and grievances.

SEBI Complaints Redress System (SCORES)

SCORES, i.e., a Sebi Complaints Redress System is a centralized web based complaints redress system which serves as a centralised database of all Complaints received enables uploading of Action Taken Reports (ATR's) by the concerned Companies & online viewing by the investors of actions taken on the Complaint & its current status. Your Company, is registered with SEBI under the SCORES system.

Dematerialization of Shares and Liquidity

The Company shares are traded in dematerialized form and have to be delivered in the dematerialized form to all Stock Exchanges. To enable shareholders an easy access to the de – mat system, the Company has executed agreements with both existing Depositories namely National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL). M/s Beetal Financial & Computer Services Pvt. Ltd. is the Registrar and Transfer agent of the company for the purposes of electronic connectivity for effective dematerialization of shares. As of March 31, 2015 shares comprising approximately 99.93 % of the Company's Equity Share Capital have been dematerialised.

Declaration of compliance with the Code of Conduct/Ethics

In compliance with SEBI's regulation as amended on Prohibition of Insider Trading, the Company has formulated a Code of Conduct for prohibition and prevention of Insider Trading for the designated employees. The Code lays down Guidelines and procedures to be followed and disclosures to be made while dealing with equity shares of the Company.

All the Directors and Senior Management have affirmed compliance with the Code of Conduct/Ethics as approved and adopted by the Board of Directors.

CHAIRMAN/CFO Certification

The Chairman and CFO have issued certificate pursuant to the provisions of Clause 49 of the Listing Agreement certifying that the financial statements do not contain any untrue statements and these statements represent a true and fair view of the Company's affairs.

Auditors' Certificate on Corporate Governance

A Certificate has been obtained from the Auditors of the Company regarding compliance with the provisions relating to Corporate Governance laid down in Clause 49 of the Listing Agreement with the Stock Exchanges. The same is annexed to this report.

Disclosures

- (i) There were no transactions of the material nature with the Directors or the management or their subsidiaries or relatives, etc during the year that had potential conflict with the interests of the Company at large. The details of related party transactions, if any, have been reported in the Notes to Accounts.
- (ii) The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 and, in conformity, in all material respects, with the generally accepted accounting principles and standards in India. The estimates/judgments made in preparation of these financial statement are consistent, reasonable and on prudent basis so as to reflect true and fair view of the state of affairs and results/operations of the Company.
- (iii) The Company has formulated a Whistle Blower Policy to establish a Vigil Mechanism for directors and employees of the Company.
- (iv) The Company has well defined Risk Management Policy for its business duly approved by the Board., which is periodically reviewed to ensure management controls risks by means of a properly defined framework.
- (v) The Company has not raised funds from the capital market (public/rights/preferential issues, etc.) during the financial year.
- (vi) There was no instance of non-compliance of any matter relating to the capital markets by the Company. No penalties or strictures have been imposed on the Company by the Stock Exchanges, SEBI or any other statutory authorities or any matter relating to the Capital Market during the last three years.

Status of Dematerialised Shares as on 31st March, 2015
(Equity ISIN No. INE 537C 01019)

Shares Held through	No. of Shares	Percentage of Holding
NSDL	11601983	77.20
CDSL	3416487	22.73
Physical	10280	0.07
Total	15028750	100.00

Shareholding Pattern of the Company as on 31st March, 2015

Category	No. of Shares held	% of share holding
A. Promoters' holding		
Promoters		
Indian Promoters	47,80,621	31.81
Foreign Promoters	Nil	Nil
2. Persons Acting in Concert	Nil	Nil
Sub-total (A)	47,80,621	31.81
B. Non-Promoters' holding		
3. Institutional Investors		
a. Mutual Funds & UTI	Nil	Nil
b. Banks, Financial Institutions, Insurance Companies (Central/State Government Institutions/Non-government Institutions)	Nil	Nil
c. FIs	Nil	Nil
Sub-total	Nil	Nil
4. Non Institutional Investors		
a. Bodies Corporate	40,29,145	26.81
b. individuals		
-Individual shareholders holding nominal share capital up to Rs. 1 Lakh	33,36,340	22.20
-Individual shareholders holding nominal share capital up in excess of Rs. 1 Lakh	26,66,123	17.74
c. Any Other	16,509	0.11
NRI	1,99,661	1.33
Hindu Undivided Family	51	0.00
Clearing Members	-	-
Sub-total (B)	1,02,48,129	68.19
Grand Total (A)+(B)	1,50,28,750	100.00

For and on Behalf of the Board
Sd/-
Peeyush Kumar Aggarwal
Chairman
DIN : 00090423
Dated : 03rd September, 2015
Place: New Delhi

**AUDITOR' S CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS
OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING
AGREEMENT**

To,

**The Members of
Advik Laboratories Limited**

We have examined the compliance of conditions of Corporate Governance by Advik Laboratories Limited for the year ended 31st March, 2015 as stipulated in Clause 49 of the Listing Agreement of the said company with the stock exchanges.

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

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

We state that as per the report given by the Registrars & Share transfer agents of the Company to the Investor's Grievance committee, as on March 31, 2015, there were no investor grievance matters against the Company remaining unattended/pending for more than 30 days.

We further state that such compliance is neither an assurance as to the further viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For M/s. RMA & Associates
Chartered Accountants
Firm Reg. No. 000978N**

**Sd/-
Pankaj Chander
Partner
Membership No. 89065**

**Place : New Delhi
Dated : 30th May, 2015**

Confirmation of compliance of Code of Conduct and Ethics

To,

**The Members of
Advik Laboratories Limited**

In compliance with the requirements of Clause 49 of the Listing Agreement with the Stock Exchanges relating to Corporate Governance, I confirm that, on the basis of confirmations/declarations received, all the Directors and senior management personnel of the company have complied with the Code of Conduct framed by the company.

For Advik Laboratories Limited

**Place: New Delhi
Dated : 30th May, 2015**

**Sd/-
Peeyush Kumar Aggarwal
Chairman
DIN : 00090423**

INDEPENDENT AUDITOR'S REPORT

The Members of Advik Laboratories Limited,

Report on the Financial Statements

We have audited the accompanying financial statements of **ADVIK LABORATORIES LIMITED** New Delhi ("the Company"), which comprise the Balance Sheet as at March 31, 2015 and the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance and Cash Flow Statement of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 internal financial control, 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, give the information required by the Act in the manner so required and give a true and fair view in

conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its profit and its cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") Issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2015 we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:-
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the directors as on 31 March, 2015, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2015, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the other matters included in the Auditor's Report 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 financial statements-Refer Note no. 22 to the financial statements.
 - II. As per information furnished to us, the Company does not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - III. There were no amounts which required to be transferred to the Investor Education and Protection Fund by the Company.

For M/s. RMA & Associates
Chartered Accountants
Firm Regn. No. 000978N

Sd/-
Pankaj Chander
Partner
M. No. 89065

Place: New Delhi
Dated : 30th May, 2015

ANNEXURE TO THE AUDITORS' REPORT**The Annexure referred to in our independent Auditors Report to the members of the Company on the financial statements for the year ended 31st March, 2015, we report that**

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of the fixed assets.
(b) All the assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
2. (a) The Management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable.
(b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
(c) The company is maintaining proper records of inventory. The discrepancies noticed during the physical verification of inventories as compared to book records were not material and have been dealt with in the books of account.
3. Accordingly to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of the Act. Accordingly, paragraph 3 (iii) of the order is not applicable.
4. In our opinion and according to the information and explanations given to us, there is adequate internal control system commensurate with the size of the company and the nature of its business, for purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls.
5. The Company has not accepted any deposits from the public within the meaning of Section 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 2014(as amended)
6. As per notification no. F.No.1/40/2013-CL-V dated 31.12.2014 maintenance of cost records has not been prescribed by the Central Government U/s. 148(1) of the Companies Act, 2013.
7. (a) According to the information and explanations given to us and on the basis of our examination of the books of account of Company, the company is generally regular in depositing undisputed statutory dues including provident fund, employees state insurance, income-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable with the appropriate authorities.

In our opinion and accordingly to the information and explanation given to us, undisputed dues in respect of Income Tax which was outstanding at the year-end for a period of more than six months from the date that become payable is as follow:-

Nature of Statute	Nature of Dues	Amount (Rs.In lacs)	Period to which amounts relates	Due date	Date of payment
Income Tax Act, 1961	Income Tax	18.33	FY 2013-14	30.11.2014	Not yet paid

(b) According to the information and explanation given to us, no other undisputed amounts except above, are payable on account of provident fund, employees state insurance, income-tax, service tax, duty of customs, duty of excise, value added tax, as at 31.03.2015 for a period of more than six months from the date they become payable.

(c) According to the informations and explanations given to us there are no amount required to be transferred to investor education and protection fund in accordance with the relevant provisions of the companies Act, 1956 (1of 1956) and rules made there under.

8. In our opinion and according to information and explanation given to us, company does not have any accumulated losses at the end of the financial year. Further, the company has incurred cash losses of Rs. 26.52 lacs during the financial year covered under audit.

9. According to information & explanation given to us the company has defaulted in payment of dues to bank. The details of default are as under:-

Sno.	Name of Bank	Amount (Rs. In lacs)	Nature of dues	Period of default of repayment
1.	Indian Overseas Bank	40.69	Interest(Term loan)	01.06.2014 to 31.03.2015 (10 months)
		78.80	Principal	
2.	Indian Overseas Bank	20.88	Interest (Working Capital)	01.10.2014 to 31.03.2015 (6 months)

10. As per information furnished to us, the company has not given any guarantee for loans taken by others from bank or financial institution.

11. According to the information & explanation given to us, during the year company has not raised any term loan.

12. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

**For M/s. RMA & Associates
Chartered Accountants
Firm Regn. No. 000978N**

**Sd/-
Pankaj Chander
Partner
M. No. 89065**

**Place: New Delhi
Dated : 30th May, 2015**

BALANCE SHEET AS AT MARCH 31, 2015

PARTICULARS	NOTE NO.	As at 31 st March, 2015 (Rs.)	As at 31 st March, 2014 (Rs.)
I. EQUITY AND LIABILITIES			
Share Holders Funds			
Share Capital A/c	2	150,287,500	150,287,500
Money received against Share warrants		31,124,250	27,024,250
Reserve and Surplus	3	10,615,480	23,485,433
		192,027,230	200,797,183
Non- current liabilities			
Long-term borrowings	4	19,564,531	29,931,554
Long-term Provisions	5	1,526,348	1,212,578
Deferred Tax Liability		9,866,115	12,258,587
		30,956,994	43,402,719
Current Liabilities			
Short Term Borrowings	6	39,936,220	40,466,944
Trade Payables		33,015,044	44,815,889
Other Current Liabilities	7	25,825,044	16,876,272
Short Term Provisions		1,832,965	1,832,965
		100,609,273	103,992,070
TOTAL		323,593,497	348,191,972
II. ASSETS			
Non-Current Assets			
Tangible Assets	8	143,573,318	151,793,812
Non-Current Investments	9	9,230,000	9,230,000
		152,803,318	161,023,812
Current Assets			
Inventories	10	73,574,909	67,985,475
Trade Receivables	11	76,842,598	86,486,003
Cash & Cash Equivalents	12	241,692	525,810
Short Term Loans & Advances	13	20,102,200	26,538,542
Other Current Assets	14	28,780	5,632,330
		170,790,179	187,168,160
TOTAL		323,593,497	348,191,972
Accompanying Notes Forming Part Of The Financial Statements as per our report attached	1-38	323,593,497	348,191,972

For RMA & Associates
Chartered Accountants
Firm Regn. No. : 000978N

For and on behalf of the Board of Directors

Sd/-
(Pankaj Chander)
Partner
Membership No. 89065

Sd/-
(Peeyush Kumar Aggarwal)
Chairman
DIN:00090423

Sd/-
(Sachin Garg)
Managing Director
DIN:03320351

Sd/-
(Manoj Bhatia)
Chief Financial Officer

Place: New Delhi
Date: 30th May, 2015

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2015

PARTICULARS	NOTE NO.	As at 31 st March, 2015 (Rs.)	As at 31 st March, 2014 (Rs.)
INCOME			
Revenue from operations	15	122,386,230	302,696,822
Other Income	16	10,188	75,526
Total		122,396,418	302,772,348
EXPENSES			
Cost of Material Consumed	17	103,185,952	239,291,246
Change in Inventories of Finished Goods & Work in Progress	18	(5,327,623)	22,486,438
Employees Benefit	19	7,805,589	6,465,851
Finance Charges	20	10,738,853	11,597,148
Depreciation & Amortizations	8	6,489,621	6,845,300
Other Expenses	21	8,646,579	6,467,025
Total		131,538,971	293,153,008
Profit Before Exceptional & Extraordinary Items & Tax		(9,142,553)	9,619,340
Exceptional Items		-	-
Profit Before Extraordinary Items & Tax		(9,142,553)	9,619,340
Extraordinary Items		-	-
Profit Before Tax		(9,142,553)	9,619,340
Tax Expense:			
a) Provision for Income Tax(MAT)		-	1,832,965
b) Deferred Tax Liabilities/(Assets)		(2,392,472)	3,149,504
c) Tax Paid for prior years			
Net Profit after Tax transferred to Balance Sheet		(6,750,081)	4,636,871
Earning per equity shares in Rs.		(0.449)	0.412
Basic & Diluted in Rs.		(0.353)	0.368
Accompanying Notes Forming Part Of The Financial Statements as per our report attached	1-38		

For RMA & Associates
Chartered Accountants
Firm Regn. No. : 000978N

For and on behalf of the Board of Directors

Sd/-
(Pankaj Chander)
Partner
Membership No. 89065

Sd/-
(Peeyush Kumar Aggarwal)
Chairman
DIN:00090423

Sd/-
(Sachin Garg)
Managing Director
DIN:03320351

Sd/-
(Manoj Bhatia)
Chief Financial Officer

Place: New Delhi
Date: 30th May, 2015

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2015		(Rs.)	
Particulars	As at 31.03.2015	As at 31.03.2015	
A. Cash Flow from operating activities			
Net profit before tax and extraordinary items	(9,142,553)		9,619,340
Add: Adjustment for Depreciation	6,489,621		6,845,300
Provision for Gratuity	258,807		118,731
Provision for Leave Encashment	54,963		2,182
Interest & Other Costs	10,738,853		11,597,148
Interest Received	-		(66,005)
Operating profit before working capital changes	8,399,691		28,116,696
Adjustment for:			
Increase / (Decrease) in Trade Payables	(11,800,845)		16,627,040
Increase / (Decrease) in Current Liabilities	8,948,772		2,625,898
(Increase) / Decrease in Trade Receivables	9,643,405		(25,779,083)
(Increase) / Decrease in Short Term Loans & Advances	6,436,342		5,504,211
(Increase) / Decrease in Other Current Assets	5,603,550		(5,415,527)
(Increase) / Decrease in Inventories	(5,589,434)		26,450,054
Cash Generated From Operations			
Direct Taxes Paid	-		(1,938,485)
Net Cash from operating activities (A)	21,641,481		46,190,804
B. Cash flow from investing activities			
Purchase of Fixed Assets	(4,388,999)		(63,975,329)
Interest Received	-		66,005
Net cash outflow from investing activities (B)	(4,388,999)		(63,909,324)
C. Cash Flow from financing activities			
Proceeds from issue of share capital	-		56,753,500
Proceeds from issue of share warrants	4,100,000		27,024,250
Repayment of short term borrowings	(530,724)		(82,843)
Repayment of long term borrowings	(10,367,023)		(54,923,256)
Interest Paid	(10,738,853)		(11,597,148)
Net cash used in financial Activities ©	(17,536,600)		17,174,503
Net Increase/ (Decrease) in cash (A+B+C)	(284,118)		(544,017)
Cash & Cash Equivalents (Opening balance)	525,810		1,069,827
Cash & Cash Equivalents (Closing balance)	241,692		525,810

For RMA & Associates

For and on behalf of the Board of Directors

Chartered Accountants

Firm Regn. No. : 000978N

Sd/-
(Pankaj Chander)
 Partner
 Membership No. 89065

Sd/-
(Peeyush Kumar Aggarwal)
 Chairman
 DIN:00090423

Sd/-
(Sachin Garg)
 Managing Director
 DIN:03320351

Sd/-
(Manoj Bhatia)
 Chief Financial Officer

Place: New Delhi

Date: 30th May, 2015

NOTES TO ACCOUNTS**NOTE NO. 1****1. Background**

The Company is Public limited company, incorporated under the Indian Companies Act, 1913, having its registered office in Sohna, Haryana and is listing on BSE Ltd & ASE Ltd. The Company is engaged in manufacturing, marketing, trading and export of Pharmaceutical Products. The Company has its own manufacturing facility at Sohna. The Company has various independent contract/third party manufacturers based across the country.

2. SIGNIFICANT ACCOUNTNG POLICIES**a) Basis of preparation of financial statements**

The financial statement have been prepared and presented under the historical cost convention on an accrual basis of accounting and in accordance with the accounting principles generally accepted in India and comply with the accounting standards referred in the Companies (Accounting Standards) Rules 2006 which continue to apply under section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Account) rules, 2014 and other relevant provisions of the Companies Act, 1956 to the extent applicable.

b) Uses of Estimates

The preparation of financial statements in conformity with Generally accepted Accounting Principles (GAAP) in India requires management to make estimates and assumptions that affect the application of the accounting policies and the reported amount of asserts, liabilities, income and expenses and the disclosure of contingent liabilities on the date of financial statement. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods. Estimates and underlying assumptions are review on an ongoing basis.

c) Current and Non-current classification

All 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 schedule III of the Companies Act, 2013. Based on the nature of it's activates and the time between the acquisition of assets for processing and their realization in cash or cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

d) Revenue Recognition

Revenue from sale of goods in the course of ordinary activities is recognized when the significant risk and rewards in respect of ownership are transferred to the customer and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of the goods as well as regarding its collection. Revenue is net of excise duty & sales tax.

Export incentive entitlements are recognized as income when the right to receive credit as per the terms of the scheme is established in respect of the exports made, and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

e) Tangible Fixed Assets and Depreciation

Tangible fixed assets are stated at the cost of acquisition or construction, less accumulated depreciation and impairment losses, if any. The cost of an item or tangible fixed asset comprises its purchase price excluding central credit but including of non-refundable taxes or levies and any attributable cost of bringing the asset to its working condition for its intended use. Advances paid towards acquisition of tangible fixed assets outstanding at each Balance sheet date, are shown in fixed assets schedule as advances paid.

Depreciation on fixed assets upto 31st March 2014 was provided on straight line method at the higher of the rates determined by the Company based on the estimated useful life of the assets or the rates specified in Schedule XIV of the Companies Act, 1956.

Pursuant to the notification of the Schedule II of the Companies Act, 2013 with effect from 01st April, 2014, depreciation for the year has been provided as per the rates determined in Part C of Schedule II or based on estimated useful life of the assets determined by the management. Accordingly, for assets which has no residual life as at 1st April, 2014, the book value has been adjusted against Surplus (net of deferred tax)

The policy of company is to provide depreciation on the Building, Plant & Machinery and Other Fixed Assets from the date of commercial production/put to use.

f) Impairment of Assets

In accordance with Accounting Standard 28(AS 28) an "Impairment of assets" where there is an indication of impairment of the Company's assets, the carrying amounts of the Company's assets are reviewed at each balance sheet date to determine whether there is any impairment. An impairment loss is recognized whenever the carrying amount of an asset or a cash generating unit exceeds its recoverable amount. Impairment loss is recognized in the statement of profit & loss.

g) Borrowing Costs

Borrowing costs are interest and other costs incurred by the Company in connection with the borrowing of funds. Borrowing cost directly attributable to acquisition or construction of those fixed assets which necessarily take a substantial period of time to get ready for their intended use is capitalised. All other borrowing costs are treated as period cost and charged to the profit and loss account in the year in which it was incurred.

h) Inventories

Inventories comprises raw materials, work-in-progress, finished goods, stock-in-trade and stores and spares are carried at the lower of cost and net realizable value. Cost of inventories comprises all costs of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. In case of manufactured inventories and WIP, fixed production overheads are allocated on the basis of normal capacity of production facilities. Excise duty liability is included in the valuation of closing inventory of finished goods.

Net realizable value is the estimated selling prices in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

i) Employee Retirement Benefits

1. Defined contribution plan: Company's contribution paid/payable during the year to provident fund, ESIC and labour welfare fund are charged to statement of profit and loss account on due basis.

2. Defined benefit plan : Company's liabilities towards gratuity and long term compensated absences are generally provided for based on actuarial valuation carried out at the close of each year.

j) Foreign Exchange Transactions

Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction. Exchange differences arising on foreign currency transaction settled during the period are recognized in the statement of Profit & Loss.

Monetary assets and liabilities denominated in foreign currencies as at the Balance Sheet date are transacted at period end rates. The resultant exchange differences are recognised in the Statement of Profit & Loss. Non – monetary assets are at the rate prevailing on the date of transaction.

k) Income taxes

Current Tax: Income tax expense comprises current tax and deferred tax charge or credit. Provision for current tax is based on the results for the year, in accordance with the provisions of the Income Tax Act, 1961.

Minimum Alternate Tax (MAT) Credit: Minimum Alternate Tax credit is recognized, as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Profit & Loss Account and shown as MAT Credit Entitlement under Loans & Advances. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.

Deferred Tax: Deferred Tax is recognized, subject to the consideration of prudence, as the tax effect of timing difference between the taxable income & accounting income computed for the current accounting year and reversal of earlier years' timing difference. Deferred Tax Assets are recognized and carried forward to the extent that there is a reasonable certainty, except arising from unabsorbed depreciation and carry forward losses, which are recognized to the extent that there is virtual certainty, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

l) Investments

Investments that are readily realizable and intended to be held for not more than a year from the date of acquisition are classified as current investments. All other investments are classified as long-term investments. The provision for any diminution in the value of long term investments is made only if such a decline is other than temporary.

m) Cash Flow Statement

Cash flows are reported using the indirect method, whereby a profit before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, financing and investing activities of the Company are segregated.

n) Provisions & Contingencies

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Liabilities which are material, and whose future outcome cannot be ascertained with reasonable certainty, are treated as contingent, and disclosed by way of notes to the account. Contingent Assets are neither recognized nor disclosed in the financial statements.

These are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

o) Earning per share

Earnings per Share (EPS) is calculated by dividing the Net Profit or Loss for the period attributable to equity shareholders by the Weighted Average Number of equity shares outstanding during the period.

For the purpose of calculating Diluted Earnings per Share, the Net Profit or Loss for the period attributable to equity shareholders is divided by the Weighted Average Number of shares outstanding during the period after adjusted for the effects of all dilutive potential equity shares.

p) Other Accounting policies

Accounting Policies not specifically referred to are in accordance with generally accepted accounting principles.

NOTE NO. 2

Notes forming part of the Accounts	As at 31.03.15 (Rs.)	As at 31.03.14 (Rs.)
SHARE CAPITAL		
A) <u>AUTHORISED</u>		
2,00,00,000 Equity Shares of Rs. 10/- each	200,000,000	200,000,000
(Previous year 2,00,00,000 Equity Shares of Rs. 10/- each)	200,000,000	200,000,000
B) <u>ISSUED, SUBSCRIBED AND PAID UP</u>		
1,50,28,750 Equity Shares of Rs. 10/- each	150,287,500	150,287,500
(Previous year 1,50,28,750 Equity Shares of Rs. 10/- each)	150,287,500	150,287,500

The number of shares held by each shareholder holding more than 5% shares are given below:

Name of Shareholder	As at 31.03.2015		As at 31.03.2014	
	No. of shares	%	No. of shares	%
M/s Omkam Pharmaceuticals Pvt Ltd	39,44,637	26.25%	39,44,637	26.25%
M/s Dhuru Builders & Promoters Pvt Ltd	17,08,850	11.37%	Nil	Nil
M/s Patliputra International Ltd.	17,08,850	11.37%	Nil	Nil
Mr. Peeyush Kumar Aggarwal	8,35,984	5.56%	8,35,984	5.56%

Notes forming part of Accounts	As at 31.03.15	As at 31.03.14
	(Rs.)	(Rs.)
NOTE NO. 3		
RESERVES AND SURPLUS		
Profit & Loss Account (As per last Balance Sheet)	23,457,933	18,821,062
Add: Net Profit/Loss during the current year	(6,750,081)	4,636,871
Less: Adjustment on account of Depreciation(Refer note 8)	6,119,872	-
<u>Capital Reserve Account</u>		
Share Forfeiture Account	27,500	27,500
Total Reserve & Surplus carried forwarded to Balance Sheet	10,615,480	23,485,433

Notes forming part of Accounts	As at 31.03.15 (Rs.)		As at 31.03.14 (Rs.)	
	Non-Current	Current	Non-Current	Current
NOTE NO. 4				
<u>Long-term borrowings</u>				
SECURED LOANS				
Term Loan	19,564,531	17,974,000	29,658,531	11,438,000
Indian Overseas Bank				
(secured by first charge on Building, Plant & Machinery)				
Current maturities of Long Term Debts are classified under other current liabilities.				
HDFC Bank Ltd.	-	275,297	273,023	336,475
(secured by hypothecation charges On vehicle financed by them)				
UNSECURED LOANS				
- Inter-corporate Loans	-	-	-	-
- from Director, Friends & Relatives	-	-	-	-
	19,564,531	18,249,297	29,931,554	11,774,475

(a) Term loan from Indian Overseas Bank of Rs. 81,01,098/- which carries interest base rate+3.75% and is repayable in 60 installments of Rs. 2,06,000/- from October, 2012. The loan is secured by all immovable & movable fixed assets of the company.

(b) Term loan from Indian Overseas Bank of Rs. 1,80,97,433/- which carries interest base rate+3.75% and is repayable in 84 installments of Rs. 3,28,000/- from October, 2012. The loan is secured by all immovable & movable fixed assets of the company.

(c) Term loan includes Working Capital Term Loan of Rs. 1,13,40,000/- from Indian Overseas Bank which carries interest base rate + 3.75% and is repayable in 60 monthly installments of Rs. 2,83,000/- from October, 2012. The loan is secured by 1st charge on the current and fixed assets of the company.

(d) Vehicle Finance loan carries interest @ 10% p.a. financed by HDFC Bank repayable in 36 equal monthly installments stated from January, 2013 to December, 2015. The loan is secured by hypothecation of vehicle.

Further, Due to some unavoidable reasons, company could not pay few installments of Term loan & Interest amount during the year to Indian Overseas Bank. The detail of outstanding amount as on 31.03.15 are as under:-

Sno.	Amount (Rs. In lacs)	Nature of dues	Period of default of repayment
1.	40.69	Interest(Term loan)	01.06.2014 to
	78.80	Principal	31.03.2015 (10 months)
2.	20.88	Interest (Working Capital)	01.10.2014 to 31.03.2015 (6 months)

Notes forming part of Accounts	As at 31.03.15 (Rs.)	As at 31.03.14 (Rs.)
--------------------------------	-------------------------	-------------------------

NOTE NO. 5
Long Term Provisions
Provision for Employee Benefits

- Gratuity	1,109,365	850,558
- Leave Encashment	416,983	362,020
	1,526,348	1,212,578

NOTE NO. 6
Short Term Borrowings
SECURED LOANS

Working Capital Loan	39,936,220	40,466,944
Indian Overseas Bank (Secured by first charge on stocks of Finished Goods, Raw Materials. W.I.P & Sundry Debtors	39,936,220	40,466,944

Working capital loan availed from Indian overseas bank are secured by hypothecation of inventories and book debts (present & future) also first charge by way of mortgage on all immovable properties and by way of hypothecation on all the fixed assets of the company both present & future and guaranteed by director/promoter. The said facility is repayable on demand.

Notes forming part of Accounts	As at 31.03.15 (Rs.)	As at 31.03.14 (Rs.)
NOTE NO. 7		
Other Current Liabilities		
Current Maturities of long term debt of IOB	18,249,297	11,774,475
Interest accrued and due on borrowings	1,812,398	1,006,694
Salary Payable	660,038	993,055
Advance received from Customers	252,233	1,855,000
TDS payable	60,000	143,755
VAT Payable	15,430	3,374
Provision for interest on CC & Term loan limits	4,346,180	-
Others	429,468	1,099,919
	25,825,044	16,876,272

NOTE NO. 08

FIXED ASSETS (TANGIBLE ASSETS)											
	Gross Block				Depreciation					Net block	
Description	As at 01.04.2014	Additions	Adj.	As at 31.03.2015	Up to 31-mar-2014	During the year	Dep. In reserves	Adj.	As at 31-3-2015	As at 31-3-2015	As at 31-3-2014
Land	4,840,000	-	-	4,840,000	-	-			-	4,840,000	4,840,000
Building	50,430,770	-	-	50,430,770	20,310,878	1,413,556			21,724,434	28,706,336	30,119,892
computer & printer	119,307	25,700	-	145,007	47,903	26,238	21,945	-	96,086	48,921	71,404
Furniture & fixtures	247,184	-	-	247,184	204,535	16,311		-	220,846	26,338	42,649
vehicles	4,601,041	1,112,377	-	5,713,418	476,462	631,350			1,107,812	4,605,606	4,124,579
plant & machinery	99,425,181	133,738	-	99,558,919	45,232,893	4,402,166	6,097,927	-	55,732,986	43,825,933	54,192,288
Advance agt. Godown purchased	58,403,000	-	-	58,403,000	-	-			-	58,403,000	58,403,000
Capital WIP		3,117,184		3,117,184					-	3,117,184	
This Year	218,066,483	4,388,999	-	222,455,482	66,272,671	6,489,621	6,119,872	-	78,882,164	143,573,318	151,793,812
Previous Year	154,091,154	63,975,329	-	218,066,483	59,427,371	6,845,300			66,272,671	151,793,812	94,663,783

Notes forming part of Accounts	As at 31.03.15(Rs.)	As at 31.03.14(Rs.)
NOTE NO. 9		
Non-Current Investments		
Shares of Un-quoted Companies:		
25000 equity shares of A.G.Fats Ltd. of Rs. 100/- per share	2,500,000	2,500,000
50000 equity shares of Braham Hosiery P Ltd. of Rs. 10/- per share	500,000	500,000
85000 equity Shares of R.N.Knitfab (P) Ltd. of Rs. 10/- per share	850,000	850,000
538000 equity Shares of India Securities Ltd. of Rs. 10/- per share	5,380,000	5,380,000
	9,230,000	9,230,000
NOTE NO. 10		
<u>INVENTORIES</u>		
(As valued and certified by the Management at lower of cost or net realisable value)		
Raw Materials & Packing Materials	27,325,053	27,285,592
Store & Spares	5,063,431	4,841,081
Finished Goods & Stock in Trade	39,836,425	34,508,802
Work in Process	1,350,000	1,350,000
	73,574,909	67,985,475
NOTE NO. 11		
<u>Trade Receivables</u>		
(Unsecured and considered Good)		
Exceeding Six months	65,618,711	28,656,377
Less than Six months	11,223,887	57,829,626
	76,842,598	86,486,003
NOTE NO. 12		
<u>Cash & Cash Equivalents</u>		
Cash in hand	197,086	310,053
Balance with scheduled Banks - in Current Accounts	44,606	215,757
	241,692	525,810

Notes forming part of Accounts

As at 31.03.15(Rs.)

As at 31.03.14(Rs.)

NOTE NO. 13

Short Term Loans & Advances

(Unsecured considered good)

Advances recoverable in cash or in kind or for value

to be received

15,449,396

22,314,800

Excise Duty Deposit A/c

3,893,104

3,841,214

Tax Deducted at Source

461,421

124,249

Security Deposit

298,279

258,279

20,102,200

26,538,542

NOTE NO. 14

Other Current Assets

Service Tax Receivable A/c

10,506

183,887

Prepaid Expenses

18,274

68,488

Income receivables against exports

--

5,379,955

28,780

5,632,330

NOTE NO. 15

Revenue from operations

Gross Sales

105,079,929

290,843,064

Less : Excise Duty

115,471

35,832

Other Operating Revenue

- Income from Job work

16,858,600

5,823,318

-Duty Drawback received

-

3,302,823

- Income from Export Incentives

563,172

2,763,449

Net Revenue from Operations

122,386,230

302,696,822

NOTE NO. 16

Misc. Income

Interest Received

-

66,005

Other Misc. Income

10,188

9,521

10,188

75,526

Notes forming part of Accounts

As at 31.03.15(Rs.)

As at 31.03.14(Rs.)

NOTE NO. 17

Cost of Material Consumed

Raw, Packing & Store & spares inventory at the beginning of the year	32,126,673	36,090,289
Purchases during the year	103,445,185	235,207,471
Inventory at the end of the year	(32,388,484)	(32,126,673)
Freight & Cartage Inward	2,578	120,159
TOTAL	103,185,952	239,291,246

NOTE NO. 18

Change in Inventories of Finished Goods & WIP

Change in Work in Progress	-	7,590,140
Changes in Stock of Finished Goods & Stock in Trade	(5,327,623)	14,896,298
TOTAL	(5,327,623)	22,486,438

NOTE NO. 19

Employees Benefit

Salary & Wages	5,517,991	4,810,983
Other allowance & benefits to employees	1,780,358	1,321,777
Employer contribution to PF, ESI & welfare fund	189,131	180,054
Staff welfare	317,859	123,689
Medical expenses	250	29,348
TOTAL	7,805,589	6,465,851

NOTE NO. 20

FINANCE CHARGES

Interest on Working Capital Loan	5,174,279	5,704,388
Interest on Term Loans	5,172,964	6,677,057
Interest on Finance of Vehicle	43,681	78,192
Others	12,658	479,742
Foreign Exchange Fluctuation a/c	335,271	(1,342,231)
TOTAL	10,738,853	11,597,148

Notes forming part of Accounts	As at 31.03.15	As at 31.03.14
NOTE NO. 21		
Other Expenses		
Consumables	129,346	158,198
Power & Fuel	1,434,012	1,202,736
Repair & maintenance to building	41,301	135,241
Repair & maintenance to Plant & Machineries	283,207	481,141
Testing Charges	37,369	40,459
Bank Charges	36,562	354,523
Printing & Stationery	91,941	132,594
Vehicle expenses	56,235	218,239
Conveyance expenses	438,139	119,783
Telephone expenses	108,917	125,422
General repair & maintenance	302,782	267,885
Postage & telegram	27,964	25,205
Director Travelling expenses	764,500	113,029
Legal & Professional expenses	388,005	642,710
Audit fee	85,000	85,000
Rates & Taxes & other fee's	1,044,982	441,742
Factory & General Insurance	144,637	245,499
Travelling expenses	278,193	103,393
Miscellaneous expenses	256,970	90,934
AGM exps.	2,727	1,345
Diwali Expenses	241,506	190,825
Books, Newspapers & Periodicals	4,417	16,059
Water & Electricity	56,701	45,205
Security Service	503,269	487,076
Advertisement	40,245	57,013
Business Promotion Expenses	15,621	183,827
Packing & Forwarding Expenses	25,695	438,755
Selling & Distribution expenses	-	63,187
Rent	1,806,336	-
	8,646,579	6,467,025

NOTE NO. 22 CONTINGENT LIABILITIES NOT PROVIDED FOR IN RESPECT OF:

	As on 31 st March, 2015 (Rs.)	As on 31 st March, 2014 (Rs.)
Performance Guarantees given by company bankers on behalf of company	—	—
Company has received notice under section 143(2) of the Income Tax Act, 1960 for the Financial Year 2012-13 & the case is under processing.		

NOTE NO. 23

During the year, pursuant to the notification of Schedule II to the Companies Act, 2013 with effect from April 1, 2014, the Company revised the estimated useful life of relevant assets to align the useful life with those specified in schedule II. Pursuant to the transitional provisions prescribed in Schedule II to the Companies Act, 2013, the Company has fully depreciated the carrying value of the assets, net of residual value, where the remaining useful life of the asset was determined to be nil as on April 1, 2014, and adjusted an amount of Rs. 61.19 lacs against the opening balance in the Statement of Profit & Loss under Reserve and Surplus.

NOTE NO. 24 Employee Benefits: The Disclosure required as per the revised AS-15

Brief description of the Plans: The Company has various schemes for long term benefits such as Provident Fund, Gratuity, and Leave Encashment. The Company's defined contribution plans are Provident Funds, Employee's State Insurance Fund & Employee's Pension Scheme (under the provision of Provident Funds & Miscellaneous Provisions Act, 1952). The Company has no further obligation beyond making the contributions. The Company's defined benefit plans include Gratuity & Leave Encashment Plan. In accordance with the applicable Indian Laws, the company provides for gratuity for all employees. The Gratuity Plan provides a lump sum payment to vested employees, at retirement or termination of employment, an amount based on respective employee's last drawn salary & for the years of employment with the Company. The amounts charges to Profit & Loss Account based on estimated basis are as under:-

Particulars	Gratuity A/c (Rs. In lacs)	Leave Encashment A/c
Obligation as on 31.03.2015	2.58	0.55

NOTE NO. 25 The disclosure as per Accounting Standard (AS-17) "Segment Reporting" Issued by the Institute of Chartered Accountants of India:**(a) Business Segment:**

The Company is engaged primarily in pharmaceuticals business and there are no separate reportable segments as per AS-17.

(b) Geographical Segment:

Particulars	(Rs. in lacs)	
	Year ended 31 st March, 2015	Year ended 31 st March, 2014
Sales revenue(net)		
-In India	1049.65	1980.74
-Outside India	--	927.33
	1049.65	2908.07

26. The provision for Interest provided on long term & short term borrowings in the note "Other Current Liabilities" amounting to Rs. 43.46 lacs for the period from Oct, 2014 to March, 2015 has been charged at the rate of 10.50% as bank has not booked the interest amount in the account of company due to non-payment of the same.
27. Company has not received intimation from supplier regarding the status under Micro, Small & Medium Enterprises Development Act, 2006 and hence disclosure, if any, relating to amount unpaid as at the year-end together with the interest paid/payable as required under the Act have not been given.
28. The company has received Rs. 5.63 lacs against the sale of Focus Market Scheme licence as export incentive, which is included under Revenue from operation Head in Profit & Loss A/c.
29. In the opinion of the Board, the Current Assets, Loan & Advances shown in the Balance Sheet have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.
30. Payment to Auditors'

Particulars	As on 31 st March, 2015 (Rs.)	As on 31 st March, 2014 (Rs.)
Audit Fee	60,000	60,000
Taxation matters	25,000	25,000
Total (exclusive of Service tax)	85,000	85,000

31. **INVESTMENTS**

Company has sent notices to the various companies in which company has invested, as neither they are sending duplicate shares nor are replying the letters of the company, as company has misplaced/lost the share certificates during the shifting of records. As such these shares certificates are not physically held by the company as on 31st March, 2015.

32.

Earning in Foreign Exchange

(Rs. in lacs)

Particulars	As at 31.03.15	As at 31.03.14
Export of Goods	120.00	860.75

Expenditure in Foreign Currency

(Rs. in lacs)

Particulars	As at 31.03.15	As at 31.03.14
Tour & Travelling	1.02	0.45

33. Related Party Disclosures
 "Related party disclosures as required under Accounting Standard (AS)-18
 "Related Party Disclosures".

(a). Related parties and nature of related party relationships where control exists

Name of the party	Relationship
Mr. Sachin Garg	Managing Director
Mr. Peeyush Kumar Aggarwal	Director
Mr. Kamal Kishore Sharma	Director
Mr. Brahm Dutt Sharma	Director
Mr. Manoj Kumar Jain	Director
Mrs. Madhu Sharma	Director
Ms. Vaishali Anand	Company Secretary
Mr. Manoj Bhatia	CFO

(b). Related party and nature of related party relationship with whom transactions have taken place:

Name of the party	Relationship
Mr. Manoj Bhatia	Key Managerial Personnel
Ms. Vaishali Anand	Key Managerial Person

Transitions during the year with related parties

	Key Managerial Person
Mr. Manoj Bhatia	Rs. 4,29,000/-
Ms. Vaishali Anand	Rs. 67,452/-

34. **DEFERRED TAX LIABILITY**

The Breakup of deferred tax (liabilities as at March 31,2015 is as under:

Particulars	As at 31.03.15	As at 31.03.14
<u>Deferred Tax Liabilities</u>		
- Timing Difference on account of Depreciation	(1,09,26,280)	(1,22,97,811)
<u>Deferred Tax Assets</u>		
- Timing Difference on account of carry forward	96,955	39,224
Losses & other provisions of employee benefits		
Deferred Liabilities (net)	(1,08,29,325)	(1,22,58,587)

35. The Company has also dealt with trading activities from its Delhi office which includes in the turnover account.
36. “Earning per share” computed accordance with Accounting Standard (AS) – 20

(Rs. in lacs)

Particulars	As at 31.03.2015	As at 31.03.2014
a) Numerator:		
Net Profit after taxation as per Profit & Loss A/C	(67.50)	46.37
b) Denominator:		
No. of shares at the beginning of the year	1,50,28,750	93,53,400
Equity Shares issued to Promoters & Non Promoters on preferential basis on 21.11.13	--	56,75,350
Warrants issued to Promoters & Non Promoters on preferential basis on 21.11.13	40,82,650	40,82,650
Weighted average number of equity shares outstanding during the year	1,50,28,750	1,12,45,183
Weighted average number of diluted shares outstanding during the year	1,91,11,400	1,26,06,066
Face Value per share (In Rs.)	10/-	10/-
Earnings per share(EPS)		
- Basic (In Rs.)	(0.45)	0.412
- Diluted (In Rs.)	(0.35)	0.368

37. The balances of unsecured loans, loans & advances and sundry creditors are subject to the confirmation and consequential reconciliation/adjustments arising there from, if any. The management, however, does not except any material variation.
38. Previous year figures have been regrouped, rearranged wherever necessary to correspond with the current year’s classification/disclosure.

For RMA & Associates
Chartered Accountants
Firm Regn. No. : 000978N

For and on behalf of the Board of Directors

Sd/-
(Pankaj Chander)
Partner
Membership No. 89065

Sd/-
(Peeyush Kumar Aggarwal)
Chairman
DIN:00090423

Sd/-
(Sachin Garg)
Managing Director
DIN:03320351

Sd/-
(Manoj Bhatia)
Chief Financial Officer

Place: New Delhi
Date: 30th May, 2015



ADVIK LABORATORIES LIMITED

CIN: L74899HR1994PLC038300

Regd. Off: 138, Roz-Ka-Meo, Industrial Area Sohna, Distt. -Mewat (Haryana) INDIA
 Tel. No.: 0124-2362471 ; E-Mail: mail@advikindia.com; Website: www.advikindia.com

**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 of the Member (s):
Registered address:
E-mail Id: Folio No. /DP ID & Client ID:

I/We, being the member (s) of.....shares of the Advik Laboratories Limited above named company, hereby appoint

Name: **E-mail Id:**

Address: **Signature:**

or failing him/her

Name: **E-mail Id:**

Address: **Signature:**

as my/our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 21st Annual General Meeting of the Company, to be held on Tuesday, the 29th September, 2015 at 10.00 a.m. 138, Roz-Ka-Meo, Industrial Area Sohna, Distt. - Mewat (Haryana) INDIA and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

Res.No.	Description	For	Against
Ordinary Business			
1.	Adoption of Financial Statements, Board and Auditors' Report for 31 st March, 2015		
2.	Re-appointment of Mr. Sachin Garg as Managing Director Who is liable to retire by Rotation.		
3.	Ratification of appointment of M/s RMA & Associates, as Statutory Auditor for Financial Year 2015-16.		
Special Business			
4.	SPECIAL RESOLUTION :-Authorisation of Borrowing limits U/s 180(1)(C) of the Companies Act, 2013		

Signed this day of 2015. Signature of Shareholder:.....

Affix Re. 1 Revenue Stamp

NOTES:

1) Please put a 'X' in the appropriate column against the respective resolutions. 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.

2) 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 the aggregate not more than ten percent (10%) of the total Share Capital of the Company carrying voting rights. A member holding more than ten percent (10%) of the total Share Capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other member.

3) This form of Proxy in order to be effective should be duly completed, stamped, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.



ADVIK LABORATORIES LIMITED CIN: L74899HR1994PLC038300

Regd. Off: 138, Roz-Ka-Meo, Industrial Area Sohna, Distt. -Mewat (Haryana) INDIA
 Tel. No.: 0124-2362471, E-Mail: mail@advikindia.com; Website: www.advikindia.com

E-COMMUNICATION REGISTRATION FORM

Dear Shareholders,

You are aware that majority of the provisions of Companies Act, 2013 have been made effective from 1st April, 2014. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules issued there under, Companies can serve Annual Reports, Notices and other communications through electronic mode to those shareholders who have registered their email address either with the Company/RTA or with the Depository.

It is a welcome move that would benefit the society at large, as this will reduce paper consumption to a great extent and allow shareholders to contribute towards a greener environment. This provides a golden opportunity to every shareholder of Advik Laboratories Limited to contribute to the cause of 'Green Initiative' by giving their consent to receive various communications from the Company through electronic mode.

We therefore invite all our shareholders to contribute to the cause by filling up the form given below to receive communication from the Company in electronic mode. You can also download the appended registration form from the website of the Company www.advikindia.com.

[Please note that as a Member of the Company, you will be entitled to receive all such communication in physical form, upon request.]

Best Regards,
Sd/-
Sachin Garg
(Managing Director)

E-COMMUNICATION REGISTRATION FORM

Folio No. /DP ID & Client ID:

Name of the 1 Registered Holder:

Name of the Joint Holder[s]: (1).....(2).....

Registered Address:

E-mail ID (to be registered): Mob./Tel. No.:.....

I/We shareholder(s) of Advik Laboratories Limited hereby agree to receive communications from the Company in electronic mode. Please register my above E-mail ID in your records for sending communications in electronic form.

Date: Signature:

Note: Shareholder(s) are requested to keep the Company informed as and when there is any change in the e-mail address.

ATTENDANCE SLIP

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

Name of the Member(s) / Proxy*:

Registered address:

E-mail Id: Folio No. /DP ID & Client ID:

I/We, being the member (s) of shares of the above named company, hereby record my/our presence at the 21st Annual General Meeting of the Company, to be held on Tuesday, the 29th day of September, 2015 at 10.00 a.m. at 138, Roz-Ka-Meo, Industrial Area Sohna, Distt. -Mewat (Haryana) India and at any adjournment thereof.

Signature of the Member/Proxy*:
 (*strike out whichever is not applicable)

NOTES:

1. Members/Proxies are requested to bring the duly signed attendance slip to the meeting and hand it over at the entrance.
2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send, to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
3. For the convenience of Members, persons other than Members/Proxies will not be admitted.

If undelivered, please return to :-

Advik Laboratories Limited
807, Aruanchal Building, 19
Barakhamba Road, Connaught Place
New Delhi – 110 001
Tel nos. : 011-42424884, 011-43571043-45,
Fax : 011-43571047
Email : mail@advikindia.com