



**23rd Annual Report
2016-2017**

**ADVIK
LABORATORIES
LIMITED**

Corporate Information**BOARD OF DIRECTORS**

Mr. Peeyush Kumar Aggarwal
Mr. SachinGarg
Mr. Manoj Kumar Jain
Ms. Madhu Sharma

Director	(DIN : 00090423)
Managing Director	(DIN : 03320351)
Independent Director	(DIN : 02573858)
Independent Director	(DIN : 06947852)

COMPANY SECRETARY

Ms. PoojaChuni
Company Secretary

CHIEF FINANCIAL OFFICER

Mr. Manoj Kumar Bhatia
Chief Financial Officer (CFO)

AUDITORS

M/s RMA & Associates LLP
Chartered Accountants
(Firm Registration No. 000978N/N500062)

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 HarsukhdasMandir
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.: 91-11-43571040-45
FAX : 91-11-42424884
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 23rd (Twenty Third) Annual General Meeting of the Members of **ADVIK LABORATORIES LIMITED** will be held on Friday, 29th September, 2017 at 10.15 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, 2017 and the Statement of Profit and Loss of the Company for the financial year ended 31st March, 2017 together with the Cash Flow Statement & other Annexure thereof and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Peeyush Kumar Aggarwal (DIN 00090423), the 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 LLP, Chartered Accountants, New Delhi, (Registration No. 000978N/N500062) as the Statutory Auditors of the Company for the financial year ending 31st March, 2018, 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 an Ordinary Resolution.

“RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Meetings of Board and its Powers) Rules, 2014 and in terms of applicable provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 (including any amendment, modification or re-enactment thereof), and subject to such other approvals from such Authorities as may be required in this regard, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or otherwise disposing of any goods, materials or property or availing or rendering any services from related parties or appointment of such related party to any office or place of profit in the company or its associate companies, if any or reimbursement of any transaction or any other transaction of whatever nature with related parties:

Sr. No	Name of the Related Party	Relationship	Maximum Value of Transactions per annum with effect from April 01, 2017 (Rs. in lacs)
1	Mr. Peeyush Kumar Aggarwal	Promoter & Director of the Company	100.00*
2	Omkam Global Capital Pvt. Ltd.	Mr. Peeyush Kumar Aggarwal, Promoter & Director of the Company is also a Promoter & Director of Omkam Global Capital Pvt. Ltd.	200.00*
3	Omkam Developers Limited	Mr. Peeyush Kumar Aggarwal, Promoter & Director of the Company is also a Promoter & Director of Omkam Developers Limited.	800.00*
4	MPS Exim Pvt. Ltd.	Mr. Peeyush Kumar Aggarwal, Promoter & Director of the Company is also a Promoter & Director of MPS Exim Pvt Ltd.	100.00*

* Expected maximum annual value of transactions per related party over the year

“RESOLVED FURTHER THAT the board of directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effects to this Resolution.”

5. To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification (s) or re – enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Ms. Madhu Sharma (DIN 06947852), who was appointed as an Additional Woman Director of the Company in terms of Section 161(1) of the Companies Act, 2013 with effect from 31st January, 2017 and whose terms of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from the date of her appointment.”

**For and on Behalf of the Board of Directors of
Advik Laboratories Ltd.**

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

Date: 02nd September, 2017
Place: New Delhi

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 Saturday, 23rd September, 2017 to Friday, 29th September, 2017 (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, 2017 as a cut – off date to record the entitlement of the shareholders to cast their vote electronically at the 23rd 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, 2017 would record entitlement of the shareholders, who do not cast their vote electronically, to cast their vote at the 23rd AGM on 29th September, 2017.

The e-voting period will commence at 9.00 A.M. on 26th September, 2017 and will end at 05.00 P.M. on 28th September, 2017. The Company has appointed Mr. Kundan Agrawal (Membership No. FCS- 7631& CP No. 8325), 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 the Board of Directors of
Advik Laboratories Ltd.**

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

**Date: 02nd September, 2017
Place: New Delhi**

VOTING THROUGH ELECTRONIC MEANS

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 26th September, 2017 (9:00 AM) and ends on 28th September, 2017 (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, 2017 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	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (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 a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login 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) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xx) **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 Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) 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.
- (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, 2017 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. Kundan Agrawal (Membership No. FCS- 7631 & CP No. 8325), 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.

**For and on Behalf of the Board of Directors of
Advik Laboratories Ltd.**

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

**Date: 02nd September, 2017
Place: New Delhi**

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 4:

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings with the related parties of the Company. The provisions of Section 188(1) of the Companies Act, 2013 that govern the Related Party Transactions, require that for entering into any contract or arrangement as mentioned herein below with the related party, the Company must obtain prior approval of the Board of Directors and in case of the Company having a paid up capital of Rs. Ten Crores or more, prior approval of shareholders must be obtained for entering into following Related Party Transactions:

1. Sale, purchase or supply of any goods or materials,
2. Selling or otherwise disposing of, or buying, leasing of property of any kind,
3. Availing or rendering of any services,
4. Appointment of any agent for purchase or sale of goods, materials, services or property or otherwise disposing of any goods, materials or property or availing or rendering any services from related parties,
5. Appointment of such related party to any office or place of profit in the company or its associate companies, if any or reimbursement of any transaction or any other transaction of whatever nature with related parties.

The proviso to Section 188(1) also states that nothing in Section 188(1) will apply to any transaction entered into by the Company in the ordinary course of business and at arm's length basis. Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 has also prescribed seeking of shareholders' approval for material related party transactions.

The Company is inter alia engaged in the business of manufacturing, trading, import and export of pharmaceutical products. For the smooth functioning of the operations of the company, the company, from time to time, needs funds. Further, at times the excess funds are deployed in companies in which the Director(s) of the Company are interested. The deployments of funds in such companies are at an arm's length basis. The Promoter Director of the Company and his associate companies had been infusing and intends to infuse funds and intends to involve in other transactions as are mentioned in Section 188(1) of the Companies Act, 2013 and Rules 15 and 16 of Companies (Meetings of Board and its Powers) Rules, 2014 that may become material in nature as these transactions are likely to exceed 10% of the net worth of the Company or may exceed the other perimeters/criteria's as are mentioned in applicable Rules under Companies (Meetings of Board and its Powers) Rules, 2014 and amendments thereto.

All the proposed transactions put up for approval are in the ordinary course of business and at arm's length. Pursuant to the provisions of Section 188(1) of the Companies Act, 2013 and applicable Rules made thereunder and the SEBI (Listing and Disclosure) Regulations, 2015, the following contracts/arrangements/transactions are material in nature and require the approval of the unrelated shareholders of the Company by way of Ordinary resolution:

Sr. No	Name of the Related Party	Relationship	Maximum Value of Transactions per annum with effect from April 01, 2017 (Rs. in lacs)
1	Mr. Peeyush Kumar Aggarwal	Promoter & Director of the Company	100.00*
2	Omkam Global Capital Pvt. Ltd.	Mr. Peeyush Kumar Aggarwal, Promoter & Director of the Company is also a Promoter & Director of Omkam Global Capital Pvt. Ltd.	200.00*
3	Omkam Developers Limited	Mr. Peeyush Kumar Aggarwal, Promoter & Director of the Company is also a Promoter & Director of Omkam Developers Limited.	800.00*
4	MPS Exim Pvt. Ltd.	Mr. Peeyush Kumar Aggarwal, Promoter & Director of the Company is also a Promoter & Director of MPS Exim Pvt Ltd.	100.00*

The annual value of the transactions proposed is estimated on the basis of the Company's current transactions and future business projections.

The members are further informed that members of the Company being a related party or having any interest in the resolution as set out in Item No. 4 shall abstain on voting on this resolution whether the entity is a related party to the particular transaction or not.

The Board of Directors recommends the resolution set forth in Item No. 4 for approval of the Member as an Ordinary Resolution.

Except Promoter Director and other related parties to the extent of their shareholding interest in the Company, no other Director or Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise, in passing of this resolution.

Item No. 5:

The Board of Directors of the Company at its meeting held on 31/01/2017 had appointed Ms.Madhu Sharma as an Additional Director of the Company w.e.f. 31/01/2017 as per Section 161 of the Companies Act, 2013 and Rules made thereunder and as such she holds office upto the date of this Annual General Meeting.

The Company had pursuant to the provisions of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with the Stock Exchanges, appointed Ms.Madhu Sharma as an Independent Director.

Pursuant to the provisions of Section 149 & 150 of the Companies Act, 2013 and the Rules framed thereunder, which came into effect from 01st April, 2014, every listed public company is required to have atleast one-third of the total number of directors as Independent Directors, who are not liable to retire by rotation and have one woman Director.

The Board has recommended the appointment of Ms.Madhu Sharma as an Independent Director for a term of five years from the date of her appointment.

The Company has received notices in writing under Section 160 of the Companies Act, 2013 from a member alongwith deposit of requisite amount proposing her candidature for the office of Director.

Ms.Madhu Sharma has given a declaration to the Board that she meets the criteria of Independence as provided under Section 149(6) of the Act. In the opinion of the Board, Ms.Madhu Sharma fulfils the conditions specified in the Act and the Rules framed thereunder for her appointment as an Independent Director and she is Independent of the management. Copies of the draft letter for appointment of Ms.Madhu Sharma would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day. Ms.Madhu Sharma has given her consent to act as an Independent Director of the Company and has confirmed that she is not disqualified to act as a Director.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Ms.Madhu Sharma as an Independent Director is now being placed before the members for their approval.

A brief profile of Ms.Madhu Sharma is given below.

Ms. Madhu Sharma, aged 58 years, is a Bachelor of Arts from prestigious University. She has extensive experience of almost 23 Years in various aspects of management, viz., the field of marketing and general administration.

At present, Ms. Madhu Sharma is a Director in the following companies:

Sl. No.	Directorships in other Public Companies	Committee Details	Membership/Chairmanship
1	Interworld Digital Limited	Nil	Nil
2	MPS Infotecncs Limited	Nil	Nil
3	Polar Marmo Agglomerates Limited	Audit Committee Stakeholders Relationship Committee	Chairman Chairman
4	RCC Cements Limited	Nil	Nil

Ms.Madhu Sharma does not hold by herself or for any other person on a beneficiary basis, any shares in the Company as per declaration given by her.

The Board considers that her association would be of immense benefit to the Company and it is desirable to continue to avail services of Ms.Madhu Sharma as an Independent Director of the Company.

Except Ms.Madhu Sharma, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise in the resolution set out in Item No. 5. The Board of Directors recommends the resolution for approval by the members.

**For and on Behalf of the Board of Directors of Advik
Laboratories Ltd.**

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

**Date: 02nd September, 2017
Place: New Delhi**

Director's Report

Dear Members,

Your Directors are delighted to present the 23rd Annual Report of your Company together with the Audited Annual Accounts for the financial year ended 31st March, 2017.

1. Financial Results:

The Financial Performance of your Company for the year ended March 31, 2017 is summarized below

Particulars	(Amount in Lacs)	
	For the year ended	
	31.03.2017	31.03.2016
Revenue from operations	286.76	135.47
Profit/(Loss) before Depreciation & Income Tax	(683.97)	(57.18)
Less: Depreciation	59.03	62.49
Profit/(Loss) after depreciation	(742.99)	(119.67)
Less: Provision for Income Tax/Deferred Tax	(5.65)	(0.67)
Profit/(Loss) After Taxation	(737.34)	(119.00)
Add: Profit brought Forward	(12.85)	106.15
Less: Adjustment on account of Depreciation	--	--
Balance Carried over to Balance Sheet	(750.19)	(12.85)

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. Brief description of the Company's working during the year:

During the year under review, although company could not get export orders from its overseas buyers, but with the sincere efforts of the management to get the business for the company, the total revenue of the Company was increased by Rs. 148.85 Lacs. Further, during the year under review, your company has incurred huge expiry of raw material & finished goods worth of Rs. 648.79 lacs, which has adversely effected the profitability of the company. However, your Directors are putting their best efforts to improve the profitability of the Company in the current financial year.

The Pharmaceutical industry in India is the world's third-largest in terms of volume and stands 14th in terms of value. In terms of the global market, India currently holds a modest 1-2% share, but it has been growing at approximately 14% per year during the last four year. India gained its foothold on the global scene with its innovatively engineered generic drugs and active pharmaceutical ingredients (API), and it is now seeking to become a major player in outsourced clinical research as well as contract manufacturing and research. India also has a vast pool of trained pharmaceutical scientists, doctors and researchers, which opens up avenues for joint collaborative research for new drug discoveries along with joint intellectual property rights.

The Indian government's decision to allow 74 percent foreign direct investment into the drugs & pharmaceutical industry is expected to aid the growth of pharmaceutical industry in the country.

Your company is putting all its eyes to tap the overseas market and putting all its efforts to get export order from existing and prospective foreign buyers. Your 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 has 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. Public 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	N.A.
	(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:

M/s. RMA & Associates LLP, Chartered Accountants, New Delhi, the Statutory Auditors of the Company (Registration No. 000978N/500062), had been appointed 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 as per the provisions of Section 139(1) of the Companies Act, 2013.

Section 139(1) further provides that the appointment of statutory auditors shall be placed before the members at every AGM for ratification.

The Company has received a certificate from the auditors confirming that they are eligible for appointment as auditors of the Company under Section 139 of the Companies Act, 2013 and meet the criteria for appointment specified in Section 141 of the Companies Act, 2013 and SEBI Listing Regulations, 2015.

Based on the recommendations of the Audit Committee and as per the provisions of Section 139(1) of the Companies Act, 2013, the Board of Directors of your Company proposes to ratify the appointment of M/s RMA & Associates, Chartered Accountants, as the Statutory Auditors of the Company for F.Y. 2017-18.

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 2017-18 as per notification no. F.No.1/40/2013-CL-V dated 31.12.2014.

13. Auditors' Report:

The company always strives to present a unqualified Financial Statement. However, there are some observations on Auditor's Report at point no. 8 for 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 Company is putting all its efforts to repay the same 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 issued 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.

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

The extract of the annual return in Form No. MGT-9 is annexed herewith (**Annexure-1**).

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 requirement of Section 134 (3) (a) of the Companies Act, 2013 read with rule 8 of the 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-2**.

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

Retirement by Rotation

In accordance with the provisions of the Companies Act, 2013, Mr. Peeyush Kumar Aggarwal (DIN 00090423), Director of the Company, retires by rotation at the forthcoming AGM, and being eligible, offers himself for re-appointment.

Considering the background and experience of Mr. Peeyush Kumar Aggarwal, the Board is of the opinion that his reappointment will immensely benefit your Company. The Board recommends his reappointment.

Brief profile of the Mr. Peeyush Kumar Aggarwal, Director of the Company who is proposed to be re-appointed is mentioned herein below:

Mr. Peeyush Kumar Aggarwal, is a fellow Member of the Institute of Chartered Accountants of India. He has rich experience of over 31 years. A first generation Entrepreneur having a clear business vision and practicing a hands-off approach. He has mastered the art of Mergers & Acquisitions. His business interests today are in the areas of Information Technology; Telecom VAS; Digital Cinema ; Retail ; Broking (Shares, Commodities, Insurance) ; Real Estate ; Construction & Hospitality. In addition, he has had an extensive experience in strategic and feasibility consulting, preparing business plans, conducting due diligence, reviews and business valuation. He has had significant expertise in assisting Indian Companies in financial and management audits. He also has rich and vast experience in the field of Corporate Laws, Finance and Taxation, Project Management etc. He is an emerging Venture Capitalist who has helped several young entrepreneurs in establishing and growing their dream businesses

Details of his Directorship in other companies are as follows:-

Sl. No.	Directorships in other Public Companies	Committee Membership/Chairmanship	
1	M/s MPS INFOTECNICS LIMITED	Audit Committee Stakeholder's Relationship Committee	Member Chairman
2.	M/s INTERWORLD DIGITAL LIMITED	Audit Committee Stakeholder's Relationship Committee	Member -
3.	M/s ONUS PLANTATIONS AND AGRO LIMITED	-	-
4.	M/s OMKAM DEVELOPERS LIMITED	-	-

Mr. Peeyush Kumar Aggarwal is a Non-Executive Promoter Director of the Company and has, therefore, an interest, directly or indirectly, in the capital of the Company to the extent of his shareholding in the Company.

B. Appointment and Cessation:

Ms. Madhu Sharma, Director of the company resigned w.e.f. 24/01/2017 due to some personal reasons. However after receiving the request from the Board of Directors of the company and after due deliberations with the Board, she was again appointed as a Director of the Company w.e.f. 31/01/2017.

Further, Mr. BrahmDutt Sharma and Mr. Kamal Kishore Sharma resigned from the Board w.e.f. 03/11/2016 and 04/02/2017 respectively.

The Board places on records its appreciation towards sincere efforts made by them towards the growth of the company.

C. 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 Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, confirming that they meet with the criteria of independence as prescribed under the aforesaid Section and Regulation.

D. Formal Annual Evaluation:

In compliance with the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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. Structured questionnaires were used in the overall Board evaluation comprising various aspects of Board function.

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:

Nine meetings of the Board of Directors were held during the year on 30th May, 2016, 12th August, 2016, 03rd September, 2016, 03rd November, 2016, 14th November, 2016, 24th January, 2017, 31st January, 2017, 04th February, 2017 & 14th February, 2017.

A separate meeting of the Independent Directors was held on 14.02.2017.

20. Committees of the Board:

During the year under, in accordance with the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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:

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Structured questionnaires were used in the overall Board evaluation comprising various aspects of Board function.

The performance of the Board was evaluated by the Board on the basis of Performance Evaluation Policy formulated by the Board and 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. and on such further criteria as is set out in the Performance Evaluation Policy (as per Annexure -3) formulated by the Nomination and Remuneration Committee and approved by the Board to evaluate the performance of the Board and its Committees.

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 held on 14.02.2017, 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.

Based on the outcome of performance evaluation for the financial year 2016-17, further measures/actions have been suggested to improve and strengthen the effectiveness of the Board and its Committees.

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, 2017, the Board consisted of 4 members and out of which 1 (One) is an Executive Director, 2 are Non Executive Independent Directors including 1 Woman Director and 1 is a 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, of the Companies Act, 2013, adopted by the Board, is attached as **Annexure – 4** 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 website of the Company under the Investment Information head at the link http://www.advikindia.com/reports/policy/whistle_blower.pdf.

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

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

26. Contracts and arrangements with related parties:

All Related Party Transactions that were entered into during the financial year were on an arm's length basis. There were no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website http://www.advikindia.com/reports/policy/related_party.pdf. None of the Directors have any material pecuniary relationships or transactions with the Company. Pursuant to Section 134 (3)(h) of the Companies Act, 2013 and Rules made there under, particulars of transactions with related parties as required under section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2 is annexed herewith as "**Annexure-5**"

27. Secretarial Audit Report:

In terms of Section 204(1) of the Companies Act, 2013 and the rules made thereunder, M/s Kundan Agrawal & Associates was appointed as the Secretarial Auditor to undertake the Secretarial Audit of the Company for the F.Y. 2016-17. The report of the Secretarial Audit in Form MR -3 is annexed to and forms part of this Report as per **Annexure –6**

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

28. Corporate Governance:

Your Company has been benchmarking itself with well-established Corporate Governance practices besides strictly complying with the requirements of Regulation 17 to 27 and any other applicable Regulation of the SEBI under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

A separate "Report on Corporate Governance" together with requisite certificate obtained from Statutory Auditors of the Company, confirming compliance with the provisions of Corporate Governance as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed to this Report.

29. Directors' Responsibility Statement:

Pursuant to Section 134(3)(c) read with 134(5) of the Companies Act, 2013, the Board of Directors to the best of their knowledge and belief confirm that:

- (a) in the preparation of the annual accounts for the financial year ended 31st March, 2017, the applicable accounting standards had 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 i.e. on 31st March, 2017 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.

30. 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 – 7**.

During the year under review, none of the Directors of the Company has received remuneration from the Company.

The Nomination and Remuneration Committee of the Company has affirmed in its meeting held on 14/02/2017 that the remuneration paid to the Senior Management Employee/KMPs is as per the remuneration policy of the Company

31. 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 2016-17.

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.

32. 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.

33. 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.

34. Segment-wise performance:

The Company is into single reportable segment only.

35. Management Discussion and Analysis:

The Management Discussion and Analysis Report on the business of the Company and performance review for the year ended March 31, 2017, as stipulated in Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate report which forms part of the Report.

36. 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 the Board of Directors of
Advik Laboratories Ltd.**

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

**Date 02nd September, 2017
Place: New Delhi**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENT

The Indian pharmaceuticals market is the third largest in terms of volume and thirteenth largest in terms of value. Branded generics dominate the pharmaceuticals market, constituting nearly 70 to 80 per cent of the market. India is the largest provider of generic drugs globally with the Indian generics accounting for 20 per cent of global exports in terms of volume. Of late, consolidation has become an important characteristic of the Indian pharmaceutical market as the industry is highly fragmented.

India enjoys an important position in the global pharmaceuticals sector. The country also has a large pool of scientists and engineers who have the potential to steer the industry ahead to an even higher level. Presently over 80 per cent of the antiretroviral drugs used globally to combat AIDS (Acquired Immune Deficiency Syndrome) are supplied by Indian pharmaceutical firms.

The UN-backed Medicines Patent Pool has signed six sub-licences with Aurobindo, Cipla, Desano, Emcure, Hetero Labs and Laurus Labs, allowing them to make generic anti-AIDS medicine Tenofovir Alafenamide (TAF) for 112 developing countries. Owing to robust historical growth and future prospects, many MNC companies have active presence in the Indian pharma space.

Besides the domestic market, Indian pharma companies also have a large chunk of their revenues coming from exports. Major companies are focusing on the generics market in the US, Europe and semi-regulated markets; others are focusing on custom manufacturing for innovator companies. Biopharmaceuticals is also increasingly becoming an area of interest given the complexity in manufacture and limited competition.

India enjoys an important position in the global pharmaceuticals sector. The country also has a large pool of scientists and engineers who have the potential to steer the industry ahead to an even higher level.

Overall drug approvals given by the US Food and Drug Administration (USFDA) to Indian companies have nearly doubled to 201 in FY 2015-16 from 109 in FY 2014-15 an increase of 84 per cent as per analysis by USFDA.

FACTORS INFLUENCING GROWTH OF THE INDUSTRY

The Indian pharmaceutical industry ranks 14th in the world by value of pharmaceutical products. With a well-established domestic manufacturing base and low-cost skilled manpower, India is emerging as a global hub for pharma products and the industry continues to be on a growth trajectory. Moreover, India is significantly ahead in providing chemistry services such as analogue preparation, analytical chemistry, and structural drug design, thereby offering ample scope in contract research and other emerging segments in the pharmaceutical industry. Some of the major factors that would drive growth in the industry are as follows:

- **Increase in domestic demand:** More than half of India's population does not have access to advanced medical services and depend on traditional medicine practices. However, with increase in awareness levels, rising per capita income, change in lifestyle due to urbanization, and increase in literacy levels, demand for advanced medical treatment is expected to rise. Moreover, growth in the middle-class population would further influence demand for pharmaceutical products.
- **Rise in outsourcing activities:** Increase in the outsourcing business to India would also drive growth of the Indian pharmaceutical industry. Some of the factors that are likely to influence clinical data management and bio-statistics markets in India in the near future include: 1) its cost efficient research vis-à-vis other countries 2) highly-skilled labour base 3) cheaper cost of skilled labour 4) presence in end-to-end solutions across the drug-development spectrum and 5) robust growth in the IT industry.
- **Growth in healthcare financing products:** Development in the Indian financial industry has eased healthcare financing with products such as health insurance policy becoming popular. This has resulted in increase in healthcare spending, which in turn, has benefitted the pharmaceutical industry.
- **Demand from emerging segments:** Some of the emerging segments such as contract research and development, bio-pharma, clinical trials, bio-generics, medical tourism, and pharma packaging are also expected to drive growth of the Indian pharmaceutical industry.

SWOT ANALYSIS OF THE INDUSTRY

The SWOT analysis of the industry reveals the position of the Indian pharmaceutical industry in respect to its internal and external environment.

a) STRENGTHS

In India the cost of manufacturing pharma products are less and effective comparing to other countries. India has a strong manufacturing base. Due to the technology development the high skilled work force is available in India. The marketing and distribution system is also on the higher side in India by communication development. The diverse ecosystem also strengthens the sector.

- Higher GDP growth leading to increased disposable income in the hands of general public and their positive attitude towards spending on healthcare.
- Low-cost, highly skilled set of English speaking labour force and proven track record in design of high technology manufacturing devices.
- Growing treatment naive patient population.
- Low cost of innovation, manufacturing and operations.

b) WEAKNESSES

Even though the FDI limit is liberalized there is still less investment in research and development which has to be taken care of by the Industry and the government. The lack of co-ordination between the industry and academician is on the weak point. When comparing to other expenditures by households the expenditure incurred on health care is negligible. The manufacture of low and fake medicines which are having low quality is a threatening to this industry

- Stringent pricing regulations affecting the profitability of pharma companies.
- Poor all-round infrastructure is a major challenge.
- Presence of more un-organised players versus the organised ones, resulting in an increasingly competitive environment, characterised by stiff price competition.
- Poor health insurance coverage.

c) OPPORTUNITIES

Despite the weaknesses of the industry the growth of this industry is expected greatly because there is increased export potential. It is also expected that the export of generic drugs to the developed markets will be on the increase. There is immense scope to position India as a centre for international clinical trials. It is also expected that India will be a key player in global pharmaceutical R&D.

- Global demand for generics rising.
- Rapid OTC and generic market growth.
- Increased penetration in the non - metro markets.
- Large demand for quality diagnostic services.
- Significant investment from MNCs.
- Public-Private Partnerships for strengthening Infrastructure.
- Opening of the health insurance sector and increase in per capita income - the growth drivers for the pharmaceutical industry.
- India, a potentially preferred global outsourcing hub for pharmaceutical products due to low cost of skilled labour.

d) THREATS / RISKS AND CONCERNS

The product patent regime is one of the major threats to domestic Industry. To face this threat the industry is taking up R&D initiative aggressively. The Drug Price Control order made by the Government of India put undue pressure on product prices which affects the profitability of the pharmaceutical companies. The new MRP based excise duty regime is the threat for the small business companies.

- Wage inflation.
- Government expanding the umbrella of the Drugs Price Control Order (DPCO).
- Other low-cost countries such as China and Israel affecting outsourcing demand for Indian pharmaceutical products
- Entry of foreign players (well-equipped technology-based products) into the Indian market.

GOVERNMENT INITIATIVES

The implementation of the Goods and Services Tax (GST) is expected to be a game-changer for the Indian Pharmaceuticals industry. It will lead to tax-neutral inter-state transactions between two dealers, thereby reducing the dependency on multiple states and increasing the focus on regional hubs. It is expected to result in an efficient supply chain management, which is expected to reduce its cost considerably. The cost of technology and investment is expected to reduce on account of tax credit which can be availed now on the duties levied on import of costly machinery and equipment.

Some of the initiatives taken by the government to promote the pharmaceutical sector in India are as follows:

- The Government of India unveiled 'Pharma Vision 2020' aimed at making India a global leader in end-to-end drug manufacture. Approval time for new facilities has been reduced to boost investments.
- The government introduced mechanisms such as the Drug Price Control Order and the National Pharmaceutical Pricing Authority to deal with the issue of affordability and availability of medicines.
- Mr Ananth Kumar, Union Minister of Chemicals and Petrochemicals, has announced setting up of chemical hubs across the country, early environment clearances in existing clusters, adequate infrastructure, and establishment of a Central Institute of Chemical Engineering and Technology.

ROAD AHEAD

The Indian pharmaceutical market size is expected to grow to US\$ 100 billion by 2025, driven by increasing consumer spending, rapid urbanisation, and raising healthcare insurance among others.

Going forward, better growth in domestic sales would also depend on the ability of companies to align their product portfolio towards chronic therapies for diseases such as cardiovascular, anti-diabetes, anti-depressants and anti-cancers that are on the rise.

The Indian government has taken many steps to reduce costs and bring down healthcare expenses. Speedy introduction of generic drugs into the market has remained in focus and is expected to benefit the Indian pharmaceutical companies. In addition, the thrust on rural health programmes, lifesaving drugs and preventive vaccines also augurs well for the pharmaceutical companies.

OUTLOOK

Overall growth outlook for the Indian drugs and pharmaceutical industry appears positive. Pharma manufacturers are likely to benefit from rise in demand for generic products. Some of the factors that would drive growth in the domestic pharma industry are:

- 1) low cost operations
- 2) research-based processes
- 3) improvements in API and,
- 4) availability of skilled manpower.

The domestic formulations and bulk drugs markets are currently facing price pressure as benefits of cheaper drugs have been shifted to end-users and trade channels. Hence, consolidation, partnership and alliances are expected to gather momentum in the near future. Off patenting of branded drugs would increase demand for generic drugs. This provides immense opportunities to the Indian pharmaceutical companies especially given their prior experience in generic drug development. Some other factors such as high penetration in the global markets and increase of share in Abbreviated New Drug Application (ANDA) filings are likely to power growth of the formulations market. Major growth drivers for the Indian bulk drug industry include rise in demand for contract manufacturing, increase of share in Drug Master Files (DMF) filings and process innovation.

SEGMENT WISE PERFORMANCE

The Company is into single reportable segment only.

INTERNAL CONTROL SYSTEM

The Company has adequate internal audit and control systems. Internal auditors comprising of professional firm of Chartered Accountants has been entrusted with the job to regular conduct the internal audit and report to the

management the lapses, if any. Both internal auditors and statutory auditors independently evaluate the adequacy of internal control system. Based on the audit observations and suggestions, follow up, remedial measures are being taken including review thereof. The Audit Committee of Directors in its periodical meetings, review the adequacy of internal control systems and procedures and suggests areas of improvements.

In view of the changes in Companies Act, the Company has taken additional measures from the financial year 2014-15 to strengthen its internal control systems. Some of the additional measures in this regard are strengthening background verification process of new joiners, whistle blower policy and strengthening the process of risk assessment.

The organization is well structured and the policy guidelines are well documented with pre-defined authority. The Company has also implemented suitable controls to ensure that all resources are utilized optimally, financial transactions are reported with accuracy and there is strict adherence to applicable laws and regulations. The Company has put in place adequate systems to ensure that assets are safeguarded against loss from unauthorized use or disposition and that transactions are authorized, recorded and reported.

The Audit Committee of Directors in its periodical meetings reviews the adequacy of internal control systems and procedures and suggests areas of improvements. Needless to mention, that ensuring maintenance of proper accounting records, safeguarding assets against loss and misappropriation, compliance of applicable laws, rules and regulations and providing reasonable assurance against fraud and errors will continue to remain central point of the entire control system.

HUMAN RESOURCES

Human resource is considered as key to the future growth strategy of the Company and looks upon to focus its efforts to further align human resource policies and processes to meet its business needs. The Company aims to develop the potential of every individual associated with the Company as a part of its business goal. Respecting the experienced and mentoring the young talent has been the bedrock for the Company's growth.

Human resources are the principal drivers of change. They push the levers that take futuristic businesses to the next level of excellence and achievement.

CAUTIONARY STATEMENT

Investors are cautioned that this discussion contains statements that involve risks and uncertainties. Words like anticipate, believe, estimate intend, will, expect and other similar expressions are intended to identify "Forward Looking Statements". The company assumes no responsibility to amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events. Actual results could differ materially from those expressed or implied. Important factors that could make the difference to the Company's operations include cyclical demand and pricing in the Company's principal markets, changes in Government Regulations, tax regimes, economic developments within India and other incidental factors.

For and on Behalf of the Board of Directors of Advik Laboratories Ltd.

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

**Date : 02nd September, 2017
Place: New Delhi**

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2017

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	L74899HR1994PLC038300
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, SohnaDistt. 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 HarsukhdasMadangir, 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 :

S. No.	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: NOT APPLICABLE

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

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-2016]				No. of Shares held at the end of the year[As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	1957159	-	1957159	10.24	1957159	-	1957159	10.24	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	4902322	-	4902322	25.65	4902322	-	4902322	25.65	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-

Sub-total(A)(1):-	6859481	-	6859481	35.89	6859481	-	6859481	35.89	-
(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)	6859481	-	6859481	35.89	6859481	-	6859481	35.89	-
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) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	6001411	-	6001411	31.40	6116592	-	6116592	32.00	0.60
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	3322006	11280	3333286	17.44	3317203	11280	3328483	17.42	(0.02)
ii) Individual shareholders	2714824	-	2714824	14.21	2603202	-	2603202	13.62	(0.59)

holding nominal share capital in excess of Rs 1 lakh									
c) Others (specify)									
Non Resident Indians	15481	-	15481	0.08	16902	-	16902	0.09	0.01
Hindu Undivided Family	179651	-	179651	0.94	182201	-	182201	0.95	0.01
Clearing Members	7266	-	7266	0.04	4539	-	4539	0.02	(0.02)
Sub-total (B)(2):-	12240639	11280	12251919	64.11	12240639	11280	12251919	64.10	(0.01)
Total Public Shareholding (B)=(B)(1)+(B)(2)	12240639	11280	12251919	64.11	12240639	11280	12251919	64.10	(0.01)
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	19100120	11280	19111400	100.00	19100120	11280	19111400	100.00	-

II) Shareholding of Promoter-

Sn o.	Shareholder's Name	Shareholding at the beginning of the year [As on 1st-April-2016]			Shareholding at the end of the year [As on 31st-March-2017]			% change in share holding 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	Om kam Pharmaceuticals Pvt. Ltd.	4902322	25.65	-	4902322	25.65	3781147	-
2	Peeyush Kumar Aggarwal	1957159	10.24	-	1957159	10.24	-	-
	Total	6859481	35.89	-	6859481	35.89	3781147	-

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

Sl.N o.	Particulars	Shareholding at the beginning of the year [As on 1st-April-2016]		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the Year (1st-April-2016 to 31 st -March, 2017)	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1.M/s. Omkam Pharmaceuticals Private Limited								
	At the beginning of the year	4902322	25.65					

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	Nil	Nil	Nil
At the end of the year	4902322	25.65	Nil	Nil	Nil	4902322	25.65
2. Mr. Peeyush Kumar Aggarwal							
At the beginning of the year	1957159	10.24					
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	Nil	Nil	Nil
At the end of the year	1957159	10.24	Nil	Nil	Nil	1957159	10.24

**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-2016]		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the Year (1st-April-2016 to 31 st -March, 2017)	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1.M/s. Pataliputra International Limited								
	At the beginning of the year	2629000	13.76					
	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	Nil	Nil	Nil
	At the end of the year	2629000	13.76	Nil	Nil	Nil	2629000	13.76
2. M/s. Dhiru Builders And Promoters Pvt. Ltd.								
	At the beginning of the year	2629000	13.76					
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment /	Nil	Nil	13-	(25	Sell	2605270	13.63

	transfer / bonus/ sweat equity etc.)							
	At the end of the year	2605270	13.63				2605270	13.63
3. Mr. Sathya S								
	At the beginning of the year	525412	2.75					
	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	14-Oct-16	(525412)	Sell	Nil	Nil
	At the end of the year	Nil	Nil				Nil	Nil
4. Ms. Sangeetha S								
	At the beginning of the year	498670	2.61					
	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	14-Oct-16	498670	Sell	Nil	Nil
	At the end of the year	Nil	Nil				Nil	Nil
5. M/s.Sampark Securities Pvt. Ltd.								
	At the beginning of the year	203129	1.06					
	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	18-Nov-16	100	Purchase	203229	1.06
	At the end of the year	203229	1.06				203229	1.06
6. Ms. Pinky Sachdeva								
	At the beginning of the year	161150	0.84					
	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	Nil	Nil	Nil
	At the end of the year	161150	0.84	Nil	Nil	Nil	161150	0.84

7. Ms.Savitha S								
	At the beginning of the year	149220	0.78					
	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	14-Oct-16	149220	Sell	149220	0.78
	At the end of the year	Nil	Nil	Nil	Nil	Nil	Nil	Nil
8. M/s. Shanthi General Finance P Limited								
	At the beginning of the year	110280	0.58					
	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	Nil	Nil	Nil
	At the end of the year	110280	0.58	Nil	Nil	Nil	110280	0.58
9. Mr. KaramVir Singh								
	At the beginning of the year	98814	0.52					
	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	22-Apr-16		Sell	95114	0.50
				06-May-16		Sell	94614	0.50
				17-Jun-16		Sell	89614	0.47
				24-Jun-16		Sell	86614	0.45
				08-Jul-16		Sell	81614	0.43
				15-Jul-16		Sell	45889	0.24
				22-Jul-16		Sell	34609	0.18
				05-Aug-16		Sell	9981	0.05
				12-Aug-16		Sell	2550	0.01
				19-Aug-16		Sell	881	0.00
				19-Aug-16	(881)	Sell	0	0.00
	At the end of the year	Nil	Nil				Nil	Nil
10.Mr. Subramanian P								
	At the beginning of the year	93840	0.49					
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/	Nil	Nil	08-Apr-16	2700	Purchase	96540	0.51
				22-Apr-16	5950	Purchase	102490	0.54
				08-Jul-16	7200	Purchase	109690	0.57
				14-Oct-16	1173302	Purchase	1282992	6.71

	sweat equity etc.)							
	At the end of the year	1282992	6.71				1282992	6.71
11. M/s. Ethan Constructions Pvt. Ltd.								
	At the beginning of the year	38300	0.20					
	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	06-Jan-17	57710	Purchase	96010	0.50
				10-Feb-17	8473	Purchase	104483	0.55
				03-Mar-17	57916	Purchase	162399	0.85
				24-Mar-17	(41320)	Sell	121079	0.63
				31-Mar-17	200	Purchase	121279	0.63
	At the end of the year	121279	0.63				121279	0.63
12. Mr. SantoshPradeepBohra								
	At the beginning of the year	92100	0.48					
	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	Nil	Nil	Nil
	At the end of the year	92100	0.48	Nil	Nil	Nil	92100	0.48
13. Mr. VineetChawla								
	At the beginning of the year	85000	0.44					
	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	Nil	Nil	Nil
	At the end of the year	85000	0.44	Nil	Nil	Nil	85000	0.44
14. Mr. Rajesh Sudan								
	At the beginning of the year	68683	0.36					
	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	Nil	Nil	Nil
	At the end of the year	68683	0.36	Nil	Nil	Nil	68683	0.36

V) Shareholding of Directors and Key Managerial Personnel:

Sl.No.	Shareholding of each Directors and each Key Managerial Personnel*	Shareholding at the beginning of the year [As on 1st-April-2016]		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the Year (1st-April-2016 to 31 st -March, 2017)	
		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	1957159	10.24					
	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	Nil	Nil	Nil
	At the end of the year	1957159	10.24	Nil	Nil	Nil	1957159	10.24
2. Mr. Manoj Kumar Bhatia (Key Managerial Personnel)								
	At the beginning of the year	450	0.00					
	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	Nil	Nil	Nil
	At the end of the year	450	0.00	Nil	Nil	Nil	450	0.00

No other Directors/KMP holds Shares in the Company as on 31.03.2017.

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	66450743	0	0	66450743
ii) Interest due but not paid	6158577	0	0	6158577
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	72609320	0	0	72609320
Change in Indebtedness during the financial year				
* Addition	0			0
* Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the fin. year				
i) Principal Amount	66450743	0	0	66450743
ii) Interest due but not paid	6158577	0	0	6158577

iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	72609320*	0	0	72609320*

* Due to NPA of company accounts with IOB, Bank has not booked any interest on borrowings; accordingly company has not debited any interest in the book of accounts, during the year.

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 Amt.
		----	---	---	---	
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	0	240000	462000	702000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0

3	Sweat Equity	0	0	0	0
4	Commission	0	0	0	0
	- as % of profit	0	0	0	0
	others, specify...	0	0	0	0
5	Others, please specify	0	0	0	0
	Total	0	240000	462000	702000

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					

For and on Behalf of the Board of Directors of Advik Laboratories Ltd.

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

Date: 02nd September, 2017
Place: New Delhi

ANNEXURE "2" TO THE DIRECTOR'S REPORT

Information regarding Conservation of Energy, Technology Absorption and Foreign Exchange earnings & Outgo pursuant to Companies (Disclosures of Particulars in the Report of Board of Directors) Rules, 1988, forming part of Directors Report.

		Current Year	Previous Year
		2016-2017	2015-2016
A) CONSERVATION OF ENERGY			
I) Power and Fuel Consumption			
1) Electricity			
a) Purchased Unit (kwh)		171886	113560
Total amount		1848853	1296185
Rate/ Unit (Rs/Kwh)		10.76	11.41
b) Own generation			
i) Through Diesel			
Generator Unit (Kwh)		10800	2000
Unit per litre of Diesel oil (Kwh)		2.70	2.00
Cost/Unit (Rs/ Kwh)		20.40	24.69
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)	--	--
Foreign Exchange used	(Rs in lacs)	--	--

Performance Evaluation Policy

1. Introduction

The Advik Laboratories Limited (“The Company”) conducts its operations as per the directions provided by the Board of Directors within the framework laid down by the Companies Act, 2013 (“the Act”), the Articles of Association, Listing Agreement with stock exchanges and Code of Conduct and policies formulated by the Company for its internal execution. The Company’s Board of Directors is dedicated to act in good faith; exercise their judgment on an informed basis, in the best interest of the company and its stakeholders.

The Act provides that the Nomination and Remuneration Committee shall formulate the criteria for evaluation of performance of Independent Directors and the Board. Such an evaluation procedure will provide a fine system of checks and balances on the performance of the directors and will ensure that they exercise their powers in a rational manner. The Act further casts an obligation on part of the board of directors for evaluating the performance of independent directors. All the directors on the board of a company, except the independent director whose performance is being evaluated, will assess the performance of the independent director. Accordingly, a report of performance evaluation of each independent director of the company would be prepared, which would determine whether to extend or continue the term of appointment of the concerned independent director or not.

As one of the most important functions of the Board of Directors is to oversee the functioning of Company’s top management, this Board Performance Evaluation process aims to ensure individual directors (“Directors”) and the Board of Directors of the Company (“Board”) as a whole work efficiently and effectively in achieving their functions. This policy aims at establishing a procedure for conducting periodical evaluation of its own performance and individual directors. Hence, it is important that every individual Board Member effectively contributes in the Board deliberations.

2. Role of Board and Independent Directors

In conformity with the requirement of the Act, the performance evaluation of all the Independent Directors shall be done by the entire Board of Directors, excluding the director being evaluated.

The Independent Directors are duty bound to evaluate the performance of non – independent directors and Board as a whole. The independent directors of the Company shall meet at least once in a year to review the performance of the non- independent directors, performance of Chairperson of the Company and Board as a whole, taking into account the views of executive directors and non-executive directors.

3. Evaluation Criteria

The Board of Directors shall pay regards to the following parameters for the purpose of evaluating the performance of a particular director. In respect of each of the evaluation factors, various aspects have been provided to assist with the evaluation process in respect of performance of Board itself, and individual directors. Such evaluation factors may vary in accordance with their respective functions and duties. Evaluation of Independent Director shall be carried on by the entire Board in the same way as it is done for the Executive Directors of the Company except the Director being evaluated.

Appraisal of each Director of the Company shall be based on the criteria as mentioned herein below.

Rating Scale:

Performance	Rating
Excellent	4
Very Good	3
Good	2
Satisfactory	1
Not Satisfactory	0

Evaluation of Independent Directors

While evaluating the performance of Independent Directors following points needs to be considered.

Name of the Director being assessed: _____

Sr. No.	Assessment Criteria	Rating	Remarks/ Comments
1.	Attendance and participations in the meetings		
2.	Raising of concerns to the Board		
3.	Safeguard of confidential information		
4.	Rendering independent, unbiased opinion and resolution of issues at meetings.		
5.	Initiative in terms of new ideas and planning for the Company.		

6.	Safeguarding interest of whistle-blowers under vigil mechanism.		
7.	Timely inputs on the minutes of the meetings of the Board and Committee's, if any		
8.	Compliance with Article of Association, Companies Act, Listing Regulations & other laws applicable to the Company		
9.	Contribution to development of strategy and to risk management		
10.	Updatons with latest developments		
11.	Communications with Board members, senior management and others		

Evaluation of Non Independent/ Executive Directors

While evaluating the performance of Non-Independent Directors/ Executive Directors following point's needs to be considered:

Name of the Director being assessed: _____

Sr. No.	Assessment Criteria	Rating	Remarks/ Comments
1.	Leadership initiative		
2.	Initiative in terms of new ideas and planning for the Company		
3.	Professional skills, problem solving and decision making		
4.	Compliance with policies of the Company, ethics, Code of Conduct etc.		
5.	Reporting of frauds, violations etc.		
6.	Motivating employees, providing assistance & directions		
7.	Attendance and presence in meeting of Board, Committee and General Meeting.		
8.	Safeguarding of interest of whistle blowers under vigil mechanism.		
9.	Timely inputs of the minutes of the meetings of the Board and Committee, if any.		
10.	Compliance with Article of Association, Companies Act, Listing Regulations & other laws applicable to the Company		
11.	Contribution to development of strategy and to risk management		
12.	Updatons with latest developments		
13.	Communications with Board members, senior management and others		

Evaluation of Board of Directors

While evaluating the Performance of the Board of Directors as a whole, following points needs to be considered:

Sr. No.	Assessment Criteria	Rating	Remarks/ Comments
1.	The Board of Directors of the company is effective in decision making		
2.	The Board of Directors is effective in developing a corporate governance structure that allows and encourages the Board to fulfill its responsibilities.		
3.	The Company's systems of control are effective for identifying material risks and reporting material violations of policies and law.		
4.	The Board reviews the organization's performance in carrying out the stated mission on a regular basis.		
5.	The Board of Directors is effective in providing necessary advice and suggestions to the company's management.		
6.	Is the board as a whole up to date with latest developments in the regulatory environment and the market?		
7.	The information provided to directors prior to Board meetings meets your expectations in terms of length and level of detail.		
8.	Board meetings are conducted in a manner that encourages open communication, meaningful participation, and timely resolution of issues.		
9.	The Board Chairman effectively and appropriately leads and facilitates the Board meetings and the policy and governance work of the board.		
10.	The Board appropriately considers internal audit reports, management's responses, and steps towards improvement.		
11.	The Board oversees the role of the independent auditor from selection to termination and has an effective process to evaluate the independent auditor's qualifications and performance.		
12.	The Board considers the independent audit plan and provides recommendations.		

COMMITTEES OF BOARD

The Board has constituted the following committees:

1. Audit Committee;
2. Stakeholders Relationship Committee;
3. Nomination and Remuneration Committee;
4. Risk Management Committee

For evaluating the performance of each committee, the Board of Directors shall pay regards to the following aspects:

Sr. No.	Assessment Criteria	Rating	Remarks/ Comments
1.	Compliance with Article of Association, Companies Act, Listing Regulations & other laws applicable to the Company		
2.	Compliance with ethical standards & code of conduct of Company		
3.	Committee's accomplishments w.r.t. performance objectives		
4.	Redressal of complaints & grievances		
5.	Coordination with other committees and Board of Directors		
6.	Fulfillment of roles & responsibilities assigned to them		
7.	Adherence to Company's policies and internal procedures		

Evaluation of Key Management Personnel and Senior Executives

While evaluating the performance of Key Management Personnel and Senior Executives (other than Directors) following points shall be kept in mind:

Sr. No.	Assessment Criteria	Rating	Remarks/ Comments
1.	Abidance and behavior in accordance with ethical standards & code of conduct of Company.		
2.	Compliance with Article of Association, Companies Act, Listing Regulations & other laws. Applicable to the Company		
3.	Interpersonal and communication skills		
4.	Team work attributes		
5.	Safeguard of confidential information		
6.	Compliance with policies of the Company, ethics, code of conduct, etc.		
7.	Punctuality and other personality related aspects		

6. Review of the Policy

The Committee may amend the Policy, if required, to ascertain its appropriateness as per the needs of the Company.

7. Disclosure

Company will disclose details of its Board Performance Evaluation processes in its Board's report. The Board's report containing such statement shall indicate the manner in which formal evaluation has been made by the Board of its own performance and individual directors of the Company.

For and on Behalf of the Board of Directors of Advik Laboratories Ltd.

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

Date: 02nd September, 2017
Place: New Delhi

NOMINATION & REMUNERATION POLICY

(As amended w.e.f. 10th November, 2015)

1. Introduction

Pursuant to Section 178 of the Companies Act, 2013 and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of 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 Listing Regulations, 2015, 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:

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. 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.
3. To formulate the criteria for evaluation of performance of all the Directors on the Board;
4. To devise a policy on Board diversity; and
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 SEBI listing Regulations, 2015 and/or any other Act/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 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.

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 SEBI listing Regulations, 2015;

(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/ Setting Fees / Commission to Non-Executive / Independent Directors

1. Remuneration/ Setting Fees / Commission

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.

Non-Executive Directors/ Independent Director shall be paid a Setting Fees / Commission as may be decided by the Board of Directors from time to time subject to the limits specified in Companies Act, 2013 and other applicable laws/ Regulations.

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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 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.

**For and on Behalf of the Board of Directors of Advik
Laboratories Ltd.**

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

**Date: 02nd September, 2017
Place: New Delhi**

Form No. AOC-2

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis

a.

(a) Name(s) of the related party and nature of relationship	Omkam Global Capital Private Limited
(b) Nature of contracts/arrangements/transactions	Unsecured Loan
(c) Duration of the contracts / arrangements/transactions	01/04/2016 to 31/03/2017
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	Mr. Peeyush Kumar Aggarwal, Promoter Director of the Company is also a promoter director of Omkam Global Capital Private Limited (OGCPL). For the smooth functioning of the company as well as for day to day funds requirements, the company had been requesting (OGCPL) and OGCPL has been infusing the funds. The funds received by the company are repayable on demand and/or as and when the company has surplus fund. During the year under review a sum of Rs. 35,05,000/- had been infused by the OGCPL, which has been fully refunded/repaid at the end of the Financial year 2016-17 and nothing is pending/outstanding as on date.
(e) Justification for entering into such contracts or arrangements or transactions	Short Term fund required for day to day transactions
(f) date(s) of approval by the Board	03-09-2016
(g) Amount paid as advances, if any:	Nil
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	30-09-2016

(a) Name(s) of the related party and nature of relationship	Omkam Developers Limited
(b) Nature of contracts/arrangements/transactions	Unsecured Loan
(c) Duration of the contracts / arrangements/transactions	11/01/2017 to 12/01/2017
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	Mr. Peeyush Kumar Aggarwal, Promoter Director of the Company is also a promoter director of Omkam Developers Limited (ODL). For the smooth functioning of the company as well as for day to day funds requirements, the company had been requesting ODL and ODL has been infusing the funds. The funds received by the company are repayable on demand and/or as and when the company has surplus fund. During the year under review a sum of Rs. 50,000/- had been infused by the ODL, which has been fully refunded/repaid at the end of the Financial year 2016-17 and nothing is pending/outstanding as on date.
(e) Justification for entering into such contracts or arrangements or transactions	Short Term fund required for day to day transactions
(f) date(s) of approval by the Board	03-09-16
(g) Amount paid as advances, if any:	Nil
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	30-09-16

2. Details of material contracts or arrangement or transactions at arm's length basis:

(a) Name(s) of the related party and nature of relationship	Not Applicable
(b) Nature of contracts/arrangements/transactions	
(c) Duration of the contracts / arrangements/transactions	
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	
(e) Date(s) of approval by the Board, if any:	
(f) Amount paid as advances, if any:	

For and on Behalf of the Board of Directors of Advik Laboratories Ltd.

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

**Date: 02nd September, 2017
Place: New Delhi**

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2017

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

To
The Members
M/s Advik Laboratories Limited
138, Roz- Ka- Meo Industrial Area,
Sohna Gurgaon,
Haryana-122103

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s 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.

We report that:

- a) Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- b) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion. We have not verified the correctness and appropriateness of the financial records and Books of the Company.
- c) Where ever required, we have obtained the Management representation about the compliances of laws, rules and regulations and happening of events etc. The compliance of the provisions of the Corporate and other applicable laws, rules, regulations, standards is the responsibility of management.

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 31st March, 2017 ('Audit Period') 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 31st March, 2017 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 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28 October 2014;

- (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.
- (vi) Indian Stamp Act, 1899;
 - (vii) Indian Contract Act, 1872;
 - (viii) Income Tax Act, 1961 and indirect tax laws;
 - (ix) Central Excise and Service Tax Act;
 - (x) Central and State Sale Tax/Value Added Tax Laws;
 - (xi) Applicable Labour Laws; and
 - (xii) Other applicable Laws;

Having regard to the compliance system prevailing in the Company and on the basis of presentation and Reports made by Compliance Auditors and Internal Auditors of the Company, we further report that the Company has adequate system to ensure the compliance of the other applicable laws specifically to the Company.

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

- Secretarial Standards issued by The Institute of Company Secretaries of India.
- Listing Agreements with Stock Exchanges in India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc.

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 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 generally 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. All decisions at Board Meetings and Committee Meetings are carried out by majority as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be. But some documents, registers, files are needed to be maintained in more improvised and updated manner. Further improvements will be appreciated.
- All decisions at Board Meetings and Committee Meetings are carried out by majority as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that based on the information received and records maintained 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 KundanAgrawal & Associates
Company Secretaries
FRN: S2009DE113700

Sd/-
KundanAgrawal
Company Secretary
Membership No. 7631
C.P. No. 8325

Place: Delhi
Date: 30th May, 2017

Annexure – 7

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 2016-17, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2016-17 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 2016-17 (Rs. In Lacs)	% Increase in Remuneration in the Financial Year 2016-17	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 2016-17 is Rs. 742.99Lacs as compare to loss of Rs. 119.00Lacs for the financial year 2015-16.
2.	Mr. Peeyush Kumar Aggarwal Non Executive Director	NIL	Not Applicable	Not Applicable	
3.	Mr. Manoj Kumar Jain Independent Director	Not Applicable	Not Applicable	Not Applicable	
4.	Ms. Madhu Sharma Independent Director	Not Applicable	Not Applicable	Not Applicable	
5.	Mr. Manoj Bhatia Chief Financial Officer	4.62 Lacs	NIL	Not Applicable	Loss for the financial year 2016-17 is Rs. 742.99Lacs as compare to loss of Rs. 119.00 Lacs for the financial year 2015-16.
6.	Ms. Pooja Chuni Company secretary	2.40 Lacs	NIL	Not Applicable	Loss for the financial year 2016-17 is Rs. 742.99Lacs as compare to loss of Rs. 119.00 Lacs for the financial year 2015-16.

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 8% in the median remuneration of employees;
- iii. There were 23 permanent employees on rolls of Company as on March 31, 2017;
- iv. Relationship between average increase in remuneration and company performance – The Company incurred a net loss for the year 2016-17 of 742.99lacs, whereas the increase in median remuneration was 8%. 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, 2017 was Rs. 1528.91lacs as compared to market capitalization of Rs. 1102.73 lacs on March 31, 2016.
 - b) Price Earnings ratio of Company was (2.07) as at March 31, 2017 and was (9.31) as at March 31, 2016.
 - c) The closing price of the Company's equity shares on the BSE as on March 31, 2017 was Rs. 8.00/- 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. 2016-17 was 8%
- 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.

For and on Behalf of the Board of Directors of Advik Laboratories Ltd.

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

Date **02nd September, 2017**
Place: **New Delhi**

Report on Corporate Governance

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.

Corporate Governance to the Company is not just a compliance issue but central guiding principle for everything it does. It’s a way of thinking, way of conducting business and a way to steer the organization to take on challenges for now and for the future. The following report on the implementation of the Corporate Governance code is a sincere effort of the Company to follow the Corporate Governance Principles in its letter and spirit.

Your Directors are committed to good Governance practices and the company has been sharing all important information about its various business segments and operations of the company through Directors Report, Quarterly Results, Chairman’s Statement and Annual Reports. Further as required by the listing agreement, report on Corporate Governance is given below:

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 four members, comprising of one Managing Director, one Non Executive Promoter Director and two Non-Executive Independent Directors including one Woman Director. The Board’s composition meets the stipulated requirements of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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 31st March, 2017 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, Nine Board Meetings were held on 30th May, 2016, 12th August, 2016, 03rd September, 2016, 03rd November, 2016, 14th November, 2016, 24th January, 2017, 31st January, 2017, 04th February, 2017 & 14th February, 2017.

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

Name	Category and Designation	No. of Board Meeting		Whether attended last AGM Yes/No	No. of Committees of Chairmanship/Membership of other Board Committees*		Number of other Directorships Held Public	No. of Shares and convertible instruments held by Executive/ Non-Executive Directors
		Held	Attended		Chairman	Members		
Mr. Peeyush Kumar Aggarwal	Non-Executive, Promoter Director	9	9	Yes	1	2	4	19,57,159
Mr. Sachin Garg	Executive Director	9	9	Yes	0	0	2	NIL
Mr. Manoj Kumar Jain	Non-Executive Independent Director	9	9	Yes	3	1	2	NIL
Ms. Madhu Sharma	Non-Executive, Independent Director	9	8	Yes	2	3	5	NIL

* As per the requirements of Regulations 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Chairmanship and Membership of the Audit Committee and Stakeholders' Relationship Committees in other Public Limited Companies is mentioned only.

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.

Relationship between Directors

None of the Directors are related to each other.

Induction and Familiarization Programme 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, rights and responsibilities, nature of business model of the Company, etc.

The Details of the familiarization programme held for the Independent Directors are available on the Company's website i.e. http://www.advikindia.com/reports/policy/fpi_directors.pdf.

Independent Directors' Meeting

In compliance with Section 149(8) of the Companies Act, 2013, read alongwith Schedule IV of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, one separate meeting of Independent Directors of the Company was held on 14.02.2017.

All the Independent Directors were present at the meeting.

Performance Evaluation

In compliance with the provisions of the Companies Act, 2013 and as per the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has 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 and other criteria as set out in Performance Evaluation Policy.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board. 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 Regulation 18 and Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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.

During the year under review, Five Audit Committee Meetings were held on 30th May, 2016, 12th August, 2016, 03rd September, 2016, 14th November, 2016 and 14th February, 2017. The Committee is headed by a Non-Executive Independent Director. The Chairman of the Audit Committee was present at the last AGM held on 30.09.2016.

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

Name of the Director	Category	Number of meetings during the financial year 2016-17	
		Held	Attended
Mr. Manoj Kumar Jain (inducted as member w.e.f. 03.11.2016)	Chairman, Non-Executive, Independent Director	5	2
Mr. Kamal Kishore Sharma (resigned w.e.f. 04.02.2017)	Chairman, Non-Executive & Independent Director	5	4
Mr. Sachin Garg	Executive Director	5	5
Ms. Madhu Sharma (inducted as member w.e.f. 04.02.2017)	Non-Executive, Independent Director, Member	5	1
Mr. BrahmDutt Sharma (resigned w.e.f. 03.11.2016)	Non-Executive & Independent Director	5	3

The Company Secretary of the Company also acts as the Secretary of the Audit Committee.

II. Nomination and Remuneration Committee

The constitution and terms of reference of the Committee are as per the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 and Part D of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The broad terms of reference of the Nomination and Remuneration Committee (NRC), inter alia, are as follows:

- Formulation of criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to the remuneration of directors, key managerial personnel and other employees..
- Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors.
- Devising a policy on diversity of board of directors.
- 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 of Directors their appointment and removal
- whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

Two meetings of Nomination and Remuneration Committee were held on 31st January, 2017 and 14th February, 2017.

The Composition of the Nomination and Remuneration Committee (NRC) as on March 31, 2017 and the attendance of each member at the Committee Meetings are as given below:

Name of Members	Status	Number of meetings during the financial year 2016-17	
		Held	Attended
Mr. Manoj Kumar Jain (w.e.f. 03.11.2016)	Chairman	2	2
Mr. Kamal Kishore Sharma (resigned w.e.f. 04.02.2017)	Member	2	1
Mr. Peeyush Kumar Aggarwal (appointed as member w.e.f. 04.02.2017)	Member	2	1
Ms. Madhu Sharma	Member	2	1
Mr. BrahmDutt Sharma (resigned w.e.f. 03.11.2016)	Member	2	0

Performance Evaluation

The Nomination and Remuneration Committee had laid down the criteria for performance evaluation of Independent Directors and other Directors, Board of Directors and Committees of the Board of Directors. The assessment was carried on the basis of following criteria:

- Valuable Input Provided;
- Dedication and Commitment;
- Industry Knowledge;
- Raising of Concern;
- Compliances under Companies Act;

6. Contribution to development of strategy and to risk management.
7. Updatons with the latest developments.
8. Communication with other Board members, senior management and others

Remuneration of Directors

During the year under review, none of the Non-Executive Directors has entered into pecuniary relationship or transaction with the Company.

The detailed criteria for making remuneration to Non- executive Director is mentioned in the Nomination and Remuneration Policy of the Company and is displayed at the website of the Company at http://www.advikindia.com/reports/policy/nomination_remuneration.pdf. At present, none of the Non- Executive Directors is drawing any remuneration from the Company.

Mr. Peeyush Kumar Aggarwal, Non-Executive Promoter Director of the Company holds 1957159 equity shares of the Company as on 31st March, 2017. Apart from the Peeyush Kumar Aggarwal, none of the Directors hold any equity shares of the Company.

During the financial year 2016-17, no Stock Options were granted to any of the Directors. Further, none of the Directors is getting remuneration from the Company.

III. Stakeholders’ Relationship Committee:

In Compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations, the Board has formed an “Stakeholders’ Relationship Committee”. Stakeholders’ Relationship Committee reviews the redressal of grievances of stakeholders pertaining to the requests/complaints of the shareholders related to transfer/transmission of shares, Dematerialization/ Rematerialisation of shares, non-receipt of annual reports, non-receipt of dividend, recording the change of address and to deal with all related matters. The Minutes of the Committee are circulated to the Board of Directors.

The committee met 2 times during the year i.e as on 03rd September, 2016 and 14th February, 2017.

The Composition of the Committee as on 31st March, 2017 and details of attendance of the Committee members at the meetings are given in the following table:

Name of Members	Status	Number of meetings during the financial year 2016-17	
		Held	Attended
Mr. Manoj Kumar Jain (Member w.e.f. 04.02.2017)	Chairman	2	1
Mr. Kamal Kishore Sharma (Member till 04.02.2017)	Member	2	1
Mr. SachinGarg	Member	2	2
Ms. Madhu Sharma (from 03.11.2016 till 24.01.2017)	Member	2	0
Mr. BrahmDutt Sharma (Member till 03.11.2016)	Member	2	1

Details of Investor complaints received and redressed during the Financial Year 2016-17 are as follows:

Opening Balance	Received during the year	Resolved during the year	Closing Balance
NIL	NIL	NIL	NIL

IV. Risk Management Committee

The Risk Management Committee’s constitution and terms of reference are in compliance with provisions of the Companies Act, 2013 and Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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 2016-17, the Risk Management Committee met once on 31st March, 2017.

The Composition of the Risk management Committee as at March 31, 2017 and the attendance of each member at the Committee Meetings are as given below:

Name of Members	Status	Number of meetings during the financial year 2016-17	
		Held	Attended
Mr. SachinGarg	Chairman	1	1
Mr. Peeyush Kumar Aggarwal	Member	1	1
Mr. Kamal Kishore Sharma(member till 04.02.2017)	Member	1	0

Annual General Meetings

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

Year	Date	Venue	Time
2014	30.09.2014	138, Roz KaMeo Industrial Area, Sohna, Distt.Mewat, Haryana- 122103	10.00 A.M.
2015	29.09.2015	138, Roz KaMeo Industrial Area, Sohna, Distt.Mewat, Haryana- 122103	10.00 A.M.
2016	30.09.2016	138, Roz KaMeo Industrial Area, Sohna, Distt.Mewat, Haryana- 122103	11.30 A.M.

Special Resolutions passed during the last three Annual General Meetings:

The following special resolutions have been passed by the shareholders of the company in the previous three Annual General Meeting:

Sr. No.	Particulars of Special Resolutions passed	AGM Details
1.	Appointment of Mr. SachinGarg as a Managing Director	20th AGM held on 30.09.2014
2.	Creation of mortgage/ Hypothecation/ charge etc on the movable and immovable properties of the Company.	20th AGM held on 30.09.2014
3.	Authorisation for the borrowing limits u/s 180(1)(c) of the Companies Act, 2013	21st AGM held on 29.09.2015
4.	Authorisation for Related Party Transaction u/s 188 of the Companies Act, 2013	22nd AGM held on 30.09.2016

Postal Ballot

During the year under review, no resolution was passed through Postal Ballot. None of the Businesses proposed to be transacted at the ensuing Annual General Meeting require passing of a special resolution through Postal Ballot.

Means of Communication

The quarterly audited/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 conclusion of the Board Meetings.

The Company regularly publishes its Audited/Unaudited Financial Results, Notices of Board Meeting, E voting Notice and other Communications in either of the following Newspapers:

- For English Edition- Business Standard and Financial Express.
- For Hindi Edition- Business Standard and Jansatta.

The Company's website www.advikindia.com contains a separate section "Investor Information" where information for shareholders is available. The Company's website displays the information as stipulated under Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2016 such as Quarterly/Annual Financial Results, Annual Reports, Quarterly Corporate Governance Report, Shareholding Pattern, Policies, Investors' Contact details etc.

In addition, the Company makes use of this website for publishing official news release, if any.

General Shareholders' Information

Details of 23rd Annual General Meeting of the Company

Day & Date	Friday 29 th September, 2017
Time	10:15 A.M.
Venue	138, Roz KaMeo Industrial Area, Sohna, Distt. Mewat, Haryana- 122103

Calendar for the financial year ending 31st March, 2018

Financial Reporting for the	Tentative time frame
First quarter ended 30th June, 2017	First fortnight of September, 2017
Second quarter ending 30th September, 2017	First fortnight of November, 2017
Third quarter ending 31st December, 2017	First fortnight of February, 2018
Fourth quarter ending 31st March, 2018	By the end of May, 2018

Date of Book Closure

From 23rd September, 2017 to 29th September, 2017 (both days Inclusive) for the purpose of Annual General Meeting.

Listing on Stock Exchanges

Name and Address of the Stock Exchanges	Stock Code
The Bombay Stock Exchange Ltd (BSE) 1st Floor, P.J. Towers, Dalal Street, Mumbai-400001	Scrip Code- 531686
Ahmedabad Stock Exchange Limited, 1st Floor, Kamdhenu Complex, Opp. Sahajanand College Panjara Pole Ahmedabad - 380015	Scrip Code- 01636

Listing Fees

The Listing Fees of the Bombay Stock Exchange (BSE) is pending. The Company is in the process of making the payment of the same.

CIN Number: L74899HR1994PLC038300

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) and Ahmedabad Stock Exchange Ltd. (ASE). Since there was no trading in the shares of the company at ASE, the share price market data is not available from ASE.

The monthly high and low quotations of equity shares traded on the Bombay Stock Exchange Limited during the financial year 2016-17 are as follows:

Share prices on Bombay Stock Exchange Limited (BSE Ltd.)* are as under:-

Month	High Price (Rs.)	Low Price (Rs.)	Total No. of Equity Shares traded
Apr 16	6.30	5.09	54,901
May 16	8.04	5.61	1,05,517
Jun 16	6.78	5.47	1,17,423
Jul 16	6.13	5.00	1,57,154
Aug 16	5.61	4.50	1,11,891
Sep 16	5.70	4.66	1,05,444
Oct 16	6.50	4.52	1,32,474
Nov 16	7.25	4.56	70,878
Dec 16	6.30	4.85	1,67,172
Jan 17	7.69	5.92	72,556
Feb 17	9.02	7.80	2,08,726
Mar 17	8.63	5.95	1,49,650

*Source: BSE 's Website

The Equity Shares of the company have not been suspended from trading by SEBI and/or Exchanges, where the shares of the Company are listed.

Name and Address of the Registrar and Share Transfer Agent (RTA):

Beetal Financial & Computer Services (P) Ltd.

Beetal House, 3rd Floor, 99, Madangir

Behind Local Shopping Centre,

Near Dada HarsukhdasMandir

New Delhi -110 062

Tel: 91-11-29961281/82

Fax: 91-11-29961284

Email id: beetalrta@gmail.com

Change in Registrar and Share Transfer Agent (RTA):

Please note that the Board of Directors of the company in its meeting held on 20/06/2017 has approved the change of Registrar and Share Transfer Agent (RTA) of the company from Beetal Financial & Computer Services (P) Ltd. to Mas Services Limited. The steps for the change in RTA as mentioned hereinabove has already been initiated by the company. The details of new RTA are as follows:-

MAS Services Limited

T-34, IInd Floor

Okhla Industrial Area

Phase-II, New Delhi 110020

Tel :-011-26387281/82/83

Fax no.: +91-11-2638 7384

E-mail:info@masserv.com

Share Transfer System:

The Company's equity shares which are in dematerialized form are transferable through the dematerialized system. Equity Shares in physical form are processed by Registrar and Share Transfer Agent, M/s. Beetal Financial & Computer Services (P) Ltd and approved by the Shareholders' Relationship Committee of the Board.

Reconciliation of Share Capital Audit Report:

A practicing Company Secretary carried out reconciliation of share capital audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit report confirms that the total issued/ paid up capital is in consonance with the total number of shares in physical form and the total number of dematerialized shares held with the depositories.

Distribution of Shareholding as on 31st March, 2017:

Nominal Value of Each Share : Rs. 10

Share or Debenture holding Nominal Value (Rs.)	Number of Shareholders	% to Total Numbers	Share or Debenture holding Amount (Rs.)	% to Total Amount
1	2	3	4	5
Up To 5,000	3289	67.04	786701	78,67,010
5001 To 10,000	841	17.14	763095	76,30,950
10001 To 20,000	379	7.72	631447	63,14,470
20001 To 30,000	132	2.69	347932	34,79,320
30001 To 40,000	42	0.85	156093	15,60,930
40001 To 50,000	65	1.32	312170	31,21,700
50001 To 1,00,000	88	1.79	647046	64,70,460
1,00,000 and Above	70	1.42	15466916	15,46,69,160
Total	4906	100	19111400	19,11,14,000

Dematerialisation 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 Limited (NSDL) and Central Depository Services (India) Limited (CDSL). M/s. Beetal Financial & Computer Services (P) Ltd. is the Registrar and Transfer Agent of the Company for the purposes of electronic connectivity for effective dematerialization of shares. As of 31st March, 2017 shares comprising approximately 99.94% of the Company's Equity Share Capital have been dematerialized.

Status of Dematerialised Shares as on 31st March, 2017 (Equity ISIN No. INE 537C 01019)

Shares Held through	No. of Shares	Percentage of Holding
NSDL	13751228	71.95
CDSL	5348892	27.99
Physical	11280	0.06
Total	19111400	100.00

Shareholding Pattern of the Company as on 31st March, 2017

Category	No. of Shares held	% of share holding
A. Promoters' holding		
Promoters		
Indian Promoters		
• Individual	19,57,159	10.24
• Bodies Corporates	49,02,322	25.65
Foreign Promoters	Nil	Nil
2. Persons Acting in Concert	Nil	Nil
Sub-total (A)	6859481	35.89
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. FII's	Nil	Nil

Sub-total	Nil	Nil
4. Non Institutional Investors		
a. Bodies Corporate	61,16,592	32.00
b. individuals		
-Individual shareholders holding nominal share capital up to Rs. 2 Lakhs	36,78,253	19.25
-Individual shareholders holding nominal share capital up in excess of Rs. 2 Lakhs		
c. Any Other	22,53,432	11.79
NRI	16,902	0.09
Hindu Undivided Family	1,82,201	0.95
Clearing Members	4,539	0.02
Sub-total (B)	1,22,51,919	64.11
Grand Total (A)+(B)	1,91,11,400	100.00

ADRs/GDRs/Warrant:

The Company has not issued any ADRs/GDRs/Warrants or any other convertible instruments during the year under review.

Commodity Price Risk or Foreign Exchange Risk And Hedging Activities:

The Company is not involved into any activities relating to commodities price risks and hedging thereof.

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.

Address for Correspondence**Corporate Office:-**

Advik Laboratories Limited
807, Arunachal Building,
19, Barakhamba Road,
Connaught Place,
New Delhi – 110001
Phones: 011 – 42424884
Fax: 011 – 43571047
Email id: mail@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
Phone: 011 – 42424884
Fax: 011 – 43571047
Email id: mail@advikindia.com

The Company is also maintaining a separate e-mail id. investor@advikindia.com 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.

Prohibition of Insider Trading:

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

CEO/CFO Certification:

The Managing Director and Chief Financial Officer of the company has issued certificate pursuant to Regulation 17(8) read with Part B of Schedule II of the Listing Regulations certifying that the financial statements and the cash flow statement do not contain any untrue statements and these statements represent a true and fair view of the Company's affairs. The same is annexed to this Report.

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 and as per the Schedule V (E) of the SEBI (LODR) Regulations, 2015. The same is annexed to this report.

Disclosures:

- (i) There were no transactions of the material nature with the related parties during the year that may have potential conflict with the interests of the Company at large. The policy on related party transaction is available in the website of the Company i.e. http://www.advikindia.com/index.php?option=com_content&view=article&id=56&Itemid=57.
- (ii) There was no instance of non-compliance and no penalties or strictures were imposed on the Company by any Stock Exchanges or SEBI or any other Statutory Authorities on any matter related to the Capital Markets during the last three years.
- (iii) The Company has formulated a Whistle Blower Policy to establish a Vigil Mechanism for directors and employees of the Company. The Whistle Blower Policy/Vigil Mechanism policy is available in the website of the Company i.e. http://www.advikindia.com/reports/policy/whistle_blower.pdf. Further, no employee has been denied access to the Audit Committee.
- (iv) The Company has complied with all the mandatory requirements of Corporate Governance of the Listing Regulations as are applicable to the company. The Company also endeavors to follow Non-Mandatory requirements.
- (v) The Company is not involved into activities relating to commodity price risks and hedging thereof

Details of Compliance with mandatory requirements and adoption of non-mandatory requirements of the Listing Regulations:

The Company has complied with all the Mandatory requirements as prescribed under the erstwhile Listing Agreement and Listing Regulations, to the extent applicable, including Corporate Governance requirements as specified under Regulation 17 to 27 and Clause (b) to (i) of Sub- Regulation (2) of Regulation 46 of the Listing Regulations as applicable to the Company.

A Certificate from M/s. RMA and Associates, the statutory auditors of the company confirming compliance with the conditions of corporate governance as specified under Schedule V (E) of the Listing Regulations is annexed to this Report. Further, the Company has also complied with all requirements about disclosures in the Corporate Governance Report, as specified in sub para (2) to (10) of Clause C of Schedule V of the Listing Regulations.

Non- Mandatory requirements of Regulation 27(1) and Part E of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

1. The quarterly/half yearly results are not sent to the shareholders. However, the same are published in the newspapers and also posted on the Company's website.
2. The Company's Financial Statement for the Financial Year 2016-17 do not contain any audit qualification.
3. The Internal Auditors report to the Audit Committee.

Disclosure of Accounting Treatment:

There is no deviation in following the treatment prescribed in the Accounting Standards in preparation of Financial Statements of the Company for the year ended on March 31, 2017.

Green Initiative in Corporate Governance:

The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in Corporate Governance" by allowing service of documents by a Company to its Members through electronic mode. The move of the Ministry allows public at large to contribute to the green movement.

Keeping in view the underlying theme, the Company will continue to send various communications and documents like notice calling general meetings, audited financial statements, directors' report, auditor's report etc., in electronic form, to the email address provided by the members to the Depositories or to the Company.

To support this green initiative in full measure, members who have not registered their E-mail address and PAN Number. Sofar, are requested to register their E-mail address and PAN Number, in respect of electronic holdings with the Depository through their concerned Depository Participant. Members who hold shares in physical form are requested to fill their e-mail address and PAN Number for our records in the registration form which can be downloaded from the Company's website i.e. www.advikindia.com for sending the documents in electronic form or else sent a request letter directly to the Company mentioning their E-mail address and PAN No. along with self-attested copy of their PAN Card.

Dematerialization of Shares:

Shareholders are requested to convert their physical holding to demat/electronic form through any of the Depository Participants to avoid any possibility of loss, mutilation etc. of physical share certificates and also to ensure safe and speedy transaction in securities.

Consolidation of Multiple Folios:

Shareholders, who have multiple folios in identical names, are requested to apply for consolidation of such folios and the relevant share certificates to the Company/its Registrar and Transfer Agent.

Update of Registered Address with the Company:

Shareholders are requested to update their addresses registered with the Company directly through the Share Transfer Agent, to receive all communications promptly. Shareholders holding shares in electronic form are requested to deal only with their Depository Participants in respect of change of address.

Code of Conduct

The Company has laid down a Code of Conduct for all Board Members and Senior Management Personnel. The Code of Conduct is also available on the website of the Company. All Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the year under review.

Declaration of Compliance of the Code of Conduct in terms of Schedule V of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

" In terms of Schedule V of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and as per affirmation received from the Directors and the Members of Senior Management Personnel of the Company, I hereby declare that Directors & the Members of Senior Management of the Company have complied with the Code Of Conduct during the F.Y. 2016-17.

**For and on Behalf of the Board of Directors of
Advik Laboratories Ltd.**

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

Date **02nd September, 2017**
Place: **New Delhi**

AUDITOR' S CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE

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, 2017 as per the provisions of SEBI (Listing Obligations & Disclosures Requirement) Regulations, 2015 (Listing Regulations) as referred to in Regulation 15(2) and Regulations 17 to 27 and other applicable Regulations and Schedules thereof of the Listing Regulations for the Financial Year 2016-17.

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 SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, as applicable.

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 LLP
Chartered Accountants
Firm Reg. No. 000978N/N500062**

**Sd/-
Pankaj Chander
Partner
Membership No. 089065**

**Place : New Delhi
Dated :30th May, 2017**

CEO/CFO Certification

This is to certify to the Board that:

- a. We have reviewed the Financial Statements and the Cash Flow Statement for the year ended March 31, 2017 and that to the best of our knowledge and belief state that:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or volatile of the Company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the Auditors and the Audit Committee:
 - i. significant changes in internal control over financial reporting during the year, whenever applicable;
 - ii. significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. that there were no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Advik Laboratories Limited

**Sd/-
Sachin Garg
Managing Director
(DIN: 00175301)**

**Sd/-
Manoj Kumar Bhatia
Chief Financial Officer
(PAN: AAZPB5897R)**

**Place : New Delhi
Dated :30th May,2017**

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, 2017, the Statement of Profit and Loss, 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, 2016. 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 there under.

We have 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, 2017, and its **Loss** 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, 2016 ("the Order") Issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013 we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:-

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion proper books of account as required by law have been kept by the Company so far as 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, 2016.
- e) On the basis of written representations received from the directors as on 31 March, 2017, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2017, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such control, refer to our separate report in “Annexure B”; and
- g) With respect to the other matters to be included in the Auditors’ Report in accordance with rule 11 of the Companies (Audit and Auditors)Rules, 2017, in our opinion and to the best of our information and according to the explanations given to us:
 - I. The Company has disclosed the impact of pending litigations on its financial position in its financial statements- Refer **Note no. 23** to the financial statements.
 - II. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - III. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31st March, 2017.
 - IV. The Company has provided requisite disclosures in **Note No. 24** to these standalone financial statements as to the holding of Specified Bank Notes on November 8, 2016 and December 30, 2016 as well as dealings in Specified Bank Notes during the period from November 8, 2016 to December 30, 2016. Based on our enquiries, test check of the books of account and other details maintained by the Company and relying on the management representation regarding the holding and nature of cash transactions, including Specified Bank Notes, we report that these disclosures are in accordance with the books of accounts maintained by the Company.

For M/s. RMA & Associates LLP
Chartered Accountants
Firm Regn. No. 000978N/N500062

Sd/-
Pankar Chander
Partner
Membership No. 089065

Place: New Delhi
Dated : 30th May, 2017

ANNEXURE "A" TO THE INDEPENDENT AUDITORS'

The Annexure referred to in our report of even date

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of the fixed assets.
 - (b) As explained to us, fixed assets have been physically verified by the management at regular intervals; as informed to us no material discrepancies were noticed on such verification.
 - (c) The title deeds of immovable properties are held in the name of the Company.
2. The inventories have been physically verified by the management during the year. In our opinion, the frequency of physical verification is reasonable and adequate in relation to the size of the company and the nature of its business.
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 Companies Act, 2013.
4. In our opinion and according to the information and explanations given to us, the company has complied with provisions of Section 185 and 186 of Companies Act, 2013. In respect of loans, investments, guarantees and security.
5. According to the information and explanations given to us, the Company has not accepted any deposits from the public.
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. According to the information and explanation given to us, no other undisputed amounts 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 31.03.2017 for a period of more than six months from the date they become payable.
 - (b) According to the information's and explanations given to us there are no pending dues in respect of Sales Tax, Wealth Tax, Service Tax, Value Added Tax, Duty of Customs and Cess which has not been deposited on account of any dispute.
8. According to information & explanation given to us and based on the documents and records produced before us, the company is not regular in depositing of its dues with their banker **Indian Overseas bank**, due to that banker has considered the company account as NPA.

Sr. No.	Overdue Amount in INR	Nature of Credit Facility	Remarks
1.	375.43 Lacs	Term Loan	Account is NPA since 01.07.2014, hence entire amount of interest and principal is overdue as on date.
2.	120.36 Lacs	Cash Credit Limit	Account is NPA since 01.07.2014. Apart of Overdue interest, CC limit of Rs. 389.53 Lacs is also due for payment.

9. According to the information & explanation given to us and the records of the Company examined by us the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) or term loans during the year.
10. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given to us by the Management, no material fraud by the Company and no fraud on the Company by its officers or employees has been noticed or reported during the year.

11. No Managerial Remuneration is paid by the company during the year hence provisions of Section 197 read with Schedule V to Companies Act, 2013 are not applicable.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
13. Based upon the Audit procedures performed and according to the information & explanations given to us, All transactions with related parties are in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
14. The Company has not made preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with its Directors or persons connected with him.
16. According to the information and explanation given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For M/s. RMA & Associates LLP
Chartered Accountants
Firm Regn. No. 000978N/N500062

Sd/-
Pankar Chander
Partner
Membership No. 089065

Place: New Delhi
Dated : 30th May, 2017

ANNEXURE "B" To THE INDEPENDENT AUDITOR'S REPORT OF "ADVIK LABORATORIES LIMITED" FOR THE YEAR ENDED 31st MARCH 2017.

Report on the internal Financial Controls under Clause (i) of Sub-Section 143 of the Companies Act 2013.

Report on the Internal Financial Controls

We have audited the Internal Finance Controls over financial reporting of "ADVIK LABORATORIES LIMITED" (the Company) as of 31st March 2017 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls.

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the institute of Chartered Accountants of India (ICAI) These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013 to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal Financial Controls and, both issued by the institute of Chartered Accounts of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining and understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risk of material misstatement of the financial statement, where due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purpose in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: New Delhi
Dated : 30th May, 2017

For M/s. RMA & Associates LLP
Chartered Accountants
Firm Regn. No. 000978N/N500062

Sd/-
PankarChander
Partner
Membership No. 089065

Balance Sheet as at March 31, 2017

I. EQUITY AND LIABILITIES	NOTE NO.	For the year ended 31.03.17	For the year ended 31.03.16
Share Holders Funds			
Share Capital A/c	2	191,114,000	191,114,000
Reserve and Surplus	3	(75,019,121)	(1,284,943)
		116,094,879	189,829,057
Non-current liabilities			
Long-term borrowings	4	—	9,760,531
Long-term Provisions	5	1,278,394	1,841,682
Deferred Tax Liability	6	9,234,214	9,799,655
		10,512,608	21,401,868
Current Liabilities			
Short Term Borrowings	7	28,952,213	28,952,213
Trade Payables		3,630,394	6,441,604
Other Current Liabilities	8	50,116,298	39,109,687
		82,698,905	74,503,504
	TOTAL	209,306,392	285,734,429
ASSETS			
Non-Current Assets			
Tangible Assets	9	70,587,665	76,351,118
Capital Work In progress	9	55,101,024	61,520,184
Non-Current Investments	10	9,230,000	9,230,000
Current Assets			
Inventories	11	11,326,510	75,310,138
Trade Receivables	12	41,432,774	42,718,847
Cash & Cash Equivalents	13	552,621	311,881
Short Term Loans & Advances	14	21,029,782	20,252,217
Other Current Assets	15	46,016	40,044
		74,387,703	138,633,127
	TOTAL	209,306,392	285,734,429

For RMA & Associates LLP
Chartered Accountants
Firm Regn. No. : 000978N/N500062

For and on behalf of the Board of Directors of Advik Laboratories Ltd.

Sd/-
(Pankaj Chander)
Partner
Membership No. 089065

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

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

Sd/-
(Manoj Bhatia)
CFO

Sd/-
(Pooja Chuni)
Company Secretary

Place: New Delhi
Date: 30th May, 2017

Statement of Profit and Loss Account for the year ended March 31, 2017

PARTICULARS	NOTE NO.	For the year ended	For the year ended
		31.03.17	31.03.16
		(Rs.)	(Rs.)
INCOME			
Revenue from operations	16	28,432,385	13,546,763
Other Income	17	243,664	35,410
Total		28,676,049	13,582,173
EXPENSES			
Cost of Material Consumed	18	46,170,482	4,278,744
Change in Inventories of Finished Goods & Work in Progress	19	36,205,875	(143,075)
Employees Benefit	20	7,775,269	7,807,519
Finance Charges	21	8,794	822,136
Depreciation & Amortizations	9	5,903,095	6,248,709
Other Expenses	22	6,912,153	6,535,023
Total		102,975,668	25,549,056
Profit Before Tax		(74,299,619)	(11,966,883)
Tax Expense:			
a) Provision for Income Tax(MAT)		-	-
b) Deferred Tax Liabilities/(Assets)		(565,441)	(66,460)
Net Profit after Tax transferred to Balance Sheet		(73,734,178)	(11,900,423)
Earning per equity shares in Rs.		(3.858)	(0.623)
Basic & Diluted in Rs.		(3.858)	(0.623)

For RMA & Associates LLP For and on behalf of the Board of Directors of Advik Laboratories Ltd.
Chartered Accountants
Firm Regn. No. : 000978N/N500062

Sd/-
(Pankaj Chander)
Partner
Membership No. 089065

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

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

Sd/-
(Manoj Bhatia)
CFO

Sd/-
(Pooja Chuni)
Company Secretary

Place: New Delhi
Date: 30th May, 2017

Cash Flow Statement for the year ended March 31, 2017

Particulars	As at 31.03.2017 (Rs.)	As at 31.03.2016 (Rs.)
A. Cash Flow from operating activities		
Net profit before tax and extraordinary items	(74,299,619)	(11,966,883)
Add: Adjustment for Depreciation	5,903,095	6,248,709
Provision for Gratuity	97,292	252,655
Provision for Leave Encashment	51,611	62,679
Interest & Other Costs	8,794	822,136
Interest Received	-	(15,368)
Operating profit before working capital changes	(68,238,827)	(4,596,072)
Adjustment for:		
Increase / (Decrease) in Trade Payables	(2,811,210)	(26,573,440)
Increase / (Decrease) in Current Liabilities	11,006,611	13,284,643
(Increase) / Decrease in Trade Receivables	1,286,073	34,123,751
(Increase) / Decrease in Short Term Loans & Advance	(777,565)	(150,017)
(Increase) / Decrease in Other Current Assets	(5,972)	(11,264)
(Increase) / Decrease in Inventories	63,983,628	(1,735,229)
Increase/(Decrease) Long Term Provisions	(712,191)	-
Cash Generated From Operations		
Direct Taxes Paid	-	(1,832,965)
Net Cash from operating activities (A)	3,730,547	12,509,407
B. Cash flow from investing activities		
Purchase of Fixed Assets	6,279,518	(546,692)
Interest Received	-	15,368
Net cash outflow from investing activities (B)	6,279,518	(531,324)
C. Cash Flow from financing activities		
Proceeds from issue of share capital	-	9,702,250
Repayment of short term borrowings	-	(10,984,008)
Repayment of long term borrowings	(9,760,531)	(9,804,000)
Interest Paid	(8,794)	(822,136)
Net cash used in financial Activities ©	(9,769,325)	(11,907,894)
Net Increase/ (Decrease) in cash (A+B+C)	240,740	70,189
Cash & Cash Equivalents (Opening balance)	311,881	241,692
Cash & Cash Equivalents (Closing balance)	552,621	311,881

For RMA & Associates LLP For and on behalf of the Board of Directors of Advik Laboratories Ltd.

Chartered Accountants

Firm Regn. No. : 000978N/N500062

Sd/-

(Pankaj Chander)

Partner

Membership No. 089065

Sd/-

(Peeyush Kumar Aggarwal)

Chairman

DIN:00090423

Sd/-

(Sachin Garg)

Managing Director

DIN:03320351

Sd/-

(Manoj Bhatia)

CFO

Sd/-

(Pooja Chuni)

Company Secretary

Place: New Delhi

Date: 30th May, 2017

NOTES TO ACCOUNTS**NOTE NO. 1****1. Corporate Information**

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 ACCOUNTING POLICIES**a) Basis of preparation of financial statements**

These financial statements have been prepared in accordance with the generally Accepted accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013 as applicable. The financial statements have been prepared under the historical cost convention on accrual basis, except for certain financial instruments which are measured at fair value.

b) Uses of Estimates

The preparation of financial statements requires the management of the company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expense during the year. Example of such estimates include provision for doubtful receivables, employee benefits, provision for income taxes, accounting for contract cost expected to incurred, the useful lives of depreciable fixed assets and provision for impairment. Future results could differ due to changes in these estimates and the difference between the actual result and the estimates are recognized in the period in which the results are known/materilise..

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 property in the goods or all significant risks and rewards of their 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 and regarding its collection. The amount recognized as revenue is exclusive of sales tax, value added taxes (VAT) and service tax and is net of returns and discounts. Revenue from services is recognized as and when services are rendered and related costs are incurred.

e) Tangible Fixed Assets and Depreciation**Tangible Fixed Assets**

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 cenvat 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

In respect of fixed assets (other than capital work in progress) acquired during the year, depreciation is charged on a straight line basis so as to write off the cost of the assets over the useful lives and for the assets acquired prior to April 1, 2014, the carrying amount as on April 1, 2014 is depreciated over the remaining useful life based on an evaluation. Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under non-current assets and the cost of assets not put to use before such date are disclosed under 'capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment are capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably.

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. The recoverable amount of the assets, (or where applicable that of the cash generating unit to which the asset belongs) is estimated at the higher of its net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the contributing use of the assets and from its disposal at the end of its useful life. 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 capitalized. 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**

Raw materials, stock-in-trade, work-in-progress, finished goods and packing materials are valued at the lower of weighted average cost and net realizable value. Cost of finished goods and work-in-progress includes cost of materials, direct labour and an appropriate portion of overheads to bring the inventory to the present location and condition. Stores and maintenance spares are valued at average cost.

The net realizable value of work-in-progress is determined with reference to the selling price of related finished goods. Raw materials and other supplies held for use in production of inventories are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realizable value.

Finished goods expiring within 90 days(near expiry inventory) as at the balance sheet date have been fully provided for.

i) **Employee benefits**

Short term employee benefits

All employee benefits payable wholly twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, wages, bonus, short term compensated absences and the expected cost of ex-gratia is recognized in the period in which the employee renders the related service.

Long term employee benefits

(i) **Defined contribution plan**

The Company's contribution towards employees' ESIC, Labour Welfare Fund is recognized as an expense during the year.

(ii) **Defined benefits plan**

Provident Fund

In accordance with law, all employees of the company are entitled to receive benefits under the provident fund, a defined contribution plan in which both the employees and the company contribute monthly at a pre-determined rate. Contribution to provident fund is recognized as expense as and when the services are rendered. The company has no liability for future provident fund benefits other than its annual contribution.

Gratuity

The company provides for gratuity, a defined benefit retirement plan, covering eligible employees. The plan provides for lump sum payments to vested employees at retirement or upon death while in employment or on termination of employment for an amount equivalent to 15 days' eligible salary payable for each completed year of service if the service is more than 5 years. The Company accounts for the liability for future gratuity benefits using the projected unit cost method based on annual actuarial valuation. Company recognized the actuarial gains and losses during the year in which the same are incurred.

j) **Cenvat**

- (i) The purchase cost of raw materials and other expenses has been considered net of CENVAT available on inputs.
- (ii) The cenvat benefits attributable to acquisition/installation of fixed assets are netted off against the cost of fixed assets.
- (iii) Cenvat is accounted for on the basis of payments made in respect of goods cleared and provision is made for goods lying in Stock, if applicable and the same is treated as part of the cost of respective Stock.

k) **Accounting for Taxes on Income :**

- i. Provision for current tax is made on the basis of estimated tax liability as per the applicable provisions of tax laws.
- ii. Deferred tax is recognized, subject to the consideration of prudence, on timing differences, bring the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets arising from temporary timing differences are recognized to the extent there is reasonable certainty that the assets can be realized in future.

l) **Investments**

Long Term Investments and current maturities of long term investments are stated at cost, less provisions for other than temporary diminution in value. Current investments, except for current maturities of long-term investments, comprising investments in shares are stated at the lower of cost and fair value.

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 & Contingent Liabilities**

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

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) 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 and the weighted average number of shares outstanding during the period are adjusted for the effect 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 31.03.17(Rs.)		As at 31.03.16 (Rs.)
SHARE CAPITAL			
A) <u>AUTHORISED</u> 2,00,00,000 Equity Shares of Rs. 10/- each (Previous year 2,00,00,000 Equity Shares of Rs. 10/- each)	200,000,000		200,000,000
	200,000,000		200,000,000
B) <u>ISSUED, SUBSCRIBED AND PAID UP</u> 1,91,11,400 Equity Shares of Rs. 10/- each (Previous year 1,91,11,400 Equity Shares of Rs. 10/- each)	191,114,000		191,114,000
	191,114,000		191,114,000

a) Reconciliation of number of shares and amount outstanding at the commencement and at the end of reporting year

Particulars	As at 31.03.2017		As at 31.03.2016	
	Number of shares	Amount	Number of shares	Amount
Balance at the commencement of the year	1,91,11,400	19,11,14,000.00	1,50,28,750	15,02,87,500.00
Add :Equity Shares issued in pursuant to conversion of fully convertible warrants to promoters & non promoters on 15.05.2015.	—	—	40,82,650	4,08,26,500.00
Balance at the end of the year	1,91,11,400	19,11,14,000.00	1,91,11,400	19,11,14,000.00

b) Details of shares held by shareholders holding more than 5% of the aggregate shares in the company :-

Name of Shareholder	As at 31.03.2017		As at 31.03.2016	
	No. of shares	%	No. of shares	%
M/s Omkam Pharmaceuticals Pvt Ltd	49,02,322	25.65%	49,02,322	25.65%
M/s Dhiru Builders & Promoters Pvt Ltd	26,05,270	13.63%	26,29,000	13.76%
M/s Patliputra International Ltd.	26,29,000	13.76%	26,29,000	13.76%
Mr. Peeyush Kumar Aggarwal	19,57,159	10.24%	19,57,159	10.24%

c) The Company has one class of equity shares having a par value of Rs. 10/- each. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Notes forming part of Accounts	As at 31.03.17		As at 31.03.16	
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NOTE NO. 3

RESERVES AND SURPLUS

<u>Profit & Loss Account (As per last Balance Sheet)</u>	(1,312,443)		10,587,980	
Add: Net Profit/Loss during the current year	(73,734,178)		(11,900,423)	
<u>Capital Reserve Account</u>				
Share Forfeiture Account	27,500		27,500	
Total Reserve & Surplus carried forwarded to Balance Sheet	(75,019,121)		(1,284,943)	

Schedule forming part of the Accounts	As at 31.03.17 (Rs.)		As at 31.03.16 (Rs.)	
	Non-Current	Current	Non-Current	Current

NOTE NO. 4

Long-term borrowings

SECURED LOANS

Term Loan

Indian Overseas Bank

(secured by first charge on Building, Plant & Machinery)
Current maturities of Long Term Debts are classified under other current liabilities.

—	37,498,531	9,760,531	27,738,000
—	37,498,531	9,760,531	27,738,000

- (a) Term loan consisting three loans, financed by Indian Overseas Bank are secured on first paripassu charge basis (a) by way of hypothecation of movable fixed assets of the company and (b) by mortgage of immovable properties of the Company; situated at 138, Roz KaMeo Industrial Area, Sohna, Gurgaon, Haryana. These loans are also collaterally secured (a) by way of second paripassu charge on stocks & book debts of company and (b) by personal guarantee of one of the director of the company.
- (b) These Term Loans was repayable in consolidated equivalent monthly installment of Rs. 8,17,000/- starting from October, 2012, but due to some financial resistant's, company could not pay few of instalments of Term loans, due to that CC account with IOB become NPA. However, the company is in the process of filing the OTS proposal with the bank.

Schedule forming part of the Accounts	As at 31.03.17 (Rs.)		As at 31.03.16 (Rs.)	
	Non-Current	Current	Non-Current	Current

NOTE NO. 5

Long-term Provisions

PROVISION FOR EMPLOYEE BENEFITS

Gratuity

Leave Encashment

974,534	155,932	1,362,020	—
303,860	67,413	479,662	—
1,278,394	223,345	1,841,682	—

Notes forming part of the Accounts	As at 31.03.17 (Rs.)	As at 31.03.16 (Rs.)
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NOTE NO. 6

DEFERRED TAX LIABILITIES (NET)

In accordance with Accounting Standard-22 (AS-22) "Accounting for Taxes on Income" as notified by the Companies Accounting Standard (Rules) 2006, the Cumulative Tax effects of significant timing differences, that resulted in Deferred Tax Asset and Liabilities and description of item thereof that creates these differences are as follows:

<u>Deferred Tax Liabilities</u>		
Excess of Book WDV of Fixed Assets over Tax WDV of Fixed Assets	(9,698,251)	(9,897,093)
<u>Deferred Tax Assets</u>		
Provisions for employee benefits	464,037	97,438
Deferred Liabilities (net)	(9,234,214)	(9,799,655)

NOTE NO. 7

Short Term Borrowings

SECURED LOANS

Working Capital Loan

Indian Overseas Bank

(Secured by first charge on stocks of Finished Goods, Raw Materials. W.I.P & Sundry Debtors

28,952,213

28,952,213

28,952,213

28,952,213

- (c) Working Capital loan availed from Indian Overseas bank are secured on first Parripassu charges basis by way of hypothecation of stock and book debts (present & future) of the company; and collaterally secured on second paripassu charge (a) by way of hypothecation of fixed assets; (b) by mortgage of immovable properties of the company situated at Roz ka Meo, Sohna, Mewat, Haryana and (c) by personal guarantee of one of the Director of the Company. This account is NPA presently. However, the company is in the process of filing the OTS proposal with the bank.

Notes forming part of the Accounts	As at 31.03.17 (Rs.)	As at 31.03.16 (Rs.)
NOTE NO. 8		
Other Current Liabilities		
Current Maturities of long term debt & Provision	37,721,876	27,738,000
Interest due on borrowings	6,158,578	6,158,578
Salary Payable	355,512	476,298
Advance received from Customers	5,181,357	4,199,596
TDS payable	54,294	25,538
Statutory dues payable	98,347	54,006
Others payable	546,334	457,671
	50,116,298	39,109,687

NOTE NO. 09

FIXED ASSETS (TANGIBLE ASSETS)

Description	Gross Block				Depreciation					Net block	
	As at 01.04.2016	Additions	Adjustment	As at 31-mar-2017	Up to 31-mar-2016	During the year	Dep. In reserves	Adjustment	As at 31-3-2017	As at 31-3-2017	As at 31-3-2016
Land	4,840,000	-	-	4,840,000	-	-			-	4,840,000	4,840,000
Building	50,430,770	-	-	50,430,770	23,156,162	1,431,986			24,588,148	25,842,622	27,274,608
computer & printer	145,007		-	145,007	120,152	15,440		-	135,592	9,415	24,855
Furniture & fixtures	247,184	-	-	247,184	222,872	2,027		-	224,899	22,285	24,312
vehicles	5,713,418		-	5,713,418	1,803,343	695,902			2,499,245	3,214,173	3,910,075
plant & machinery	100,105,611	139,642	-	100,245,253	59,828,343	3,757,740		-	63,586,083	36,659,170	40,277,268
				-					-		
Total Intangible Assets	161,481,990	139,642	-	161,621,632	85,130,872	5,903,095	-	-	91,033,967	70,587,665	76,351,118
Advance agt. Godown under progress	58,403,000		(6,419,160)	51,983,840						51,983,840	58,403,000
Capital WIP	3,117,184			3,117,184						3,117,184	3,117,184
Total Capital WIP	61,520,184			55,101,024						55,101,024	61,520,184
This Year	223,002,174	139,642	(6,419,160)	216,722,656	85,130,872	5,903,095	-	-	91,033,967	125,688,689	137,871,302
Previous Year	222,455,482	546,692	-	23,002,174	78,882,164	6,248,708			85,130,872	137,871,302	143,573,318

Schedule forming part of the Accounts	As at 31.03.17(Rs.)	As at 31.03.16(Rs.)
NOTE NO. 10		
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. 11		
INVENTORIES		
(As valued and certified by the Management at lower of cost or net realisable value)		
Raw Materials & Packing Materials	1,240,435	28,929,949
Store & Spares	4,962,450	5,050,689
Finished Goods	2,789,695	39,285,500
Work in Process	2,333,930	2,044,000
	11,326,510	75,310,138
NOTE NO. 12		
Trade Receivables		
Outstanding for a period exceeding six months from the date they are due for payment		
(Unsecured and considered Good)	38,677,249	35,134,372
Outstanding for a period less than six months from the date they are due for payment		
(Unsecured and considered Good)	2,755,525	7,584,475
	41,432,774	42,718,847
NOTE NO. 13		
Cash & Cash Equivalents		
Cash in hand	8,593	280,855
Balance with scheduled Banks - in Current Accounts	544,028	31,026
	552,621	311,881
NOTE NO. 14		
Short Term Loans & Advances		
(Unsecured considered good)		
Advances recoverable in cash or in kind or for value to be received	15,617,865	15,195,162
Excise Duty Deposit A/c	4,783,016	4,332,831
Tax Deducted at Source	114,923	218,665
Security Deposit	298,279	298,279
VAT Inputs receivable a/c	215,699	207,280
	21,029,782	20,252,217

Notes forming part of the Accounts	As at 31.03.17 (Rs.)	As at 31.03.16 (Rs.)
NOTE NO. 15		
Other Current Assets		
Service Tax Receivable A/c	10,506	10,506
Prepaid Expenses	35,510	29,538
	46,016	40,044
NOTE NO. 16		
Revenue from operations		
Gross Sales	24,047,408	2,812,713
Less : Excise Duty	1,361,173	159,210
Other Operating Revenue		
- Income from Job work	5,746,150	10,893,260
Net Sales	28,432,385	13,546,763
NOTE NO. 17		
Misc. Income		
Other Misc. Income	243,664	35,410
	243,664	35,410
NOTE NO. 18		
Cost of Material Consumed		
Raw,Packing& Store & spares inventory at the beginning of the year	33,980,638	32,388,484
Purchases during the year	18,206,091	5,831,790
Inventory at the end of the year	(6,202,885)	(33,980,638)
Freight & Cartage Inward	186,638	39,108
T O T A L	46,170,482	4,278,744
NOTE NO. 19		
Change in Inventories of Finished Goods & WIP		
Change in Work in Progress	(289,930)	(694,000)
Change in Stock of Finished Goods	36,495,805	550,925
T O T A L	36,205,875	(143,075)
NOTE NO. 20		
Employees Benefit		
Salary & Wages	7,265,762	5,855,368
Other allowance & benefits to employees	158,735	1,623,935
Employer contribution to PF, ESI & welfare fund	224,481	224,931
Staff welfare	122,583	93,885
Medical expenses	3,708	9,400
	7,775,269	7,807,519

Schedule forming part of the Accounts	As at 31.03.17 (Rs.)	As at 31.03.16 (Rs.)
NOTE NO. 21		
FINANCE CHARGES		
Interest on Finance of Vehicle	-	11,081
Others	8,794	811,055
	8,794	822,136
NOTE NO. 22		
Other Expenses		
Advertisement	72,787	90,533
AGM exps.	880	769
Audit fee	97,750	97,325
Bank Charges	4,135	5,911
Books, Newspapers & Periodicals	1,518	1,570
Business Promotion Expenses	15,885	10,420
Consumables	-	28,045
Conveyance expenses	167,159	162,667
Diwali Expenses	178,648	241,265
Factory & General Insurance	137,480	108,501
General repair & maintenance	45,091	206,889
Legal & Professional expenses	127,700	267,084
Miscellaneous expenses	68,802	456,979
Packing & Forwarding Expenses	222,065	25,465
Postage & telegram	11,298	14,834
Power & Fuel	2,069,151	1,348,750
Printing & Stationery	48,996	45,224
Rates & Taxes & other fee's	356,608	384,859
Rent	1,866,336	1,861,336
Repair & maintenance to building	162,364	51,410
Repair & maintenance to Plant & Machineries	381,525	203,735
Security Service	615,202	575,833
Telephone expenses	108,894	94,324
Testing Charges	30,853	40,952
Travelling expenses	26,299	78,403
Vehicle expenses	45,000	69,256
Water & Electricity	49,727	62,684
	6,912,153	6,535,023

NOTE NO. 23

CONTINGENT LIABILITIES (to the extent not provided for)

(Rs. In lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
Bank Interest on Cash Credit& Term Loan (not acknowledge as debts) due to NPA of account.	259.73	168.70
Demand raised by Hardik Distributors, Bhopal. Litigation is pending with High Court, MP	4.20	4.20

NOTE NO. 24

DISCLOSURE ON SPECIFIED BANK NOTE'S

Disclosure on Specified Bank Notes (SBNs) During the year, the Company had specified bank notes or other denomination note as defined in the MCA notification G.S.R. 308(E) dated March 31, 2017 on the details of Specified Bank Notes (SBN) held and transacted during the period from November 8, 2016 to December, 30 2016, the denomination wise SBNs and other notes as per the notification is given below:

(Amount in Rs.)

Particulars	SBNs*	Other Denomination Notes	Total
Closing cash in hand as on 08.11.2016	511000	22200	533200
(+) Permitted Receipts	-	131000	131000
(-) Permitted Payments	-	134914	134914
(-) Amount deposited in Banks	511000	-	511000
Closing cash in hand as on 30.12.2016	-	18286	18286

* For the purposes of this clause, the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated the 8th November, 2016.

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:

(Rs. in lacs)

Particulars	As at 31 st March, 2017	As at 31 st March, 2016
Sales revenue(net)		
-In India	226.86	26.54
-Outside India	--	--
	26.54	1049.65

NOTE NO. 26 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. During the year company has computed his liability through Actuarial Valuar M/s Charan Gupta Consultants Pvt Ltd. The present value of obligation for Gratuity & other Post Employment benefit (i.e. Leave encashment) are determined based on actuarial valuation using the Projected Unit Credit Method. The additional disclosure in terms of Accounting Standards-15 “Employees Benefits” is as under:. The amounts charges to Profit & Loss Account based on estimated basis are as under:-

Reconciliation of Opening & Closing balance of Obligation

(Rs. In lacs)

Particulars	Gratuity A/c	Leave Encashment A/c
Obligation at the beginning of the year	13.62	4.80
Current Service Cost	1.19	0.37
Interest Cost	1.00	0.35
Actuarial (gain)/loss	(1.22)	(0.21)
Less: Benefits paid	(3.29)	(1.60)
Obligation at the end of the year	11.30	3.71

Gratuity & other Post Employment benefit cost for the period

Particulars	Gratuity A/c	Leave Encashment A/c
Current Service Cost	1.19	0.37
Interest Cost	1.00	0.35
Net Actuarial (gain)/loss recognized in the period	(1.22)	(0.21)
Expenses recognized in the statement of profit & losses	0.97	0.51

27. During the year, banker of the company i.e. Indian Overseas Bank has filed an application with the Competent Authority to recover its outstanding’s from the company due to NPA of our accounts . The case is pending with the Authority. However, Company is in the process to file OTS proposal to IOB for settling their dues.

28. Necessary disclosures under Micro, Small and Medium Enterprises Development Act 2006, could not be considered for previous years as the relevant information to identify the suppliers who were covered under the said Act were not received from such parties during the previous years.

29. Statement of Management

(A)The current assets, loans and advances are good and recoverable and are approximately of the values, if realized in the ordinary courses of business unless and to the extent stated otherwise in the Accounts. Provision for all known liabilities is adequate and not in excess of amount reasonably necessary. However, Company has started its efforts to realize the advances (given to the parties) which are more than one year old.

(B)Balance Sheet and Statement of Profit and Loss read together with Notes to the accounts thereon, are drawn up so as to disclose the information required under the Companies Act, 2013 as well as give a true and fair view of the statement of affairs of the Company as at the end of the year and results of the Company for the year under review.

30. Payment to Auditors’

Particulars	As on 31 st March, 2017(Rs.)	As on 31 st March, 2016 (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 various notices to the Companies in which the company has made an investment, as neither they are sending duplicate shares certificates nor replying to the letters of the company. The company has misplaced/lost the share certificates of the investments made by it during the shifting of records. As such these shares certificates are not physically held by the company as on 31st March, 2017.

32. Additional information, to the extent applicable, required under paragraphs 5 (viii) (c) of general instructions for preparation of the Statement of profit & Loss as per schedule III to the Companies Act, 2013

(A) Composition of Raw Material Consumption:

Raw Material Consumption	2016-2017		2015-2016	
	Value	Percentage	Value	Percentage
Imported	Nil	Nil	Nil	Nil
Indigenous	459.84	100	42.40	100

(B) Value of Imports on CIF basis:-

Particulars	2016-2017	2015-2016
Raw Material	NIL	NIL

(C) Earning in Foreign Currency:

Particulars	2016-2017	2015-2016
F.O.B Value of Exports	NIL	NIL

(C) Expenditure in Foreign Currency (on payment basis):

Particulars	2016-2017	2015-2016
Expenditure in Foreign Currency	NIL	NIL

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

Sno.	Name of the party	Nature of Relationship
1.	Key Managerial Personnel a. Mr. Peeyush Kumar Aggarwal c. Mr. Manoj Bhatia	Director CFO
2.	Enterprises controlled by Key Managerial Personnel	1. Omkam Global Capital Pvt Ltd 2. Omkam Developers Ltd.

Transactions during the year with related parties

Particulars	Key Managerial Person	Enterprises over which as mentioned above able to exercise significant influence
Salary Paid to Manoj Bhatia	Rs. 4,62000/-	—

Loan & Advances Received		
1. Omkam Global Capital Pvt Ltd		35,05,500/-
2. Omkam Developers Ltd		50,000/-
Loan & Advances made/Repayment		
1. Omkam Global Capital Pvt Ltd		35,05,500/-
2. Omkam Developers Ltd.		50,000/-

34. "Earning per share" computed accordance with Accounting Standard (AS) – 20

(Rs. in lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
a) Numerator:		
Loss after tax before extraordinary items	(737.34)	(119.00)
Loss after tax after extraordinary items	(737.34)	(119.00)
b) Denominator:		
No. of shares at the beginning of the year	1,91,11,400	1,50,28,750
Add : Equity shares issued to Promoters & Non Promoters pursuant to conversion of equivalent number of fully convertible warrants	—	40,82,650
Weighted average number of equity shares outstanding during the year	1,91,11,400	1,91,11,400
Weighted average number of diluted shares outstanding during the year	1,91,11,400	1,91,11,400
Face Value per share (InRs.)	10/-	10/-
Earnings per share(EPS)		
- Basic (In Rs.)	(3.86)	(0.62)
- Diluted (InRs.)	(3.86)	(0.62)

35. The balances of loans & advances, sundry debtors and sundry creditors are subject to the confirmation and consequential reconciliation/adjustments arising there from, if any. The management, however, does not accept any material variation.

36. Previous year figures have been regrouped, rearranged wherever necessary to correspond with the current year's classification/disclosure.

For RMA & Associates LLP
Chartered Accountants
Firm Regn. No. : 000978N/N500062

For and on behalf of the Board of Directors of Advik Laboratories Ltd.

Sd/-
(Pankaj Chander)
Partner
Membership No. 089065

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

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

Sd/-
(Manoj Bhatia)
CFO

Sd/-
(Pooja Chuni)
Company Secretary

Place: New Delhi
Date: 30th May, 2017

ADVIK LABORATORIES LIMITED

CIN: L74899HR1994PLC038300

Regd. Office: 138, Roz- Ka - Meo, Industrial Area Sohna, Distt. Mewat-122103 (Haryana)

Phone: 0124-2362471, Email : mail@advikindia.com, Website : www.advikindia.com

ATTENDANCE SLIP

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

Name of the Member(s) / Proxy*: (*Strike off whichever is not applicable)

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 23rd Annual General Meeting of the Company, to be held on Friday, the 29th day of September, 2017 at 10:15 a.m. at 138, Roz- Ka - Meo, Industrial Area Sohna, Distt. Mewat-122103 (Haryana) and at any adjournment thereof.

Signature of the Member/Proxy*:

(*strike out whichever is not applicable)

NOTES:

- Members/Proxies are requested to bring the duly signed attendance slip to the meeting and hand it over at the entrance.
- 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.

ADVIK LABORATORIES LIMITED

CIN: L74899HR1994PLC038300

Regd. Office: 138, Roz- Ka - Meo, Industrial Area Sohna, Distt. Mewat-122103 (Haryana)

Phone: 0124-2362471, Email : 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 above named company, hereby appoint

1) Name: **E-mail Id:**

Address:

..... **Signature:** or failing him/her

2) Name: **E-mail Id:**

Address:

..... **Signature:** or failing him/her

as my/our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 23rd Annual General Meeting of the Company, to be held on Friday, the 29th day of September, 2017 at 10:15 a.m. at 138, Roz- Ka - Meo, Industrial Area Sohna, Distt. Mewat-122103 (Haryana) and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

Res. No.	Description	For	Against
1.	Adoption of Financial Statements, Board and Auditors' Report for the Financial Year 2016-17.		
2.	Re-appointment of Mr. Peeyush Kumar Aggarwal, Director of the Company as a Director liable to retire by Rotation.		
3.	Ratification of Appointment of Statutory Auditors of the Company for the Financial Year 2017-18.		
4.	Approval of Related Parties U/s 188 of Companies Act, 2013		
5.	Appointment of Ms. Madhu Sharma (DIN : 0697852) as an Independent Woman Director of the Co.		

Affix Revenue Stamp

Signed this day of 2017. Signature of Shareholder:.....

NOTES:

- 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.
- 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.
- 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.

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