

13th

ANNUAL REPORT
2017-18

BETA DRUGS LIMITED
(CIN: U24230HP2005PLC028969)

Dedicated To Oncology....



BDL ONCOLOGY
(Beta Drugs Limited)

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13TH ANNUAL REPORT 2017-18
COMPANY INFORMATION
CIN NO. U24230HP2005PLC028969

Board of Directors

Chairperson & Managing Director	: Mr. Vijay Kumar Batra (DIN: 01083215)
Whole Time Director	: Mrs. Neeraj Batra (DIN: 02229217)
Whole Time Director	: Mr. Rahul Batra (DIN: 02229234)
Whole Time Director	: Mr. Varun Batra (DIN: 02148383)
Whole Time Director	: Mr Balwant Singh (DIN: 01089968)
Independent Director	: Mr Rohit Parti (DIN: 07889944)
Independent Director	: Mr Manmohan Khanna(DIN:07888319)
Independent Director	: Mr Nipun Arora (DIN:05333399)

Chief Financial Officer

: Mr Jayant Kumar
Email:info@betadrugslimited.com

Company Secretary & Compliance Officer

: Mrs Rajni Brar
Email:cs@betadrugslimited.com
Mb 7889257964

Registered Office

:Village Nandpur, Lodhimajra Road
Baddi, Distt Solan, Himachal Pradesh-174101
Website: www.betadrugslimited.com
Email: info@betadrugslimited.com

Corporate Office

: SCO-184, Sector-5, Panchkula-134114
Ph no. 0172-2585481

Export & Mktd Office

: 1101, 11th Floor, Peninsula Park, Andheri West,
Mumbai-400053

Statutory Auditors

: Kalra Rai & Associates, Chartered Accountants
Chandigarh

Secretarial Auditors

:Dinesh Bhandari, Practising Company Secretary
Chandigarh

Internal Auditor

: Srivastva V.K. & Associates, Chartered Accountants
Chandigarh

Cost Auditor

: Charu Jindal & Company, Cost Accountants
Dehradun

Shares Listed w.e.f..12.10.2017

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



13TH ANNUAL REPORT

BETA DRUGS LIMITED

Registrar & Transfer Agent

: Link Intime India Pvt Ltd.
C-101, 247 Park, L.B.S. Marg, Vikhroli(W), Mumbai-400083

ISIN No.

: INE351Y01019

Bankers

: Vijaya Bank, Panchkula

AXIS Bank, Chandigarh

AGM Date

: 28.09.2018

Venue

: Hotel Holiday Inn, City Centre, Zirakpur-Panchkula-
Kalka Highway, Sector 3, Panchkula, Haryana 134109

Book Closure Date

: From 21.09.2018 to 28.09.2018



BOARD COMMITTEES**AUDIT COMMITTEE**

Mr Rohit Parti	: Chairman
Mr Vijay Kumar Batra	: Member
Mr Manmohan Khanna	: Member
Mr Nipun Arora	: Member

NOMINATION & REMUNERATION COMMITTEE

Mr Rohit Parti	: Chairman
Mr Vijay Kumar Batra	: Member
Mr Manmohan Khanna	: Member
Mr Nipun Arora	: Member

STAKEHOLDER RELATIONSHIP COMMITTEE

Mr Rohit Parti	: Chairman
Mr Vijay Kumar Batra	: Member
Mr Manmohan Khanna	: Member
Mr Nipun Arora	: Member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr Vijay Kumar Batra	: Chairman
Mr Rohit Parti	: Member
Mr Rahul Batra	: Member

“GLIMPSES OF LISTING CEREMONY”

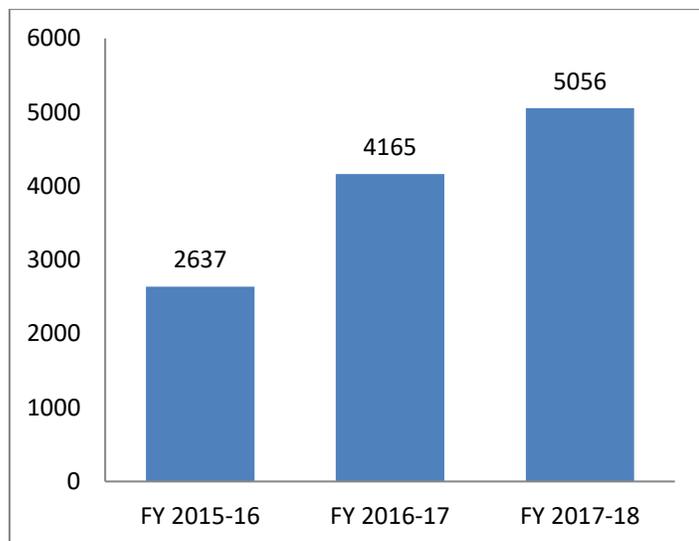
ON
12TH OCTOBER, 2017



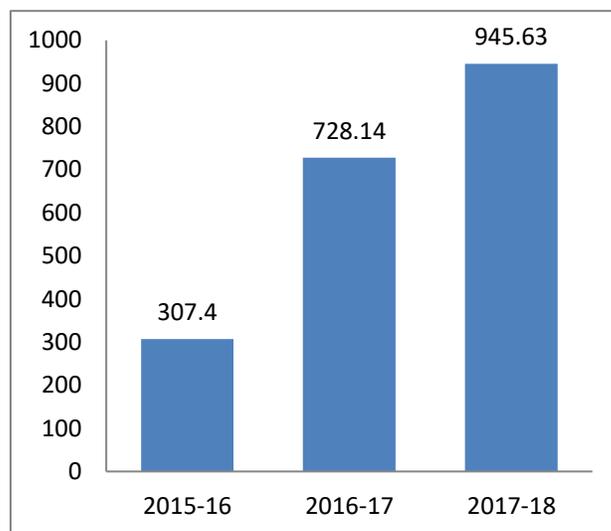


FINANCIAL HIGHLIGHTS

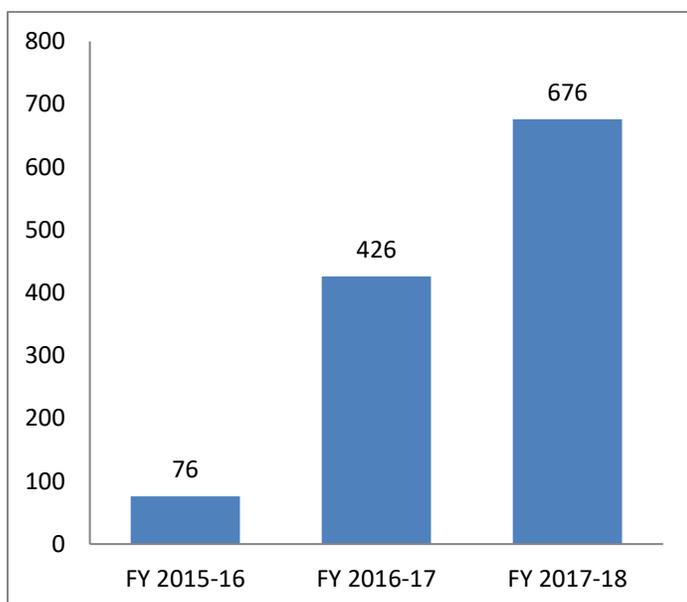
Net Sales (In Lacs)



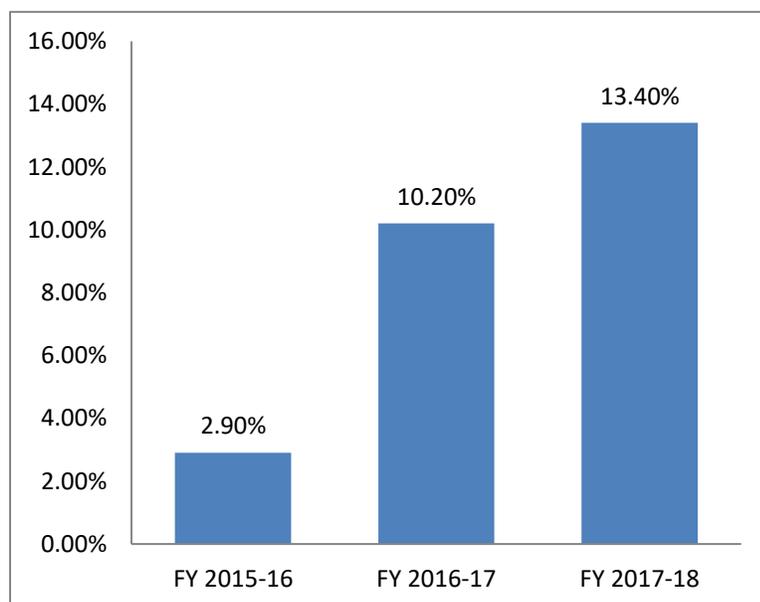
EBITDA (In Lacs)



Net Profit (In Lacs)



Net Profit Margin



CHAIRMAN MESSAGE

Dear Shareholders,

Greeting of the Day!

At the outset, I on behalf of Beta Drugs Limited take this opportunity to thank all of you sparing your valuable time for this occasion. Further, it gives me immense pleasure to present the 13th Annual Report of Beta Drugs Limited.

I am glad to share our first post IPO annual report. FY 2017-2018 was a momentous year in the company's history, as we successfully completed our IPO in October 2017, which was subscribed 18 times. I would like to thank everyone who made this possible – our employees, stakeholders, customers and most of all, our shareholders for having reposed their trust and confidence in us. I would like to assure all our shareholders that we would continue to give our very best while, conforming to the highest standards of corporate governance.

We are building a company which is focused on capturing tremendous growth opportunities and increasing shareholder value. I firmly believe that we have right long term strategies in place and with strong focus on execution; we will deliver strong growth on all parameters.

During the year, Beta has emerged as one of the fastest growing company in the Oncology product segment. The market for oncology medication is growing at a fast clip, aiding the overall pharmaceutical industry growth. Worldwide Oncology market is estimated to be US\$94 billion which shows that Beta has a long runway of opportunities ahead.

❖ EXPANDING DOMESTIC PARTNERSHIPS/TIE-UPS

Beta has a portfolio mix of more than 50 different medicines. The company's medicines are available in 70% of the corporate hospitals in India such as Apollo, Max, Lillavatti, Nannavatti, HCG, Fortis etc. It also has exclusive tieups with Kerala Govt's/Adhyar Cancer Institutes of being an exclusive supplier of cancer



medicines through different govt yojnas/schemes. Beta is also a supplier for Gujarat Cancer Research Ahmedabad.

❖ **STELLAR FINANCIAL PERFORMANCE**

Our results for fiscal 2017-18 are a testament to the fact that the company is firing on all cylinders. Net sales grew by 21.40% to Rs 50.56 crores compared with the same period a year ago. While our net profit surged by 58% to Rs 6.76 crores. Margins increased across the board.

❖ **ROAD AHEAD**

Our future priorities are as follows:

- Expanding presence in international markets; to open at least 10 non-regulated markets this year
- To increase market share of our own branded drugs
- Inorganic growth opportunities
- Research & development led growth; launch niche molecules by 2019-20
- Focus on cost rationalization and efficiency initiatives
- To obtain registration of European Union GMP by end of FY 18-19
- To commission new block by October, 2018 and upgrade all machinery to 21-CFR for a better compliance at international level

On behalf of the Board and management, I would like to thank our shareholders, customers, distributors and other stakeholders for their continued trust. And a special thanks to all our employees for their relentless hardwork and commitment, which has helped the company to deliver stellar performance. It is an honor to serve you all.

With Warm Regards

Sd/-

Vijay Kumar Batra

Chairman cum Managing Director



NOTICE TO SHAREHOLDERS

Notice is hereby given that the 13th Annual General Meeting of the Company will be held on Friday, the 28th day of September, 2018 at 11.30 a.m. at Hotel Holiday Inn, City Centre, Zirakpur-Panchkula-Kalka Highway, Sector 3, Panchkula, Haryana 134109 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2018 and the Reports of Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Rahul Batra (DIN: 02229234), who retires by rotation and being eligible, offers himself for re appointment.
3. To appoint a Director in place of Mr. Balwant Singh (DIN: 01089968), who retires by rotation and being eligible, offers herself for re appointment.

SPECIAL BUSINESS:

4. **Appointment of Mr Rohit Parti (DIN:-07889944) as an Independent Director of the Company.**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) 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), and pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification or amendment thereof, Mr. Rohit Parti (DIN: 07889944), who was appointed as an Additional Director of the Company with effect from 26th July, 2017 under Section 161 of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from 26th July, 2016.”

“RESOLVED FURTHER THAT Mr Vijay Kumar Batra, Chairman cum Managing Director of the Company be and is hereby authorized to file the requisite E-form with Registrar of Companies and to take all other actions as may be required in this regard.”



5. Appointment of Mr Manmohan Khanna (DIN :-07888319) as an Independent Director of the Company.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) 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), and pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification or amendment thereof, Mr. Manmohan Khanna (DIN: 07888319), who was appointed as an Additional Director of the Company with effect from 26th July, 2017 under Section 161 of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from 26th July, 2016.”

“RESOLVED FURTHER THAT Mr Vijay Kumar Batra, Chairman cum Managing Director of the Company be and is hereby authorized to file the requisite E-form with Registrar of Companies and to take all other actions as may be required in this regard.”

6. Appointment of Mr Nipun Arora (DIN :-05333399) as an Independent Director of the Company.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) 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), and pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification or amendment thereof, Mr. Nipun Arora (DIN: 05333399), who was appointed as an Additional Director of the Company with effect from 26th July, 2017 under Section 161 of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from 26th July, 2016.”

“RESOLVED FURTHER THAT Mr Vijay Kumar Batra, Chairman cum Managing Director of the Company be and is hereby authorized to file the requisite E-form with Registrar of Companies and to take all other actions as may be required in this regard.”



7. Remuneration to Cost Auditor for the Financial Year ended 31st March, 2018.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 148 and all other applicable provisions of the Companies Act 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any modifications or re-enactment thereof for the time being in force), the company hereby ratifies remuneration of Rs.75,000/-(Rupees Seventy Five Thousand Only) with reimbursement of conveyance expenses at actual and service tax/GST as applicable, as approved by the Board of Directors, payable to M/s Charu Jindal & Co, Cost Accountants, bearing Firm Registration Number 103508, appointed by Board of Directors to carry out audit of Company’s cost records for year ending 31 March 2018”.

“RESOLVED FURTHER THAT Mr Vijay Kumar Batra, Chairman cum Managing Director of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, proper or desirable for the purpose of giving effect to this resolution.”

8. Remuneration to Cost Auditor for the Financial Year ended 31st March, 2019.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 148 and all other applicable provisions of the Companies Act 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any modifications or re-enactment thereof for the time being in force), the company hereby ratifies remuneration of Rs.75,000/-(Rupees Seventy Five Thousand Only) with reimbursement of conveyance expenses at actual and service tax/GST as applicable, as approved by the Board of Directors, payable to M/s Charu Jindal & Co, Cost Accountants, bearing Firm Registration Number 103508, appointed by Board of Directors to carry out audit of Company’s cost records for year ending 31 March 2019”.

“RESOLVED FURTHER THAT Mr Vijay Kumar Batra, Chairman cum Managing Director of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, proper or desirable for the purpose of giving effect to this resolution.”

9. Revision in the remuneration payable to Mr Varun Batra (DIN:02148383) Whole Time Director of the company.

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

“RESOLVED THAT pursuant to the provisions of sections 196, 197 read with the schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), applicable clauses of Article of Association and



as recommended by the Nomination and Remuneration Committee & approved by the Board of Directors, approval of the Shareholders be and is hereby accorded for the revision in the remuneration of Mr Varun Batra (DIN : 02148383), Whole Time Director of the company w.e.f. 1st April, 2018 upto his present tenure i.e. 1st February, 2020 on the terms and conditions including remuneration as mentioned below:-

a) Remuneration: Rs 3 lakhs per month

b) Taxable Perquisites:

(i) Rent Free Accommodation – The Company to provide rent free accommodation upto Rs 3.00 lacs p.m. The Company bearing the cost of repairs, maintenance and utilities (e.g., gas, electricity and water charges) for the said accommodation.

c) Perquisites: The Following perquisite shall not be included in the computation of the ceiling on remuneration:

i) Contribution to provident fund, superannuation fund or annuity fund to the extent these either single or put together are not taxable under Income Tax Act, 1961

ii) Gratuity payable at the rate not exceeding half a month salary for each completed year of service.

iii) Encashment of leave at the end of tenure.

“RESOLVED FURTHER THAT Mr. Varun Batra will also be entitled for the reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by him in connection with the company’s business and such other benefits and other privileges, as any from time to time be available to other senior executives of the company.”

“RESOLVD FURTHER THAT subject to approval of shareholders, Board of the Directors are authorized to revised the remuneration from time to time by giving suitable increment / decrement after review of his performance each year, subject to the condition that total remuneration not to exceed Rs. 10,00,000 p.m. in any case.”

“RESOLVED FURTHER THAT In case of absence or inadequacy of profits in any financial year, remuneration payable to Mr. Varun Batra shall not exceed the minimum limits prescribed under Schedule V of Companies Act, 2013.”

“RESOLVED FURTHER THAT Mr. Vijay Kumar Batra (DIN: 01083215), Director of the Company be and is hereby authorized to take such actions as may be necessary in this regard.”

10. Contract/Arrangement for purchase of raw material with Related Party.

To consider and if thought fit to pas with or without modifications, the following resolution as Ordinary Resolution:

“Resolved that pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 including any statutory modification(s) or enactment thereof for the time being in force) and also



pursuant to the consent of the Audit Committee and the Board of Directors vide resolutions passed in their respective meetings, the consent of the shareholders of the company be and is hereby accorded to the Material Related Party Transactions as entered by the company with Adley Lab Limited, a Related Party, for an annual value not exceeding Rs. 20 crores for the financial year 2018-19, to be discharged in a manner and on such terms and conditions as may be mutually agreed upon by the Board of Directors.”

“RESOLVED FURTHER THAT Board of directors be and are hereby authorized to perform and execute all such deeds, matters and things including delegation of such authority as may be deemed necessary or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto including filing of necessary e-forms, if any, with the Registrar of Companies.”

Dated: 17.08.2018

Place: Baddi

Registered Office:

Village Nandpur, Lodhimajra Road

Baddi, Distt Solan H.P.

By Order of the Board of Directors

sd/-

Vijay Kumar Batra

Chairman & Managing Director

(DIN: 01083215)



NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAT 48 HOURS BEFORE THE TIME OF MEETING.
2. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT 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 PERSON OR SHAREHOLDER.
3. Pursuant to the provisions of SEBI (LODR) Regulations, 2015 and section 91 of the Companies Act, 2013, Register of Members and Shares Transfer Books of the Company will remain closed from Friday, 21st September, 2018 to Friday, 28th September, 2018. (both days inclusive).
4. Members intending to require information about accounts at the meeting are requested to write to the Company at least 10 days in advance of the Annual General Meeting.
5. Shareholders holding shares in dematerialized form should communicate the change of address, if any, to their Depository Participant and other who hold shares in physical form should communicate the change of address, to the Registrar and Share Transfer Agent of the Company at the following address:

Link Intime India Pvt Limited.

C-101, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai-400083.
6. Members/Proxies should bring their attendance slip duly filed in for attending the meeting.
7. The Notice of the 13th AGM along with the attendance slip and proxy form are being sent by electronic mode to all the members whose email addresses are registered with Company/ Depository Participant(s) unless a member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by the permitted mode.
8. The Company, being listed on SME Exchange and in view of provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 is not required to provide remote e-voting facility to its members.
9. Members may also note that the notice of the Annual General Meeting and the Annual Report will also be available on the Company's website for their download. The physical copies of the aforesaid



documents will also be available at the Company's Registered Office at Village Nandpur, Lodhimajra Road, Baddi, Distt Solan, H.P. 174101, for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same by post free of cost.

10. An Explanatory Statement pursuant to Section 102 of the Act in respect of Item nos. 4 to 10 of the Notice set out above, is annexed hereto.



EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESSES MENTIONED IN THE NOTICE OF 13TH ANNUAL GENERAL MEETING DATED 28.09.2018.

ITEM NO. 4:

The Board of Directors of the Company in their meeting held on 26th July, 2017 have appointed Mr Rohit Parti (DIN:-07889944) as an Additional Director (Independent) of the Company to hold office for a period of five consecutive years, not liable to retire by rotation, subject to consent by the Members of the Company at the ensuing Annual General Meeting ("AGM").

As an Additional Director, Mr Rohit Parti (DIN:-07889944) holds office till the date of the AGM and is eligible for being appointed as an Independent Director. The Company has also received a declaration from Mr Rohit Parti (DIN:-07889944) confirming that he meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Mr Rohit Parti (DIN:-07889944) is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company.

In the opinion of the Board, Mr Rohit Parti (DIN:-07889944) fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.

Mr Rohit Parti (DIN:-07889944) holds Bachelor's degree in Medicine and Surgery from Punjab University and Bachelor's Degree in the field of Cardiology from Baba Farid University of Health and Science. He is a Medical Practitioner under Punjab Medical Registration Act II of 1961 having 8 years of experience in Medicine.

A copy of the draft letter of appointment for Independent Directors, setting out the terms and conditions for appointment of Independent Directors is available for inspection by the Members at the registered office of the Company during business hours on any working day.

Mr Rohit Parti (DIN:-07889944) is not related to any other Director and Key Managerial Personnel of the Company. None of the Directors, Key Managerial Personnel and their relatives, except Mr Rohit Parti (DIN:-07889944) and his relatives, are in any way, concerned or interested in the said resolution.

The resolution as set out in item No. 4 of this Notice is accordingly commended for your approval.

ITEM NO. 5:

The Board of Directors of the Company in their meeting held on 26th July, 2017 have appointed Mr Manmohan Khanna (DIN :-07888319) as an Additional Director (Independent) of the Company to hold office for a period of five consecutive years, not liable to retire by rotation, subject to consent by the Members of the Company at the ensuing Annual General Meeting ("AGM").



As an Additional Director, Mr Manmohan Khanna (DIN :-07888319)) holds office till the date of the AGM and is eligible for being appointed as an Independent Director. The Company has also received a declaration from Mr Manmohan Khanna (DIN :-07888319) confirming that he meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). Mr Manmohan Khanna (DIN :-07888319) is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company.

In the opinion of the Board, Mr Manmohan Khanna (DIN :-07888319) fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.

Mr Manmohan Khanna (DIN :-07888319) holds Bachelor’s Degree of Architecture from Punjab University. He is Chairman of Indian Institute of Architects, Chandigarh-Punjab Chapter. He is also regional coordinator (Chandigarh-Punjab) of Alumni Placement Assistance Cell for Dayalbagh Education Institute. He has 38 years of experience in the field of architecture.

A copy of the draft letter of appointment for Independent Directors, setting out the terms and conditions for appointment of Independent Directors is available for inspection by the Members at the registered office of the Company during business hours on any working day.

Mr Manmohan Khanna (DIN :-07888319) is not related to any other Director and Key Managerial Personnel of the Company. None of the Directors, Key Managerial Personnel and their relatives, except Mr Manmohan Khanna (DIN :-07888319) and his relatives, are in any way, concerned or interested in the said resolution.

The resolution as set out in item No. 5 of this Notice is accordingly commended for your approval.

ITEM NO. 6:

The Board of Directors of the Company in their meeting held on 26th July, 2017 have appointed Mr. Nipun Arora (DIN: 05333399) as an Additional Director (Independent) of the Company to hold office for a period of five consecutive years, not liable to retire by rotation, subject to consent by the Members of the Company at the ensuing Annual General Meeting (“AGM”).

As an Additional Director, Mr. Nipun Arora (DIN: 05333399) holds office till the date of the AGM and is eligible for being appointed as an Independent Director. The Company has also received a declaration from Mr. Nipun Arora (DIN: 05333399) confirming that he meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). Mr. Nipun Arora (DIN: 05333399) is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company.

In the opinion of the Board, Mr. Nipun Arora (DIN: 05333399) fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.



Mr. Nipun Arora (DIN: 05333399) is a Chartered Accountant and a member of Institute of Chartered Accountants of India. He is also admitted as a member of Institute of Company Secretaries of India and Institute of Cost & Works Accountants of India. He has having an experience in the field of Financial Management, Accounts and Auditing, Taxation and Statutory Compliances.

A copy of the draft letter of appointment for Independent Directors, setting out the terms and conditions for appointment of Independent Directors is available for inspection by the Members at the registered office of the Company during business hours on any working day.

Mr. Nipun Arora (DIN: 05333399) is not related to any other Director and Key Managerial Personnel of the Company. None of the Directors, Key Managerial Personnel and their relatives, except Mr. Nipun Arora (DIN: 05333399) and his relatives, are in any way, concerned or interested in the said resolution.

The resolution as set out in item No. 6 of this Notice is accordingly commended for your approval.

ITEM NO. 7

The Board of Directors in its meeting held on 14th March, 2018 had approved the appointment of M/s Charu Jindal & Co, Cost Accountants bearing Firm Registration Number 103508, as Cost Auditors of the Company to conduct audit of cost records for the year ending 31stMarch 2018 at a remuneration of Rs.75,000/- (Seventy Five thousand only) with reimbursement of conveyance expenses at actual and service tax/ GST as applicable.

In accordance with provisions of Section 148 of the Companies Act 2013 and Companies (Audit and Auditors) Rules, 2014, remuneration payable to cost auditors has to be ratified by shareholders of the company.

Accordingly consent of the members is sought for passing an ordinary resolution as set out at item No.7 of the notice for ratification of remuneration payable to Cost Auditors for the financial year ending 31st March 2018.

None of the Directors/ Key Managerial Personnel of the company/ their relatives are in, anyway concerned or interested, financially or otherwise, in the resolution set out at item No. 7 of the notice. The Directors recommend the resolution for approval by the members.

ITEM NO. 8

The Board of Directors in its meeting held on 20th April, 2018 had approved the appointment of M/s Charu Jindal & Co, Cost Accountants bearing Firm Registration Number 103508, as Cost Auditors of the Company to conduct audit of cost records for the year ending 31stMarch 2019 at a remuneration of Rs.75,000/- (Seventy Five thousand only) with reimbursement of conveyance expenses at actual and service tax/ GST as applicable.

In accordance with provisions of Section 148 of the Companies Act 2013 and Companies (Audit and Auditors) Rules, 2014, remuneration payable to cost auditors has to be ratified by shareholders of the company.



Accordingly consent of the members is sought for passing an ordinary resolution as set out at item No.8 of the notice for ratification of remuneration payable to Cost Auditors for the financial year ending 31st March 2019.

None of the Directors/ Key Managerial Personnel of the company/ their relatives are in, anyway concerned or interested, financially or otherwise, in the resolution set out at item No.8 of the notice. The Directors recommend the resolution for approval by the members.

ITEM NO. 9

Mr.Varun Batra (DIN:02148383) was appointed as Whole Time Director of the company, for a period of 5 years w.e.f. 2nd February,2015 at Remuneration of Rs 3,00,000/- p.m. however board of the Directors was authorized by the shareholders in their meeting held on 27th February, 2015 to revised the same from time to time by giving suitable increment/decrement after review of his performance each year, subject to the condition that total remuneration not to exceed Rs. 6,00,000 p.m. in any case. However Mr Varun Batra was withdrawing only Rs 2,00,000 p.m. as a remuneration from the company. Keeping in view his contribution made for growth of turnover and profitability of the Company, as recommended by Nomination & Remuneration committee, the Board of Directors in their meeting held on 20th April, 2018 has approved the increase in remuneration from Rs 2,00,000/- p.m. to Rs 3,00,000/- p.m. w.e.f. 1st April, 2018 upto his present tenure i.e. 1st February, 2020 pursuant to provisions of Section 196, 197 & 203 read with Schedule V of Companies Act, 2013 and other applicable provisions of Companies Act, 2013, if any.

Now, the Nomination and Remuneration Committee and Board of Directors in their meeting held on 17.08.2018 has approved to provide the Rent Free Accommodation to Mr Varun Batra (DIN: 02148383). The approval of shareholders is sought for the same.

There is no other change in terms and conditions except Rent Free Accommodation.

He is presently directors in following companies:

1.	ADLEY RESORTS PRIVATE LIMITED
2.	BT ASSOCIATES PRIVATE LIMITED

He is presently holding **14,750** Equity Shares constituting **0.17 %** in the Company.

Chairman or members of Committees: Nil

In case of absence or inadequacy of profits in any financial year, remuneration payable to Mr.Varun Batra (DIN: 02148383) shall not exceed the minimum limits prescribed under Schedule V of Companies Act, 2013. Since the company is having inadequate profits, the above proposal requires approval of shareholders of the company. Hence the proposal is before the shareholders for approval through **special resolution**.



Statement required pursuant to the provisions of Schedule V of the Companies Act, 2013 is given below:-

1. GENERAL INFORMATION:

(1) Nature of industry:

The company is in the business of manufacturing of Oncology Medicines.

(2) Date of commencement of commercial production

2005

(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus

Not Applicable

(4) Financial performance based on given indicators

The company's total revenue during the fiscal year 2017-18 was Rs 50.8 crore as compared with Rs 41.68 crore during the fiscal year 2016-17. Its net profit was Rs 6.76 crore during the fiscal year 2017-18 as compared with net profit of Rs 4.26 crore during the fiscal year 2016-17.

(5) Foreign investments or collaborations, if any.

Nil

II. INFORMATION ABOUT MR. VARUN BATRA:

(1) Background details

Mr Varun Batra, aged 33 years, is the Whole time Director of our Company. He holds Degree in Business Management from Toronto, Canada. After completing his studies, he joined family business and takes care of production for the branded/generic formulation of anticancer drugs and is responsible for expanding Beta's presence in India and International markets.

(2) Past remuneration

Rs 3,00,000 p.m. w.e.f. 01st April, 2018

(3) Recognition or awards

Nil

(4) Job profile and his suitability

He contributes extensively towards the growth of the company and helps the company achieve its targets and long term objectives toward the achievement of the common objectives of the organization. His scope of work includes managing the production department and is responsible for export of oncology products.

(5) Remuneration proposed

Taxable Perquisites:

- (1) Rent Free Accommodation – The Company to provide rent free accommodation upto Rs 3.00 lacs p.m. The Company bearing the cost of repairs, maintenance and utilities (e.g., gas, electricity and water charges) for the said accommodation.

(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)

The remuneration package is competitive and is at par with the packages offered in the industry of this size .

(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

- Mr Vijay Kumar Batra, Chairman cum Managing Director of the company is his Father
- Mrs Neeraj Batra, Whole Time Director of the company is his Mother
- Mr Rahul Batra, Whole Time Director of the company is his Brother

III. OTHER INFORMATION:**(1) Reasons of loss or inadequate profits**

The Profits are considered inadequate because the remuneration exceeds the ceiling prescribed for managerial Remuneration under Section I of Part II of Schedule V to the Companies Act, 2013.

(2) Steps taken or proposed to be taken for improvement

The company is in the midst of commissioning the new block of plant which will increase capacity and will have positive impact on profitability. Beta is also focused on expanding its footprint in India and international markets. The company also intends to launch new drugs/molecules in the coming quarters.

(3) Expected increase in productivity and profits in measurable terms

Both revenues and net profit during the current fiscal is expected to increase as compared with the same period a year ago.



Mr. Vijay Kumar Batra, Rahul Batra, Neeraj Batra and Mr. Varun Batra himself, is concerned or interested in the passing of resolution set out at item No.9 of the notice. None of Key Managerial Personnel are interested financially or otherwise in the passing of said resolution.

ITEM NO. 10

The company in its ordinary course of business and/or on arm's length basis sources material from Adley Lab Limited. The company has noted that Adley Lab Limited is a 'Related Party' within the meaning of Section 2(76) of the Companies Act, 2013. As per the provisions of section 188 of Companies Act, 2013, for every related party transaction approval of Board is required and if the transaction is over and above the threshold limits provided under the Companies (Meetings of Board and its Powers) Rules, 2014, the approval of members by way of Ordinary resolution would be required.

The company envisage that the transaction (s) entered into with Adley Lab Limited would exceed the stipulated threshold of 10% of the annual turnover of the company as per the last Audited financial statements of the company during a financial year of the company. The company therefore requires approval of the shareholders through ordinary resolution for entering into a contracts/ arrangements / transactions with Adley Lab Limited upto a maximum amount of Rs 20.00 crores per annum from the Financial Year 2018-19 onwards.

All the proposed transactions put up for approval are in the ordinary course of business and at arm's length. As a good Corporate Governance Practice, company voluntary seek approval for the following contracts/ arrangements / transactions being material in nature by an ordinary resolution:-

Sr No.	Name of the Related Party	Relationship	Maximum value of Transactions per annum	Nature and Material Terms/ Particulars of the contract or arrangement
1.	Adley Lab Limited	Common Directors & Member	Rs 20.00 crore per annum	Purchase of Raw Material

The other related information as envisaged under Companies (Meetings of Board and its Power) Rules, 2014 and amendments thereto, and the Company's Related Party Transaction Policy are furnished hereunder:

Name of the Related Party	Adley Lab Limited
Name of the Director or Key Managerial personnel who is related, if any	Mr Vijay Kumar Batra, Mr Rahul Batra, Mr Varun Batra & Mrs Neeraj Batra
Nature of Relationship	Shareholders are common (Holding more than 50% shares)
The nature, material terms, monetary value and particulars of the contract or arrangement	Purchase of Raw Material Rs 20.00 crores per annum
Any other information relevant or important for the members to take a decision on the proposed resolution	None



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The above contract/ arrangement/ transactions were approved by the Audit Committee at its meeting held on 17th August, 2018 and recommended by the Board of Directors at its meeting held on 17th August, 2018 to the unrelated shareholders of the company for their approval.

Mr Vijay Kumar Batra, Mr Rahul Batra, Mr Varun Batra & Mrs Neeraj Batra are interested in the said resolution as the shareholders are common (Holding more than 50% shares). None of the other directors and Key Managerial Personnel of the company and their relatives is concerned or interested.

The Board recommends this resolution set out in Item No. 10 of this notice for approval of the members.

Dated: 17.08.2018

Place: Baddi

Registered Office:

**Village Nandpur, Lodhimajra Road
Baddi, Distt Solan H.P.**

By Order of the Board of Directors

sd/-

**Vijay Kumar Batra
Chairman & Managing Director
(DIN: 01083215)**



DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING UNDER REGULATION 36 OF SEBI(LODR) REGULATIONS

Name of Director	Mr. Rohit Parti	Mr. Manmohan Khanna	Mr. Nipun Arora
Director Identification Number	07889944	07888319	DIN: 05333399
Date of Birth	24/11/1975	05/10/1953	19/05/1984
Educational Qualification	Bachelor's degree in Medicine and Surgery, Bachelor's Degree in the field of Cardiology	Bachelor's Degree of Architecture	CA, CS, CWA
Experience	8 Years	38 years	10 years
Details of remuneration to be paid, if any	N.A.	N.A.	N.A.
Date of first appointment to the Board	26.7.2017	26.7.2017	26.7.2017
No. of Share held by Directors in the Company	Nil	Nil	Nil
Relationship with other Directors / KMPs	N.A.	N.A.	N.A.
No. of meetings attended during the year	2	2	2
Profile	Mr Rohit Parti (DIN:-07889944) holds Bachelor's degree in Medicine and Surgery from Punjab University and Bachelor's Degree in the field of Cardiology from Baba Farid University of Health and Science. He is a Medical Practitioner under Punjab Medical Registration Act II of	Mr Manmohan Khanna (DIN :-07888319) holds Bachelor's Degree of Architecture from Punjab University. He is Chairman of Indian Institute of Architects, Chandigarh-Punjab Chapter. He is also regional coordinator (Chandigarh-Punjab) of Alumni Placement Assistance Cell for Dayalbagh Education	Mr. Nipun Arora (DIN: 05333399) is a Chartered Accountant and a member of Institute of Chartered Accountants of India. He is also admitted as a member of Institute of Company Secretaries of India and Institute of Cost & Works Accountants of India. He has having an experience in the field



	1961 having 8 years of experience in Medicine.	Institute. He has 38 years of experience in the field of architecture	of Financial Management, Accounts and Auditing, Taxation and Statutory Compliances.
Expertise in specific Functional areas	Medicine	architecture	Financial Management, Accounts and Auditing, Taxation and Statutory Compliances
Directorship in other Companies	Nil	Nil	1. Acumen Capital Pvt. Ltd.
Chairman/ Member of Committees of the Board of other Companies in which he is a Director	N.A.	N.A.	N.A.
Relationship, if any, with the other members of the Board	N.A.	N.A.	N.A.
Terms and Conditions of appointment and remuneration sought and remuneration last and justification	No remuneration is proposed to be paid except sitting fees for attending the meetings of the Board and / or committees, if any within the limits prescribed by the Companies Act, 2013. The details of sitting fees paid during the year have been provided in the Directors Report forming part of the Annual Report. Keeping in view their expertise and knowledge, it will be in the interest of the Company that these Directors are appointed as Independent Directors.		



DIRECTORS' REPORT

To

The Members of

BETA DRUGS LIMITED

Your Directors take pleasure in presenting the 13th Annual Report of the Company together with the Audited Accounts for the financial year ended on 31st March, 2018. The Management Discussion and Analysis has also been incorporated in this report.

❖ **FINANCIAL SUMMARY/HIGHLIGHTS:**

The brief financial results are as under:

PARTICULARS	YEAR ENDED 31.03.2018	YEAR ENDED 31.03.2017
Revenue from Operations	50,56,67,871.26	41,65,26,679.29
Other Income	24,43,898.26	2,90,363.06
Total Revenue	50,81,11,769.52	41,68,17,042.35
Less: Other expenses excluding depreciation	42,12,48,142.91	35,19,23,268.22
Less: Depreciation & Preliminary expenses written off	1,85,06,706.56	1,23,83,943.36
Profit / (loss) before Taxation	6,83,56,920.05	5,25,09,830.77
Less : Provision for Taxation		
Current Tax	0	1,07,06,151.00
Deferred Tax	7,20,255.20	(8,88,233.00)
Profit/ (loss) after Taxation	6,76,36,664.85	4,26,91,912.77

❖ **DIVIDEND:**

In order to conserve the financial resources for the future requirement of the company, the Board of Directors has not recommended any dividend for the year.

❖ **TRANSFER TO RESERVE:**

Profit of Rs. 6,76,36,664.85 was transferred to surplus a/c.



❖ **STATEMENT OF COMPANY'S AFFAIRS**

During the year, Revenue of the Company increased by 21.90% i.e. from Rs. 4168.17 lakhs to Rs.5081.11 lakhs. Profit before tax increase by 30.17% i.e. from Rs. 525.09 lakhs to Rs.683.56 lakhs. Profit after tax increase by 58.42% to Rs. 676.36 lakhs from Rs. 426.91 lakhs.

❖ **CHANGE IN THE NATURE OF BUSINESS:**

During the year the Company has not changed its business.

❖ **MATERIAL CHANGES:**

The company had come out with a public issue of 22,96,000 equity shares at a price of Rs. 85 each including a share premium of Rs. 75 per equity share. The IPO was a huge success and the resulting shares have been listed on the NSE emerge platform of NSE, Mumbai. Other than this there are no Material change occurred between the end of the financial year of the company to which the financial statements related and the date of the report, which is affecting the financial position of the company.

❖ **SUBSIDIARY COMPANIES/JOINT VENTURE COMPANY/ASSOCIATE COMPANY:**

The Company does not have any Subsidiary Companies or Joint Venture Company or Associate Company.

❖ **REASONS FOR REVISION OF FINANCIAL STATEMENT OR REPORT:**

During the year, the financial statement or report was not revised. Hence further details are not applicable.

❖ **INCREASE IN AUTHORISED SHARE CAPITAL:**

During the year under review the Company has increased authorised share capital from Rs. 1,01,00,000 (Rupees One Crore one lac only) divided in to 10,10,000 (Ten lac ten thousand) Equity Shares of Rs. 10 each ; to Rs. 10,00,00,000 (Rupees Ten Crore only) divided in to 1,00,00,000 (One Crore) Equity Shares of Rs. 10 each.

❖ **ALLOTMENT OF SHARES UNDER BONUS ISSUE:**

The Company has allotted 49,49,000 Equity Shares of Rs. 10 each during the year under review as Bonus share in the ratio of 4.9 Equity Shares of Rs. 10 each for every 1 Equity shares of Rs. 10 each held by the existing Shareholders of the Company.

❖ **ALLOTMENT OF SHARES UNDER RIGHT ISSUE:**

The Company has allotted 3,94,500 Equity Shares of Rs. 10 each during the year under review as Right Issue at a price of Rs 74/- each including premium of Rs 64/- per share of an aggregate value of Rs. 2,91,93,000 (Rupees Two Crore Ninety One Lac Ninety Three thousand only).

❖ **CONVERSION OF THE COMPANY:**

During the year the company has been converted from Private Limited Company to Public Limited Company and necessary fresh certificate to that effect has been issued by the Registrar of Companies, Himachal Pradesh dated 11th August, 2017. Consequent to conversion of the company the name of the company has been changed from Beta Drugs Private Limited to Beta Drugs Limited.

❖ **SUCCESSFUL INITIAL PUBLIC OFFERING:**

During the year under review, the Company came out with an Initial Public Offer (IPO) of 22,96,000 Equity Shares of Rs. 10/- each for cash at a price of Rs. 85/- per Equity Share including a share premium of Rs.75/- per Equity Share vide prospectus dated 19th September,2017 with a lot size of 1600 shares. The Company has successfully completed the Initial Public Offering (IPO) during the year pursuant to the applicable SEBI Rules and Regulations. The IPO opened on 29th September, 2017 and closed on 4th October, 2017. The IPO of the Company received an encouraging response from the investors and the public issue was oversubscribed. The Equity Shares of the Company have been listed on SME Platform of NSE Limited w.e.f 12th October, 2017. The Equity shares of the Company as listed on SME platform of NSE Limited have a regular and continuous trading. The Company confirmed it has paid Annual Listing Fees due to the National Stock Exchange for the year 2018-19.

❖ **DEPOSITORY SYSTEM**

As the Members are aware, your Company's shares are trade-able compulsorily in electronic form and your Company has established connectivity with both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). In view of the numerous advantages offered by the depository system, the members are requested to avail the facility of dematerialization of the Company's shares on NSDL & CDSL. The ISIN allotted to the Company's Equity shares is INE351Y01019.

❖ **UTILISATION OF IPO PROCEED:**

Utilization of proceed by the Company till March, 2018 raised from IPO is detailed below:

PARTICULAR	HEAD	AMOUNT
AMOUNT RECEIVED - SHARE CAPITAL AND PREMIUM		195160000.00
<u>EXPENSES</u>		
IPO EXPENSES	ISSUE EXPENSES	29850000.00
IPO EXPENSES	GENERAL CORPORATE EXPENSES	7094316.00
TRFD. TO VIJAYA C/C (FOR WORKING CAPITAL)	WORKING CAPITAL	30000000.00



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BALANCE WITH AXIS BANK	UNUTILISED	7536952.50
BALANCE RBL BANK	UNUTILISED	4878742.91
BALANCE WITH ICICI BANK	UNUTILISED	1690558.59
FDR WITH AXIS	UNUTILISED	72000000.00
FDR WITH SIDBI	GENERAL CORPORATE EXPENES	3400000.00
FDR WITH VIJAYA	UNUTILISED	9000000.00
BUILDING	CIVIL CONSTRUCTION	6466264.00
GENERAL CORPORATE EXPENES	GENERAL CORPORATE EXPENES	2750661.00
MACHIENRY PAYMENT (ADVANCE)	PURCHASE OF MACHINERY (ADVANCE)	9898700.00
MACHIENRY CAPITALISED	PURCHASE OF MACHINERY	8344785.00
LAND	GENERAL CORPORATE EXPENES	2249020.00
	TOTAL	195160000

❖ DIRECTORS & KEY MANAGERIAL PERSONNEL:

Pursuant to the provisions of Section 152 of the Companies Act, 2013 Mr. Rahul Batra (DIN: 02229234) and Mr. Balwant Singh (DIN: 01089968), Directors of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself/herself to be re-appointed as Directors of the Company.

The Board recommends the re-appointment of Mr. Rahul Batra (DIN: 02229234) and Mr. Balwant Singh (DIN: 01089968) as Directors of the Company liable to retire by rotation.

During the year under review, Mr Rohit Parti (DIN:-07889944), Mr. Nipun Arora (DIN: 05333399) & Mr Manmohan Khanna (DIN :-07888319) were appointed as Additional Director as well as Independent Directors of the Company for 5 years w.e.f. 26th July, 2017 at the Board of Directors Meeting, subject to the approval of shareholders in the ensuing Annual General Meeting.

Mrs. Rajni Brar was appointed as Company Secretary and Mr. Jayant Kumar was appointed as CFO of the Company w.e.f. 17th July, 2017.

❖ DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement of section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed:

1. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;

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3. that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. that the Directors had prepared the annual accounts on a going concern basis; and
5. that the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
6. that the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

❖ FORMAL EVALUATION BY BOARD OF ITS OWN PERFORMANCE:

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

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

In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of executive directors and non-executive directors. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

❖ NUMBER OF MEETINGS OF BOARD:

During the FY 2017-18, the Board of Directors met ten times viz. 1st May, 2017, 28th June, 2017, 17th July, 2017, 26th July, 2017, 14th August, 2017, 17th August, 2017, 19th September, 2017, 10th October, 2017, 3rd January, 2018 & 14th March, 2018.

Name of the Director	Number of Board Meetings Attended
Vijay Kumar Batra	10
Rahul Batra	10
Varun Batra	10
Balwant Singh	10
Neeraj Batra	10
Rohit Parti	2
Nipun Arora	2
Manmohan Khanna	2

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Last Annual General Meeting of the company was held on 24th July, 2017 and following shareholders were present in the meeting:-

Name of the Shareholder	Number of Equity Shares held
Vijay Kumar Batra	1004200
Rahul Batra	2500
Varun Batra	2500
Neeraj Batra	500
Balwant Singh	100
Aditi Batra	100
Heena Batra	100

Total 3 Extraordinary General Meeting was held during the FY 2017-18 viz 26th June, 2017, 10th August, 2017 & 17th August 2017.

❖ DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received necessary Declaration from each Independent Director/s under section 149(7) of the Companies Act, 2013 that they meets the criteria of Independence laid down in section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

❖ ISSUE OF EQUITY SHARES WITH DIFFERENTIAL VOTING RIGHTS / SWEAT EQUITY SHARES / EMPLOYEE STOCK OPTION SCHEME:

During the year, the Company has not issued any equity shares with differential voting rights or sweat equity shares or shares under employee stock option scheme. Hence disclosure regarding the same is not given.

❖ AUDITORS' REPORT:

M/s Kalra Rai & Associates, Chartered Accountants, Chandigarh, Firm Registration Number **008859N** have issued their Report for the Financial Year ended 31st March 2018. There is no qualification, reservation, adverse remark or disclaimer by the Statutory Auditors in their report and hence no explanation or comments of the Board is required in this matter.

❖ COMMENTS ON AUDITOR'S REPORT

The notes referred to in the Auditor Report are self-explanatory and they do not call for any further explanation as required under section 134 of the Companies Act, 2013.

❖ SECRETARIAL AUDIT:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed



Mr Dinesh Bhandari, Company Secretary in Practice to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as “**Annexure-1**”.

❖ **COMPANY REPLY TO THE SECRETARIAL AUDITOR QUALIFICATION**

QUALIFICATION	COMPANY REPLY
<i>1. Non Registration of creation of charge u/s 77,78 of Companies Act, 2013 by way of hypothecation of vehicle against vehicle loan of Rs. 43 lakhs taken from HDFC Bank Limited on 13.06.2017 and application for seeking extension of time for registration of creation of charge not filed u/s 87 of Companies Act, 2013.</i>	<i>The company is in process of filing of Application for seeking extension of time for registration of creation of charge u/s 87 of Companies Act, 2013 and will be filed shortly.</i>

❖ **INTERNAL AUDIT CONTROLS AND THEIR ADEQUACY**

The Company has a proper and adequate system of internal controls, commensurate with the size scale and complexity of its operations. This ensures that all transactions are authorized, recorded and reported correctly, and assets are safeguarded and protected against loss from unauthorized use or disposition. In addition, there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls.

To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the audit committee of the Board and to the Chairman and Managing Director. The internal Audit department monitors and evaluate the efficiency and adequacy of the internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of internal audit functions, process owner undertake corrective actions in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

❖ **ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The Company has internal Auditors and the Audit Committee constituted are in place to take care of the same. During the year, the Company continued to implement their suggestions and recommendations to improve the control environment. Their scope of work includes review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas. Internal Auditors findings are discussed with the process owners and suitable corrective actions taken as per the directions of Audit Committee on an ongoing basis to improve efficiency in operations.

**❖ AUDIT COMMITTEE:**

As required under the provisions of section 177 of the Companies Act, 2013 and Rules made there under the Board of Director at its meeting held on 26th July, 2017 constituted the Audit Committee. The Audit Committee comprises of the following members:

1.	Mr. Rohit Parti	Chairperson
2.	Mr. Vijay Kumar Batra	Member
3.	Mr. Manmohan Khanna	Member
4.	Mr Nipun Arora	Member

During the year, Audit Committee has met two times details of the same are as follows:

Sr. No	Date of Meeting	Strength of Committee	No. of Members Present
1.	03.01.2018	4	4
2.	14.03.2018	4	4

The term of references of audit committee are to recommend for appointment of statutory auditor, approve related party transactions, examination of financial statements and auditor's report, scrutinize inter corporate loans and investments, evaluation of internal financial control and risk management, review and monitor auditors independence and performance and effectiveness of audit process.

Term of Reference of the Committee

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors
4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 - i. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
 - ii. Changes, if any, in accounting policies and practices and reasons for the same;
 - iii. Major accounting entries involving estimates based on the exercise of judgment by management;
 - iv. Significant adjustments made in the financial statements arising out of audit findings;
 - v. Compliance with listing and other legal requirements relating to financial statements;
 - vi. Disclosure of any related party transactions;



- vii. Qualifications in the draft audit report.
5. Reviewing, with the management, the half yearly financial statements before submission to the board for approval.
 6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, right issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/Draft Prospectus/ Prospectus /notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
 7. Review and monitor the auditor's independence, performance and effectiveness of audit process.
 8. Approval or any subsequent modification of transactions of the company with related parties;
 9. Scrutiny of inter-corporate loans and investments;
 10. Valuation of undertakings or assets of the company, wherever it is necessary;
 11. Evaluation of internal financial controls and risk management systems;
 12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems
 13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
 14. Discussion with internal auditors any significant findings and follow up there on.
 15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
 16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
 17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors.
 18. To oversee and review the functioning of the vigil mechanism which shall provide for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and also provide for direct access to the Chairperson of the Audit Committee in appropriate and exceptional cases.
 19. Call for comments of the auditors about internal control systems, scope of audit including the observations of the auditor and review of the financial statements before submission to the Board;
 20. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
 21. To investigate any other matters referred to by the Board of Directors;
 22. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.



The Audit Committee shall mandatorily review the following information:

- a. Management discussion and analysis of financial information and results of operations;
- b. Statement of significant related party transactions (as defined by the Audit Committee), submitted by the management;
- c. Management letters / letters of internal control weaknesses issued by the statutory auditors;
- d. Internal audit reports relating to internal control weaknesses; and
- e. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the Audit Committee.

❖ **NOMINATION & REMUNERATION COMMITTEE:**

As required under the provisions of section 178 of the Companies Act, 2013 and Rules made there under the Board of Director at its meeting held on 26th July, 2017 constituted the Nomination and Remuneration Committee. The Nomination and Remuneration Committee consists of the following members:

1.	Mr. Rohit Parti	Chairperson
2.	Mr. Vijay Kumar Batra	Member
3.	Mr. Manmohan Khanna	Member
4.	Mr Nipun Arora	Member

During the year, one meeting of the nomination and remuneration committee was held. Details of the Meeting are as follows:

Sr. No	Date of Meeting	Strength of Committee	No. of Members Present
1.	03.01.2018	4	4

(i) **Term of Reference of the Committee**

- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance.
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.
- The Nomination and Remuneration Committee shall, while formulating the policy ensure that:
 - (i) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
 - (ii) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - (iii) remuneration to Directors, Key Managerial Personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals:
- Regularly review the Human Resource function of the Company.



- Discharge such other function(s) or exercise such power(s) as may be delegated to the Committee by the Board from time to time.
- Make reports to the Board as appropriate.
- Review and reassess the adequacy of this charter periodically and recommend any proposed changes to the Board for approval from time to time.
- Any other work and policy, related and incidental to the objectives of the committee as per provisions of the Act and rules made there under.

(ii) Remuneration Policy:

Website link :-

<http://www.betadrugslimited.com/pdfs/betapolicies/PolicyonRemunerationNominationandBoarDiversity.PDF>

(a) Remuneration to Executive Directors:

The remuneration paid to executive directors of the Company is recommended by the Nomination and Remuneration Committee of the Company and then Board of the Company approve in their duly held meeting. The remuneration of executive directors are decided by considering various criteria like qualification, experience, responsibilities, value addition to the Company and financial position of the Company. Board is taking permission of the members if required at any time for paying remuneration to executive directors.

(b) Remuneration to Non-Executive Directors:

Company is not paying any remuneration to non-executive and independent directors of the Company except sitting fees of Rs 5000/- per meeting.

❖ STAKEHOLDERS RELATIONSHIP COMMITTEE:

As required under the provisions of section 178 of the Companies Act, 2013 and Rules made there under the Board of Director at its meeting held on 26th July, 2017 constituted the Stakeholders Relationship Committee. The Stakeholders Relationship Committee consists of the following members:

1. Mr. Rohit Parti	Chairperson
2. Mr. Vijay Kumar Batra	Member
3. Mr. Manmohan Khanna	Member
4. Mr Nipun Arora	Member

The Company has not received any complaints during the year. There was no valid request for transfer of shares pending as on 31st March, 2018. During the year, no meeting of the Stakeholders Relationship Committee was held.

Mrs.Rajni Brar, Company Secretary is the Compliance Officer for the above purpose.



Term of Reference of the Committee

- i. Efficient transfer of shares; including review of cases for refusal of transfer / transmission of shares and debentures;
- ii. Redressal of security holder's/investor's complaints Efficient transfer of shares; including review of cases for refusal of transfer / transmission of shares and debentures;
- iii. Reviewing on a periodic basis the approval/refusal of transfer or transmission of shares, debentures or any other securities;
- iv. Issue of duplicate certificates and new certificates on split/consolidation/renewal;
- v. Reference to statutory and regulatory authorities regarding investor grievances; and
- vi. To otherwise ensure proper and timely attendance and redressal of investor queries and grievances;
- vii. To take note of Dematerialisation and Rematerialisation requests received from the shareholders of the company.
- viii. Any other power specifically assigned by the Board of Directors of the Company

❖ **POLICY ON PRESERVATION OF THE DOCUMENTS**

The Company has formulated a Policy pursuant to Regulation 9 of the Securities Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 ("Regulations") on Preservation of the Documents to ensure safe keeping of the records and safeguard the Documents from getting manhandled, while at the same time avoiding superfluous inventory of Documents.

❖ **POLICY ON CRITERIA FOR DETERMINING MATERIALITY OF EVENTS**

The Policy is framed in accordance with the requirements of the Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Regulations). The objective of the Policy is to determine materiality of events or information of the Company and to ensure that such information is adequately disseminated in pursuance with the Regulations and to provide an overall governance framework for such determination of materiality.

❖ **RISK MANAGEMENT POLICY/PLAN:**

It may please be noted that as our Company is not falling in the applicability criteria prescribed as mentioned in the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Hence, the company has not developed and implemented any risk management policy/plan but the Company has adequate internal control systems and procedures to combat the risk.

❖ **VIGIL MECHANISM:**

It may please be noted that as our Company is not falling in the applicability criteria prescribed as mentioned in the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Hence, there is no vigil mechanism in the company.



❖ **CODE OF BUSINESS CONDUCT AND ETHICS:**

Based on the requirements under SEBI (Prohibition of Insider Trading) Regulations, 1992 read with SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, the code of Internal Procedures and code for prevention of insider trading ("Code of Conduct"), as approved by the Board from time to time, are in force by the Company. The objective of this Code of Conduct is to protect the interest of shareholders at large, to prevent misuse of any price sensitive information and to prevent any insider trading activity by dealing in shares of the Company by its Directors, designated employees and other employees.

The Company also adopts the concept of Trading Window Closure, to prevent its Directors, Officers, designated employees and other employees from trading in the securities of Beta Drugs Limited at the time when there is unpublished price sensitive information. The COC is available on the website of the Company www.betadrugslimited.com.

❖ **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The company has a policy and it provides for protection against sexual harassment of woman at work place and for prevention and redressal of such complaints. The Company has zero tolerance on Sexual Harassment at workplace. During the year under review, no complaints were received against the sexual harassment at workplace.

❖ **REMUNERATION POLICY:**

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

The Company's shareholders may refer the Company's website for the detailed Nomination & Remuneration Policy of the Company on the appointment and remuneration of Directors including criteria for determining qualifications, positive attributes, independence of a Director; and other matters provided under sub-section (3) of section 178.

The Company's remuneration policy is directed towards rewarding performance based on review of achievements periodically.

The remuneration policy is in consonance with the existing industry practice.

❖ **ANALYSIS OF REMUNERATION:**

The details of remuneration paid to Directors and Key Managerial Personnel is given in extract of Annual Return attached with this report.

Disclosure/details pursuant to provisions of Section 197(12) of the Companies Act 2013 read with Companies (appointment and Remuneration of managerial personnel) Rules, 2014 are given as follows:



1) The percentage increase in Remuneration of each Director, Chief Financial Officer and Company Secretary in the financial year 2017-18 and ratio of remuneration of each key managerial personnel (KMP) against the performance are as under:-

Sr No.	Name of Director/KMP and Designation	Remuneration of Director/KMP for the Financial Year 2018-18 (In Rs.)	% age Increase in Remuneration for the Financial Year 2017-18	Ratio of Remuneration of each director to the Median Remuneration of Employees
1.	Mr. Vijay Kumar Batra, Chairman cum Managing Director	NIL	NIL	NIL
2.	Mrs. Neeraj Batra, Whole Time Director	24,00,000	Nil	13.46
3.	Mr. Varun Batra, Whole Time Director	24,00,000	Nil	13.46
4.	Mr Balwant Singh, Whole Time Director	14,52,000	43.20%	8.14
5.	Mr. Rahul Batra, Whole Time Director	NIL	NIL	NIL
6.	Mr Manmohan Khanna, Independent Director	Only Sitting Fee of Rs 10,000/-	NIL	NIL
7.	Mr. Rohit Parti, Independent Director	Only Sitting Fee of Rs 10,000/-	NIL	NIL
8.	Mr. Nipun Arora, Independent Director	Only Sitting Fee of Rs 10,000/-	NIL	NIL
9.	Mrs Rajni Brar, Company Secretary	2,77,701	Appointed w.e.f. 17 th July, 2018	1.56
10.	Mr Jayant Kumar, CFO	6,67,164	Appointed as CFO w.e.f. 17 th July, 2018	3.74

2) The Median Remuneration of Employees of the Company during the financial year 2017-18 was Rs.1,78,356/-

3) There was an increase of 8.22% in median remuneration of employees during the financial year.

4) The number of permanent employees on the rolls of the Company is 165 for the year ended March 31, 2018.

5) There was an increase of 45.44% in salaries of employees other than the managerial personnel during the financial year 2017-18 .

6) It is affirmed that remuneration paid during the year ended March 31st, 2018 is as per the Remuneration Policy of the Company.



❖ **PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:**



There was no employee drawing remuneration in excess of limits prescribed under section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Disclosure 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) Amendment Rules, 2016 are as per **Annexure - 2**.

❖ **REGULATORY ORDERS:**

During the year, there were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

❖ **CSR COMMITTEE:**

During the year under review CSR Committee is not applicable to the Company, no further details/disclosure required to be given in this regard. In the Financial Year 2018-19 company has constitute a CSR Committee comprising following members:

1.	Mr Vijay Kumar Batra	Chairman
2.	Mr Rahul Batra	Member
3.	Mr Rohit Parti	Member

❖ **DETAILS ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014.

(A) CONSERVATION OF ENERGY

(i)	the steps taken or impact on conservation of energy	The Company accords high priority to conservation of energy. However, there are no specific steps taken in this regard.
(ii)	the steps taken by the company for utilizing alternate sources of energy	The Company is not utilizing alternate sources of energy.
(iii)	the capital investment on energy conservation equipments	NIL

(B) TECHNOLOGY ABSORPTION

(i)	the efforts made towards technology absorption	NIL
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	NIL
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) (a) the details of technology imported;	The Company has not imported any technology during the year. Hence, there are no details to be furnished under this clause.



	(b) the year of import; (c) whether the technology been fully absorbed; (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	
(iv)	the expenditure incurred on Research and Development	There are no expenditure incurred on Research and Development by the Company.

(C) Foreign exchange earnings and Outgo:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows are given below :

Particulars	Amt. as on 31.3.2018	Amt. as on 31.3.2017
Earnings in Foreign Exchange	1,44,15,249.91	3,36,90,510.52
Foreign Exchange Outgo	1,08,46,771	NIL

❖ INTERNAL FINANCIAL CONTROL:

The Company has a well placed, proper and adequate internal financial control system which ensures that all the assets are safeguarded and protected and that the transactions are authorized recorded and reported correctly.

The internal audit covers a wide variety of operational matters and ensures compliance with specific standard with regards to availability and suitability of policies and procedures. During the year no reportable material weakness in the design or operation were observed.

The Directors has laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and have been operating effectively.

❖ DEPOSITS:

The Company has not invited/ accepted any deposits from the public during the year ended March 31, 2018. There were no unclaimed or unpaid deposits as on March 31, 2018. However, the detail of unsecured loan from Directors of the company is as follows:-

Name	Amount As on 31.3.2018	Amount As on 31.3.2017
Mr Varun Batra, Whole Time Director	0	1,00,000
Mr Balwant Singh, Whole Time Director	0	1,00,000



13TH ANNUAL REPORT

BETA DRUGS LIMITED

Mr Vijay Kumar Batra, Managing Director	0	2,29,65,840
Total	0	2,31,65,840

❖ CORPORATE GOVERNANCE:

It may please be noted that as our Company is not falling in the applicability criteria prescribed as mentioned in the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Hence, the Report on Corporate Governance is not forming part of the Directors' Report.

❖ TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

❖ EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual Return in form MGT- 9 is annexed herewith as "Annexure -3"

❖ PARTICULARS OF LOANS, INVESTMENTS OR GUARANTEES UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

There are no Loans, Investments or Guarantees /Security given by the Company during the year, under section 186 of the Companies Act, 2013; hence no particulars are required to be given.

❖ RELATED PARTY TRANSACTIONS:

The particulars of every contract or 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 Form No. AOC -2, given below:

Related Party Transactions:

Particulars of contracts or arrangements with related parties referred to in sub-section (1) of section 188 in the form AOC-2:

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business.

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

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

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NIL



b)	Nature of contracts/arrangements/transaction	-
c)	Duration of the contracts / arrangements /transaction	-
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	-
e)	Justification for entering into such contracts or arrangements or transactions'	-
f)	Date of approval by the Board	-
g)	Amount paid as advances, if any	-
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	-

2. Details of material contracts or arrangements or transactions at Arm's length basis.

SL. No.1	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Adley Lab Limited
b)	Nature of contracts/Arrangements /transaction	Purchase of Goods
c)	Duration of the contracts/Arrangements /transaction	-
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Total amount involved during the year is Rs 3,59,85,763/-
e)	Date of approval by the Board	1 st May, 2017
f)	Amount paid as advances, if any	-
SL. No.2	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Adley Formulations
b)	Nature of contracts/ arrangements /transaction	i) Sale of Goods-Rs 340652 ii) Purchase of Goods-Rs 1231200 iii) Repayment of Loan-Rs 854636
c)	Duration of the contracts/Arrangements /transaction	-
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Total amount involved during the year is Rs 24,26,488/-
e)	Date of approval by the Board	1 st May, 2017
f)	Amount paid as advances, if any	-



SL.No.3	Particulars	Details
a)	Name (s) of the related party & nature of relationship	BT Associates Pvt Ltd.
b)	Nature of contracts /arrangements /transaction	Payment of Building Rent
c)	Duration of the contracts /arrangements /transaction	-
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Total amount involved during the year is Rs 1823918/-
e)	Date of approval by the Board	1 st May, 2017
f)	Amount paid as advances, if any	-
SL.No.4	Particulars	Details
g)	Name (s) of the related party & nature of relationship	Kedge Pharmacia (India) Pvt Ltd.
h)	Nature of contracts /arrangements /transaction	Sale of Goods
i)	Duration of the contracts /arrangements /transaction	-
j)	Salient terms of the contracts or arrangements or transaction including the value, if any	Total amount involved during the year is Rs 4,96,371/-
k)	Date of approval by the Board	1 st May, 2017
l)	Amount paid as advances, if any	-
SL.No.5	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Heena Batra
b)	Nature of contracts /arrangements /transaction	Salary to Director wife
c)	Duration of the contracts /arrangements /transaction	-
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Payment of salary @ Rs 40,000/- p.m. total amounting Rs 2,00,000/- i.e. from 1 st April, 2017 to 31 st August, 2017



e)	Date of approval by the Board	1 st May, 2017
f)	Amount paid as advances, if any	-
SL.No.6	Particulars	Details
m)	Name (s) of the related party & nature of relationship	Aditi Batra
n)	Nature of contracts/arrangements / transaction	Salary to Director wife
o)	Duration of the contracts /arrangements /transaction	-
p)	Salient terms of the contracts or arrangements or transaction including the value, if any	Payment of salary @ Rs 40,000/- p.m. total amounting Rs 2,00,000/- i.e. from 1 st April, 2017 to 31 st August, 2017.
q)	Date of approval by the Board	1 st May, 2017
r)	Amount paid as advances, if any	-

❖ **MANAGEMENT DISCUSSION AND ANALYSIS:**

As per Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015, the Management Discussion and Analysis Report is given in **Annexure - 4**.

❖ **APPRECIATION:**

Your Directors wish to place on record their sincere appreciation for significant contribution made by the employees at all the levels through their dedication, hard work and commitment, thereby enabling the Company to boost its performance during the year under report.

Your Directors also take this opportunity to place on record the valuable co-operation and continuous support extended by its valued business associates, Practicing Company Secretary, Auditors, Supplier, Customers, Banks / Financial Institutions, Government authorities and the shareholders for their continuously reposed confidence in the Company and look forward to having the same support in all its future endeavors.

Dated: 17.08.2018

Place: Baddi

Registered Office:

Village Nandpur, Lodhimajra Road

Baddi, Distt Solan H.P.

By Order of the Board of Directors

sd/-

Vijay Kumar Batra

Chairman & Managing Director

(DIN: 01083215)

Secretarial Audit Report for the Financial Year Ended March 31, 2018

To

The Members of

BETA DRUGS LIMITED (CIN :U24230HP2005PLC028969)

Village Nandpur, Baddi, Himachal Pradesh-174101.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s BETA DRUGS LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2018 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 March 31, 2018 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 Byelaws framed thereunder to the extent of Regulation 55A;
- (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 and The Securities Exchange Board of India (SEBI) (Substantial Acquisition of Shares and Takeovers (Amendment) Regulations, 2013 ;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and amended thereon.;
 - d) The Securities and Exchange Board of India (Share Based employee Benefits) Regulations, 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 to the extent of securities issued;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
- (vi) The other laws, as informed and certified by the management of the Company which are specifically applicable to the Company based on their sectors/ industry are:

- (a) Drugs & Cosmetics Act, 1940
- (b) Drugs and Magic Remedies (Objectionable Advertisement) Act, 1954
- (c) Narcotic Drugs and Psychotropic Substances Act, 1985
- (d) Conservations of Foreign Exchange And Prevention of Smuggling Activities Act, 1974
- (e) The Medicinal & toilet Preparations Substances (Excise Duties) Act, 1955
- (f) The Environment (Protection) Act, 1986
- (g) Hazardous Waste Management Rules, 2016
- (h) The Indian Copyright Act, 1957
- (i) The Patents Act, 1970
- (j) The Trade Marks Act, 1999

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with NSE Limited (SME segment) w.e.f. 12.10.2017 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations mentioned above in this report *except the following* :



1. Non Registration of creation of charge u/s 77,78 of Companies Act, 2013 by way of hypothecation of vehicle against vehicle loan of Rs. 43 lakhs taken from HDFC Bank Limited on 13.06.2017 and application for seeking extension of time for registration of creation of charge not filed u/s 87 of Companies Act, 2013.

We further report that compliance by the Company of applicable financial laws like direct and indirect tax laws and maintenance of financial record and books of accounts has not been reviewed in this Audit, since the same has been subject to review by statutory financial audit and other designated professionals.

We further report that :

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

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent 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 unanimously 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 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.

We further report that during the audit period no specific events / actions took place that having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards.

Sd/-

CS. Dinesh Bhandari / Proprietor
Practising Company Secretary
Membership No. FCS No.: 5887
Certificate of Practice No.: 10300

Place : Chandigarh
Date: 17.8.2018

Note : This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

Annexure -A

The Members

BETA DRUGS LIMITED (CIN :U24230HP2005PLC028969)

Village Nandpur, Baddi, Himachal Pradesh-174101.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on the random test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place : Chandigarh
Date : 17.08.2018

Sd/-
CS. Dinesh Bhandari
Practising Company Secretary
Membership No. FCS No.: 5887
Certificate of Practice No.: 10300



Annexure:II

Statement showing the name of the top ten employees in terms of remuneration drawn:

Name	Designation/Nature of Duties	Nature of employment whether contractual or otherwise	Relation with Director or Manager of Company	Remuneration in Rs per month	Qualification	Experience	Date of Joining	Age (years) // DOB	Last Employment before	% Equity Shares held
Neeraj Batra	Whole Time Director	otherwise	Wife of Mr Vijay Kumar Batra and Mother of Mr Rahul Batra & Mr Varun Batra	2,00,000	M.A.	15	01/04/2015	12/10/1958	NA	0.03 %
Varun Batra	Whole Time Director	otherwise	Son of Mr Vijay Kumar Batra & Mrs Neeraj Batra and Brother of Mr Rahul Batra	2,00,000	Degree in Business Management from Toronto Canada	13	01/08/2014	15/06/1985	NA	0.17 %
Sudhir Rajput	Sales Head	otherwise	Nil	1,25,000	Post Graduation	20	01/07/2017	08.12.1975	Ferring International MNC	Nil
Balwant Singh	Whole Time Director	otherwise	Nil	1,21,000	MA, PGDPM /HR/IR	19	01/04/2015	04.04.1970	Adley Formulations	0.01 %
Rohit Modi	Production Head	otherwise	Nil	91,667	B.Pharm a + MBA in Prod. Mng.	12	13/02/2016	07.11.1981	Nector Life Science Baddi	Nil
Siddhartha Kundu	Marketing Head	otherwise	Nil	81,250	Post Graduation	29	01/07/2017	23.06.1967	Alchem	Nil
Vishal Ratra	Q.A. Head	otherwise	Nil	74,377	B.Pharm a	11	11/04/2016	12.12.1977	Akums Drugs Ltd.	Nil
Jayant Kumar	C.F.O	otherwise	Nil	73,533	B.Com	22	17/07/2017	28.04.1974	Adley Formulations	Nil
Rajesh Mishra	Production Head	otherwise	Nil	64,748	B.Pharm a	9	01/11/2014	07.05.1983	Adley Formulations	Nil
Anand Sharma	Q.A. Head	otherwise	Nil	60,634	B.Pharm a	25	01/04/2015	14.12.1954	Adley Formulations	Nil



ANNEXURE-III

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31.3.2018

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

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	U24230HP2005PLC028969
ii.	Registration Date	21/09/2005
iii.	Name of the Company	BETA DRUGS LIMITED
iv.	Category/Sub-Category of the Company	LIMITED COMPANY/ LISTED WITH NATIONAL STOCK EXCHANGE OF INDIA LIMITED
v.	Address of the Registered office and contact details	Village Nandpur, Baddi Himachal Pradesh-174101 INDIA
vi.	Whether listed company	YES
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Pvt Ltd. C-101, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai-400083.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/	% to total turnover of the company
1	Manufacture of Pharmaceuticals	2100	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	Nil	Nil	Nil	Nil	Nil



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

i. Category-wise ShareHolding

Category of Shareholders	No. of Shares held at the beginning of the year 1 st April, 2017				No. of Shares held at the end of the year 31 st March, 2018				% Change during The year
	Demat	Physical	Total	% of Total Shares	Dem at	Physical	Total	% of Total Shares	
A. Promoter									
1) Indian									
a) Individual/ HUF	-	1010000	1010000	100	5958410	-	5958410	68.89	-31.11
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other (firm)	-	-	-	-	-	-	-	-	-
Sub-total(A)(1):-		1010000	1010000	100	5958410	-	5958410	68.89	-31.11
2) Foreign									
g) NRIs- Individuals	-	-	-	-	-	-	-	-	-
h) Other- Individuals	-	-	-	-	-	-	-	-	-
i) Bodies Corp.	-	-	-	-	-	-	-	-	-
j) Banks / FI	-	-	-	-	-	-	-	-	-
k) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total(A)(2):-	-	-	-	-	-	-	-	-	-



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BETA DRUGS LIMITED

Total shareholding of promoters	-	1010000	1010000	100	5958410	-	5958410	68.89	-31.11
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					866800	-	866800	10.02	+10.02
(ii) Overseas									
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	-	-	-	-	967425	22000	989425	11.43	+11.43
(ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh					513800	-	513800	5.94	+5.94



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BETA DRUGS LIMITED

c) Others(Specify)									
Trust	-	-	-	-	32000	-	32000	0.37	+0.37
Hindu Undivided Family	-	-	-	-	95200	-	95200	1.1	+1.1
Non Resident Indians (Non Repat)	-	-	-	-	4000	-	4000	0.04	+0.04
Non Resident Indians (Repat)	-	-	-	-	11200	-	11200	0.12	+0.13
Clearing Member	-	-	-	-	178665	-	178665	2.01	+2.07
Sub-total(B)(2)	-	-	-	-	2669090	22000	2691090	31.11	+31.11
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	2669090	22000	2691090	31.11	+31.11
C.Shares heldby Custodianfor GDRs&ADRs	-	-	-	-	-	-	-	-	-
GrandTotal (A+B+C)	-	1010000	1010000	100	8627500	22000	8649500	100	-

ii. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year 1 st April, 2017			Shareholding at the end of the year 31 st March, 2018			% change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbe red to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbe red to total shares	
1.	Vijay Kumar Batra	1005000	99.50%	-	5924780	68.50%	-	-31.01%
2.	Varun Batra	2500	0.25%	-	14750	0.17%	-	-0.08%
3.	Rahul Batra	2500	0.25%	-	14750	0.17%	-	-0.08%
4.	Neeraj Batra	-	-	-	2950	0.03%	-	+0.03%
5.	Aditi Batra	-	-	-	590	0.01%	-	+0.01%
6.	Heena Batra	-	-	-	590	0.01%	-	+0.01%
	TOTAL	1010000	100	-	5958410	68.89	-	-31.12%



iii. **Change in Promoters' Shareholding : YES**

Sr. no		Shareholding at the beginning of the year 1 st April, 2017		Cumulative Shareholding during the year i.e. 31 st March, 2018	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Vijay Kumar Batra	1005000	99.50%	5924780	68.50%
2.	Varun Batra	2500	0.25%	14750	0.17%
3.	Rahul Batra	2500	0.25%	14750	0.17%
4.	Neeraj Batra	-	-	2950	0.03%
5.	Aditi Batra	-	-	590	0.01%
6.	Heena Batra	-	-	590	0.01%

(iii) **Shareholding Pattern of top ten Shareholders:**

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

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Pantomath Stock Brokers Private Limited	-	-	134,400	1.5538
2.	Jmp Securities Pvt. Ltd.	-	-	112,000	1.2949
3.	Adesh Ventures Llp	-	-	105,600	1.2209
4.	Valuworth Capital Management Pvt Ltd	-	-	104,000	1.2024
5.	Edelweiss Broking Ltd	-	-	75,200	0.8694
6.	Sandla Bhandari	-	-	75,000	0.8671
7.	Ecap Equities Limited	-	-	70,400	0.8139
8.	Globe Capital Market Ltd	-	-	70,000	0.8093
9.	Chetan M. Kothari Priti Chetan Kothari	-	-	60,800	0.7029
10.	Sudhir Kumar	-	-	57,600	0.6659



(iv) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Shareholding of Directors and Key Managerial Personnel	Shareholding at the beginning of the year 1 st April, 2017		Cumulative Shareholding during the Year i.e. 31 st March, 2018	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mr. Vijay Kumar Batra, Chairman cum Managing Director	1005000	99.50%	5924780	68.50%
2	Mr. Varun Batra, Whole Time Director	2500	0.25%	14750	0.17%
3	Mr. Rahul Batra, Whole Time Director	2500	0.25%	14750	0.17%
4	Balwant Singh, Whole Time Director	-	-	590	0.01%
5	Neeraj Batra, Whole Time Director	-	-	2950	0.03%
6	Manmohan Khanna, Independent Director	-	-	-	-
7	Rohit Parti, Independent Director	-	-	-	-
8	Nipun Arora, Independent Director	-	-	-	-
9	Rajni Brar, Company Secretary	-	-	-	-
10	Jayant Kumar, Chief Financial Officer	-	-	-	-

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	58468239.05	23615840	-	82084079.05
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not				
Total(i+ii+iii)	58468239.05	23615840	-	82084079.05
Change in Indebtedness during the financial year				
- Addition	11521758.3	-		11521758.30
- Reduction	-	(16886585)		(16886585.00)
Net Change	14665222.38	-	-	(5364826.70)
Indebtedness at the end of the financial				



year				
i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due				
Total (i+ii+iii)	69989997.35	6729255	-	76719252.35

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and /or Manager

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
1.	(i) Gross salary	Mr. Vijay Batra, Chairman cum Managing Director	-
	(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		
	(ii) Gross salary	Varun Batra, whole time director	24 lacs
	(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		
	(iii) Gross salary	Rahul Batra, whole time Director	-
(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			



	<p>(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961</p> <p>(iv) Gross salary</p> <p>(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961</p> <p>(b) Value of perquisites u/s 17(2) Income-tax Act, 1961</p> <p>(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961</p> <p>(v) Gross salary</p> <p>(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961</p> <p>(b) Value of perquisites u/s 17(2) Income-tax Act, 1961</p> <p>(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961</p>	<p>Neeraj Batra, whole Time Director</p>				<p>24 lacs</p>
		<p>Balwant Singh, Whole Time Director</p>				<p>14.52 lacs</p>
2.	Stock Option					NIL
3.	Sweat Equity					NIL
4.	Commission - as % of profit - others, specify					NIL
5.	Others, please specify					NIL
6.	Total(A)					62.52 lacs
	Ceiling as per the Act	<p>Within prescribed limit of Schedule V of the Companies Act, 2013.</p>				



B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	<u>Independent Directors</u>	Manmohan Khanna	Rohit Parti	Nipun Arora		
	·Fee for attending board committee meetings ·Commission ·Others,please specify	10,000	10,000	10,000		30,000
	Total(1)					NIL
	<u>Other Non-Executive Directors</u>					NIL
	·Fee for attending board committee meetings ·Commission ·Others, please specify					
	Total(2)					NIL
	Total(B)=(1+2)					NIL
	Total Managerial Remuneration					NIL
	Overall Ceiling as per the Act					NIL

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD :

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a)Salary as per provisions contained in section17(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	-	277701	667164	944865



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BETA DRUGS LIMITED

2.	Stock Option				NIL
3.	Sweat Equity				NIL
4.	Commission - as %of profit -others, specify...				NIL
5.	Others ,please specify				NIL
6.	Total				NIL

VII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

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	NIL				
Compounding					
B. Directors					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				
C. Other Officers In Default					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				

For BETA DRUGS LIMITED

**Place: Baddi
Date:17.08.2018**

**Sd/-
Vijay Kumar Batra
DIN: 01083215
Managing Director**

**Sd/-
Rajni Brar
ACS-24684
Company Secretary**

**MANAGEMENT DISCUSSION AND ANALYSIS**

In terms of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 the Management Discussion and Analysis Report (MDAR) is structured as follows:

- Industry structure and developments
- Opportunities & Threats
- Segment-wise or product-wise performance
- Outlook
- Risk and Concerns
- Internal Control System
- Financial and operational performance
- Material Development in Human Resources

Some Statements in this discussion may be forward looking. Future performance may however differ from those stated in the management discussion and analysis on account of various factors such as changes in Government regulations, tax regimes, impact of competition, etc.

INDUSTRY STRUCTURE AND DEVELOPMENTS

Indian pharmaceuticals industry is globally respected and is one of the most successful industries in India. It has contributed immensely to Indian's healthcare outcomes and economy. In addition to helping ensure affordable and accessible medicines in the far reaches of India, it also generates employment, directly or indirectly hiring around 2.5 million people.

Affordability and accessibility of India pharma products has improved in domestic as well as international markets. The industry's strong initiatives to drive access and awareness across all regions of the country have resulted in around 50 per cent higher drug penetration in rural India. India continues to be the primary supplier of essential medications for numerous disease areas worldwide, helping save millions of lives every year.

STRONG POSITION IN INFRASTRUCTURE AND CAPABILITIES

India's strong capabilities across the value chain are critical for successfully serving global pharmaceutical markets. Here, too, India is well positioned:

- It has strong capabilities in generics R&D. For the last five years, India bagged around 1/3rd of the total ANDA filings and approximately 45 per cent of DMFs filed with the USFDA.
- India has the largest number of FDA-approved pharmaceutical manufacturing plants outside the USA located in India.
- India is also known for innovation, with 60+ biosimilars 5 approved for marketing (30 active substances) and an additional 30+ in the pipeline. In addition two new medical entities (NMEs) have been developed and launched till date.

OPPORTUNITIES & THREATS

While the domestic and International economic conditions continue to remain challenging and are expected to remain for some more time, we expect that with wide range of products, quality standards and team efforts, your Company will be in a position to weather this situation. Your Company has continued to be the preferred supplier of many leading companies and has been successful in expanding its approval base, adding leading players from the industry. Therefore, we expect that your Company will continue to be in a position to



gradually expand its market reach and improve its market share. The Company regularly insures all its assets to enable itself in case of any mis-happening. The Company has formed a risk management team which constantly monitors the Indian and international markets and guides the management of any sort of prevailing risk to the company. The commodities prices being internationally traded are affected by the global market demand and supply forces and the dollar rate. The risk management team plays a major role here. Moreover, the industry is labour oriented and business operations of the Company may be materially affected by strikes, lock outs or work stoppage.

SEGMENT WISE OR PRODUCT WISE PERFORMANCE

Your company has only one segment that is trading and manufacturing of pharmaceutical products.

OVERVIEW & OUTLOOK

Indian pharmaceuticals industry is well respected worldwide and is one of the most successful industries in India contributing greatly to country's healthcare outcomes and GDP. Top notch capabilities and advantageous market conditions over the last many years have ensured that India continues to be one of the most profitable pharma markets across the world. It remains an attractive destination for generic R&D and manufacturing of pharmaceuticals owing to its strong capabilities across the value chain.

Oncology drugs market is expected to grow at a fast clip across the world primarily driven by an ageing population and lifestyle changes making population susceptible to cancer. In India the Oncology drugs market is expected market to grow in double digits for the next many years to come. Therefore, Beta Drugs being a leader in the oncology segment has long runaway ahead both in terms of opportunities and growth.

RISK AND CONCERNS

Pharmaceutical industry is most regulated industry in whole word. Being pharmaceutical company we have to follow various government regulations. Change in regulatory norms in India or else where in exporting countries shall effect the operation of Company.

INTERNAL CONTROL SYSTEM

The Company has in place an adequate system of internal control commensurate with its size and nature of its business. These have been designed to provide reasonable assurance that all assets are safeguarded and protected against loss from unauthorized use or disposition and that all transactions are authorized, recorded and reported correctly and the business operations are conducted as per the prescribed policies and procedures of the Company. The Audit committee and the management have reviewed the adequacy of the internal control systems and suitable steps are taken to improve the same.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

Beta's net sales grew by 21.40% to Rs 50.56 crores compared with the same period a year ago. This was primarily driven by company increasing its market share in the domestic oncology segment. Beta added some marquee names to its clients list and expanded its presence across corporate hospitals in India. The company's medicines are available in 70% of the corporate hospitals in India such as Apollo, Max, Lillavatti, Nannavatti, HCG, Fortis etc.

Net profit too surged by 58% to Rs 6.76 crores. This increase in net profits was due to the fact that the company was able to reduce its operating expenses. This also reflected in margins expanding across the board. Net margins increased by 314 basis points compared with the same period a year ago.



HUMAN RESOURCES DEVELOPMENT AND INDUSTRIAL RELATIONS

Your Company firmly believes that its human resources are the key enablers for the growth of the Company and important asset. Hence, the success of the Company is closely aligned to the goals of the human resources of the Company. Taking into this account, your Company continued to Invest in developing its human capital and establishing its brand on the market to attract and retain the best talent. Employee relations during the period under review continued to be healthy, cordial and harmonious at all levels and your Company is committed to maintain good relations with the employees.

CAUTIONARY STATEMENT

Statement in this Management Discussion and Analysis Report, describing the Company's objectives, estimates and expectations may constitute 'Forward Looking Statements' within the meaning of applicable laws or regulations. Actual results might differ materially from those either expressed or implied.

Dated: 17.08.2018

Place: Baddi

Registered Office:

Village Nandpur, Lodhimajra Road

Baddi, Distt Solan H.P.

By Order of the Board of Directors

sd/-

Vijay Kumar Batra

Chairman & Managing Director

(DIN: 01083215)

**Independent Auditors' Report**

Members of Beta Drugs Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone Ind AS financial statements of Beta Drugs Limited ('the Company'), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity 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 stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act., read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate 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 Ind AS 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 standalone Ind AS 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 conducted our audit of the stand alone Ind AS financial statements in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as 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 standalone Ind AS 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 standalone Ind AS financial statements that give a 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 the Company's Directors, as well as evaluating the over all presentation of the standalone Ind AS 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 standalone Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, its profit including other comprehensive income, its cash flows and the changes in equity 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 subsection(11) of Section 143 of the Act, we give in the Annexure 1 a statement on the matters specified in paragraphs 3 and 4 of the Order.

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 purpose of our audit;
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. The Balance Sheet, Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
- d. In our opinion, the aforesaid stand alone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards)Rules, 2015, as amended;
- e. On the basis of written representations received from the directors as on March 31, 2018, and taken on record by the Board of Directors, none of the Directors is disqualified as on March 31,2018, from being appointed as a director in terms of Section 164 (2) of the Act;
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, considering the size of the company the internal financial controls are in place ;
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies(Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:



- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- iii. Since the company has gone public for the financial year 2017-18, there has been no amounts available which is required to be transferred, to the Investor Education and Protection Fund by the Company;

For Kalra Rai & Associates

Chartered Accountants

(FRN: 008859N)

Sd/-Lajpat Rai Kalra

(Sr.Partner)

Membership No.087438

Date:08/05/2018

**CARO****Annexure 1 referred to in paragraph 1 of our report of even date****Re: Beta Drugs Limited ('the Company')**

i. a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

b. All fixed assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

c. According to information and explanations given by the management, the title deeds of immovable properties, included in property, plant and equipment except for the following, are held in the name of the Company. As explained to us, registration of title deeds is in progress in respect of immovable properties.

Category	Address	Freehold/ Leasehold	Cost of Land
Land	Kharsa No. 370 / 00-02, 371 / 01-06, 01 Bigha, 17 Biswa, Nandpur, Dharampur, Tehsil Baddi, Zila Solan, Himachal Pradesh	Freehold	2500000

ii. The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.

iii. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii)(a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.

iv. In our opinion and according to the information and explanations given to us, the Company has not advanced loans to directors/to a Company in which the director is interested to which, the provisions of Section 185 of the Companies Act, 2013 apply and hence not commented upon. In our opinion and according to the information and explanations given to us, the Company has made investments and given guarantees/provided security which is in compliance with the provisions of Section 186 of the Companies Act, 2013.

v. The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.



vi. We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Companies Act, 2013, related to the manufacture of Active Pharmaceutical Ingredients and Formulations and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the Cost Audit Report.

vii. a. The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of custom, duty of excise, value added tax, cess and other material statutory dues applicable to it.

b. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, service tax, sales tax, duty of custom, duty of excise, value added tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

viii. In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowings to a bank or government. There are no dues which are payable to financial institutions or debenture holders.

ix. In our opinion and according to the information and explanations given by the management, the Company has utilized the monies raised by way of term loans for the purposes for which they were raised. The Company raised an amount of Rs. 1951.60 Lakhs by way of initial public offer in the financial year 2017-18. During the year under review, Company completed its Initial Public Offering (IPO) of 22,96,000 equity shares of ` 10/- each, through the Fixed Price Issue for cash at a price of Rs. 85/- per equity share, including a share premium of Rs. 75/- per equity share (the "issue price"), aggregating Rs. 1951.60 lakhs ("the issue"), of which up-to 1,29,600 equity shares of face value of Rs. 10/- each for cash at a price of Rs. 85/- per equity share, aggregating Rs.110.16 lakhs was reserved for subscription by the market maker to the issue (the "market maker reservation portion"). The issue less market maker reservation portion i.e. issue up-to 21,66,400 equity shares of face value of Rs. 10 each for cash at a price of Rs. 85/- per equity share, aggregating Rs. 1841.44 lakhs hereinafter referred to as the "net issue". The issue and the net issue constituted 26.54% and 25.05% respectively of the fully diluted post issue paid up equity share capital of the company. The equity shares were listed in the National Stock Exchange of India Limited at SME Platform. The shares were allotted to the successful allottees on October 10, 2017 and trading in shares commenced on October 12, 2017 at The National Stock Exchange of India.

x. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.

xi. According to the information and explanations given by the management, the managerial remuneration has been paid/ provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.



xii. In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

xiii. According to the information and explanations given by the management, transactions with the related parties are in compliance with Sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

xiv. According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the Company and, not commented upon.

xv. According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in Section 192 of Companies Act, 2013.

xvi. According to the information and explanations given to us, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

**For Kalra Rai & Associates
Chartered Accountants
(FRN: 008859N)**

Sd/-

Lajpat Rai Kalra

**(Sr.Partner)
Membership No.087438
Date:08/05/2018**



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BETA DRUGS LIMITED

Balance Sheet as at 31st March 2018

₹ in rupees

Particulars	Note No.	As at 31st March 2018	As at 31st March 2017
EQUITY AND LIABILITIES			
Shareholder's funds			
Share capital	A	8,64,95,000.00	1,01,00,000.00
Reserves and surplus	B	24,23,24,139.79	5,06,09,267.96
Money received against share warrants			
		32,88,19,139.79	6,07,09,267.96
Share application money pending allotment			
Non-current liabilities			
Long-term borrowings	C	2,75,15,726.91	3,76,48,950.98
Deferred tax liabilities (Net)	D	14,99,675.95	7,79,420.75
Other long term liabilities	E	25,00,000.00	25,00,000.00
Long-term provisions			
		3,15,15,402.86	4,09,28,371.73
Current liabilities			
Short-term borrowings	F	3,58,65,012.02	3,75,15,128.07
Trade payables	G		
(A) Micro enterprises and small enterprises		2,04,28,610.00	7,05,63,930.31
(B) Others		4,06,29,983.71	
Other current liabilities		3,52,89,931.92	1,38,19,604.00
Short-term provisions		32,54,956.00	85,82,962.00
		13,54,68,493.65	13,04,81,624.38
TOTAL		49,58,03,036.30	23,21,19,264.07
ASSETS			
Non-current assets			
Fixed assets	H		
Tangible assets		13,18,70,936.38	8,10,69,113.88
Intangible assets			
Capital work-in-Progress		1,34,74,652.00	
Intangible assets under development			
Non-current investments			
Deferred tax assets (net)	D		
Long-term loans and advances		2,72,16,624.00	
Other non-current assets			
		17,25,62,212.38	8,10,69,113.88
Current assets			
Current investments			
Inventories	I	2,80,34,802.00	2,39,67,607.00
Trade receivables	J	14,44,22,475.31	10,51,42,005.12
Cash and cash equivalents	K	11,90,66,796.46	14,42,473.22
Short-term loans and advances		1,41,29,962.48	1,80,65,014.85
Other current assets	L	1,75,86,787.67	24,33,050.00
		32,32,40,823.92	15,10,50,150.19
TOTAL		49,58,03,036.30	23,21,19,264.07

The accompanying notes are an integral part of the financial statements.

For and on behalf of the Board of Directors

As per our report of even date
For KALRA RAI AND ASSOCIATES
Chartered Accountants
(FRN: 008859N)

Sd/-
LAJPAT RAI KALRA
PARTNER
Membership No.: 087438
Place: CHANDIGARH
Date: 08/05/2018

Sd/-
JAYANT KUMAR
C.F.O

Sd/-
RAJNI BRAR
C.S

Sd/-
BALWANT SINGH
DIRECTOR
DIN: 01089968

Sd/-
VIJAY KUMAR BATRA
MANAGING DIRECTOR
DIN No. 01083215



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BETA DRUGS LIMITED

Statement of Profit and loss for the year ended 31st March 2018

₹ in rupees

Particulars	Note No.	31st March 2018	31st March 2017
Revenue			
Revenue from operations	M	50,56,67,871.26	41,65,26,679.29
Less: Excise duty			
Net Sales		50,56,67,871.26	41,65,26,679.29
Other income	N	24,43,898.26	2,90,363.06
Total revenue		50,81,11,769.52	41,68,17,042.35
Expenses			
Cost of material Consumed	O		
Purchase of stock-in-trade	P	28,61,00,183.50	23,32,46,427.98
Changes in inventories	Q	(40,67,195.00)	46,19,538.00
Employee benefit expenses	R	5,70,10,063.77	4,45,60,626.00
Finance costs	S	1,01,42,990.07	82,10,091.81
Depreciation and amortization expenses		1,85,06,706.56	1,23,83,943.36
Other expenses	T	7,20,62,100.57	6,12,86,584.43
Total expenses		43,97,54,849.47	36,43,07,211.58
Profit before exceptional, extraordinary and prior period items and tax		6,83,56,920.05	5,25,09,830.77
Exceptional items			
Profit before extraordinary and prior period items and tax		6,83,56,920.05	5,25,09,830.77
Extraordinary items			
Prior period item			
Profit before tax		6,83,56,920.05	5,25,09,830.77
Tax expenses			
Current tax			1,07,06,151.00
Deferred tax		7,20,255.20	(8,88,233.00)
Excess/short provision relating earlier year tax			
Profit(Loss) for the period		6,76,36,664.85	4,26,91,912.77
Earning per share			
Basic	8		
Before extraordinary Items		7.82	42.27
After extraordinary Adjustment		7.82	42.27
Diluted			
Before extraordinary Items		7.82	4.94
After extraordinary Adjustment		7.82	4.94
SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS	U		

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For KALRA RAI AND ASSOCIATES
Chartered Accountants
(FRN: 008859N)

For and on behalf of the Board of Directors

sd/-
LAJPAT RAI KALRA
PARTNER
Membership No.: 087438
Place: CHANDIGARH
Date: 08/05/2018

Sd/-
BALWANT SINGH
DIRECTOR
DIN:01089968

Sd/-
VIJAY KUMAR BATRA
MANAGING DIRECTOR
DIN: 01083215

Sd/-
RAJNI BRAR
C.S

sd/-
JAYANT KUMAR
C.F.O



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BETA DRUGS LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2018

₹ in rupees

	PARTICULARS	31st March 2018	31st March 2017
A.	Cash Flow From Operating Activities		
	Net Profit before tax and extraordinary items(as per Statement of Profit and Loss)	6,83,56,920.05	5,25,09,830.77
	Adjustments for non Cash/ Non trade items:		
	Depreciation & Amortization Expenses	1,85,06,706.56	1,23,83,943.36
	Finance Cost	1,01,42,990.07	82,10,091.81
	Interest received	(21,10,151.00)	(2,85,064.00)
	Other Inflows / (Outflows) of cash	12,40,78,206.98	
	Operating profits before Working Capital Changes	21,89,74,672.66	7,28,18,801.94
	Adjusted For:		
	(Increase) / Decrease in trade receivables	(3,92,80,470.19)	(6,11,41,435.39)
	Increase / (Decrease) in trade payables	(95,05,336.60)	3,03,03,726.68
	(Increase) / Decrease in inventories	(40,67,195.00)	46,19,538.00
	Increase / (Decrease) in other current liabilities	1,61,42,321.92	1,69,54,795.00
	(Increase) / Decrease in Short Term Loans & Advances	39,35,052.37	(1,67,29,144.85)
	(Increase) / Decrease in other current assets	(1,51,53,737.67)	5,55,976.00
	Cash generated from Operations	17,10,45,307.49	4,73,82,257.38
	Net Cash flow from Operating Activities(A)	17,10,45,307.49	4,73,82,257.38
B.	Cash Flow From Investing Activities		
	Purchase of tangible assets	(8,27,83,181.06)	(2,02,79,895.21)
	Interest Received	21,10,151.00	2,85,064.00
	Cash advances and loans made to other parties	(2,72,16,624.00)	
	Net Cash used in Investing Activities(B)	(10,78,89,654.06)	(1,99,94,831.21)
C.	Cash Flow From Financing Activities		
	Finance Cost	(1,01,42,990.07)	(82,10,091.81)
	Increase in / (Repayment) of Short term Borrowings	(16,50,116.05)	(8,90,295.28)
	Increase in / (Repayment) of Long term borrowings	(1,01,33,224.07)	(74,22,207.80)
	Increase / (Decrease) in share capital	7,63,95,000.00	
	Other Inflows / (Outflows) of cash		(1,07,06,151.00)
	Net Cash used in Financing Activities(C)	5,44,68,669.81	(2,72,28,745.89)
D.	Net Increase / (Decrease) in Cash & Cash Equivalents(A+B+C)	11,76,24,323.24	1,58,680.28
E.	Cash & Cash Equivalents at Beginning of period	14,42,473.22	12,83,792.94
F.	Cash & Cash Equivalents at End of period	11,90,66,796.46	14,42,473.22
G.	Net Increase / (Decrease) in Cash & Cash Equivalents(F-E)	11,76,24,323.24	1,58,680.28

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For KALRA RAI AND ASSOCIATES

Chartered Accountants

(FRN: 008859N)

For and on behalf of the Board of Directors

Sd/-
LAJPAT RAI KALRA
PARTNER
Membership No.: 087438
Place: CHANDIGARH
Date: 08/05/2018

Sd/- JAYANT KUMAR
CFO

Sd/- RAJNI BRAR
CS

Sd/- BALWANT SINGH
DIRECTOR
DIN: 1089968

Sd/- VIJAY KUMAR BATRA
MANAGING DIRECTOR
DIN: 01083215

Note:

1. The Cash Flow Statement has been prepared by Indirect Method as per AS-3 issued by ICAI.
2. Figures of previous year have been rearranged/regrouped wherever necessary
3. Figures in brackets are outflow/deductions



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BETA DRUGS LIMITED

Notes to Financial statements for the year ended 31st March 2018

The previous year figures have been regrouped / reclassified, wherever necessary to conform to the current year presentation.

Note No. A Share Capital

₹ in rupees

Particulars	As at 31st March 2018	As at 31st March 2017
Authorised :		
Equity shares of Rs. 10.00/- par value	10,00,00,000.00	1,01,00,000.00
Issued :		
Equity shares of Rs. 10.00/- par value	8,64,95,000.00	1,01,00,000.00
Subscribed and paid-up :		
Equity shares of Rs. 10.00/- par value	8,64,95,000.00	1,01,00,000.00
Total	8,64,95,000.00	1,01,00,000.00

Reconciliation of the Shares outstanding at the beginning and at the end of the reporting period

Equity shares

₹ in rupees

	As at 31st March 2018		As at 31st March 2017	
	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the period	10,10,000	1,01,00,000.00	10,10,000	1,01,00,000.00
Issued during the Period				
Bonus issue	49,49,000	4,94,90,000.00		
IPO	22,96,000	2,29,60,000.00		
Right Issue	3,94,500	39,45,000.00		
Redeemed or bought back during the period				
Outstanding at end of the period	86,49,500	8,64,95,000.00	10,10,000	1,01,00,000.00

Right, Preferences and Restriction attached to shares

Equity shares

The company has only one class of Equity having a par value Rs. 10.00 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in ensuing Annual General Meeting, except in case of interim dividend. 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.

Details of shareholders holding more than 5% shares in the company

Type of Share	Name of Shareholders	As at 31st March 2018		As at 31st March 2017	
Type of Share	Name of Shareholders	No. of Shares	% of Holding	No. of Shares	% of Holding
Equity [NV: 10.00]	Vijay Kumar Batra	59,24,780	68.50	10,05,000	99.50
	Total :	59,24,780	68.50	10,05,000	99.50

Note No. B Reserves and surplus

₹ in rupees

Particulars	As at 31st March 2018	As at 31st March 2017
Surplus		
Opening Balance	5,06,09,267.96	79,17,355.19
Add: Profit for the year	6,76,36,664.85	4,26,91,912.77
Less : Deletion during the year		
Closing Balance	11,82,45,932.81	5,06,09,267.96
Add Pro. for MAT		
Opening Balance		
Add: Addition during the year	1,32,79,434.00	
Less : Deletion during the year		



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BETA DRUGS LIMITED

Closing Balance	1,32,79,434.00	
Less Pro. for Gratuity		
Opening Balance		
Add: Addition during the year		
Less : Deletion during the year	13,23,832.00	
Closing Balance	(13,23,832.00)	
Less used in issue of share capital (Right Issue)		
Opening Balance		
Add: Addition during the year		
Less : Deletion during the year	4,94,90,000.00	
Closing Balance	(4,94,90,000.00)	
Capital reserve		
Opening Balance		
Add: Addition during the year		
Less : Deletion during the year		
Closing Balance		
Securities premium		
Opening Balance		
Add: Addition during the year	16,16,12,604.98	
Less : Deletion during the year		
Closing Balance	16,16,12,604.98	
Balance carried to balance sheet	24,23,24,139.79	5,06,09,267.96

Note No. C Long-term borrowings

₹ in rupees

Particulars	As at 31st March 2018			As at 31st March 2017		
	Non-Current	Current Maturities	Total	Non-Current	Current Maturities	Total
Term Loan - From banks						
Vijaya bank (Machinery) secured	36,14,131.00	31,32,788.00	67,46,919.00	68,77,169.88	27,24,000.00	96,01,169.88
Vijaya bank (Building) secured	12,16,714.88	10,44,269.00	22,60,983.88	23,02,897.00	9,08,000.00	32,10,897.00
ICICI BANK BMW Loan secured		1,17,557.10	1,17,557.10	1,18,424.10	6,50,000.00	7,68,424.10
ICICI Bank Range Rover Loan secured		1,88,100.00	1,88,100.00	1,88,487.00	10,41,000.00	12,29,487.00
ICICI Bank POLO Loan secured		35,756.00	35,756.00	36,045.00	2,18,000.00	2,54,045.00
Vijaya Bank Vehicle Loan (Force Traveller) secured		2,09,961.00	2,09,961.00	2,02,867.00	3,27,000.00	5,29,867.00
Vijaya bank innove crysta loan A secured	10,63,037.00	1,82,234.00	12,45,271.00	12,31,959.00	1,66,000.00	13,97,959.00
Vijaya bank (Machinery new) secured	30,31,371.00	8,65,645.00	38,97,016.00	30,70,500.00	7,48,000.00	38,18,500.00
Axis Bank (Porsche car) secured	40,51,270.00	21,79,003.00	62,30,273.00			
HDFC Bank (Mercedes car) secured	19,29,307.03	13,98,841.32	33,28,148.35			
SIDBI (machinery new Canada) secured	85,12,000.00	13,53,000.00	98,65,000.00			
Vijaya bank vehicle loan A/C secured				4,762.00	1,38,000.00	1,42,762.00
	2,34,17,830.91	1,07,07,154.42	3,41,24,985.33	1,40,33,110.98	69,20,000.00	2,09,53,110.98
Term Loan - From Others						
ICICI unsecured	3,92,715.00	14,23,731.00	18,16,446.00			
Edelwise Limited unsecured	19,36,836.00	12,07,628.00	31,44,464.00			
	23,29,551.00	26,31,359.00	49,60,910.00			
Loans and advances from related parties (Directors)						



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BETA DRUGS LIMITED

Mr.. Varun Batra unsecured				1,00,000.00		1,00,000.00
Mr. Balwant Singh unsecured				1,00,000.00		1,00,000.00
Mr Vijay Batra unsecured				2,29,65,840.00		2,29,65,840.00
				2,31,65,840.00		2,31,65,840.00
Other Loans and advances						
Provision for gratuity unsecured	17,68,345.00		17,68,345.00			
Rohit Bansal unsecured (Ex-Director)				4,50,000.00		4,50,000.00
	17,68,345.00		17,68,345.00	4,50,000.00		4,50,000.00
The Above Amount Includes						
Secured Borrowings	2,34,17,830.91	1,07,07,154.42	3,41,24,985.33	1,40,33,110.98	69,20,000.00	2,09,53,110.98
Unsecured Borrowings	40,97,896.00	26,31,359.00	67,29,255.00	2,36,15,840.00		2,36,15,840.00
Amount Disclosed Under the Head "Other Current Liabilities"(Note No.)		(1,33,38,513.42)	(1,33,38,513.42)		(69,20,000.00)	(69,20,000.00)
Net Amount	2,75,15,726.91	0	2,75,15,726.91	3,76,48,950.98	0	3,76,48,950.98

a.	Loans has been guaranteed by director or others
i.	Vijaya bank (Machinery) has been guaranteed by the personal guarantee of Mr. Vijay Kumar Batra, Mr. Varun Batra, Mr. Rahul Batra, Smt. Neeraj Batra And Mr. Balwant Singh of Director's of Rs. 67.47 LACS
ii.	Vijaya bank (Machinery) has been guaranteed by the personal guarantee of Mr. Vijay Kumar Batra, Mr. Varun Batra, Mr. Rahul Batra, Smt. Neeraj Batra And Mr. Balwant Singh of Directors of Rs. 38.97 lacs
iii.	Vijaya bank (Building) has been guaranteed by the personal guarantee of Mr. Vijay Kumar Batra, Mr. Varun Batra, Mr. Rahul Batra, Smt. Neeraj Batra And Mr. Balwant Singh of Directors of Rs. 22.61 lacs
b.	Term of Repayment of Loan
i.	Machinery Loan was taken from Vijaya Bank during FY 2015 and carries interest @ 13.20% to p.a.The loan is repayable in 63 equal installment of Rs. 335980/- each along with interest, from the date of loan.The loan is secured by hypothecation of Machinery, Equitable Mortgage of Factory Land in village nandpur, collateral security of Showroom site at village Dhampur from the Bank in the name of the company. Further the loan has been guaranteed by the personal guarantee of all the Directors of Rs. 150.00 lacs.Total Outstanding amount at the year ended 31.03.2018 is Rs. 67.47 Lacs.
ii.	Building Loan was taken from Vijaya Bank during FY 2015 and carries interest @ 13.20% to p.a.The loan is repayable in 63 equal installment of Rs. 112000/- each along with interest, from the date of loan.The loan is secured by hypothecation of Machinery, Equitable Mortgage of Factory Land in village nandpur, collateral security of Showroom site at village Dhampur from the Bank in the name of the company. Further the loan has been guaranteed by the personal guarantee of all the Directors of Rs. 50.00 lacs. Total Outstanding amount at the year ended 31.03.2018 is Rs. 22.61 Lacs.
iii.	ICICI Bank Car Loan was taken during FY 2015 and carries interest @ 14.00% to p.a.The loan is repayable in 36 installment of Rs. 95698/- each along with interest, from the date of loan.The loan is secured by hypothecation of Vehicle of the company. Further the loan has been guaranteed by the personal guarantee of Mr. Vijay Kumar Batra director of the Company of Rs. 28.00 Lacs.Total Outstanding amount at the year ended 31.03.2018 is Rs. 1.88Lacs.
iv.	ICICI Bank Car Loan was taken during FY 2015 and carries interest @ 14.00% to p.a.The loan is repayable in 36 installment of Rs. 59811/- each along with interest, from the date of loan.The loan is secured by hypothecation of Vehicle of the company. Further the loan has been guaranteed by the personal guarantee of Mr. Vijay Kumar Batra director of the Company of Rs. 17.50 Lacs.Total Outstanding amount at the year ended 31.03.2018 is Rs. 1.17 Lacs.
v.	ICICI Bank Car Loan was taken during FY 2015 and carries interest @ 14.00% to p.a. The loan is repayable in 36 installment of Rs. 59811/- each along with interest, from the date of loan.The loan is secured by hypothecation of Vehicle of the company. Further the loan has been guaranteed by the personal guarantee of Mr. Vijay Kumar Batra director of the Company of Rs. 17.50 Lacs.Total Outstanding amount at the year ended 31.03.2018 is Rs. 1.17 Lacs.



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BETA DRUGS LIMITED

vi.	Car loan was taken from Vijaya Bank during FY 2016 and carries interest @ 10.05% to p.a. The loan is repayable in 84 equal installment of Rs. 24950/- each along with interest, from the date of loan. The loan is secured by hypothecation of Vehicle from the Bank in the name of the company. Further the loan has been guaranteed by the personal guarantee of Mr. Vijay Kumar Batra (Director) of Rs. 15.00 lacs. Total Outstanding amount at the year ended 31.03.2018 is Rs. 12.45 Lacs.
vii.	Car loan was taken from Vijaya Bank during FY 2015 and carries interest @ 10.05% to p.a. The loan is repayable in 36 equal installment of Rs. 30200/- each along with interest, from the date of loan. The loan is secured by hypothecation of Vehicle from the Bank in the name of the company. Further the loan has been guaranteed by the personal guarantee of Mr. Vijay Kumar Batra (Director) of Rs. 9.35 lacs. Total Outstanding amount at the year ended 31.03.2018 is Rs. 2.10 Lacs.
viii.	Machinery Loan was taken from Vijaya Bank during FY 2017 and carries interest @ 13.00% to p.a. The loan is repayable in 60 equal installment of Rs. 115440/- each along with interest, from the date of loan. The loan is secured by hypothecation of Machinery, Equitable Mortgage of Factory Land in village nandpur, collateral security of Showroom site at village Dhampur from the Bank in the name of the company. Further the loan has been guaranteed by the personal guarantee of all the Directors of Rs. 50.00 lacs. Total Outstanding amount at the year ended 31.03.2018 is Rs. 38.97 Lacs.
ix.	Axis Bank Car Loan was taken during November FY 2017 and carries interest @ 8.38% to p.a. The loan is repayable in 36 equal installment of Rs. 218226/- each along with interest, from the date of loan. The loan is secured by hypothecation of Vehicle from the Bank in the name of the company. Further the loan has been guaranteed by the personal guarantee of Mr. Vijay Kumar Batra (Director) of Rs. 69.25 Lacs. Total Outstanding amount at the year ended 31.03.2018 is Rs. 62.30 Lacs
x.	HDFC Bank Loan was taken during FY 2017 and carries interest @ 8.76% to p.a. The loan is repayable in 36 equal installment of Rs. 136260/- each along with interest, from the date of loan. The loan is secured by hypothecation of Vehicle from the Bank in the name of the company. Further the loan has been guaranteed by the personal guarantee of Mr. Vijay Kumar Batra (Director) of Rs. 43.00 Lacs. Total Outstanding amount at the year ended 31.03.2018 is Rs. 33.28 Lacs
xi.	SIDBI (Machinery new Canada) Loan was taken during FY 2017 and carries interest @ 11.65% to p.a. The loan is repayable in 80 equal installment of Rs. 123000/- each and 81st Installment is of Rs. 25000/- along with interest, from the date of loan. The loan is secured by hypothecation of Machinery and Fixed Deposit of Rs. 34 Lacs with SIDBI as collateral. Further the loan has been guaranteed by the personal guarantee of all the Directors of Rs. 100.00 Lacs. Total Outstanding amount at the year ended 31.03.2018 is Rs. 98.65 Lacs

Note No. D Deferred Tax

₹ in rupees

Particulars	As at 31st March 2018	As at 31st March 2017
Deferred tax liability		
Deferred tax liability depreciation	14,99,675.95	7,79,420.75
Gross deferred tax liability	14,99,675.95	7,79,420.75
Net deferred tax liability	14,99,675.95	7,79,420.75

Note No. E Other long term liabilities

₹ in rupees

Particulars	As at 31st March 2018	As at 31st March 2017
Others		
SECURITY RECEIVED FROM CUSTOMERS	25,00,000.00	25,00,000.00
Total	25,00,000.00	25,00,000.00

Note No. Provisions

₹ in rupees

Particulars	As at 31st March 2018			As at 31st March 2017		
	Long-term	Short-term	Total	Long-term	Short-term	Total
Other provisions						
Current year tax		32,54,956.00	32,54,956.00		85,82,962.00	85,82,962.00
Total		32,54,956.00	32,54,956.00		85,82,962.00	85,82,962.00



₹ in rupees

Note No. F Short-term borrowings

Particulars	As at 31st March 2018	As at 31st March 2017
Loans Repayable on Demands - From banks		
From Vijaya Bank CC Limit secured	3,58,65,012.02	3,75,15,128.07
	3,58,65,012.02	3,75,15,128.07
The Above Amount Includes		
Secured Borrowings	3,58,65,012.02	3,75,15,128.07
Total	3,58,65,012.02	3,75,15,128.07

Note No. G Trade payables

₹ in rupees

Particulars	As at 31st March 2018	As at 31st March 2017
(A) Micro enterprises and small enterprises	2,04,28,610.00	7,05,63,930.31
(B) Others	4,06,29,983.71	
Total	6,10,58,593.71	7,05,63,930.31

Note No. Other current liabilities

₹ in rupees

Particulars	As at 31st March 2018	As at 31st March 2017
Current maturities of long-term debt(Note No. C)	1,33,38,513.42	69,20,000.00
Others payables		
Advance from Customers	47,37,726.00	12,34,626.00
Other current liabilities, others	70,03,026.50	56,64,978.00
CHEQUE ISSUED YET NOT PRESENTED FOR PAYMENT	1,02,10,666.00	
	2,19,51,418.50	68,99,604.00
Total	3,52,89,931.92	1,38,19,604.00

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Note No. H Fixed Assets Chart as at 31st March 2018

₹ in rupees

	Assets	Useful Life (In Years)	Gross Block				Accumulated Depreciation/ Amortisation				Net Block		
			Balance as at 1st April 2017	Additions during the year	Addition on account of business acquisition	Deletion during the year	Balance as at 31st March 2018	Balance as at 1st April 2017	Provided during the year	Deletion / adjustments during the year	Balance as at 31st March 2018	Balance as at 31st March 2018	Balance as at 31st March 2017
A	Tangible assets												
	Own Assets												
	LAND		35,42,710.00	7,49,020.00			42,91,730.00					42,91,730.00	35,42,710.00
	BUILDING	30.00	4,51,28,147.71	1,32,46,779.81			5,83,74,927.52	69,78,759.30	40,37,553.46		1,10,16,312.76	4,73,58,614.76	3,81,49,388.41
	PLANT AND MACHINERY	15.00	4,81,80,193.00	3,15,37,946.46			7,97,18,139.46	1,71,13,842.68	84,07,882.42		2,55,21,725.10	5,41,96,414.36	3,10,66,350.32
	FURNITURE AND FIXTURES	10.00	9,63,625.00	12,91,769.00			22,55,394.00	3,54,595.09	4,20,880.30		7,75,475.39	14,79,918.61	6,09,029.91
	COMPUTER	3.00	1,80,125.00	2,43,830.85			4,23,955.85	1,39,051.01	1,02,059.35		2,41,110.36	1,82,845.49	41,073.99
	VEHICLE	8.00	99,68,136.00	1,62,00,340.00			2,61,68,476.00	42,41,632.59	43,78,656.15		86,20,288.74	1,75,48,187.26	57,26,503.41
	OFFICE EQUIPMENTS	5.00	21,63,543.00	8,92,111.93			30,55,654.93	10,25,641.51	7,79,948.18		18,05,589.69	12,50,065.24	11,37,901.49
	LAB EQUIPMENTS	10.00	11,16,486.00	51,46,731.01			62,63,217.01	3,20,329.65	3,79,726.70		7,00,056.35	55,63,160.66	7,96,156.35
	Total (A)		11,12,42,965.71	6,93,08,529.06			18,05,51,494.77	3,01,73,851.83	1,85,06,706.56		4,86,80,558.39	13,18,70,936.38	8,10,69,113.88
	P.Y Total		9,09,63,070.50	2,02,79,895.21			11,12,42,965.71	1,77,89,908.47	1,23,83,943.36		3,01,73,851.83	8,10,69,113.88	7,31,73,162.03
B	Capital work in progress												
	BUILDING		2,48,71,517.00	83,70,000.00			3,32,41,517.00	2,48,71,517.00			2,48,71,517.00	83,70,000.00	
	PLANT AND MACHINERY			51,04,652.00			51,04,652.00					51,04,652.00	
	Total (B)		2,48,71,517.00	1,34,74,652.00			3,83,46,169.00	2,48,71,517.00			2,48,71,517.00	1,34,74,652.00	
	Current Year Total (A + B)		13,61,14,482.71	8,27,83,181.06			21,88,97,663.77	5,50,45,368.83	1,85,06,706.56		7,35,52,075.39	14,53,45,588.38	8,10,69,113.88
	Previous Year Total		9,09,63,070.50	2,02,79,895.21			11,12,42,965.71	1,77,89,908.47	1,23,83,943.36		3,01,73,851.83	8,10,69,113.88	7,31,73,162.03

General Notes :

- No depreciation if remaining useful life is negative or zero.
- If asset is used less than 365 days during current financial year then depreciation is equals to w.d.v as on 31-03-2017 less residual value.
- Depreciation is calculated on pro-rata basis in case asset is purchased/sold during current F.Y.
- If above assets is used for any time during the year for double shift, the depreciation will increase by 50% for that period and in case of the triple shift the depreciation shall be calculated on the basis of 100% for that period.



Note No. Loans and advances

₹ in rupees

Particulars	As at 31st March 2018		As at 31st March 2017	
	Long-term	Short-term	Long-term	Short-term
Capital Advances				
Unsecured, considered good		98,98,700.00		
		98,98,700.00		
Loans and advances to related parties				
Unsecured, considered good				57,13,766.00
				57,13,766.00
Other loans and advances				
Unsecured, considered good(Head)				1,07,54,878.85
Advance to supplier		16,66,252.48		
Mat Credit Entitlement	2,72,16,624.00			
	2,72,16,624.00	16,66,252.48		1,07,54,878.85
Other Advances		25,65,010.00		15,96,370.00
	2,72,16,624.00	42,31,262.48		1,23,51,248.85
Total	2,72,16,624.00	1,41,29,962.48		1,80,65,014.85

Note No. I Inventories

₹ in rupees

Particulars	As at 31st March 2018	As at 31st March 2017
(Valued at cost or NRV unless otherwise stated)		
Raw Material	1,35,59,484.00	1,80,75,909.00
WIP	75,99,293.00	24,09,946.00
Finished Goods	50,69,063.00	34,81,752.00
Inventories other	18,06,962.00	
Total	2,80,34,802.00	2,39,67,607.00

Note No. J Trade receivables

₹ in rupees

Particulars	As at 31st March 2018	As at 31st March 2017
Exceeding six months		
Secured, Considered good		11,13,812.90
Unsecured, Considered Good	25,98,207.80	
Total	25,98,207.80	11,13,812.90
Less than six months		
Unsecured, Considered Good	14,18,24,267.51	10,40,28,192.22
Total	14,18,24,267.51	10,40,28,192.22
Total	14,44,22,475.31	10,51,42,005.12

Note No. K Cash and cash equivalents

₹ in rupees

Particulars	As at 31st March 2018	As at 31st March 2017
Balance with banks		
Other balances with banks	2,82,60,421.77	6,85,849.85
FRD WITH BANKS	9,04,28,339.00	
Total		
Cash in hand		
Cash in hand	3,78,035.69	5,66,756.37
Total	3,78,035.69	5,66,756.37
Other		



Imperest		1,54,867.00
Imperest		35,000.00
Total		1,89,867.00
Total	11,90,66,796.46	14,42,473.22

Note No. L Other current assets

₹ in rupees

Particulars	As at 31st March 2018	As at 31st March 2017
Other Assets		
Sale Tax Security	2,15,297.00	2,13,760.00
Security Deposits	43,89,262.00	20,68,071.00
Prepaid Expenses	1,20,574.00	1,49,013.00
GST Recoverable	85,85,695.31	
PLA	13,398.36	2,206.00
CHEQUE DEPOSITED YET NOT CLEARED	42,62,561.00	
Total	1,75,86,787.67	24,33,050.00

Note No. M Revenue from operations

₹ in rupees

Particulars	31st March 2018	31st March 2017
Sale of products		
Central Sales 5%	32,58,107.40	6,39,858.10
Central Sales 1.5%	7,09,39,193.75	37,55,37,432.82
Sales Local 4%	2,53,869.25	1,396.85
Export Sales	1,45,97,414.91	3,36,90,526.52
Sale loan licence	2,39,068.00	66,57,465.00
Sale Local 18%	58,45,023.10	
Sales exempt	1,90,514.60	
Gst sales 12%	37,66,54,288.75	
Gst sales 5%	2,97,98,721.50	
Gst sales 18%	38,91,670.00	
	50,56,67,871.26	41,65,26,679.29
Net revenue from operations	50,56,67,871.26	41,65,26,679.29

Note No. N Other income

₹ in rupees

Particulars	31st March 2018	31st March 2017
INTEREST RECEIVED FROM BANK	21,10,151.00	2,85,064.00
Other non-operating income		
Insurance charges received	2,39,028.26	5,299.06
Other incomes	88,836.00	
Small Balances Written Off	647.00	
Other incomes	5,236.00	
	3,33,747.26	5,299.06
Total	24,43,898.26	2,90,363.06

Note No. P Purchase of stock-in-trade

₹ in rupees

Particulars	31st March 2018	31st March 2017
Consumables Stores	1,01,86,912.08	86,78,899.69
Local Purchase Exempted	14,45,923.96	
Local Purchase 4%	30,05,838.27	1,07,12,108.93
Central Purchase 2%	4,85,10,232.07	21,22,58,961.31
Central Purchases 5%	49,69,462.86	

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Central Purchases 5%	3,76,567.01	15,96,458.05
GST Purchase 28%	94,97,104.14	
GST Purchase 28%	20,65,47,857.10	
GST Purchase 28%	15,32,599.77	
GST Purchase 28%	27,686.24	
Total	28,61,00,183.50	23,32,46,427.98

Note No. Q Changes in inventories

₹ in rupees

Particulars	31st March 2018	31st March 2017
Inventory at the end of the year		
Finished Goods	50,69,063.00	34,81,752.00
Work-in-Progress	75,99,293.00	24,09,946.00
Traded Goods	1,53,66,446.00	1,80,75,909.00
	2,80,34,802.00	2,39,67,607.00
Inventory at the beginning of the year		
Finished Goods	34,81,752.00	20,15,189.00
Work-in-Progress	24,09,946.00	13,43,485.00
Traded Goods	1,80,75,909.00	2,52,28,471.00
	2,39,67,607.00	2,85,87,145.00
(Increase)/decrease in inventories		
Finished Goods	(15,87,311.00)	(14,66,563.00)
Work-in-Progress	(51,89,347.00)	(10,66,461.00)
Traded Goods	27,09,463.00	71,52,562.00
	(40,67,195.00)	46,19,538.00

Note No. R Employee benefit expenses

₹ in rupees

Particulars	31st March 2018	31st March 2017
Salaries and Wages		
Director Salary	62,52,000.00	58,14,000.00
Staff Salary	4,33,12,136.61	3,30,57,974.00
Employer share of ESI	6,76,913.00	4,65,170.00
Employer share to PF	18,72,678.00	14,45,883.00
Bonus	21,19,370.00	16,92,459.00
Rent free accommodation to staff	6,80,500.00	
	5,49,13,597.61	4,24,75,486.00
Contribution to provident and other fund		
Staff welfare Expenses		
Staff Welfare Expenses	11,74,992.16	7,05,806.00
Staff Uniform Expenses	4,76,961.00	13,79,334.00
Gratuity Provision	4,44,513.00	
	20,96,466.16	20,85,140.00
Total	5,70,10,063.77	4,45,60,626.00

Note No. S Finance costs

₹ in rupees

Particulars	31st March 2018	31st March 2017
Interest		
Interest on CC Limit	45,76,522.00	71,88,728.00
Interest on long-term loans from banks	31,15,231.00	
Other interest charges	6,76,919.73	6,34,204.20
Interest on vehicle Loan	8,22,489.85	

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	91,91,162.58	78,22,932.20
Other Borrowing costs		
Bank Charges	9,51,827.49	3,87,159.61
	9,51,827.49	3,87,159.61
Total	1,01,42,990.07	82,10,091.81

Depreciation and amortization expenses

₹ in rupees

Particulars	31st March 2018	31st March 2017
Depreciation on tangible assets	1,85,06,706.56	1,23,83,943.36
Total	1,85,06,706.56	1,23,83,943.36

Note No. T Other expenses

₹ in rupees

Particulars	31st March 2018	31st March 2017
Factory Expenses	2,61,084.00	1,09,467.00
Trade Discount expenses	35,95,229.48	70,75,329.13
Freight Outward	17,06,206.48	4,10,557.00
Insurance apportioned cost	3,83,843.00	1,81,448.00
Legal and professional expenses	46,35,217.95	21,08,525.00
Conveyance expenses	28,48,597.47	22,09,410.71
Printing and stationery	18,65,836.88	16,90,921.89
Rate fee and taxes	14,22,755.00	11,47,654.00
Repair and Maintenance (vehicle)	14,40,781.82	6,29,479.00
Repair and Maintenance (Machinery)	8,94,381.68	8,37,682.50
Software expenses	2,88,068.24	91,491.00
Telephone and Postage	3,70,751.50	8,92,418.90
Power and fuel	75,83,879.54	65,83,611.36
Testing Charges	14,88,110.22	9,52,633.88
Guest house expenses	30,00,000.00	
Travelling Expenses	56,98,971.88	29,46,299.00
Travelling Exp. Director (foreign)	7,21,450.00	33,62,838.56
Miscellaneous Expenses	73,484.00	8,100.00
Advertising expenses	5,69,885.61	1,82,000.00
Small Balances Wrriten back	8,901.12	2,308.27
Excise expense	1,53,807.64	7,91,486.00
Generator Running Expenses	12,83,619.00	9,23,173.00
Rate Difference Account	83,29,243.69	52,05,847.00
Business Promotion Expenses	25,32,631.68	53,14,987.00
Charity and Donation		8,29,000.00
Commission paid sole buying agents	46,36,615.00	45,86,494.00
Conference expenses	9,02,258.76	6,86,340.00
Diwali Expenses	5,34,367.20	4,54,143.00
Expired and Damaged Goods Return Back	22,24,331.09	14,63,433.15
Medical Expenses	27,684.00	4,633.00
Office Expenses	10,12,943.78	6,42,759.00
Rent	49,98,042.00	30,17,000.00
Repair and Maintenance (vehicle)		15,73,481.00
Repair and Maintainance(elec.)	8,68,226.38	
Repair and Maintainance(elec.)	3,65,367.57	15,26,333.00
Handling Charges		3,000.00
Freight Inward	2,62,985.28	2,56,291.00
Freight Outward		13,42,574.00

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Q A Department Baddi		25,977.00
Q C d Department Baddi		1,682.00
Books periodicals	38,000.00	54,500.00
Processing Charges	56,000.00	1,95,407.00
Packing and forwarding expenses	28,64,660.87	7,35,869.08
INTERNAL AUDIT FEE	9,00,000.00	
STATUTORY AUDIT FEE	4,02,500.00	2,30,000.00
daily pooja expenses	3,33,338.00	
Corporate social responsibility expenses	4,59,668.00	
Solid waste pollution expenses	39,685.00	
Round off	(21,310.24)	
Total	7,20,62,100.57	6,12,86,584.43

Current tax

₹ in rupees

Particulars	31st March 2018	31st March 2017
Provision for tax	1,39,37,190.00	1,07,06,151.00
MAT credit entitlement	(1,39,37,190.00)	
Total	-	1,07,06,151.00

Deferred tax

₹ in rupees

Particulars	31st March 2018	31st March 2017
DEFERRED TAX	7,20,255.20	(8,88,233.00)
Total	7,20,255.20	(8,88,233.00)

Note No. Other current liabilities: Other current liabilities, others

₹ in rupees

Particulars	31st March 2018	As at 31st March 2017
P F PAYABLE	3,22,402.00	2,41,937.00
ESI PAYABLE	78,924.00	68,883.00
TDS PAYABLE	5,61,187.00	2,79,466.00
DUTIES and TAXES		5,25,323.00
SALARY and WAGES PAYBLE	32,80,619.00	23,89,782.00
OTHER EXPENSES PAYABLE	1,26,217.00	4,67,128.00
BONUS PAYABLE	20,56,870.00	16,92,459.00
CSR PROVISION	4,59,668.00	
OTHER EXPENSES PAYABLE	1,17,139.50	
Total	70,03,026.50	56,64,978.00

Note No. Loans and advances : Other loans and advances: Mat Credit Entitlement

₹ in rupees

Particulars	As at 31st March 2018	
	Long-term	Short-term
Unsecured, considered good(Head)	2,72,16,624.00	
Total	2,72,16,624.00	

Note No. Loans and advances : Mat Credit Entitlement: Unsecured, considered good(Head)

₹ in rupees

Particulars	As at 31st March 2018	
	Long-term	Short-term
MAT CREDIT ENTITLEMEMT	2,72,16,624.00	
Total	2,72,16,624.00	



Note No. 8 Earning Per Share

₹ in rupees

Particulars	Before Extraordinary items		After Extraordinary items	
	31st March 2018	31st March 2017	31st March 2018	31st March 2017
Basic				
Profit after tax (A)	6,76,36,664.85	4,26,91,912.77	6,76,36,664.85	4,26,91,912.77
Weighted average number of shares outstanding (B)	86,49,500	10,10,000	86,49,500	10,10,000
Basic EPS (A / B)	7.82	42.27	7.82	42.27
Face value per share	10.00	10.00	10.00	10.00



BETA DRUGS LIMITED
NOTE '3' : SIGNIFICANT ACCOUNTING POLICIES
(Forming part of Accounts)
FOR THE YEAR ENDED 31ST MARCH, 2018

3.1. Basis of Accounting

The financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India under the historical convention on accrual basis. These financial statements have been prepared to comply, in all material aspects, with the accounting standards as prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and the presentation requirements as prescribed by the Schedule III of the Companies Act, 2013 to the extent applicable.

3.2. Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires that management makes estimates and assumptions that affect the reported amounts of income and expenses of the year, the reported balance of assets and liabilities and the disclosure relating to contingent liabilities as at the date of the financial statements. These estimates are based upon management's best knowledge of current events and actions. The difference between the actual results and estimates are recognised in the period in which the results are known/materialised.

3.3. Fixed Assets

-Tangible Assets

Tangible Assets are stated at cost of acquisition or construction less accumulated depreciation and impairment of assets, if any. The cost comprises purchase price, borrowing costs if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

-Capital Work-in-Progress

Expenses incurred during construction/installation period are included under capital work-in-progress and allocated to relevant fixed assets in the ratio of cost of the respective assets on completion of construction/installation. WIP as on 31.03.2018 is Rs. 1,34,74,652.00

3.4. Depreciation/Amortisation

- Depreciation on tangible assets is provided, on Written Down Value method, over the useful life of assets estimated by the management in accordance with Schedule-II of the Companies Act, 2013. **(Refer note 4.6).**
- Residual value of assets has been considered at 5% of the original cost of the assets.
- Depreciation on additions to fixed assets is calculated on date of put to use as certified by the management.
- Depreciation on assets sold & scrapped, during the year, is provided upto the month in which such fixed assets are sold or scrapped.

3.5. Impairment of Assets

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying cost of the assets exceeds its recoverable value. An impairment loss, if any, is charged to the Statement of Profit & Loss in the year in which an asset is identified as impaired. Reversal of impairment losses recognised in prior years is recorded when there is an indication that the impairment losses recognised for the assets no longer exist or have decreased.

3.6. Valuation of Inventories

- Raw Material Chemicals & Salts
- Packing Material
- Finished Goods Oncology products comprises of Injections, Tablets & Capsules
- Work In Progress (Semi Finished Goods)



Is valued at cost or estimated realisable value, whichever is lower. The company has determined the cost of Inventory using the First-In, First Out method.

The company has appointed cost auditor to ascertain and verify the authenticity of cost records maintained by the company. The valuation of Finished Goods as well as Work in Process material has been taken as certified by the cost auditor. The value of raw material and packing material has been taken at cost.

3.7. Revenue Recognition

- Revenue from sale of goods is recognised when risk and rewards of ownership are transferred to the customers.
- Revenue from services is recognised when services are rendered and related costs are incurred.
- Other income is recognised on accrual basis unless otherwise stated.
- Insurance and other claims are accounted for on settlement of claims/on receipt.
- Revenue from sales/services are shown net of taxes, as applicable.

3.8. Employee Benefits

a) Short-term Employee Benefits:

- Leave Encashment, on the basis of actual computation, is accounted for on accrual basis, during the tenure of employment the payment in respect thereof is made by the Company from its own funds as per the past practice consistently followed by the Company.
- Payment of Bonus – This year the company has made the provision of Rs. 2056870.00 as per The Payment of Bonus Act, 1965.

b) Post-Employment Benefits

(i) Defined Contribution Plans :

Contributions as required under the Statute/Rule are made to Employees State Insurance & Provident Fund and charged to the Statement of Profit & Loss of the year when the contributions to the respective funds are due.

(ii) Defined Benefit Plans :

Gratuity is accounted for on accrual basis - the Company has not taken any Gratuity policy with Life Insurance Corporation of India or any other insurer covered under the specified provisions of the Income Tax Act, 1961.

The company has got the Actuarial Valuation done by independent consultant for FY 2017-18 to determine the projected benefit obligation for Gratuity Benefit and the accounting expenses associated with Gratuity Benefit on 31-03-2018 in accordance with Revises AS-15(Rev). Since Gratuity provisions for FY 2015-16 and 2016-17 was not provided for, the company has provided Rs. 13,23,832.00 from the Reserve and Surplus of the company. Details Calculation of Gratuity Provision as per Certified Actuary.

Particular	Amount
Present Value of Benefit Obligation as on 31.03.2018	17,68,345.00
Fair Value of Plan Assets on 31.03.2018	-
Net Liability / (Asset) recognised in Balance Sheet	17,68,345.00
Current Service Cost	8,47,380.00
Interest Cost	1,01,935.00
Expected Return on Plan Assets	-
Net Actuarial Losses (Gains) recognised in the year	-5,04,802.00
Expenses recognised in Statement of Profit and Loss	4,44,513.00



As the company has started its operations in Aug2013, no provisions for Gratuity has been made from FY 2013-14 to FY 2016-17. This year the company has created a provision on the basis of liability calculated by certified actuarial valuator given by Ruchi Goel Chhatlani, Consultant Actuary. Gratuity Liability till FY 2016-17 is directly adjusted in Reserve and Surplus which amounted to Rs. 13,32,832.00 and no impact is taken in FY 2017-18. Gratuity Provision for FY 2017-18 is provided for Rs. 4,44,513.00.

c) **Termination Benefits** : Termination benefits are recognised as an expense as and when incurred.

3.9. Foreign Currency Transactions

- Foreign currency transactions are recorded using the exchange rate prevailing on the date of transaction.
- Exchange differences (Gains) arising on foreign currency transactions for purchase of Plant and Machinery is adjusted against the cost of acquisition of that asset.

3.10. Borrowing Costs

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets to the extent that they relate to the period till such assets are ready to use. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Statement of Profit & Loss. Details of the borrowing cost capitalized due the FY17-18 is as mentioned below :

S. NO.	Name of Asset	Purchase Amount	Date of Purchase	Date of Capitalisation	Interest Capitalised	Bank Charges Capitalised	Professional Fee for Loan Sanction	Total
1	Avertin Inc Canada (Capitalised on 28.02.2018)	9706401.5	15.06.2017	28.02.2018	62697	42309	84619	189625
2	Process Pilot (Capitalised on 28.02.2018)	1764357	20.06.2017	28.02.2018	11397	7691	15381	34469

3.11. Investments

- Current Investments are carried at cost or fair value whichever is lower.
- Non-Current Investments are carried at cost. Provision for diminution in value of non-current investments is made only, if a decline is other than temporary.

3.12. Operating Lease

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased assets are classified as operating leases. Operating lease charges are recognised as an expense in the Statement of Profit & Loss on monthly due basis. The company has taken following premises on lease :



- 1.) Administrative office located at Panchkula-SCO 184, First floor, Sector 5, Panchkula -134116, Chandigarh. – The lease is entered into with M/s B.T. Associates, Panchkula for 10 years with monthly rent of Rs. 2,60,870.00 plus GST@18 percent.
- 2.) Branch office located at Peninsula Park, Office no-1101, 11th Floor, Andheri West, Mumbai-400053, Maharashtra. - The lease is entered into with Mr. Rakesh Pravinchandra Desai and Mrs.Tejal Rakesh Desai, Mumbai for 3 years with monthly rent of Rs. 1,43,000.00 plus GST@18 percent.
- 3.) Company Guest House located at 101, Gopush Occupants Association, Vithal Nagar Chs Ltd., NS Road 11, JVPD Scheme, Vile Parle (W), Plot No. 27 NR, Juhu Bus Vile Parle (W), Mumbai, Maharashtra – 400049. The lease is entered into with Ms. Jagruti K Purohit and Sh. Kirit B Purohit, Mumbai for 3 years with monthly rent of Rs. 2,50,000.00 plus GST@18 percent

3.13. Taxes on Income

- Current Tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961.
- Deferred tax is recognised, subject to the consideration of prudence in respect of deferred tax assets, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.
- Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off assets against liabilities.
- Minimum Alternate Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will be in a position to avail of such credit under the provisions of the Income Tax Act, 1961.

3.14. Earnings Per Share (EPS)

- Annualised basic earnings per equity share is arrived at based on net profit/(loss) attributable to equity shareholders to the basic weighted average number of equity shares outstanding.
- Annualised diluted earnings per equity share is arrived at based on adjusted net profit/(loss) attributable to equity shareholders to the adjusted weighted average number of equity shares outstanding, for the effects of all dilutive potential equity shares; except where the results are anti-dilutive. At present the Company does not have any dilutive potential equity shares.

3.15. Cash Flow Statement:

- The Cash Flow Statement is prepared by the indirect method set out in Accounting Standard (AS) 3 on Cash Flow Statements and presents the cash flows by operating, investing and financing activities of the Company.
- Cash and cash equivalents presented in the Cash Flow Statement consists of balance in current accounts and cash balances.

3.16. Contingencies and Provisions

A provision is recognised when the Company has a present obligation as a result of past events. It is probable that an outflow of resources embodying economic benefit will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on the best estimate of the expenditure required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

A contingent liability is disclosed, unless the possibility of an outflow of resources embodying the economic benefit is remote.

Details of Contingent Liabilities in the form of Bank Guarantee as on 31.03.2018.



BANK NAME	BANK GUARANTEE NO	OPENING DATE	EXPIRY DATE	IN FAVOUR	AMOUNT
ICICI BANK LTD	0043BGFD003118	02.09.2017	31.08.2025	THE PRESIDENT OF INDIA THROUGH THE DEPUTY COMMISSIONER OF CUSTOMS, AIR CARGO COMPLEX, NEW DELHI	822770
VIJAYA BANK	8304IBGIS170036	26.07.2017	26.07.2018	THE PRESIDENT OF INDIA THROUGH THE ASST COMMISSIONER OF CENTRAL GST, DIVISIONAL BADDI-HP	120000
				TOTAL	942770

NOTE 4 : OTHER NOTES TO ACCOUNTS**(Forming part of Accounts)****FOR THE YEAR ENDED 31ST MARCH, 2018****4.1. Contingent Liabilities & Commitments:**

- a) Estimated amount of contracts remaining to be executed and not provided for in the books of account - Nil (previous year - Nil).
- b) Contingent Liabilities:
 - Claims against the Company not acknowledged as debt - Nil (previous year - Nil).
 - Liabilities in respect of Income Tax, Service Tax, Sales Tax and other material statutory dues have been accounted for on the basis of respective returns filed with the relevant authorities. Additional demand, if any, arising at the time of assessments will be accounted for in the year in which assessments are completed.

4.2. Issued, Subscribed & Paid up Capital:

The Company raised an amount of Rs. 1951.60 Lakhs by way of initial public offer in the financial year 2017-18. During the year under review, Company completed its Initial Public Offering (IPO) of 22,96,000 equity shares of ` 10/- each, through the Fixed Price Issue for cash at a price of Rs. 85/- per equity share, including a share premium of Rs. 75/- per equity share (the "issue price"), aggregating Rs. 1951.60 lakhs ("the issue"), of which up-to 1,29,600 equity shares of face value of Rs. 10/- each for cash at a price of Rs. 85/- per equity share, aggregating Rs.110.16 lakhs was reserved for subscription by the market maker to the issue (the "market maker reservation portion"). The issue less market maker reservation portion i.e. issue up-to 21,66,400 equity shares of face value of Rs. 10 each for cash at a price of Rs. 85/- per equity share, aggregating Rs. 1841.44 lakhs hereinafter referred to as the "net issue". The issue and the net issue constituted 26.54% and 25.05% respectively of the fully diluted post issue paid up equity share capital of the company. The equity shares were listed in the National Stock Exchange of India Limited at SME Platform. The shares were allotted to the successful allottees on October 10, 2017 and trading in shares commenced on October 12, 2017 at The National Stock Exchange of India.

4.3. Reserves & Surplus:

- The amount shown in the Reserve & Surplus represents only surplus carried forward from the earlier years plus the surplus earned during the year. Total amount of surplus outstanding as on 31.03.2018 is Rs. 24,23,24,139.79 which includes Share Premium of Rs. 16,16,12,604.98 and Free Reserves of Rs. 8,07,11,534.81



4.4. Long-term Borrowings

Secured :

Term Loan:

S.NO	Lender	Nature of facility	Loan	Amount outstanding as at March 31, 2018	Rate of interest (%)	Repayment Terms	Security / Principal terms and conditions
1	Vijaya Bank	Term Loan of Rs. 150.00 Lakhs (A/c No. 830409041000055)	Term Loan	Rs. 67.47 Lakhs	13.20%	Total Installments of Rs 3.36 Lacs P.M. divided into 63 Equated monthly installment. First Installment Commenced from January, 2015.	(1)All stocks of raw material/ stock in process/ finished warehouse/goods goods kept at factory, in transit and all other locations belonging to company
		Term Loan of Rs. 50.00 Lakhs (A/c No. 830408391000014)	Term Loan	Rs. 22.61 Lakh	13.20%	Total Installments of Rs 1.12 Lacs P.M. divided into 63 Equated monthly installment. First Installment Commenced from January,2015.	(2)Equitable mortgage of factory land in village Nandpur comprised in Khewat/Khatoni no. 114/157 in khasra No. 733/465 (00-05), 466(00-02), 735/467 (02-00), village Nandpur Tehsil Nalagarh, Distt. Baddi measuring 2 Bigh 7 Biswa owned by M/s Beta Drugs Pvt. Ltd. vide sale deed no. 712 dated 24.03.2006 charged to ML of the Company.
		Term Loan of Rs. 50.00 Lakhs (A/c No. 830409041000064)	Term Loan	Rs. 38.97 Lakh	13.00%	Total Installments of Rs 1.15 Lacs P.M. divided into 60 Equated monthly installment. First Installment Commenced from April,2017.	(3)Hypothecation of Plant & Machinery & other movable fixed assets of the company.



		Term Loan of Rs. 15.00 Lakhs (A/c No. 830408411000229)	Term Loan	Rs. 12.45 Lakh	10.05%	Total Installments of Rs .249 Lacs P.M. divided into 84 Equated monthly installment. First Installment Commenced from August,2016.	(4)Collateral Charge on Vacant Showroom site at Khata No. 9/10 in Khasra No. 56 (1-2), village Dharampur, Hadbast No. 152, Tehsil Kalka measuring 1 Biswa 2 Biswani i.e. 55 Sq. Yards owned by one of the director Mr. Rahul Batra S/o Vijay Batra vide sales Deed No. 674 dated 16.05.2011.
		Term Loan of Rs. 9.35 Lakhs (A/c No. 830408411000205)	Term Loan	Rs. 2.09 Lakh	10.05%	Total Installments of Rs 0.302 Lacs P.M. divided into 36 Equated monthly installment. First Installment Commenced from November,2015.	(5) Personal Guarantee Of Vijay Kumar Batra S/o Sh. Jiwan dass, Balwant Singh S/o Sh. sadhu Ram, Varun Batra S/o Sh. Vijay Kumar batra, Neeraj Batra W/o sh. Vijay Kumar Batra, Rahul Batra S/o Sh. Vijay Kumar Batra. (6) HYP of Motor Vehicles from the bank in the name of Company.
2	ICICI BANK LIMITED	Term Loan of Rs. 28.00 Lakhs (A/c No. LUPNC00032289027)	Term Loan	Rs. 1.88 Lakhs	14.00%	Total Installments of Rs 0.956 Lacs P.M. divided into 36 Equated monthly installment. First Installment Commenced from June,2015.	1) HYP of Motor Vehicles from the bank in the name of Company.
		Term Loan of Rs. 17.50 Lakhs (A/c No. LUPNC00032289101)	Term Loan	Rs. 1.17 Lakhs	14.00%	Total Installments of Rs 0.598 Lacs P.M. divided into 36 Equated monthly installment. First Installment Commenced from June,2015.	1) HYP of Motor Vehicles from the bank in the name of Company.
		Term Loan of Rs. 6.00 Lakhs (A/c No. LAPNC00032461967)	Term Loan	Rs. 0.36 Lakhs	10.85%	Total Installments of Rs 0.196 Lacs P.M. divided into 36 Equated monthly installment. First Installment Commenced from	1) HYP of Motor Vehicles from the bank in the name of Company.



						June, 2015.	
3	SIDBI Loan	Term Loan of Rs. 100.00 Lakhs (Sanctioned Amount Rs. 100 Lac and Disbursed amount Rs. 98.65 Lac)	Term Loan	Rs. 98.65 Lakhs	11.65%	Total Installments of Rs 1.23 Lacs P.M. divided into 80 Equated monthly installment. Last installment ie. 81st installment is of Rs. 0.25 Lac.	1) HYP of Machinery and Fixed Deposit amounted Rs. 34 Lac with SIDBI as collateral.
4	Axis Bank	Vehicle Loan of Rs.69.25 Lakhs	Term Loan	Rs. 62.30 Lakhs	8.38%	Total Installments of Rs 2.18 Lacs P.M. divided into 36 Equated monthly installment.	1) HYP of Motor Vehicles from the bank in the name of Company.
5	HDFC Bank	Vehicle Loan of Rs. 43.00 Lakhs	Term Loan	Rs. 33.28 Lakhs	8.76%	Total Installments of Rs 1.36 Lacs P.M. divided into 36 Equated monthly installment.	1) HYP of Motor Vehicles from the bank in the name of Company.

Unsecured :

Term Loan:

S.NO	Lender	Nature of facility	Loan	Amount outstanding as at March 31, 2018	Rate of interest (%)	Repayment Terms	Security / Principal terms and conditions
1	CICI Bank Limited	Unsecured Business Loan	Term Loan	Rs. 18.16 Lakhs	16%	Total Installments of Rs 1.34 Lacs P.M. divided into 24 Equated monthly installment.	Unsecured Loan
2	Edelweiss	Unsecured Business Loan	Term Loan	Rs. 31.44 Lakhs	18.50%	Total Installments of Rs 1.46 Lacs P.M. divided into 37 Equated monthly installment.	Unsecured Loan

Interest on the above term loan is payable on monthly basis.

- 4.5. In the opinion of the Directors, "Current Assets" and "Loans & Advances" are approximately of the value stated in the Balance Sheet, if realized in the ordinary course of business and to the best of their knowledge provisions for all the known liabilities have been made and, *as certified*, all the contractual and statutory obligations have been duly complied with.



4.6. Party balances have been incorporated in the financial statements at the value as per the books of account & are considered hopeful of recovery/good for payment. The balance confirmation letter for both debtor and creditors are sent by the company through registered post, and in few cases balance confirmation is received from them.

There are two three cases where balance is difference from company ledger and debtor/creditor. The same is due to issue of debit note or discounts. The company is getting debtor / creditor reconciliation done as and when ledgers are received from them.

4.7. Depreciation/Amortisation

- The management estimates the remaining useful life of existing fixed assets as on 01st April, 2014 as follows:-

Building	30 years
Furniture & Fixtures	10 years
Machinery	15 years
Equipment	5 years
Vehicles	8 years

For these class of assets, based on internal assessment and independent technical evaluation carried out by external valuers the management believes that the useful lives as given above best represent the period over which management expects to use these assets. Hence the useful lives for these assets is different from the useful lives as prescribed under Part-C of Schedule-II of the Companies Act, 2013. (Refer note 3.4).

4.8. Earnings Per Share (AS-20)

	<u>Year ended</u> <u>31st March, 2018</u>	<u>Year ended</u> <u>31st March, 2017</u>
Numerator		
Net Profit/(Loss) attributable to Equity shareholders	` 6,76,36,664.85	` 4,26,71,912.77
Denominator		
Number of Equity shares	No.'s 86,49,500	No.'s 10,10,000
Nominal		
Value per Equity share	` 10	` 10
Earnings per Equity share		
- Basic and diluted	` 7.82/7.82	` 72.27/4.94

4.9. Non-Current Investments:

- Equity shares have been stated at cost; provision for appreciation/diminution in the value of shares has not been made and no dividend was received during the year.

The provisions of Section 186 of the Companies Act, 2013 have been complied with.

4.10. Taxes

- The exact liability of CST/VAT, Service Tax, GST, Income Tax and other statutory dues is indeterminate pending finalisation of assessments and no disputed dues or amounts were outstanding or remaining unpaid as at 31st March, 2018.



- MAT Credit Entitlement (` 1,32,79,434.00 i.e. balance brought forward, additions during the year - ` 13937190/ during the year) has been shown under the head 'Reserves & Surplus' with corresponding effect under the head 'Long-term Loans & Advances' in accordance with the accepted accounting principles; the amount of tax credit determined shall be carried forward upto ten assessment years immediately succeeding the assessment year in which tax credit becomes allowable.

4.11. Segment Reporting (AS-17)

Since the Company primarily operates in one segment (i.e. Manufacturing of Oncology medicines), therefore segment reporting as required under Accounting Standard - 17 is not applicable - there is no reportable geographical segment as the export sale of the company is less than 10% of the total sales made in India.

4.12. Related Party Disclosures (AS-18)

Related parties & their relationship and related parties transactions.

S. NO.	Related Party	Nature of Relationship	Nature of Transaction	Amount Involved During the year
1.	Adley Lab Limited	Share holder are common (Holding more than 50 % shares)	- Purchase of Goods	35985763
2.	Adley Formulations - Baddi	Managing Director is Proprietor of the Firm.	- Sale of Goods	340652
			- Purchase of Goods	1231200
			- Repayment of Loan	854636
3.	B.T. Associates Private Limited	Share holder are common (Holding more than 50 % shares)	- Payment of Building Rent	1823918
4.	Kedge Pharmacia(India) Private Limited	Share holder are common (Holding more than 50 % shares)	- Sale of Goods	496371
5.	Heena Batra	Director's Wife	Salary	200000
6.	Aditi Batra	Director's Wife	Salary	200000
7.	Varun Batra	Director	Salary	2400000
8.	Neeraj Batra	Director	Salary	2400000
9.	Balwant Singh	Director	Salary	1452000
10.	Jayant Kumar	Chief Financial Officer	Salary	667164
11.	Rajni Brar	Company Secretary	Salary	277701

4.13. Impairment of Assets (AS-28)

During the year, the Company has undertaken a review of all the fixed assets in line with the requirements of AS-28 on "Impairment of Assets" as notified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, based on such review, no provision for impairment is required to be recognised for the year.

4.14 Fixed Assets:

- During the financial year 2017-18 the company has made an addition of Rs. 1,34,74,652.00 as Capital Work-in Progress.

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BETA DRUGS LIMITED

- During the financial Year 2017-18 there was an addition of Rs. 7,49,020.00 under the head Land.
- During the financial Year 2017-18 there was an addition of Rs. 1,32,46,779.810 under the head Building.
- During the financial year, there was addition of Rs. 55,312,729.25 made to Plant & Machinery, Furniture & Fixtures, Office Equipments, Vehicles & Computers.

4.15. Deferred Tax Assets & Liabilities (AS-22)

During the FY 2017-18 the Company has made Deferred Tax provisions of Rs. 720255.20, the amount arrived on Rs. 23,30,923 @ 30.90% (The difference of Depreciation as per IT Act and As per Companies Act).

4.16. Micro, Small & Medium Enterprises

Based on the information presently available, total outstanding as on 31.03.2018 is Rs.2,68,27,226.00 to micro or small enterprises under the Micro, Small and Medium Enterprises Development Act, 2006.

4.17. Auditor's Remuneration (exclusive of service tax)

	<u>31st March, 2018</u> <u>AMOUNT</u>	<u>31st March, 2017</u> <u>AMOUNT</u>
-As Auditors	4,02,500	27,500
- Taxation Matters	-	-
- Certification	-	2,000
-Other Services	-	-
- Reimbursement of out of pocket expenses	-	500
TOTAL	<u><u>4,02,500</u></u>	<u><u>30,000</u></u>

4.18. Other additional information

<u>Particulars</u>	<u>31st March, 2018</u> <u>AMOUNT</u>	<u>31st March, 2017</u> <u>AMOUNT</u>
"A" Revenue from operations (under broad heads)		
Sales		
Sales With in India	49,12,52,621.35	38,28,36,152.77
Export Sales	<u>1,44,15,249.91</u> 50,56,67,781.26	<u>3,36,90,510.52</u> 42,26,65,279.29
"B" Purchases		
Chemicals, Bulk Drugs & Packing Material	<u>28,61,00,183.50</u>	<u>23,32,46,427.98</u>

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BETA DRUGS LIMITED

4.19. **Expenditure In Foreign Currency (On Accrual Basis) :-** Following Expenses were incurred by the company during the year 2017-18.

	<u>31st March, 2018</u> <u>AMOUNT</u>	<u>31st March, 2017</u> <u>AMOUNT</u>
- Import of Capital Goods	1,01,25,321	-
- Revenue Expenses (Travel)	7,21,450	-
TOTAL `	<u>1,08,46,771</u>	<u>-</u>

4.20. **Earning in Foreign Currency**

Particulars	For The Year Ended (31.03.2018)	For the year Ended (31.03.2017)
FOB Value of Export	1,44,15,249.91*	3,36,90,510.52*

* This is an indirect export.

4.21. Figures for previous year have been regrouped/rearranged where necessary to conform to the current year's presentation.

In terms of our attached report of even date.

For and on behalf of the Board of Directors

For KALRA RAI AND ASSOCIATES
Chartered Accountants
(FRN: 008859N)

sd/-
LAJPAT RAI KALRA
PARTNER
Membership No.: 087438
Place: CHANDIGARH
Date: 08/05/2018

Sd/-
BALWANT SINGH
DIRECTOR
DIN: 1089968

Sd/-
VIJAY KUMAR BATRA
MANAGING DIRECTOR
DIN: 01083215

sd/-
JAYANT KUMAR
C.F.O

Sd/-
RAJNI BRAR
C.S



BETA DRUGS LIMITED

CIN: U24230HP2005PLC028969

Registered office: Village Nandpur, Baddi, Distt. SOLAN-174101, Himachal Pardesh.

Tel No. 01795-236196, Email: cs@betadrugslimited.com, Website:www.betadrugslimited.com

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint Shareholders may obtain additional slip on request

DP ID No. : _____

Client ID No. : _____

Ledger Folio No. : _____

NAME AND ADDRESS OF THE SHAREHOLDER: _____

No. of shares held _____

I hereby record my presence at the ANNUAL GENERAL MEETING of the Company held on Friday, the 28th day of September, 2018 at 11.30 a.m. at Hotel Holiday Inn, City Centre, Zirakpur-Panchkula-Kalka Highway, Sector 3, Panchkula, Haryana 134109.

• I certify that I am member/proxy of the company.

Signature of the shareholder or proxy

Note: You are requested to sign and handover this slip at the entrance of the meeting venue.

**BETA DRUGS LIMITED**

CIN: U24230HP2005PLC028969

Registered office: Village Nandpur, Baddi, Distt. SOLAN-174101, Himachal Pardesh.

Tel No. 01795-236196, Email: cs@betadrugslimited.com, Website:www.betadrugslimited.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/ Clint Id-DP ID: _____

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

1. Name: _____

Address: _____

E-mail Id: _____ Signature: _____, or failing him;

2. Name: _____

Address: _____

E-mail Id: _____ Signature: _____, or failing him;

3. Name: _____

Address: _____

E-mail Id: _____ Signature: _____, or failing him;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at ANNUAL GENERAL MEETING of the Company held on Friday, the 28th day of September, 2018 at 11.30 a.m. at Hotel Holiday Inn, City Centre, Zirakpur-Panchkula-Kalka Highway, Sector 3, Panchkula, Haryana 134109 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr No.	Resolutions	Optional	
		For (✓)	Against (X)
ORDINARY BUSINESS			
1.	To receive, consider and adopt the Audited Financial Statements for the Financial year ended 31 st March, 2018 and the Reports of Directors' and Auditors' thereon.		
2.	To appoint a Director in place of Mr. Rahul Batra (DIN: 02229234), who retires by rotation and being eligible,		

Affix Revenue Stamp not less than Rs 1/-



	offers himself for re appointment.		
3.	To appoint a Director in place of Mr. Balwant Singh (DIN: 01089968), who retires by rotation and being eligible, offers herself for re appointment.		
SPECIAL BUSINESS			
4.	Appointment of Mr Rohit Parti (DIN:-07889944) as an Independent Director of the Company		
5.	Appointment of Mr Manmohan Khanna (DIN :-07888319) as an Independent Director of the Company.		
6.	Appointment of Mr Nipun Arora (DIN :-05333399) as an Independent Director of the Company.		
7.	Remuneration to Cost Auditor for the Financial Year ended 31 st March, 2018.		
8.	Remuneration to Cost Auditor for the Financial Year ended 31 st March, 2019.		
9.	Revision in the remuneration payable to Mr Varun Batra (DIN:02148383) Whole Time Director of the company.		
10.	Contract/Arrangement for purchase of raw material with Related Party.		

Signed this _____ day of _____ 2018

Signature of Shareholder: _____

Signature of Proxy holder(s): _____

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

**BETA DRUGS LIMITED**

CIN: U24230HP2005PLC028969

Registered office: Village Nandpur, Baddi, Distt. SOLAN-174101, Himachal Pardesh.

Tel No. 01795-236196, Email: cs@betadrugslimited.com, Website:www.betadrugslimited.com

BALLOT FORM

Name of the member(s):	
Registered Address:	
Folio No	
No. of Shares	
*DP ID	
* Client ID	

* Applicable to holders holding shares in demat/electronic form

I/We hereby exercise my/our vote in respect to the Ordinary/Special Resolution to be passed through Postal Ballot for the Business stated in the Postal Ballot Notice by sending my/our assent (FOR) or dissent (AGAINST) to the said resolution by placing the right mark (v) at the appropriate box below:

Item No.	Item	Nature of Resolution	Assent (FOR)	Dissent (AGAINST)
1.	To receive, consider and adopt the Audited Financial Statements for the Financial year ended 31 st March, 2018 and the Reports of Directors' and Auditors' thereon.	Ordinary		
2.	To appoint a Director in place of Mr. Rahul Batra (DIN: 02229234), who retires by rotation and being eligible, offers himself for re appointment.	Ordinary		
3.	To appoint a Director in place of Mr. Balwant Singh (DIN: 01089968), who retires by rotation and being eligible, offers herself for re appointment.	Ordinary		
4.	Appointment of Mr Rohit Parti (DIN:-07889944) as an Independent Director of the Company	Ordinary		
5.	Appointment of Mr Manmohan Khanna (DIN :-07888319) as an Independent Director of the Company.	Ordinary		
6.	Appointment of Mr Nipun Arora (DIN :-05333399) as an Independent Director of the Company.	Ordinary		
7.	Remuneration to Cost Auditor for the Financial Year ended 31 st March, 2018.	Ordinary		
8.	Remuneration to Cost Auditor for the Financial Year ended 31 st March, 2019.	Ordinary		
9.	Revision in the remuneration payable to Mr Varun Batra (DIN: 02148383) Whole Time Director of the company.	Special		
10.	Contract/Arrangement for purchase of raw material with Related Party.	Ordinary		

Place: Baddi

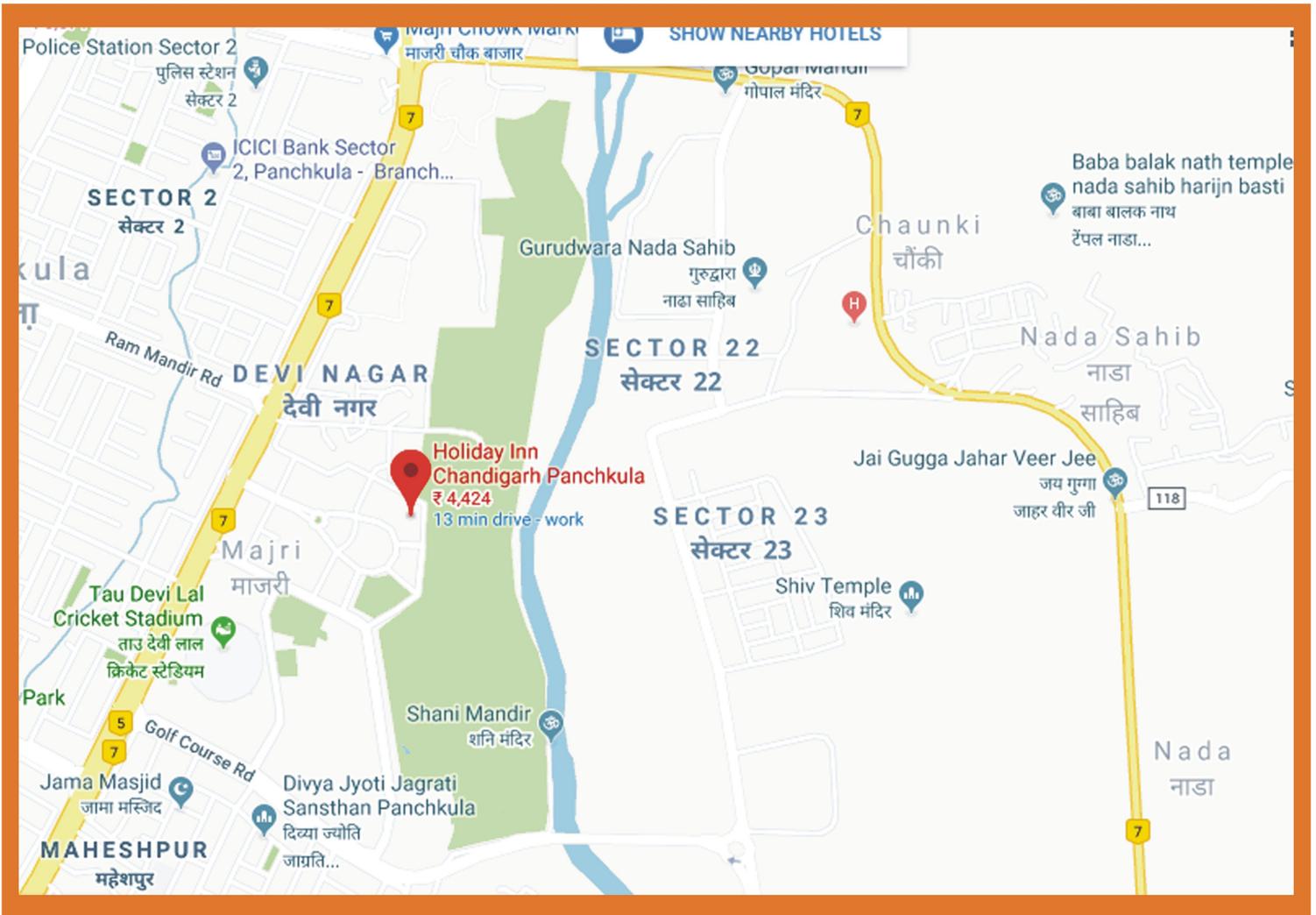
Date:

 Signature of Member



BDL ONCOLOGY
(Beta Drugs Limited)

AGM VENUE MAP



HOLIDAY INN PANCHKULA

City Centre, Zirakpur-Panchkula-Kalka Highway,
Sector 3, Haryana, Panchkula, 134109



BDL ONCOLOGY
(Beta Drugs Limited)

We team of BETA DRUGS LTD.,
wants to thank you from bottom
of our hearts for supporting us
in achieving this newer heights.



**THANK
YOU!**

Beta Drugs Limited:-
Village Nandpur, Lodhimajra Road
Baddi, Distt Solan, H.P. 174101
Tel No. 01795-236196,

Email: cs@betadrugslimited.com,
Website: www.betadrugslimited.com