



SAAMYA BIOTECH (INDIA) LIMITED
14TH ANNUAL REPORT
2015-2016

**SAAMYA BIOTECH (INDIA) LIMITED
(CIN: L24239AP2002PLC039449)****BOARD OF DIRECTORS:**

Name of the Director	DIN	Designation
Dr. Yala Manivardhan Reddy	01368438	Managing Director & CEO
Dr. Yala Sonia Reddy	00166243	Whole time Director & CFO
Dr. P. Naveen Chandar Reddy	02203603	Director
Mr. Pannala Suresh Reddy	02242819	Director
Mr. Santosh Jagannath Sawant *	05153202	Additional Director

* w.e.f 13th November 2015

REGISTERED OFFICE:

Flat No. 104-106, Lumbini Enclave, Punjagutta, Hyderabad 500 082, Telangana, India.
Ph. No.: 040-2339 3099, Fax: 040-2339 7099
E Mail ID: info@saamyabiotech.com, Website: www.saamyabiotech.com

COMPLIANCE OFFICER:

Mr. M. Bhavani Shankar, Manager - HR & Admin, E-mail ID: is@saamyabiotech.com

STATUTORY AUDITORS:

M/s. P. Murali and Co.,
Chartered Accountants, 6-3-655/2/3, Somajiguda, Hyderabad-500082, Telangana, India,
Phone: 040-2332 6666 Fax No. 040-2339 2474

BANKERS:

Indian Overseas Bank, Bank Street, Koti, Hyderabad
Syndicate Bank, Somajiguda Branch, Hyderabad
The Lakshmi Vilas Bank, Bank Street, Hyderabad

REGISTRAR & SHARE TRANSFER AGENTS:

M/s Aarthi Consultants Private Limited, 1-2-285, Domalguda, Hyderabad 500 029, Ph Nos.
040-2763 4445, 2763 8111 Fax No. 040-2763 2184
Email : info@aarthiconsultants.com

LISTING AT STOCK EXCHANGES & STOCK CODES

Bombay Stock Exchange Ltd., Mumbai, Scrip Code:-532905

BOARD COMMITTEES:**AUDIT COMMITTEE:**

Dr. P. Naveen Chandar Reddy	Chairman, Member
Mr. P. Suresh Reddy	Member
Mr. Santosh Jagannath Sawant	Member
Dr. Y. Manivardhan Reddy	Member

HUMAN RESOURCES, NOMINATION & REMUNERATION COMMITTEE:

Dr. P. Naveen Chandar Reddy	Chairman, Member
Mr. P. Suresh Reddy	Member
Mr. Santosh Jagannath Sawant	Member

SHAREHOLDERS' AND INVESTORS' GRIEVANCE COMMITTEE:

Dr. Y. Manivardhan Reddy	Chairman, Member
Dr. P. Naveen Chandar Reddy	Member
Mr. Santosh Jagannath Sawant	Member

ETHICS & COMPLIANCE COMMITTEE:

Dr. P. Naveen Chandar Reddy	Chairman, Member
Mr. P. Suresh Reddy	Member
Mr. Santosh Jagannath Sawant	Member

NOTICE

NOTICE is hereby given that the Fourteenth (14th) Annual General Meeting of the Company will be held on Friday, the 30th Day of September, 2016 at 4.30 P.M. at the Registered Office of the Company: 104-106, Lumbini Enclave, Opp. NIMS, Panjagutta, Hyderabad - 500 082 to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2016 and the Profit and Loss Account for the year ended as on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mrs. Yala Sonia Reddy, who retires by rotation and being eligible offers herself for reappointment.
3. To ratify the re-appointment of M/s. P. Murali & Co., Chartered Accountants, Hyderabad as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.

“RESOLVED THAT pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/s. P. Murali & Co., Chartered Accountants be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the 15th AGM of the Company to be held in the year 2017 (subject to ratification of their appointment at every AGM), at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

Special Business

4. To appoint Mr. Santosh Jagannath Sawant, DIN: 05153202 as Director and in this regard to consider and, if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Rules framed there under read with Schedule IV to the Act, as amended from time to time, Mr. Santosh Jagannath Sawant, DIN: 05153202 who was appointed by the Board of Directors as an Additional Director of the Company w.e.f 13th November 2015 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 (“Act”) and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed a Director of the Company”.

5. To appoint Mr. Santosh Jagannath Sawant, DIN: 05153202 as an Independent Director and in this regard to consider and, if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (LODR) Regulations, Mr. Santosh Jagannath Sawant, DIN: 05153202, Director of the Company, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for a term up to September 30, 2021.

Place: Hyderabad
Date: 31.08.2016

By Order of the Board

Dr. Y. Manivardhan Reddy
Managing Director & CEO

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. AND PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. Documents relating to any of the items mentioned in the Notice are open for inspection at the Registered Office of the Company on any working day during the business hours.
3. The Register of Members and share transfer books will remain closed from **Saturday 24th September 2016 to Friday 30th September 2016 (both days inclusive).**
4. Members holding shares in physical form are requested to notify/send any change in their address to the company's share transfer Agents, or to the company at its registered office transfer of shares, and request for demat of shares to our Registrar and Share Transfer Agents.
5. The trading in the Company's equity shares on the Stock Exchanges are permitted only in dematerialized form for all classes of investors. In view of numerous advantages offered by the depository system, members are requested to avail of the facility of dematerialization of the Company's equity shares held by them.

6. Members are requested to bring duly filled in Attendance Slip for attending the meeting. The Corporate Members are requested to attach the Certified True Extract of the Board Resolution duly authorizing their representative to attend this Annual General Meeting along with the attendance slip.
7. The Register of Directors and Key managerial Personnel and their shareholding, maintained under section 170 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting of the Company.
8. In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under, the Members are provided with the facility to cast their vote electronically, through the e-voting services on all resolutions set forth in this Notice. The instructions for e-voting are as under:
 - ❖ The security holders should log on to “www.evotingindia.com” during the duration (i.e 10.00 A.M. on Tuesday, 27th September, 2016 and ends on 5.00 P.M. on Thursday 29th September, 2016) of the voting period and cast their votes for the resolutions on the e-Voting System. The instructions for members for voting electronically are as given in Annexure A.

Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 relating to the business set out in the accompanying Notice.

Item No.4 & 5

Pursuant to the provisions of Sections 149, 152 of the Companies Act, 2013 (“Act”) Mr. Santosh Jagannath Sawant (DIN: 05153202) was appointed by the Board of Directors as an Additional Director of the Company w.e.f 13th November 2015 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 (“Act”) and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company.

Pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (LODR) Regulations, Mr. Santosh Jagannath Sawant, DIN: 05153202, Director of the Company, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director is also proposed to be appointed as the Independent Director as per the said provisions

He has More than 15 years of experience in the areas of Investment Banking, Management Consulting, Corporate Finance and Distribution of Financial Products etc. Brief profile of the proposed appointee(s) are mentioned elsewhere in this Annual Report.

The above resolutions at item nos. 4 & 5 are submitted to the meeting for the approval by the members of the Company. The Board of Directors re-commends the

above resolutions at item nos.4 & 5 for the members' approval in the Annual General Meeting

None of the Directors and Key Managerial Persons of the Company is concerned or interested in this resolution.

Place: Hyderabad
Date: 31.08.2016

By Order of the Board

Dr. Y. Manivardhan Reddy
Managing Director & CEO

Brief Details of Board of Directors seeking appointment/re-appointment at this Annual General Meeting (Pursuant to SEBI (LODR) Regulations 2015)

Name of the Director	Dr. Y. Sonia Reddy	Mr. Santosh Jagannath Sawant
Date of Appointment	13-08-2002	13-11-2015
Date of Birth	17-11-1963	01-10-1964
Qualification	MBBS	Graduate
Expertise in Specific functional areas	More than 10 years of experience in research lab in USA in first, second and third generation Cephalosporins and anti cancer and ophthalmic products and various diversified business activities in different parts of the world. She has excellent managerial skills.	More than 15 years of experience in the areas of Investment Banking, Management Consulting, Corporate Finance and Distribution of Financial Products etc.

ANNEXURE A

In case of members receiving e-mail:

- (i) The voting period begins at 10.00 a.m. on 27th September, 2016 and ends on 29th September, 2016 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23rd September, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

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

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant “SAAMYA BIOTECH (INDIA) LIMITED” on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired.

The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non - Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Other Information in relation to e-voting

- The e-voting period commences on **10.00 a.m. on Tuesday 27th September, 2016** and ends on **Thursday 29th September, 2016 at 5.00 p.m.** During this period, Members of the Company, holding shares or in dematerialized form, as on 23rd September, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- Voting rights at the AGM: The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on September 23rd, 2016 (Prior to date of Book Closure).
- The Board Appointed Mr. VBSS Prasad, Company Secretary in Practice as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.
- The Scrutinizer shall, within a period not exceeding three working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- Members who acquired the shares after dispatch of Balance Sheet and before the Book Closure date have the option to request for physical copy of the Annual Report by sending an e-mail to is@saamyabiotech.com / saamyabiotechltd@yahoo.com by mentioning their Folio / DP ID and Client ID No or download the Annual Report available at Company's website (www.saamyabiotech.com).

DIRECTORS' REPORT

To
The Members,
SAAMYA BIOTECH (INDIA) LIMITED.

The Board of Directors take pleasure in presenting their Report along with the Audited Accounts of the Company for the year ended 31stMarch, 2016.

	(In Rupees)	
Particulars	2015-16	2014-15
Total Income	14,51,38,842.00	28,79,51,627.00
Expenditure	14,53,39,950.00	28,53,18,453.00
Operating Profit / (Loss)	(2,01,108.00)	26,33,173.00
Depreciation	91,78,101.00	99,61,006.00
Provision for Tax	(49,67,662.00)	(5,39,937.00)
Net Profit / (Loss)	(44,11,548.00)	(67,87,895.00)

DIVIDEND:

To maintain liquidity, your Directors have not recommended any dividend for the reporting period.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A Management Discussion and Analysis Report for the year under review as stipulated under SEBI (LODR) Regulations 2015, is presented in a separate section forming part of the Annual Report.

SUBSIDIARIES:

The company has no subsidiaries:

FIXED DEPOSITS:

Your Company has not accepted any Fixed Deposits during the year within the meaning of Section 76 of the Companies Act, 2013 and the Rules made there under.

DIRETORS RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Clause (c) of Subsection (3) of Section 134 of the Companies Act, 2013, the directors hereby confirm that:

- In preparation of the annual accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures.
- 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.
- The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities.
- The Directors had prepared the annual accounts on a going concern basis.
- The Directors had laid down internal financial controls to be followed by the company and such internal financial controls are adequate and were operating effectively.
- The Directors had devised proper systems to ensure the compliance of all applicable laws and that such systems were adequate and operating effectively

CORPORATE GOVERNANCE:

Corporate governance, as required under SEBI (LODR) Regulations 2015, a Certificate of Compliance of Corporate Governance from the company secretary in whole time practice is annexed and forms part of this Directors Report.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website: www.saamyabiotech.com

RISK MANAGEMENT

During the year, your Directors have constituted a Risk Management Committee which has been entrusted with the responsibility to assist the Board in (a) Overseeing and approving the Company's enterprise wide risk management framework; and (b)

Overseeing that all the risks that the organization faces such as strategic, financial, credit, market, liquidity, security, property, IT, legal, regulatory, reputational and other risks have been identified and assessed and there is an adequate risk management infrastructure in place capable of addressing those risks. A Group Risk Management Policy was reviewed and approved by the Committee.

The Company managers, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company's management systems, organisational structures, processes, standards, code of conduct and behaviours together form the Risk Management System (RMS) that governs how the Group conducts the business of the Company and manages associated risks

The Company has introduced several improvements to Integrated Enterprise Risk Management, Internal Controls Management and Assurance Frameworks and processes to drive a common integrated view of risks, optimal risk mitigation responses and efficient management of internal control and assurance activities. This integration is enabled by all three being fully aligned across Group wide Risk Management, Internal Control and Internal Audit methodologies and processes

INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Act and SEBI (LODR) Regulations 2015.

The Company has devised a Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors which include criteria for performance evaluation of the non-executive directors and executive directors.

The Company had engaged consultant for looking at the best practices prevalent in the industry and advising with respect to evaluation of Board members. On the basis of recommendations of the consultants and the Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors, a process of evaluation was followed by the Board for its own performance and that of its Committees and individual Directors.

The details of programmes for familiarisation of Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters are put up on the website of the Company: www.saamyabioech.com

AUDITORS AND AUDITORS' REPORT

Statutory Auditors:

M/s. P. Murali & Co, Chartered Accountants, Statutory Auditors of the Company, hold office till the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. They have confirmed their eligibility to the effect that their re-

appointment, if made, would be within the prescribed limits under the Act and that they are not disqualified for re-appointment.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

Secretarial Auditor

The Board has appointed Mr. VBSS Prasad, Practising Company Secretary, to conduct Secretarial Audit for the financial year 2015-16. The Secretarial Audit Report for the financial year ended March 31, 2016 is annexed herewith marked as Annexure to this Report.

DISCLOSURES:

Audit Committee

The Audit Committee comprises Independent Directors and Executive Directors of which majority of them are independent. All the recommendations made by the Audit Committee were accepted by the Board. For complete information please refer report on Corporate Governance which forms part of this Annual Report

Meetings of the Board

Seven Meetings of the Board of Directors were held during the year. For further details, please refer report on Corporate Governance of this Annual Report.

PARTICULRS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED

During the year your company did not make any Investments, give Loans and Provide Guarantee.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT GO

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act, are provided in Annexure to this Report.

EXTRACT OF ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith as Annexure VII to this Report.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

There are No employees who fall within the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014,

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.

3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except ESOS referred to in this Report.
4. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.
5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

ACKNOWLEDGEMENT

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers for and on behalf of the Board of Directors.

Place: Hyderabad
Date: 31.08.2016

By Order of the Board

Dr. Y. Manivardhan Reddy
Managing Director & CEO

ANNEXURES TO DIRECTORS REPORT

ANNEXURE I

Companies which became / ceased to be Company's Subsidiaries, Joint Ventures or Associate Companies:

1. Companies which have become subsidiaries during the financial year : NIL
2. Companies which ceased to be subsidiaries during the financial year : NIL
3. Companies Which have become Joint Venture/Associate Companies during the year : NIL
4. Companies Which Ceased to be Joint Venture/Associate Companies during the year : NIL

ANNEXURE II

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31.03.2016

FORM NO. MR.3

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

To
The Members
M/s Saamya Biotech (India) Limited
Hyderabad

1. We have conducted Secretarial Audit pursuant to Section 204 of the Companies Act 2013, on the compliance of applicable Statutory Provisions and the adherence to good corporate practices by M/s **SAAMYA BIOTECH (INDIA) LIMITED** (hereinafter called as “**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.
2. The company is engaged in the business of Research and development of Biotechnology products.
3. Based on our verification of the books, papers, minutes books, forms, returns filed and other records maintained by the Company and also the information and according to the examinations carried out by us and explanations furnished and representations made to us by the company, its officers, agents and authorised 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 31st March, 2016 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.
4. WE have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s Saamya Biotech (India) Limited (hereinafter called as “**the Company**”) for the financial year from 1st April 2015 and ended on 31st March, 2016 (“Audit Period”) according to the provisions of :
 - i) The Companies Act, 1956 (to the extent applicable) and the Companies Act, 2013 (the Act) and the Rules made there under;
 - ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) AND THE Rules made there under;
 - iii) The Depositories Act, 1996 and the Regulations and bye-laws framed there under;
 - iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and external Commercial Borrowings;
 - v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- b) The Securities and Exchange Board of India (Prohibition of Inside Trading) Regulations, 1992;
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
- d) The Securities and Exchange Board of India (Employee Stock Option Scheme) Guidelines 1999.
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008.
- f) The Securities and Exchange Board of India (Registrars to an issue and share transfer agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- h) The Securities and Exchange Board of India (buyback of Securities) Regulations, 1998;
- i) The following other laws as specifically applicable in the view of the Management.
 - (i) Income Tax act, 1961
 - (ii) Central Sales Tax Act, 1956
 - (iii) Telangana & Andhra Pradesh Value Added Tax
 - (iv) The Payment of Wages Act, 1936
 - (v) A.P Shops & Establishment Act, 1988
 - (vi) The Employees Provident fund and Miscellaneous provisions act, 1952

5. We have also examined compliance of:

- a. the applicable Clauses of the Listing Agreements entered into by the Company with the BSE Limited
- b. the applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and
- c. the applicable Secretarial Standards issued by Institute of Company Secretaries of India

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

6. We further report that:

- a. 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 compositions of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the act.
- b. Adequate Notice is given to all the Directors to Schedule the Board Meetings, agenda and detailed notes on agenda were sent at least 7 days in advance.
- c. There exists a system for seeking and obtaining further information and clarifications on the agenda items before the meeting and meaningful participation at the meeting.

- d. Majority decision is carried through and there were not instances of dissenting members in the Board of Directors.
 - e. Required forms were filed with MCA, additional fee paid wherever required.
7. We further report that there exist adequate systems and processes in the Company that commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
8. We further report that during the audit period, there were no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc., referred to the above.

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

- a. The Company has not filed Form MGT-14 for the Board Meeting conducted on 29/05/2015 and 05/09/2015 for adoption of the year end audited Financial Accounts for the year ended on 31/03/2015 and adoption of Board of Directors Report for the year 2014-15 respectively.
- b. The Company has not filed Form SH-7 for the resolution passed in the AGM Held on 30/09/2015 to effect the Increase of Authorised Share Capital from Rs.35 Cr to Rs.120 Cr however the Company has filed Form MGT-14 in this regard
- c. The Company has not noted the disclosure of interest by directors in the other companies as required under section 184 of the Companies Act, 2013.
- d. Report on Reconciliation of Share Capital Audit for the Quarter Ended on 31st December, 2015 was filed on 26th July, 2016

PLACE: HYDERABAD
DATE: 25.08.2016

V B SS PRASAD
COMPANY SECRETARY
M.NO: F4139
CP NO: 4605

Annexure to the Secretarial Audit Report

To
The Members
M/s Saamya Biotech (India) Limited
Hyderabad - 500 082

Our Secretarial Audit Report of even date is to be read along with this letter:

1. It is the responsibility of the management of the Company to maintain Secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

2. Our responsibility is to express an opinion on these Secretarial records, Standards and procedures followed by the Company with respect to secretarial compliance.
3. We believe that audit evidence and information obtained from the company's Management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management's representations about the compliance of laws, rules and regulations and happening of events etc.
5. 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: HYDERABAD
DATE: 25.08.2016

V B S S PRASAD
Company Secretary
M.No.4139
CP No.4605

ANNEXURE III

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required to be disclosed under section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are provided here under

A. Conservation of Energy

- (i) The steps taken or impact o the conservation of energy: N.A
- (ii) The steps taken by the company for utilizing alternate sources of energy : N.A
- (iii) The capital investment on energy conservation equipments: N.A

B. Technology Absorption

Necessary Efforts made for Technology absorption

C. Foreign Exchange earnings and out go:

In accordance with the provisions of section 134(3) of the Companies Act, 2013, read with the Rule 5 of the Companies (Accounts) Rules, 2014, the information relating to foreign exchange earnings and out go is provided under notes to the Balance Sheet and Profit and Loss Account.

- (i) Foreign exchange earnings : NIL
- (ii) Foreign Exchange out go : NIL

Place: Hyderabad
Date: 31.08.2016

By Order of the Board

Dr. Y. Manivardhan Reddy
Managing Director & CEO

ANNEXURE IV

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
for the financial year ended on 31st March 2016
[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:

CIN	L24239AP2002PLC039449
Registration Date	13/08/2002
Name of the Company	Saamya Biotech (India) Limited
Category / Sub-Category of the Company	Limited Company
Address of the Registered office and contact details	104-106, Lumbini Enclave, Panjagutta, Hyderabad -500 082, Telangana, India. Email: info@saamyabiotech.com Phone: +91-40-2339 3099 Fax: +91-40-2339 7099
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. Aarthi Consultants Pvt. Ltd., 1-2-285, Domalguda, Hyderabad-29. Tel: (040) 27642217 / 27638111. Fax: (040) 27632184 Email: info@aarthiconsultants.com

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:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	API's Trading		100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE
1	NIL	NA	NA

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2015]				No. of Shares held at the end of the Year [As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	88,74,600	-	88,74,600	35.67	88,74,600	-	88,74,600	35.67	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)	88,74,600	-	88,74,600	35.67	88,74,600	-	88,74,600	35.67	-
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	11,86,014	-	11,86,014	4.77	10,25,471	-	10,25,471	4.12	-0.65
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	86,42,897	620	86,43,517	34.74	1,00,35,839	620	1,00,36,459	40.34	5.60
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	57,98,195	-	57,98,195	23.30	44,84,372	-	44,84,372	18.02	-5.28
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	3,21,378	-	3,32,378	1.29	3,95,667	-	3,95,667	1.59	0.30
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	58,596	-	58,596	0.24	65,731	-	65,731	0.26	0.02
Trusts	200	-	200	0.00	200	-	200	0.00	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	1,60,07,280	620	1,60,07,900	64.33	1,60,07,280	620	1,60,07,900	64.33	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	1,60,07,280	620	1,60,07,900	64.33	1,60,07,280	620	1,60,07,900	64.33	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	2,48,81,880	620	2,48,82,500	100	2,48,81,880	620	2,48,82,500	100	-

ii) Shareholding of Promoter-

S N	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% 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	Y. Manivardhan Reddy	51,80,850	20.83	-	51,80,850	20.83	-	NIL
2	Y. Sonia Reddy	36,88,750	14.82	-	36,88,750	14.82	-	NIL
3	Chavva Sophia Reddy	5,000	0.02	-	5,000	0.02	-	NIL

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

SN	Particulars	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
	At the beginning of the year	88,74,600	35.67	88,74,600	35.67
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	Nil	Nil	Nil	Nil
	At the end of the year	88,74,600	35.67	88,74,600	35.67

(iv) 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
	At the beginning of the year	5,00,000	2.00	5,00,000	2.00
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	Nil	Nil	Nil	Nil
	At the end of the year	5,00,000	2.00	5,00,000	2.00

V. INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING/ACCRUED BUT NOT DUE FOR PAYMENT

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	0	3,63,00,656	0	3,63,00,656
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	3,63,00,656	0	3,63,00,656
Change in Indebtedness during the financial year				
* Addition	0	0	0	0
* Reduction	0	39,00,000	0	39,00,000
Net Change	0	39,00,000	0	39,00,000
Indebtedness at the end of the financial year				
i) Principal Amount	0	3,24,00,656	0	3,24,00,656
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	3,24,00,656	0	3,24,00,656

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Dr. Y. Sonia Reddy	Dr. Y. Manivardhan Reddy	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Rs. 3,00,000/-	Rs. 3,00,000/-	Rs. 6,00,000/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NA	NA	NA
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NA	NA	NA
2	Stock Option	NA	NA	NA
3	Sweat Equity			
4	Commission - as % of profit - others, specify...	NA	NA	NA
5	Others, please specify	NA	NA	NA
	Total (A)	Rs. 3,00,000/-	Rs. 3,00,000/-	Rs. 6,00,000/-
	Ceiling as per the Act	Rs. 18,00,000/-	Rs. 18,00,000/-	Rs. 36,00,000/-

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		----	----	----	---	
		-----	----	----	---	---
1	Independent Directors	-----	----	----	---	---
	Fee for attending board committee meetings	-----	----	----	---	---
	Commission	-----	----	----	---	---
	Others, please specify	-----	----	----	---	---
	Total (1)	-----	----	----	---	---
2	Other Non-Executive Directors	-----	----	----	---	---
	Fee for attending board committee meetings	-----	----	----	---	---
	Commission	-----	----	----	---	---
	Others, please specify	-----	----	----	---	---
	Total (2)	-----	----	----	---	---
	Total (B)=(1+2)	-----	----	----	---	---
	Total Managerial Remuneration	-----	----	----	---	---
	Overall Ceiling as per the Act					

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

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	.....	.....	.....	.....
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	.....	.....	.....	.....
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	.....	.....	.....	.....
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	.....	.....	.....	.....
2	Stock Option	.....	.....	.....	.....
3	Sweat Equity	.....	.....	.....	.....
4	Commission	.....	.....	.....	.....
	- as % of profit	.....	.....	.....	.....
	others, specify...	.....	.....	.....	.....
5	Others, please specify	.....	.....	.....	.....
	Total	.....	.....	.....	.....

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The Company's philosophy on corporate governance envisages the attainment of corporate excellence by providing enhanced shareholders value and customer satisfaction. The company believes that governance process should ensure economic prosperity and long term value creation for the company and its shareholders by following well laid out principles of transparency, accountability and responsibility, investor protection, compliance with statutory laws and regulations. The Company also upholds the rights of its investors and other stakeholders to information on the performance of the Company.

BOARD OF DIRECTORS

A. Composition of Board:

The Board of Directors of the Company has an optimum combination of executive and non-executive directors. The Chairman and Managing Director, along with one whole-time Director, are managing the day-to-day operations of the Company. The Chairman of the Board is an Executive Director. There are two executive directors and Three Non-Executive directors.

The composition of the Board of Directors, the attendance of each Director in each Board Meeting and the last AGM and also membership on other company's Board or Committee of Board is as under:

The composition of the Board of Directors, the attendance of each Director in each Board Meeting and the last AGM and also membership on other company's Board or Committee of Board is as under:

Name of the Director	Category	DIN	Relationship With other Directors	Number of Memberships in Board of Other Public Ltd Companies	Associated with Other Committees of Public Ltd Companies	
					Member	Chairman
Dr. Podduturi Naveen Chandar Reddy	Non Executive Independent Director	02203603	No Relation	Nil	Nil	Nil
Mr. Pannala Suresh Reddy	Non Executive Independent Director	02242819	No Relation	Nil	Nil	Nil
Dr. Yala Manivardhan Reddy	Managing Director & CEO	01368438	Husband of Dr. Yala Sonia Reddy	Nil	Nil	Nil
Dr. Yala Sonia Reddy	Whole Time Director & CFO	00166243	Wife of Dr. Y. Manivardhan Reddy	1	Nil	Nil
Mr. Santosh Jagannath Sawant #	Non Executive Independent Director	05153202	No Relation	Nil	Nil	Nil

w.e.f: 13th November 2015

B. There were no pecuniary relations or transactions between the non-executive Directors and the Company during the financial year 2015-16

BOARD MEETINGS HELD DURING THE YEAR

The Board of Directors met Seven times during the year 2015-16 and the maximum gap between the two board meetings was less than four months.

Board Meetings held, the dates of which are 29th May 2015, 6th July 2015, 12th August 2015, 5th September 2015, 13th November 2015, 14th February 2016 and 15th February 2016

Directors Attendance and Sitting Fees Paid

Given in the Table Below is the Board Meeting attendance record of the Directors during the year 2015-16

Name of the Director	No. Of Meetings held	No. Of Meetings attended	Sitting Fees Paid (Rs)	Presence at last AGM
Dr. P Naveen Chandar Reddy	7	7	Nil	Yes
Mr. P Suresh Reddy	7	7	Nil	No
Dr. Y. Manivardhan Reddy	7	7	Nil	Yes
Dr. Y. Sonia Reddy	7	7	Nil	Yes
Mr. Santosh Jagannath Sawant #	7	3	Nil	NA

w.e.f: 13th November 2015

Availability of Information to the Members of the Board

The Board has unfettered and complete access to any information within the Company and from any of our employees. At meetings of the Board, it welcomes the presence of concerned employees who can provide additional insights into the items being discussed.

The information regularly supplied to the Board includes:

- Annual operating plans and budgets, capital budgets and updates
- Periodic Financial Statements
- Minutes of meetings of audit, compensation and investor grievance committee of the Company along with board minutes of the subsidiary companies General notices of interest
- Information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of Chief Financial Officer and Company Secretary
- Materially important litigations, show cause, demand, prosecution and penalty
- Fatal or serious accidents or dangerous occurrences, any material effluent or pollution problems, if any
- Any materially relevant default in financial obligations to and by us
- Details of any joint venture, acquisitions of companies or collaboration agreement
- Transactions that involve substantial payment towards goodwill, brand equity or intellectual property
- significant development on the human resources front
- Sale of material, nature of investments in subsidiaries and assets, which are not in the normal course of business
- Details of foreign exchange exposure and the steps taken by the management to limit risks of adverse exchange rate movement
- Non-compliance of any regulatory, statutory or listing requirements as well as shareholder services such as non-payment of dividend and delays in share transfer

The Board also periodically reviews compliance reports of all laws applicable to the Company, prepared by the designated employees as well as steps taken to rectify instances of non-compliance

Code of Conduct

The Board of Directors of the Company has laid a code of conduct for Directors and the senior management. The code of conduct is posted on the Company's website. All Directors and designated personnel in the senior management have affirmed compliance with the code for the year under review. A declaration to this effect duly signed by Executive Director is annexed to this report.

Details of Directors seeking appointment / re-appointment as required under SEBI (LODR) Regulations 2015, the information about the Directors proposed to be appointed / re-appointed is given as an Annexure to the notice.

COMMITTEES OF THE BOARD:

The Board of Directors has constituted the Different Committees with adequate delegation of powers to discharge day-to-day affairs of the company as well as to meet the exigencies of the business of the company.

Audit Committee

In terms of SEBI (LODR) Regulations 2015, the Audit Committee constituted by the Board consists of only Non-Executive and Independent Directors. The committee had met five times on 29th May 2015, 12th August 2015, 5th September 2015, 13th November 2015 and 14th February 2016. During the year, the attendance details for the Committee meetings are as follows:

Name of the Member	Category	No. of Meetings	
		Held	Attended
Dr. P Naveen Chandar Reddy	Chairman of the Committee	5	5
Mr. P Suresh Reddy	Member	5	5
Mr. Santosh Jagannath Sawant #	Member	5	2
Mr. Kishan Kumar S Jha ^	Member	5	2
Dr. Y. Manivardhan Reddy	Member	5	5

w.e.f: 13th November 2015

^ upto 30th September 2015

The terms of reference as stipulated by the Board to the Audit Committee include:

- a) Review of the Company's financial reporting process and disclosure of its financial information.
- b) Recommending the appointment and removal of external auditors, fixation of audit fee and recommending payment for any other services.
- c) Reviewing with the management the annual financial statements before submission to the Board, focusing primarily on
 - (i) Changes in accounting policies and practices
 - (ii) Major accounting entries involving estimates based on the exercise of judgment by the management
 - (iii) Qualifications in the draft audit report
 - (iv) Significant adjustments arising out of audit
 - (v) The going concern assumption
 - (vi) Compliance with accounting standards
 - (vii) Compliance with stock exchange and legal requirements concerning financial statements
 - (viii) Disclosure of any related party transactions
- d) Reviewing with the management, the external and internal auditors the adequacy of internal control systems.
- e) Reviewing with the management, the quarterly financial statements before submission to the Board for approval.
- f) Discussion with internal auditors of any significant findings and follow up there on.
- g) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or failure of internal control systems of a material nature and reporting the matter to the Board.
- h) Discussion with statutory auditors about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

The committee is in compliance with its requirements under this charter

Human Resources, Nomination and Remuneration Committee:

During this year, name of this Committee has been re-christened as Human Resources Nomination and Remuneration Committee. This Committee comprises of following Non-Executive Independent Directors

Members of the committee are as follows:

Dr. P. Naveen Chandar Reddy	Chairman of the Committee
Mr. P. Suresh Reddy	Member
Mr. Santosh Jagannath Sawant	Member

The committee has been constituted to recommend/review the remuneration package of the Managing/Whole-Time Directors, nomination of Directors / Key Managerial Personnel

and one level below the Board along with the heads of department apart from deciding other matters such as framing and implementation of stock option plans to employees, etc. The remuneration policies directed towards rewarding performance based on review of achievements which are being reviewed periodically which is in consonance with the existing industry practices. This Committee meets as and when required.

Shareholders /Investors Grievance Committee:

The Share Holder's/Investor's Grievance Committee comprises of the Following Three Directors and all of them are Non-Executive Independent Directors

Members of the committee are as follows:

Dr. Y. Manivardhan Reddy	Chairman of the Committee
Mr. P. Naveen Chander Reddy	Member
Mr. Santosh Jagannath Sawant	Member

Details of Complaints received/resolved during the Financial Year 2015-16

Nature of Complaint	Received	Resolved	Pending
Non-Receipt of Refund Order	NIL	NIL	NIL
For Non-Receipt of -Dividend Warrant -Annual Report -Share Certificate	NIL	NIL	NIL
TOTAL	NIL	NIL	NIL

Ethics & Compliance Committee

The Ethics & Compliance Committee was constituted pursuant to the amended regulations of SEBI (Insider Trading Regulations) 1992 and comprises of the following Non-Executive Independent Directors.

Dr. P. Naveen Chandar Reddy	Member
Mr. P. Suresh Reddy	Member
Mr. Santosh Jagannath Sawant	Member

The Company has a code of Conduct for prevention of Insider Trading as prescribed by the Securities and Exchange Board of India. The Committee monitors the implementation of the Code and takes on record the status reports dealings in securities by the Eligible Persons.

GENERAL BODY MEETINGS:

The last three Annual General Meetings of the Company were held as under:

Year	Venue	Date & Time
2012-13	Sundaraiah Vignana Kendram, (Mini Hall), Bagh Lingampally, Hyderabad - 500 044	30-09-2013 and 3.15 p.m.
2013-14	Sundaraiah Vignana Kendram, (Mini Hall), Bagh Lingampally, Hyderabad - 500 044	30-09-2014 and 3.15 p.m.
2014-15	Sundaraiah Vignana Kendram, (Mini Hall), Bagh Lingampally, Hyderabad - 500 044	30-09-2015 and 3.15 p.m.

Extraordinary General Meeting / Postal ballot

During the FY 2015-16 the Company had not held any Extra ordinary General Meeting / Postal Ballot.

DISCLOSURES

General Disclosures

The Board of Directors receives the requisite disclosures, from time to time, relating to financial and commercial transactions from the key managerial personnel of the Company. There are no materially significant related party transactions, which have potential conflict with the interest of the Company at large.

There have not been any occasion of non-compliance by the Company and therefore, no penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI or any other statutory authority on any matter related to capital markets since the Company was listed on the stock exchanges.

Whistle-blower policy

We have established a policy for all the employees to report concerns about unethical behaviour, actual or suspected fraud, or violation of our code of conduct or ethics policy. The mechanism under the said policy also provides for adequate safeguards against victimization of employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. We further affirm that during the financial year 2015-16, no employee has been denied access to the audit committee.

The Vigil Mechanism of the Company, which also incorporates a whistle blower policy as specified under SEBI (LODR) Regulations 2015, includes an Ethics & Compliance Task Force comprising senior executives of the Company. Protected disclosures can be made by a whistle blower through an e-mail, or dedicated telephone line or a letter to the Task Force or to the Chairman of the Audit Committee. The Policy on vigil mechanism and whistle blower policy may be accessed on the Company's website: www.saamyabiotech.com

MEANS OF COMMUNICATION

The quarterly and annual financial results of the Company are generally published in leading National Newspapers in English and Telugu.

All official news release and financial results are communicated by the company through its corporate website www.saamyabiotech.com

Management Discussion and analysis Report is annexed to Directors Report and forms part of Annual Report.

General Shareholders Information

AGM : 14th Annual General Meeting
Date : 30th September, 2016
Venue : 104-106, Lumbini Enclave, Opp. NIMS, Panjagutta, Hyderabad 500082.
Financial year : 1st April, 2015 to 31st March, 2016
Book Closure : 24th September, 2016 to 30th September, 2016 (both days inclusive)
Dividend Payment date: **Not Applicable as no dividend is proposed by directors.**

Calendar of Events

(Tentative and subject to change for financial reporting for the period ending)

- June 30, 2016 : Aug 2016
- Sep 30, 2016 : Nov 2016

- Dec 31, 2016 : Feb 2017
- Mar 31, 2017 : May 2017
- AGM for 2016-17 : Sep 2017

**Corporate Identification Number (CIN) Allotted by the Ministry of Corporate Affairs:
L24239AP2002PLC039449**

Listing and Trading on Stock Exchanges:

S No.	Name & Address of the Stock Exchange	Stock Code
1.	Bombay Stock Exchange Ltd. 25 th Floor, P J Towers, Dalal Street Mumbai 400 001	532905 (Group B) BSE Index

Electronic Connectivity

National Securities Depository Limited Trade World, Kamala Mills Compound Senapati Bapat Marg, Lower Parel Mumbai- 400 013	Central Depository Services (India) Limited Phiroze Jeejeebhoy Towers, 28 th Floor Dalal Street, Mumbai - 400 023
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Share Transfer System

The Shareholders Committee of the Board of Directors of the Company are authorized to approve, allot, transfer, transmission of shares, consolidation, split of share certificates, issue of duplicate share certificates in lieu of misplaced/lost share certificates, renewal of share certificates, dematerialization/re-materialization of shares.

The Shareholders and Investors Grievances Committee meets as often as required (depending upon the share transfers received) to consider and approve all share related matters.

Transfers in Physical form are registered by our Registrar and Share Transfer Agents M/s Aarthi Consultants Private Limited within 21 days of receipt of documents complete in all respects. Invalid Share Transfers are returned within 15 days of receipt.

Reconciliation of Share Capital Audit

Secretarial Audit is being carried out every quarter by a Practicing Chartered Accountant and his audit report is placed before the Board for its perusal and filed regularly with the Stock Exchanges within the stipulated time

Name and Designation of the Compliance Officer:

Mr. M. Bhavani Shankar : Manager - HR & Administration
Telephone No : 040- 23393099
Fax : 040-23397099
E-mail : is@saamyabiotech.com

(Any query on Annual Report shall reach at the above 10 days before the AGM)

Registrar and Share Transfer Agents

M/s Aarthi Consultants Private Limited
1-2-285, Domalguda
Hyderabad - 500 029
Ph: 040- 27642217, 27638111
Fax: 040-27632184
Email: info@arthiconsultants.com

Changes in Share Capital

Date of Allotment	Number of Shares	Issue Price (Rs)	Consideration	Reasons for Allotment	Cumulative Paid up Capital (Rs)	Cumulative Share Premium (Rs)
During the year no change in the Share capital of the company						

Stock Market Data

The monthly high / low prices of shares of the Company from April, 2015 to March, 2016 at BSE Limited, Mumbai:

BSE Scrip Code: 532905 Company Name: SAAMYABIO

All Prices in ₹

Month	High Price	Low Price
Apr-15	3.25	2.62
May-15	3.02	2.20
Jun-15	3.50	2.55
Jul-15	3.52	2.61
Aug-15	3.30	2.62
Sep-15	6.28	2.25
Oct-15	6.59	4.40
Nov-15	7.15	5.19
Dec-15	9.09	7.00
Jan-16	8.69	6.13
Feb-16	6.35	3.54
Mar-16	4.97	3.58

Dematerialization of Shares and Liquidity

Trading in Company's shares is permitted only in dematerialized form for all investors. The ISIN allotted to the Company's scrip is INE320H01019. Investors are therefore advised to open a demat account with a Depository participant of their choice to trade in dematerialized form. Over 99% of the Company's shares up to 31st March 2016 are now held in electronic form. Shares of the Company are actively traded in Bombay Stock Exchange Limited, and hence have good liquidity. The list of depository participants is available with the National Securities Depository Limited (NSDL) at www.nsdl.co.in or Central Depository Services (India) Limited (CDSL) at <http://www.cdslindia.com>.

Particulars of dematerialization of shares as on 31st March 2016 are mentioned below:

Particulars	No. of Shares	% Share Capital
NSDL	1,58,96,806	63.88
CDSL	89,85,074	36.11
PHYSICAL	620	0.01
Total	2,48,82,500	100.00

Compliance with SEBI (LODR) Regulations 2015

The Company has been in compliance with all the requirements specified under the provisions of SEBI (LODR) Regulations 2015.

SEBI Complaints Redressal System (SCORES)

SEBI has initiated SCORES for processing the investor complaints in a centralized web based redress system and online redressal of all the shareholders complaints. The

Company is in compliance with the SCORES and redressed the shareholders complaints well within the stipulated time.

DECLARATION

As provided under SEBI (LODR) Regulations 2015, the Board of Directors and the Senior Management Personnel have confirmed compliance with the Code of Conduct and Ethics for the financial year ended 31st March, 2016.

Place: Hyderabad

Date: 31.08.2016

By Order of the Board

**Dr. Y. Manivardhan Reddy
Managing Director & CEO**

CERTIFICATE BY CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) OF THE COMPANY

We, Y Manivardhan Reddy, CEO & Managing Director and Y Sonia Reddy, CFO & Whole-Time Director of the Company hereby certify to the Board that :

- a) We have reviewed financial statements and the Cash Flow statement for the year and that to the best of our knowledge and belief:
 - i) These statements do not contain any materially untrue statement for the year or omit any material fact or contain statements that might be misleading:
 - ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate of the Company's code of conduct.
- c) We are responsible for establishing and maintaining internal controls in the Company and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operations of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the auditors and the Audit committee As:
 - i) There is no changes in internal control during the year,
 - ii) There is no changes in accounting policies during the year,
 - iii) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system.

- e) We affirm that we have not denied any personnel access to the Audit Committee of the Company (in respect of matters involving alleged misconduct)
- f) We further declare that all Board Members and designated Senior Management have performed compliance with the Code of Conduct for the current year.

Place :Hyderabad

Date :31st August 2016

Y. Manivardhan Reddy

CEO & Managing Director

Y. Sonia Reddy

CFO & Whole-Time Director

Certificate from a Company Secretary in Whole-time Practice on compliance of conditions of Corporate Governance

To
The Members
Saamya Biotech (India) Limited

We have read the report of the Board of Directors on Corporate Governance and have examined the relevant records relating to compliance condition of corporate governance of M/s Saamya Biotech (India) Limited (“the company”) for the year ended 31st March, 2016.

The compliance of the conditions of the Corporate Governance is the responsibility of the management. Our examination, conducted in the manner described in the Guidance note on Certification of Corporate governance” issued by the Institute of Chartered Accountants of India was limited to procedures and implementation thereof adopted by the company for ensuring compliance with the conditions of Corporate Governance. Our examination was neither an audit nor was it conducted to express an opinion on the financial statements of the company.

In our opinion and to the best of our information and explanations given to us and on the basis of our examination described above, the company has complied with the conditions of Corporate Governance.

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

V B S S PRASAD
Company Secretary
C.P.NO.4605

Place: Hyderabad

Date: 25.08.2016

MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY STRUCTURE AND DEVELOPMENT:

The biotechnology sector is one of the sectors which have contributed to enhancing the global profile of India in the last decade. At the beginning of the decade, this industry began to take shape with the sprouting of dozens of start-up companies as well as the diversification of established pharma players which set up biotech divisions to focus on this segment. A lot of significant developments have taken place in the sector since. India is among the top 12 biotech destinations in the world and is the largest producer of recombinant Hepatitis B vaccine.

The sector has witnessed some emerging trends. Bio-pharma, which constitutes nearly two-thirds of the Indian biotech sector, invests in innovative product development. Clearly, a lot of companies see more value in ramping up their service offerings even as they try to master the technological, financial and regulatory challenges, before they are able to offer cutting edge drugs in the market place.

Investments, along with outsourcing activities and exports, are key drivers for growth in the biotech sector. Foreign Direct Investment (FDI) up to 100 per cent is permitted through the automatic route for manufacturers of drugs and pharmaceuticals.

The Government of India (GOI) through the Department of Biotechnology (DBT) has helped nurture the biotechnology field in India since its inception in 1986. India now has a large pool of outstanding people and infrastructure, created through several innovative schemes, which can serve as the capstone for the future growth of this sector and help the country achieve its vision to become a bio-economy and to extend benefits of biotechnology to its people.

India is now recognized as a global destination for vaccines, bio-services and increasingly for contract manufacturing, especially bio-similar. Many firms are exploring exciting areas of stem cell biology, synthetic biology, agri-biotechnology systems biology and evidence-based traditional medicine. The dynamic changes in the economy will make India a leading economic power in the world. The growth in gross domestic product (GDP) over the next decade will expand the domestic market and Indians will be able to afford healthcare products, and demand for food commodities and energy will grow too.

There is a huge opportunity for Indian biotechnology to play an important role in the Indian economy as well as contribute to the global economy. Indian biotechnology has multiplied six times from 2003 to reach more than US\$ 4 billion. This pace of growth at 20 per cent for over a decade is impressive. However, if the biotechnology industry operating landscape becomes more innovation friendly spurred by the government's policies then the industry could possibly grow at 30 per cent CAGR. This will make the combined total of the biotechnology and healthcare industry to touch US\$ 100 billion by 2025.

OUTLOOK:

According to reports, biotechnology industry in India has become the fourth largest adopter of biotech crop in the world, replacing Canada. India is gaining recognition in

the field of clinical trials. A large number of companies are providing research and development expertise to global pharmaceutical companies. The availability of vast pool of English speaking science graduates, good regulatory processes and the cost advantage position India as a favorable investment destination by way of globalization, mergers and acquisitions and alliances. India is the second largest food producer after China, and thus offers a huge market for biotechnology products. Transgenics of rice, brassica, moonbean, pigeonpea, cotton, tomato and some vegetables like cabbage, cauliflower etc. are already into field trials. Some of these would be ready for large scale production in a few years.

OPPORTUNITIES AND THREATS:

Opportunities

As the biotechnology industry outpaces traditional pharmaceuticals, the biotechnology leaders are taking top spots from big pharma peers. At the other end, small, emerging biotechnology companies struggle to find funding among risk-averse investors. As biotechnology companies merge and grow, they are rising in the ranks of the top companies overall. Traditional pharmaceutical companies, meanwhile, are partnering with the biotechnology sector to fill dry pipelines and to replace the dwindling blockbusters. Industry analysts believe that the growth of the biotechnology industry will continue to outpace that of pharmaceutical companies.

Threats

The prominent threats are the large investments involved in developing the biotech products which make the end use products necessarily expensive and therefore, the costs of development need to be controlled to achieve wide marketability of products with affordable prices. The Chinese market needs to be born in mind by the Indian biotech companies in pricing their products, since the Chinese products are available in market at relatively lower prices.

INDEPENDENT AUDITOR'S REPORT

To
The Members of SAAMYA BIOTECH (INDIA) LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements M/s SAAMYA BIOTECH (INDIA) LIMITED (“the Company”), which comprises the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the act') with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with rule 7 of Companies (Accounts) Rules, 2014. This responsibility includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give 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 overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March 2016, its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, 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 further 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 appears from our examination of those books;
 - c) The Balance Sheet, Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014 .
 - e) On the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, 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, refer to our separate report in ' Annexure B'; and
 - g) With respect to 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 does not have any pending litigations which would impact its financial position.

- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company.

For P. Murali & Co.,
Chartered Accountants
Firm's Registration Number: 007257S

P. Murali Mohana Rao
Partner
Membership Number: 023412

Place: Hyderabad
Date: 30-05-2016

Annexure A to the Auditors Report

Annexure referred to in Independent Auditors Report to the Members of SAAMYA BIOTECH (INDIA) LIMITED on the Financial statements for the year ended 31st March 2016, we report that:

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

(b) As explained to us, fixed assets have been physically by verified by the management at regular intervals; as informed to us no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) According to the information and explanations given to us and on the basis of our examination of records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. The Company does not have any inventory and as such the physical verification and maintenance of proper records of the same does not arise.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, and Limited Liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, the

provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said order are not applicable to the company.

- iv. The Company has not granted any loans or made any Investments, or provided any guarantee or security to the parties covered under section 185 and 186 of the Act. Therefore, the provisions of clause 3(iv) of the said order are not applicable to the company.
- v. The Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013 and rules framed there under to the extent notified.
- vi. In respect of the Company, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of The Companies Act, 2013.
- vii. (a) The company is not regular in depositing the undisputed statutory dues, including Income-tax, Sales Tax with the appropriate authorities in India ;

(b) There were undisputed amounts payable in respect of Income-tax, VAT and TDS as at 31st March 2016 for a period of more than 6 months from the date they became payable and details are as follows:

Particulars	Amount Outstanding (Rs.)
TDS	2,57,100/-
VAT	5,29,676/-
Income Tax	2,90,589/-

(c) According to the information and explanations given to us and based on the records of the company examined by us, the particulars of due amount of TDS which has not been deposited on account of dispute, are as follows:

Name of the statute	Nature of due	Amount in (Rs.)	Period to which the amount relates (A.Y)	Forum where the dispute is pending
Income Tax Act, 1961	TDS	20,22,405/-	2009-10	ITAT - Hyderabad

- viii. The company has not taken any loans from financial institution/banks and has not issued any debentures. Hence the clause as regards the regularity of repayment is not applicable.
- ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and no term loans were obtained during the year.
- x. According to the information and explanations given to us, no material fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our Audit.

- xi. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Accounting standard (AS) 18, related party disclosures specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014.
- xiv. The Company has not made any preferential allotment of private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3(xiv) of the Order are not applicable to the Company.
- xv. The Company has not entered into non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of clause 3(xv) of the Order are not applicable to the Company.
- xvi. The Company is not required to be registered under section 45-IA of The Reserve Bank of India Act 1934. Accordingly, the provisions of clause 3(xvi) of the order are not applicable to the Company.

For P. Murali & Co.,
Chartered Accountants
Firm's Registration Number: 007257S

P. Murali Mohana Rao
Partner
Membership Number: 023412

Place: Hyderabad
Date: 30-05-2016

Annexure B to the Independent Auditor's Report

Report on the Internal Financial Controls under clause (i) of the Sub-section 3 of the Section 143 of the Companies Act, 2013 ('The Act')

We have audited the internal financial controls over financial reporting of M/s SAAMYA BIOTECH (INDIA) LIMITED ('the company') as of 31st March 2016 in conjunction with our audit of financial statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting based on our Audit. We conducted our audit in accordance with the Guidance note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the standards on Auditing deed to be prescribed under section 143(10) of the Act to the extent applicable to an Audit of Internal Financial Controls, both applicable to an audit of Internal Financial Controls and both issued by the ICAI. These standards and guidance note require that we comply with ethical requirements and plan and performed the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitation of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31st, 2016, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute Of Chartered Accountants of India.

For P. Murali & Co.,
Chartered Accountants
Firm's Registration Number: 007257S

P. Murali Mohana Rao
Partner
Membership Number: 023412

Place: Hyderabad
Date: 30-05-2016

Balance Sheet as at 31st March, 2016
(In Rupees)

Particulars	Note No.	As on 31-03-2016	As on 31-03-2015
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	24,88,25,000	24,88,25,000
(b) Reserves and Surplus	2	3,37,28,423	3,81,39,971
(2) Non-Current Liabilities			
(a) Long Term Borrowings	3	3,24,00,656	3,63,00,656
(3) Current Liabilities			
(a) Trade Payables	4	46,80,08,188	39,83,19,217
(b) Other Current Liabilities	5	7,86,976	7,69,014
(c) Short-Term Provisions	6	95,24,500	69,75,182
Total		79,32,73,744	72,93,29,041
II. Assets			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible & Intangible Assets	7	9,53,90,089	10,65,64,450
(ii) Capital work in progress	7	18,24,91,630	18,24,91,630
(b) Long term Loans and Advances	8	15,98,506	15,98,506
(c) Deferred Tax Asset (Net)	9	51,91,430	2,23,768
(d) Other Non Current Assets	10	89,133	1,18,841
(2) Current assets			
(a) Trade Receivables	11	50,17,90,766	43,17,19,001
(b) Cash and Bank Balances	12	1,71,069	1,61,723
(c) Short-Term Loans and Advances	13	65,51,121	64,51,121
Total		79,32,73,744	72,93,29,041

Significant Accounting Policies & the accompanying Notes are an Integral Part of the Financial Statements AS PER OUR REPORT OF EVEN DATE

For P.Murali & Co.,
Firm Registration No: 007257S
Chartered Accountants

For and on behalf of the Board

P. Murali Mohana Rao
Partner
Membership No. 023412

Dr. Y. Manivardhan Reddy
Managing Director & CEO

Dr. Y. Sonia Reddy
Wholetime Director & CFO

Place: Hyderabad
Date: 30-05-2016

Profit and Loss account for the year ended 31st March, 2016
(In Rupees)

Particulars	Note No.	As on 31-03-2016	As on 31-03-2015
Revenue from Operations	14	14,40,21,942	28,76,83,992
Other Income	15	11,16,900	2,67,635
Total Revenue		14,51,38,842	28,79,51,627
<u>Expenses:</u>			
Purchase of Stock-in-Trade	16	14,36,62,710	28,38,10,010
Employee Benefit Expenses	17	9,96,000	9,91,000
Administrative and Selling Expenses	18	6,57,831	5,11,096
Financial Costs	19	23,409	6,347
Depreciation	7	91,78,101	99,61,006
Total Expenses		15,45,18,051	29,52,79,459
Profit / (Loss) Before Tax		(93,79,210)	(73,27,833)
Tax Expense:			
(1) Current tax		-	-
(2) Deferred tax		(49,67,662)	(5,39,937)
Profit / (Loss) After Tax		(44,11,548)	(67,87,896)
Earning per equity share:			
(1) Basic & Diluted EPS Rs.		(0.18)	(0.27)

Significant Accounting Policies & the accompanying Notes are an Integral Part of the Financial Statements AS PER OUR REPORT OF EVEN DATE

For P.Murali & Co.,
Firm Registration No: 007257S
Chartered Accountants

For and on behalf of the Board

P. Murali Mohana Rao
Partner
Membership No. 023412

Dr. Y. Manivardhan Reddy
Managing Director & CEO

Dr. Y. Sonia Reddy
Wholetime Director & CFO

Place: Hyderabad
Date: 30-05-2016

Cash Flow Statement for the year ended 31st March, 2016
(In Rupees)

Particulars	As on 31-03-2016	As on 31-03-2015
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net profit before taxation, and extraordinary items	(93,79,210)	(73,27,833)
Adjustments for:		
Finance Cost	23,409	6,347
Misc. Expenses Written off	29,708	29,708
(Profit) / Loss on Sale of assets	(11,16,900)	(2,67,635)
Depreciation	91,78,101	99,61,006
Operating Profit before Working Capital changes	(12,64,892)	24,01,594
Trade Receivables	(7,00,71,765)	(30,00,74,921)
Trade Payables	6,96,88,971	29,79,80,510
Other Current Liabilities	17,962	1,93,699
Short Term Provisions	25,49,318	4,91,459
Short Term Loans and Advances	(1,00,000)	52,47,730
Cash generated from operations	8,19,595	62,40,071
Cash flow before extraordinary items	8,19,595	62,40,071
Extraordinary Items	-	-
NET CASH FLOW FROM OPERATING ACTIVITIES	8,19,595	62,40,071
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase / Sale of Fixed Assets	31,13,160	17,30,000
Increase in Capital Work-in-Progress	-	-
Increase in Investments	-	-
NET CASH USED IN INVESTING ACTIVITIES	31,13,160	17,30,000
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from Equity Shares	-	-
Redemption of Share Warrants	-	-
Proceeds from Long Term Borrowings	(39,00,000)	(79,63,932)
Interest Paid	23,409	6,347
Increase in Securities Premium & Capital Reserve	-	-
Decrease in Long term Loans and Advances	-	-
NET CASH FLOW FROM FINANCING ACTIVITIES	(39,23,409)	(79,70,279)

NET INCREASE \ (DECREASE) IN CASH AND CASH EQUIVALENTS	9,346	(209)
Cash and Cash equivalents (Opening Balance)	1,61,723	1,61,932
Cash and Cash equivalents (Closing Balance)	1,71,069	1,61,723

Significant Accounting Policies & the accompanying Notes are an Integral Part of the Financial Statements AS PER OUR REPORT OF EVEN DATE

For P.Murali & Co.,
Firm Registration No: 007257S
Chartered Accountants

For and on behalf of the Board

P. Murali Mohana Rao
Partner
Membership No. 023412

Dr. Y. Manivardhan Reddy
Managing Director & CEO

Dr. Y. Sonia Reddy
Wholetime Director & CFO

Place: Hyderabad
Date: 30-05-2016

SIGNIFICANT ACCOUNTING POLICIES

1. CORPORATE INFORMATION

Saamya Biotech (India) Ltd. (SBIL), is a new generation Biotechnology company incorporated on 13/08/2002 in India (Hyderabad) with the aim to manufacture and market biopharmaceuticals and recombinant protein products of medical and industrial importance. To avoid gestation period, Company initiated the marketing of drug intermediates and raw materials in domestic & international markets as supplementary means of revenue generation and to strengthen the marketing team. The Company has focused on its projects with revised plans.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a. Basis of Accounting

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act"). The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

b. Use of Estimates

The preparation of financial statements requires the management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosure relating to contingent liabilities as at the date of the financial statements, and the reported amounts of income and expenses during the year. Actual results could differ from those estimates. Changes in estimates

are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the financial statements.

c. Cash Flow Statement

i) Cash and Cash Equivalents (for the purpose of cash flow statement)

Cash comprises cash on hand and cash with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

ii) Cash Flow Statement

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

d. Fixed Assets:

i) Fixed assets are carried at the cost of acquisition, less accumulated depreciation. The cost of fixed assets includes taxes (other than those subsequently recoverable from tax authorities), duties, freight and other directly attributable costs related to the acquisition of the respective assets.

ii) Capital Work-in-Progress:

Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses, advances for capital goods and unallocated expenditure.

e. Depreciation and Amortization:

Depreciation on fixed assets is computed on the straight line method and as per useful life as prescribed under Part C of Schedule II of the Companies Act, 2013. Preliminary Expenses are amortized over the period of 10 years.

f. Revenue Recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue from operations includes revenue from sale of products, services and other operating revenue. Revenue from sale of products: Revenue from sale of products is recognized when all the significant risks and rewards of ownership of products have been passed to the buyer, usually on delivery of the products. The revenue from sale of products is net of discounts, Excise duty, value added taxes and sales tax.

g. Taxation:

Tax expense comprises both current and deferred taxes. The current charge for income taxes is calculated in accordance with the relevant tax regulations. Deferred Tax is recognized on timing differences between the accounting income and the taxable income for the year, and quantified

using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date. Deferred tax asset arising from unabsorbed depreciation / carried forward losses under the tax laws, is recognized only to the extent that there is virtual certainty that sufficient future taxable income will be available, against which the deferred tax assets can be realized.

h. Earnings per Share:

The Basic and Diluted Earnings Per Share (EPS) is computed by dividing the net profit after tax for the year by weighted average number of equity shares outstanding during the year.

i. Related Party Disclosures:

The Company furnishes the Disclosure of transactions with related parties, as required by Accounting Standard 18 “Related Party Disclosure” as specified in the Companies (Accounts) Rules, 2014. Related parties as defined under clause 3 of the Accounting Standard 18 have been identified on the basis of representation made by the management and information available with the company.

j. Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are neither recognized nor disclosed in the financial statements. Contingent Assets are neither recognized nor disclosed in the financial statements.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016

Note No. 1: SHARE CAPITAL

(In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	Equity Share Capital		
	(a) Authorised		
	(No. of Shares 120000000 - Current Year)	120,00,00,000	-
	(No. of Shares 35000000 - Previous Year)	-	35,00,00,000
	(b) Issued		
	(No. of Shares 24882500 - Current Year)	24,88,25,000	-
	(No. of Shares 24882500 - Previous Year)	-	24,88,25,000
	(c) Subscribed & Fully Paid Up		
	(No. of Shares 24882500 - Current Year)	24,88,25,000	-
	(No. of Shares 24882500 - Previous Year)	-	24,88,25,000
	(d) Subscribed & not fully paid up	-	-
	(e) Par Value per share Rs. 10/-		
	Total Equity Share capital	24,88,25,000	24,88,25,000
II	A Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:	No. Of Shares	
	Equity Shares of Rs.10Each, Fully paid up		
	At the Beginning	24,88,25,000	24,88,25,000
	Issued during the year - Preferential Issue	-	-
	Forfeited / Bought Back during the year	-	-
	At the end	24,88,25,000	24,88,25,000
III	Details of Shareholder holding more than 5% shares of the company:	% of Share Holding	
	Y.Manivardhan Reddy -No. Of Shares (C.Y) 5180850, (P.Y) 5180850	20.82	20.82
	Y.Sonia Reddy - No. Of Shares (C.Y) 3688750, (P.Y) 3688750	14.82	14.82

Note No. 2: RESERVES AND SURPLUS

(In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	RESERVES AND SURPLUS		
	a) Capital Reserve		
	As at the commencement of the year	4,32,05,000	4,32,05,000
	Add: Additions during the year	-	-
	Sub Total	4,32,05,000	4,32,05,000
	b) Securities Premium		
	As at the commencement of the year	8,95,000	8,95,000

Add: Additions during the year	-	-
Sub Total	8,95,000	8,95,000
c) Surplus :		
Opening Balance - Profit and Loss Account	(59,60,029)	8,27,866
Add: Transfer from Profit & Loss Account	(44,11,548)	(67,87,895)
Sub Total	(1,03,71,577)	(59,60,029)
Total Reserves and Surplus	3,37,28,423	3,81,39,971

Note No. 3: LONG TERM BORROWINGS (In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	Long Term Borrowings		
	i) Un Secured Loans From Related Parties	3,04,50,656	3,43,50,656
	ii) Un Secured Loans From Others	19,50,000	19,50,000
	Total Long Term Borrowings	3,24,00,656	3,63,00,656

Note No. 4: TRADE PAYABLES (In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	a) Trade Payables	46,80,08,188	39,83,19,217
	Total Trade Payables	46,80,08,188	39,83,19,217

Note No. 5: OTHER CURRENT LIABILITES (In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	a) Other Payables		
	Vat Payable	5,29,676	5,11,714
	TDS Payable	2,57,100	2,57,100
	Professional Tax payable	200	200
	Total Other Current Liabilities	7,86,976	7,69,014

Note No. 6: SHORT TERM PROVISIONS (In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	a) Statutory Provisions		
	Provision for Income Tax	2,90,589	2,90,589
	b) Other Provisions		
	Salaries Payable	81,97,256	57,05,188
	Rent Payable	4,94,450	4,94,450
	Audit Fee Payable	5,42,205	4,84,955
	Total Short Term Provisions	95,24,500	69,75,182

Note No. 7: TANGIBLE & INTANGIBLE ASSETS AS AT 31-03-2016
(In Rupees)

Sl. No.	Particulars	Gross Block				
		As on 01.04.2015	Additions during the year	Capitalized during the year	Deletions during the year	As on 31.03.2016
1	2	3	4	5	6	7
Tangible Fixed Assets:						
1	Land	37,23,100	17,26,840	-	37,23,100	17,26,840
2	Building	1,90,04,867	-	-	-	1,90,04,867
3	Plant & Machinery	7,28,61,692	-	-	-	7,28,61,692
4	Furniture & Fixtures	23,32,921	-	-	-	23,32,921
5	Office Equipments	47,98,071	-	-	-	47,98,071
6	Vehicles	69,20,868	-	-	-	69,20,868
7	Computers	88,57,682	-	-	-	88,57,682
	Intangible Fixed Assets	-	-	-	-	-
	TOTAL	11,84,99,201	17,26,840	-	37,23,100	11,65,02,941
	Previous Year	12,09,29,858	-	-	24,30,657	11,84,99,201
	Capital Work In Progress:	18,24,91,630	-	-	-	18,24,91,630

Sl. No.	Particulars	Depreciation/Amortization				
		Depreciation As on 01.04.2015	Transferred to retained earnings	Dep. For the year 2015-16	Deletions during the year	Total Depreciation
1	2	8	9	10	11	12
Tangible Fixed Assets:						
1	Land	-	-	-	-	-
2	Building	3,52,419	-	3,00,247	-	6,52,666
3	Plant & Machinery	49,01,998	-	46,17,538	-	95,19,536
4	Furniture & Fixtures	3,85,522	-	2,33,853	-	6,19,375
5	Office Equipments	18,05,072	-	7,10,449	-	25,15,521
6	Vehicles	8,78,696	-	11,42,617	-	20,21,313
7	Computers	36,11,043	-	21,73,397	-	57,84,440
	Intangible Fixed Assets	-	-	-	-	-
	TOTAL	1,19,34,751	-	91,78,101	-	2,11,12,852
	Previous Year	29,42,037	-	99,61,006	9,68,292	1,19,34,751
	Capital Work In Progress:	-	-	-	-	-

Sl. No.	Particulars	Net Block as on 31-03-2016	Net Block as on 31-03-2015
1	2	13	14
Tangible Fixed Assets:			
1	Land	17,26,840	37,23,100
2	Building	1,83,52,201	1,86,52,448
3	Plant & Machinery	6,33,42,156	6,79,59,694
4	Furniture & Fixtures	17,13,546	19,47,399
5	Office Equipments	22,82,550	29,92,999
6	Vehicles	48,99,555	60,42,172
7	Computers	30,73,242	52,46,639
	Intangible Fixed Assets	-	-
	TOTAL	9,53,90,089	10,65,64,450
	Previous Year	10,65,64,450	11,79,87,821
	Capital Work In Progress:	18,24,91,630	18,24,91,630

Note No. 8: LONG TERM LOANS AND ADVANCES (In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	Security Deposits	15,98,506	15,98,506
	Total Long Term Loans and Advances	15,98,506	15,98,506

Note No.9: DEFERRED TAX ASSET (NET) (In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	Opening Deferred Tax Liability	2,23,768	(3,16,169)
	Add		
	Deferred Tax Liability for the year (Due to SLM and WDV Difference)	(11,34,679)	(45,10,295)
	Deferred Tax Liability for the year (Due to Others)	61,02,340	50,50,232
	Deferred Tax Liability/ (Asset) - Net	51,91,430	2,23,768

Note No. 10: OTHER NON CURRENT ASSETS (In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	a) Unamortised Expenses	89,133	1,18,841
	Total Other Non Current Assets	89,133	1,18,841

Note No. 11: TRADE RECEIVABLES (In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	Outstanding for a period exceeding six months from the date they are due for payment		
	Unsecured, Considered Good	50,17,90,766	13,16,44,080
	Other Receivables:		
	Unsecured, Considered Good	-	30,00,74,921
	Total Trade Receivables	50,17,90,766	43,17,19,001

Note No. 12: CASH AND BANK BALANCES (In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	Cash and Cash Equivalents :		
	a) Balances with banks :		
	On Current Accounts	25,900	1,32,789
	b) Cash on Hand	1,45,169	28,934
	Total Cash and Cash Equivalents	1,71,069	1,61,723

Note No. 13: SHORT TERM LOANS AND ADVANCES (CURRENT)
(In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	Advances Recoverable in Cash or in kind		
	Unsecured, Considered Good	65,51,121	64,51,121
	Total Short Term Loans and Advances	65,51,121	64,51,121

Note No. 14: REVENUE FROM OPERATIONS (In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	Revenue from operations		
	(a) Sale of Products (Chemicals)		
	Domestic Sales	15,12,23,039	30,20,68,191
	Sub total	15,12,23,039	30,20,68,191
	Less: Duties and Taxes	72,01,097	1,43,84,200
	Total Revenue from Operations	14,40,21,942	28,76,83,992

Note No. 15: OTHER INCOME (In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	Profit on sale of asset	11,16,900	2,67,635
	Total Other Income	11,16,900	2,67,635

Note No. 16: PURCHASE OF STOCK IN TRADE (In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	Purchases-Chemicals	14,36,62,710	28,38,10,010
	Total Trade Purchases	14,36,62,710	28,38,10,010

Note No. 17: EMPLOYEE BENEFIT EXPENSES (In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	(a) Salaries & Wages	3,96,000	3,91,000
	(b) Managerial Remuneration	6,00,000	6,00,000
	Total Employee Benefit Expenses	9,96,000	9,91,000

Note No. 18: ADMINSTRATIVE AND SELLING EXPENSES (In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	(a) Telephone, Postage and Others	69,417	22,847
	(b) Travelling and Conveyance	19,220	-
	(c) Office Maintenance	73,314	62,644
	(d) Printing & Stationery Expenses	9,173	29,667
	(e) Professional Consultancy fee	2,400	7,400
	(f) Electricity Charges	-	11,007
	(g) Repairs	-	35,593
	(h) Rates & Taxes (excluding Income Tax)	3,97,349	2,56,050
	(i) Miscellaneous Expenses Written Off	29,708	29,708
	(j) Payment to Auditors:		
	(i) As Auditor	57,250	56,180
	Total Administrative and Selling Expenses	6,57,831	5,11,096

Note No. 19: FINANCE COST (In Rupees)

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
I	(a) Interest Expenses		
	- Interest on Vehicle Finance	-	634
	- Loan processing Charges & Bank Charges	23,409	5,714
	Total Finance Cost	23,409	6,347

20. Earnings Per Share (EPS) (AS - 20)

Particulars	FY. 2015-16	FY. 2014-15
Profit/(Loss) after tax during the year (Rs.)	(44,11,548)	(67,87,895)
Weighted Average Number of Shares taken for computation of EPS	2,48,82,500	2,48,82,500
Earnings per Share		
- Basic	(0.18)	(0.27)
- Diluted	(0.18)	(0.27)
Face Value of the Share	10	10

21. Detailed information regarding quantitative particulars under part II of schedule III to the Companies Act, 2013:

Particulars	Year Ended 31-03-2016		Year Ended 31-03-2015	
	Qty (M.T)	Amount (Rs.)	Qty (Kgs)	Amount (Rs.)
1. Opening Stock	NIL	NIL	NIL	NIL
2. Purchases During the year	763.04	14,36,62,710	1,299.86	28,38,10,010
3. Sales During the year	763.04	14,40,21,942	1,299.86	28,76,83,992
4. Closing Stock	NIL	NIL	NIL	NIL
5. Shortage / Excess, if any	NIL	NIL	NIL	NIL

22. Related Party & Related Party Transactions Disclosures:
a. Related Parties:

Name of the Related Party	Nature of Relationship
Dr. Y. Sonia Reddy	Wholetime Director & CFO
Dr. Y. Manivardhan Reddy	Managing Director & CEO

b. Transactions & Remuneration during the year with Related Parties:

Name of the Party	Nature of Relationship	Nature of Transaction	F.Y 2015-16 (Rs.)	F.Y 2014-15 (Rs.)
Dr. Y. Sonia Reddy	Wholetime Director & CFO	Remuneration	3,00,000	3,00,000
Dr. Y. Manivardhan Reddy	Managing Director & CEO	Remuneration	3,00,000	3,00,000

23. During the Financial Year, the Company has made a sale of Land admeasuring 2.00 Acres for a consideration of Rs.48,40,000/- and the proceeds thereof has been utilized towards the Refund of Unsecured Loan. And the Company has made a purchase of Land admeasuring 3.00 Acres 30 Gts. for a consideration of Rs.17,26,840/- from Dr. Y. Manivardhan Reddy, Managing Director & CEO of the Company.

24. During the Financial Year, Authorized Share Capital of the company has been increased from 35 Crores to 120 Crores. However, filing of relevant documents with 'Registrar of Companies' are still pending.

25. Contingent Liabilities:

Disputed demand in respect of TDS including interest thereon for an amount of Rs.20,22,405/- for the AY. 2009-10 is pending before ITAT (Hyderabad).

26. The Company has not appointed Company Secretary (Compliance Officer) in the financial year 2015-16.

27. Dues to Micro & Small Enterprises:

There are no overdue principal amounts and interest thereon payable for the period of more than 45 days to Micro Enterprises and Small Enterprises, as at 31-03-2015.

28. Confirmation Letters have not been obtained from Debtors and Creditors

29. Previous year's figures have been regrouped wherever necessary.

30. The figures have been rounded off to the nearest rupee.

SIGNATURES TO NOTES 1 TO 30

As per our report of even date
For **P. MURALI & CO.,**
CHARTERED ACCOUNTANTS
Firm's Registration Number: 007257S

P. Murali Mohan Rao
Partner
Membership No. 023412

Place: Hyderabad
Date: 30-05-2016

For and on behalf of the Board
SAAMYA BIOTECH (INDIA) LIMITED

Dr. Y. Manivardhan Reddy
Managing Director & CEO

Dr. Y. Sonia Reddy
Whole time Director & CFO

SAAMYA BIOTECH (INDIA) LIMITED

CIN: L24239AP2002PLC039449

Registered Office: 104-106, Lumbini Enclave, Panjagutta, Hyderabad-500 082.

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 Members	
Registered Address	
E.Mail ID	
Folio No./Client I.D*	
DP I.D*	

*Applicable for investors holding shares in electronic form.

I/We, being Member(s) of _____ shares of SAAMYA BIOTECH (INDIA) LTD, hereby appoint

1. Name:

2. Name:

 Address:

 Address:

E-Mail ID.....

E-Mail ID.....

Signature..... Or failing him

Signature.....

 as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **14th Annual General Meeting** of the company, to be held on the Friday, 30th Day of September 2016, at 4.30 p.m. at 104-106, Lumbini Enclave, Opp. NIMS, Panjagutta, Hyderabad-500 082 and at any adjournment thereof in respect of such resolutions as are indicated below:

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

No.	Resolution	For	Against
Ordinary Business			
1	To receive consider and adopt the Audited Balance Sheet and Directors Reports etc, for the year 2015-16		
2	To appoint a Director in place of Mrs. Sonia Reddy Yala, who retires by rotation and being eligible offers herself for reappointment.		
3	To ratify the appointment of Auditor for the year 2016-17		
Special Business			
4	To Regularise the Appointment of Mr. Santosh Jagannath Sawant, Additional Director		
5	To Appoint Mr. Santosh Jagannath Sawant, as Independent Director		

Signed this _____ day of _____ 2016

Signature of Shareholder _____

Signature of Proxy holder (s) _____

Affix Revenue Stamp

Note:

1. Proxy need not be a member of the Company.
2. The Proxy Form duly filled in and signed by the Member(s) across the revenue stamp should reach the Company's Registered Office at least 48 hours before the commencement of the meeting.
3. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of the Board resolution authorizing their representative(s) to attend and vote on their behalf at the meeting.
4. ** This is only optional. Please put a '√' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

SAAMYA BIOTECH (INDIA) LIMITED

CIN: L24239AP2002PLC039449

Registered Office: 104-106, Lumbini Enclave, Panjagutta, Hyderabad-500 082.

ATTENDANCE SLIP

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

Folio no. / DPID* and Client ID* no :
No. of shares :
Name and address of First/sole shareholder:

I, hereby record my presence at the 14th Annual General Meeting of the Company held on Friday, September 30, 2016 at 4.30 p.m. at 104-106, Lumbini Enclave, Panjagutta, Hyderabad-500 082.

*Applicable for investors holding shares in electronic form.

Name of the Member/Proxy
(In BLOCK LETTERS)

Signature of the Member/Proxy

Notes:

1. Only Member/Proxy can attend the Meeting. No minors would be allowed at the Meeting.
2. Member/Proxy who wish to attend the Meeting must bring this attendance slip to the Meeting and hand over at the entrance duly filled in and signed.
3. Member/Proxy should bring his/her copy of the Annual Report for reference at the Meeting.

BOOK POST
REGISTERED POST / COURIER

TO

If undelivered please return to:
SAAMYA BIOTECH (INDIA) LIMITED,
104-106, LUMBINI ENCLAVE,
OPP. NIMS, PANJAGUTTA,
HYDERABAD - 500 082,
TELANGANA, INDIA.
PH. NO. +91-40-2339 3099
FAX. NO. +91-40-2339 7099