



<b>BOARD OF DIRECTORS</b>	<b>Mr. C. CHANDRASEKHAR REDDY</b>	Chairman
	<b>Dr Y. MANIVARDHAN REDDY</b>	Managing Director
	<b>Dr Y. SONIA REDDY</b>	Director
	<b>Dr. K. NARAYANA REDDY</b>	Technical Director
	<b>Dr ASHOK KUMAR SADHUKHAN</b>	Technical Director
	<b>Dr P. NAVEEN CHANDER REDDY</b>	Independent Director
	<b>Mr. G. YESHWANTH REDDY</b>	Independent Director
	<b>Mr. P. SURESH REDDY</b>	Independent Director
	<b>Mr. ANAND BODDAPATY</b>	Independent Director

<b>BANKERS</b>	INDIAN OVERSEAS BANK SYNDICATE BANK HDFC BANK
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<b>AUDITORS</b>	M/S P.MURALI & CO, CHARTERED ACCOUNTANTS 6-3-655/2/3, Somajiguda, Hyderabad - 500 082 Ph.No. 040-23326666 Fax: 040-23392474
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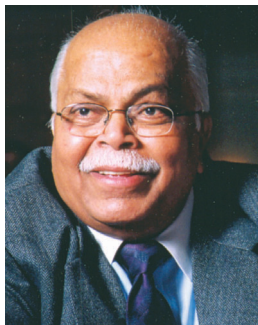
<b>REGISTERED OFFICE</b>	Flat No. 104-106, Lumbini Enclave, Panjagutta, Hyderabad - 500 082 Phone: 040-23399241 Fax: 040-23395214 email: <a href="mailto:info@saamyabiotech.com">info@saamyabiotech.com</a> website: <a href="http://saamyabiotech.com">saamyabiotech.com</a>
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<b>CORPORATE OFFICE</b>	Plot No.391D, Road No.81, Jubilee Hills House Building Society, Phase III, Jubilee Hills, Hyderabad - 500 033. Phone:040-23551601/04 Fax: 040-233541127
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<b>FACTORY</b>	Plot No. 9 & 10, S P Biotech Park, Phase II, Turkapally, Shamirpet Mandal, Hyderabad.
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<b>REGISTRARS AND SHARE TRANSFER AGENTS</b>	M/s. AARTHI CONSULTANTS PVT. LTD. 1-2-285, Domalguda, Hyderabad - 500 029. Tel: +91-40-27634445, 27638111, 27642217 Fax: +91-40-27632184
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<b>LISTED AT</b>	BOMBAY STOCK EXCHANGE LIMITED, MUMBAI.
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## CHAIRMAN'S MESSAGE

**Dear Shareholders,**

It gives me pleasure to say that your company is marching ahead towards its target of successful implementation of the project on the focused path. The Board of Directors and the management team have put in dedicated efforts in 2007 and continue the efforts to date with the same vigour for implementing the green field project of your company taking best care of every aspect in an efficient, economic and ethical manner.

It is very important for a start-up company to plan faster revenue generation and minimum gestation period. Your company is exactly following this by outsourcing commercially proven technologies of high value biopharmaceutical products for ready implementation of manufacture in the plant, as soon as the plant construction is completed. The immunosuppressive, anticancer and orthopaedic & ophthalmic sector drugs selected for manufacture are high value products and have a wide and growing global demand. The technology sourcing is done from M/s Biofin Laboratories s.r.l., Italy, a highly competent and reputed research company. Likewise, your company has also setup collaborations with reputed companies of proven track record namely, M/s Shapoorji Pallonji & co., Mumbai, for turnkey project implementation and M/s Arch Pharamalabs Ltd, Mumbai, for marketing all the products to the extent of 100% production.

In order to achieve improved commercial viability and increased profitability, your company took a strategic move to add to the production plan, two more high value products namely Tacrolimus and Rapamycin, the most effective immunosuppressant drugs used in organ transplantation therapies. The additional fund required to support the revised project plan is sought from the financial institutions, and the institutions are poised to grant the fund.

Your company has also currently secured allotment of 10 acres of SEZ land in phase III of AP Biotech Park to support the expansion plans, on the request made by your company to the State Govt. for allotment of 50 acres of land.



Additionally, your company took a strategic move towards increasing network of the company and profitability by planning to acquire a functioning and profit making synthetic drug manufacturing company in Hyderabad. This is an important step leading to value addition to your company by way of manufacturing very high value hemi synthetic drugs from the products produced from the biotech plant, in addition to manufacturing high value synthetic drug products. The funds required for acquiring this company are sought from financial institutions, and the institutions are poised to grant the funds.

I am delighted to share with you the fact that under the expansion plan, your company has registered a subsidiary company in Malaysia in the name of Saamya Biotech (Malaysia) Sdn. Bhd. with the objective of manufacturing high value biopharmaceuticals, consequent to the invitation extended by Malaysian Biotechnology Corporation Sdn. Bhd. offering highly attractive incentives and tax exemptions to the Biotech companies proposed to be setup in Malaysia. The required funds for this project are planned to be raised from Malaysian Federal Govt., Malaysian State Govt., Malaysian Financial Institutions, promoters and a public equity offer. A joint venture agreement with the Kedah state Govt., Malaysia, has been entered by your company in respect of land and equity participation. Approvals of Govt. incentives and of land allotment from State Govt. are already obtained. Funding approvals from Federal Govt. and financial institutions are awaited.

I am happy that your company is proceeding with the construction of adequately equipped research center that supports the execution of all research projects pertaining to strain improvement, process improvement and discovery & development of novel and innovative drug products that contribute to constant build up of IPR's, in addition to imparting research and technical training to personnel.

Together with my colleagues on the board of your company, it will be my focused and constant endeavor to take your company to heights of success and reputation in enriching the quality of human life, and in the process, enabling you to reap all the benefits.

I wish to thank all our well wishers, stakeholders, collaborators, and employees of the company for extending their full support and cooperation all through the year.

C.C. Reddy  
Chairman

Place: Hyderabad  
Date : 01-09-2008



## NOTICE

**NOTICE** is hereby given that the Sixth Annual General Meeting of the Members of SAAMYA BIOTECH (INDIA) LIMITED will be held on Tuesday, the 30th September 2008 at 4.00 P.M. at Sundaraiah Vignana Kendram , (Mini Hall), Bagh Lingampally, Hyderabad - 500 044 to consider the following Business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March 2008 and Cash Flow statement as on that date along with the Reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Anand Boddapaty, who retires by rotation and being eligible, offer himself for re-appointment.
3. To appoint a Director in place of Dr. Y. Sonia Reddy, who retires by rotation and being eligible, offer herself for re-appointment.
4. To appoint a Director in place of Dr. K. Narayana Reddy, who retires by rotation and being eligible, offer himself for re-appointment.
5. To appoint Auditors and fix their remuneration.

### SPECIAL BUSINESS

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

**"RESOLVED THAT** Dr. P. Naveen Chander Reddy who was appointed as an Additional Director of the Company on 27th December, 2007 and who is eligible to hold Office upto the date of this Annual General Meeting under Section 260 of the Companies Act, 1956, and in respect of whom the Company has received a notice under Section 257 of the Companies Act, 1956, be and is hereby appointed as a Director of the Company, whose period of office shall be liable to determination by retirement of Directors by rotation."

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

**"RESOLVED THAT** Sri. G. Yeshwanth Reddy who was appointed as an Additional Director of the Company on 18<sup>th</sup> July, 2008 and who is eligible to hold Office upto the date of this Annual General Meeting under Section 260 of the Companies Act, 1956, and in respect of whom the Company has received a notice under Section 257 of the Companies Act, 1956, be and is hereby appointed as a Director of the Company, whose period of office shall be liable to determination by retirement of Directors by rotation."

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

**"RESOLVED THAT** Sri. P. Suresh Reddy who was appointed as an Additional Director of the Company on 18<sup>th</sup> July, 2008 and who is eligible to hold Office upto the date of this Annual General Meeting under Section 260 of the Companies Act, 1956, and in respect



of whom the Company has received a notice under Section 257 of the Companies Act, 1956, be and is hereby appointed as a Director of the Company, whose period of office shall be liable to determination by retirement of Directors by rotation."

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

**"RESOLVED THAT** pursuant to the provisions of Sections 198, 269, 309 & 310 read with Schedule XIII to the Companies Act, 1956 and all other applicable provisions if any, of the said Act, including any statutory modification(s) or re-enactment(s) thereof for time being in force and the Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to increase, fix and pay a monthly remuneration of Rs.1,50,000/- to Dr. Y. Manivardhan Reddy, Managing Director of the Company for remaining term of his office w.e.f. 1st April, 2008.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to take such steps as may be necessary for giving effect to this Resolution."

**10. To consider and if thought fit with or without modification, the following resolution as a special resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 198, 269, 309 & 310 read with Schedule XIII to the Companies Act, 1956 and all other applicable provisions if any, of the said Act, including any statutory modification(s) or re-enactment(s) thereof for time being in force and the Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to increase, fix and pay a monthly remuneration of Rs.1,36,700/- to Dr. K. Narayana Reddy, Technical Director of the Company for remaining term of his office w.e.f. 1st November, 2007.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to take such steps as may be necessary for giving effect to this Resolution."

**11. To consider and if thought fit with or without modification, the following resolution as a special resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 198, 269, 309 & 310 read with Schedule XIII to the Companies Act, 1956 and all other applicable provisions if any, of the said Act, including any statutory modification(s) or re-enactment(s) thereof for time being in force and the Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to fix and pay a monthly remuneration of Rs.1,36,700/- to Dr. Ashok Kumar Sadhukhan, Technical Director of the Company for remaining term of his office w.e.f. 1st December, 2007.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to take such steps as may be necessary for giving effect to this Resolution."

**12. To consider and if thought fit with or without modification, the following resolution as a special resolution:**

**"RESOLVED THAT** pursuant to the provisions of the Companies Act, 1956 and all other applicable provisions if any, of the said Act, including any statutory modification(s) or re-

enactment(s) thereof for time being in force and the Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to appoint Dr. Y. Sonia Reddy, Director of the Company as "Chief Executive Officer" (CEO) of the Company with effect from 1<sup>st</sup> October, 2008

**"RESOLVED FURTHER THAT** pursuant to the provisions of Sections 198, 309 & 310 of the Companies Act, 1956 and all other applicable provisions if any, of the said Act, including any statutory modification(s) or re-enactment(s) thereof for time being in force and the Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to fix and pay a monthly remuneration of Rs.1,50,000/- to Dr. Y.Sonia Reddy, CEO of the Company w.e.f. 1st October, 2008.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to take such steps as may be necessary for giving effect to this Resolution."

**13. To consider and if thought fit with or without modification, the following resolution as a special resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 314 (1B) read with Director's Relatives (Office or Place or Profit) Rules, 2003 and other applicable provisions, if any of the Companies Act, 1956 ("the Act") (including any statutory modifications or re-enactment thereof for the time being in force), and subject to the approval of Central Government and such modifications and variations as the Central Government may suggest, which the Directors of the Company are hereby authorized to accept, consent be and is hereby accorded to Dr. Y. Sonia Reddy, Director of the Company who is the daughter of Chairman (Sri. C. Chandrasekhar Reddy) and the wife of Managing Director (Dr. Y. Manivardhan Reddy), to hold an office or place of profit under the Company with the designation as "Chief Executive Officer (CEO)" as the Directors may from time to time to decide, with effect from 01.10.2008 or such other date as may be permitted under the Central Government approval at a monthly remuneration of Rs. 1,50,000/- (Rupees One Lakh Fifty Thousand Only). And that she shall further be entitled, as per rules and regulations of the Company to such extra increments allowances, benefits, amenities and facilities including medical, superannuation fund, retirement benefits and provident fund benefits which are applicable to other employees occupying similar post or posts.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to take such steps as may be necessary for giving effect to this Resolution."

**14. To consider and if thought fit with or without modification, the following resolution as a special resolution:**

**"RESOLVED THAT** consent of the Company be and is hereby accorded to keep the Register of Member, the Index of members, the Register and Index of Debentureholders and copies of Annual Returns prepared under Section 159 and 160 of the Companies Act, 1956 together with the copies of certificates and documents required to be annexed thereto under Section 161 of the said Act with M/s. Aarathi Consultants Private Limited, Registrars and Share Transfer Agents of the Company, appointed w.e.f. 11<sup>th</sup> November, 2005 instead of the Registered office of the Company.



**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to take such steps as may be necessary for giving effect to this Resolution."

BY THE ORDER OF BOARD OF DIRECTORS  
for **SAAMYA BIOTECH (INDIA) LIMITED**

MANAGING DIRECTOR

PLACE: HYDERABAD

DATE : 01-09-2008

**NOTES**

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LATER THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING.
2. Members are requested to intimate the change of address if any, to the Share Transfer Agents, **Aarthi Consultants Private Limited**, (Unit: Saamya Biotech (India) Limited), 1-2-285, Domalguda, Hyderabad - 500 029, Andhra Pradesh, India. Members, whose shareholdings are in electronic mode, are requested to send the intimation for change of address to their respective depository participants and not to the Company or the Registrar & Share Transfer Agent.
3. Members desirous of obtaining any information on the Annual Accounts of the Company are requested to write to the company at least 7 working days before the date of the meeting to enable the company for compilation of the required information. Members are requested to bring their copy of the annual report at the ensuing Annual General Meeting.
4. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. The Register of Members and Share Transfer Books of the Company will be closed from Thursday, 25th September, 2008 to Tuesday, the 30th September, 2008 (both days inclusive).
6. Members attending the Meeting are requested to complete and bring the attendance slip enclosed with the Annual Report and hand over the same, duly signed, at the entrance of the meeting hall.
7. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID Numbers and those who hold shares in physical form are requested to write their Folio Number in the Attendance slip for attending the meeting.

**ADDITIONAL INFORMATION REQUIRED TO BE FURNISHED UNDER THE LISTING AGREEMENT****Brief Details of Directors seeking reappointment at this Annual General Meeting (Pursuant to Clause 49 of the Listing Agreement)**

Name of the Director	Mr. Anand Boddapaty	Dr Y. Sonia Reddy	Dr. K. Narayana Reddy
Date of Appointment	03-12-2005	13-08-2002	02-12-2005
Date of Birth	05-05-1962	17-11-1963	01-04-1950
Qualification	M.Tech (IIT Madras), Grade CWAPGDBA	MBBS	M.Sc, Ph.D (Bio-Medical Sciences)
Expertise in Specific functional areas	More than 18 years of experience in the areas of investment banking, management consulting, corporate finance and distribution of financial products etc.,	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.	16 years Experience in Pharma and Bio-Industry. He holds a Ph.D and worked in reputed research institutions in India and abroad like National Institution of Nutrition, Hyderabad and Institute for physical Biochemistry, Munich, Germany and has guided  He is instrumental in designing and establishing Biochemistry and drug screening laboratories. at Dr.Reddys' Research foundation of Dr.Reddys' Laboratories.
List of Companies in which Directorships held as on 31.03.2008	1. Millenium Finance Limited 2. Synergies Castings limited	1. Visu International Limited 2. Visu Group Services Limited	Nil
Chairman/Member of the Committees of other Companies in which he is a Director as on 31.03.2008	Nil	Nil	Nil





**Brief Details of Directors appointed since last AGM and seeking appointment at this Annual General Meeting (Pursuant to Clause 49 of the Listing Agreement)**

Name of the Director	Dr. P. Naveen Chander Reddy	Mr. G. Yeshwanth Reddy	Mr. Suresh Reddy
Date of Appointment	27.12.2007	18.07.2008	18.07.2008
Date of Birth	12 <sup>th</sup> August 1965	29 <sup>th</sup> April 1962	12 <sup>th</sup> June 1962
Qualification	MD (General Medicine)	Master in Business Management, Delhi University.	MS Computer Science
Expertise in Specific functional areas	He has over 15 years of experience in Medical Profession and is specialized in cardiology. He held senior executive positions in different institutions and hospitals.	He has over 20 years of experience in IT Industry. He is a Founder & Director of Sierra Atlantic India, a software services company.	He has over 10 years of experience in the IT Industry and having the good business relation in the United State of America.
List of Companies in which Directorships held as on 31.03.2008	NIL	Founder & Director of Sierra Atlantic Software Services Ltd.	NIL
Chairman/Member of the Committees of other Companies in which he is a Director as on 31.03.2008	NIL	NIL	NIL



### **Explanatory Statement**

[Pursuant to Section 173(2) of the Companies Act, 1956]

#### **Item No: 6**

Dr. P. Naveen Chander Reddy has been appointed as an Additional Director by the Board in their Board Meeting held on 27<sup>th</sup> December, 2007. In terms of section 260 of the Companies Act, 1956, he holds office as such only upto the date of this Annual General Meeting. The company has received a notice in writing under section 257 of the Companies Act, 1956, along with a deposit of Rs. 500/- from a member signifying his intention to propose his name for candidature to the office of Director.

The brief profile of Dr. P.Naveen Chander Reddy has been given elsewhere in this Notice.

The Board recommends the Resolution for the members' approval in the Annual General Meeting.

None of the Directors are directly or indirectly concerned or interested in this resolution except to the extent of his shareholding in the company.

#### **Item No.7**

Mr. G. Yeshwanth Reddy has been appointed as an Additional Director by the Board in their Board Meeting held on 18<sup>th</sup> July, 2008. In terms of section 260 of the Companies Act, 1956, he holds office as such only upto the date of this Annual General Meeting. The company has received a notice in writing under section 257 of the Companies Act, 1956, along with a deposit of Rs. 500/- from a member signifying his intention to propose his name for candidature to the office of Director.

The brief profile of Mr. G. Yeshwanth Reddy has been given elsewhere in this Notice.

The Board recommends the Resolution for the members' approval in the Annual General Meeting.

None of the Directors are directly or indirectly concerned or interested in this resolution except to the extent of his shareholding in the company.

#### **Item No.8**

Mr. P. Suresh Reddy has been appointed as an Additional Director by the Board in their Board Meeting held on 18<sup>th</sup> July, 2008. In terms of section 260 of the Companies Act, 1956, he holds office as such only upto the date of this Annual General Meeting. The company has received a notice in writing under section 257 of the Companies Act, 1956, along with a deposit of Rs. 500/- from a member signifying his intention to propose his name for candidature to the office of Director.

The brief profile of Mr. P. Suresh Reddy has been given elsewhere in this Notice.

The Board recommends the Resolution for the members' approval in the Annual General Meeting.

None of the Directors are directly or indirectly concerned or interested in this resolution except to the extent of his shareholding in the company.

## **Item No.9 :**

Dr. Y. Manivardhan Reddy is a Promoter Director and presently acting as Managing Director of the Company. Since inception, he steered the Company with total dedication, hard work and effective leadership into diversified activities, resulting in the growth of the Company's operations.

The Board reviewed the performance achieved by the Company during the year under review and appreciated the management for their untiring efforts in achieving the exponential growth. Further, the Board is excited about the projections so given by the Management and has decided to remunerate them suitably to encourage, motivate and boost them to achieve the target set by them. It is proposed to revise the remuneration to Dr. Y. Manivardhan Reddy as mentioned in the above resolution. Remuneration Committee has approved the said proposal.

The Board of Directors proposes to revise the remuneration payable to him as mentioned in the above resolution. Such proposal requires the approval of members in general meeting as per the Companies Act, 1956. Remuneration Committee has approved the revision in remuneration payable to him.

The explanatory statement together with the accompanying notice may be treated as an abstract of the terms of remuneration payable to Dr. Y. Manivardhan Reddy pursuant to Section 302 of the Companies Act, 1956.

The Directors namely Mr. C. Chandrasekhar Reddy and Dr. Y. Sonia Reddy are interested or concerned directly or indirectly in this Resolution.

## **Item No : 10**

Dr K. Narayana Reddy is a Technical Director of the Company. Since his appointment as Director, he steered the Company with total dedication, hard work and effective leadership into diversified activities, resulting in the growth of the Company's operations.

The Board reviewed the performance achieved by the Company during the year under review and appreciated the management for their untiring efforts in achieving the exponential growth. Further, the Board is excited about the projections so given by the Management and has decided to remunerate them suitably to encourage, motivate and boost them to achieve the target set by them. It is proposed to revise the remuneration to Dr K. Narayana Reddy as mentioned in the above resolution. Remuneration Committee has approved the said proposal.

The Board of Directors proposes to revise the remuneration payable to him as mentioned in the above resolution. Such proposal requires the approval of members in general meeting as per the Companies Act, 1956. Remuneration Committee has approved the revision in remuneration payable to him.

The explanatory statement together with the accompanying notice may be treated as an abstract of the terms of remuneration payable to Dr K. Narayana Reddy pursuant to Section 302 of the Companies Act, 1956.



None of the Directors are directly or indirectly interested in this resolution except Dr. K. Narayana Reddy to the extent of his shareholding.

**Item No : 11**

Dr. Ashok Kumar Sadhukhan is a Technical Director of the Company. Since his appointment as Director, he steered the Company with total dedication, hard work and effective leadership into diversified activities, resulting in the growth of the Company's operations.

The Board reviewed the performance achieved by the Company during the year under review and appreciated the management for their untiring efforts in achieving the exponential growth. Further, the Board is excited about the projections so given by the Management and has decided to remunerate them suitably to encourage, motivate and boost them to achieve the target set by them. It is proposed to pay the remuneration to Dr. Ashok Kumar Sadhukhan as mentioned in the above resolution. Remuneration Committee has approved the said proposal.

The Board of Directors proposes to pay the remuneration payable to him as mentioned in the above resolution. Such proposal requires the approval of members in general meeting as per the Companies Act, 1956. Remuneration Committee has approved the payment of remuneration to him.

The explanatory statement together with the accompanying notice may be treated as an abstract of the terms of remuneration payable to Dr. Ashok Kumar Sadhukhan pursuant to Section 302 of the Companies Act, 1956.

None of the Directors are directly or indirectly interested in this resolution except Dr. Ashok Kumar Sadhukhan to the extent of his shareholding.

**Item No.12**

Dr. Y. Sonia Reddy is a promoter and Director of the Company. The Board reviewed the performance achieved by the Company during the year under review and appreciated the management for their untiring efforts in achieving the exponential growth.

Further, the Board has decided to appoint Dr. Y. Sonia Reddy, Director of the Company as "Chief Executive Officer (CEO)" of the Company and pay a monthly remuneration of Rs. 1,50,000/- to encourage, motivate and boost to achieve the target set by the Board.

The Board of Directors proposes to appoint Dr. Y. Sonia Reddy as "Chief Executive Officer (CEO)" of the Company and pay a monthly remuneration of Rs. 1,50,000/- mentioned in the above resolution. Such proposal requires the approval of members in general meeting and also approval the Central Government as per section 314(1B) of the Companies Act, 1956.

None of the Directors except Sri C. Chandrasekhar Reddy and Dr. Y. Manivardhan Reddy is directly or indirectly interested or concerned in the resolution.



## **Item No.13:**

Approval of the members is sought under section 314(1B) of the Companies Act, 1956 read with Director's Relatives (Office or Place or Profit) Rules, 2003 for approving the appointment of Dr. Y. Sonia Reddy, Director of the Company, as the Chief Executive Officer (CEO) of the company with effect from 01.10.2008, by passing a special resolution, at a monthly remuneration of Rs.1,50,000/-. Dr. Y. Sonia Reddy is the daughter of Sri. C. Chandrasekhar Reddy – Chairman and the wife of Dr. Y.Manivardhan Reddy–Managing Director. She is being appointed subject to the approval of the Central Government for the payment of the aforesaid remuneration.

Since Dr. Y. Sonia Reddy holds office or place of profit carrying monthly remuneration in excess of Rs. 50,000, therefore prior consent of the members by special resolution and approval of the Central Government is required in terms of Section 314(1B) of the Companies Act, 1956. After the consent of the members is so obtained, an application will be made to the Central Government for its approval.

The Board recommends this resolution for the approval of the members in the Annual General Meeting.

None of the Directors except Sri C. Chandrasekhar Reddy and Dr Y. Manivardhan Reddy is directly or indirectly interested or concerned in the resolution.

## **Item No.14:**

Your Directors consider that it would be more economical to entrust the work of maintaining the Register and Index of members and that of Debentureholders and connected documents to an outside Agency than to employ fresh personnel for handling this job. Accordingly, M/s. Aarthi Consultants Private Limited have been appointed as the Registrar and share Transfer Agents for registration and certification of transfer of shares and Debentures, maintenance of Register of members/Debentureholders and Index of members/Debentureholders and preparation of the necessary list required for the annual Returns and similar other works. Section 163 of the Companies Act, 1956, requires that, Register, Books and documents, should be kept at the Registered Office of the Company unless a different place for keeping the same has been approved by a Special Resolution. The approval of the members is therefore sought by a Special Resolution to keep the Registers, indexes of members/ Debentureholders and other records relevant to the Debentureholders, as also the Annual Returns of the Company at the office of M/s. Aarthi Consultants Private Limited, Registrar and Share Transfer Agent.

The Board recommends this resolution for the approval of the members in the Annual General Meeting.

None of the Directors are directly or indirectly interested or concerned in this resolution.

BY THE ORDER OF BOARD OF DIRECTORS  
for **SAAMYA BIOTECH (INDIA) LIMITED**

MANAGING DIRECTOR

PLACE: HYDERABAD  
DATE : 01-09-2008



## DIRECTORS' REPORT

To  
The Members,  
SAAMYA BIOTECH (INDIA) LIMITED

Your Directors have great pleasure in presenting the Sixth Annual Report of the company together with the Audited Accounts for the year ended 31<sup>st</sup> March, 2008.

### COMPANY OVERVIEW

The main objective of your company is to manufacture and market Biopharmaceuticals and recombinant protein products of medical and industrial importance, and also to discover and develop emerging biotech products of far reaching significance. Your company embarks on developing effective strategies for the production and marketing of high value biopharmaceutical products with special focus on life saving drug entities and to provide them at affordable price.

#### A) VISION:

To pursue the path of excellence that enables the company to perform research and manufacture of Biotech products that can effectively meet the challenges posed by the changing medical needs over time of all sections of human populations following cost effective strategies.

#### B) MISSION:

- To emerge as a Global leader in the discovery, development and manufacture of biopharmaceuticals and recombinant protein products of medical and industrial importance.
- To set up and establish world-class facilities with the necessary infrastructures for research and production of Biotechnology products required to improve the health and quality of human life.
- To develop effective and innovative strategies for the production and supply of Biopharmaceuticals at affordable price.
- To adhere strictly to ethical practices and to emerge as a respectable company with respect to quality of products, services and human relations.
- To recognize the value of shareholders and to reward them amply with short turnaround time as the company sustains growth.

#### C) STRATEGY:

Your Company's strategy is to lay immediate focus on the means that generate faster revenues with minimal gestation period and ensure sustained growth and racing potential with market leaders, over time. The following actions are planned as part of this strategy.

- To outsource commercially proven technologies for the manufacture of high value biopharmaceutical products that can be quickly implemented in the plant.



- To ensure profitable and total marketing of all the products manufactured in the plant through a marketing tie-up with a firm having proven track record.
- To ensure easy market penetration by manufacturing quality products in compliance with cGMP and USFDA standards.
- To setup collaborations with reputed and competent firms in respect of Technology sourcing, Project implementation, Product marketing, Research partnering etc.
- To concentrate initially on the manufacture of microbial fermentation drug products in the therapeutic sectors of cancer, immunosuppressants, infections, cardiovascular, orthopaedic and metabolic disorders which are less cost intensive in phase I, and subsequently embark on the manufacture of recombinant protein therapeutic products like Erythropoietin, GCSF, tPA etc., and therapeutic monoclonal antibodies which are relatively more cost intensive in phase II.
- To put in intensive efforts in parallel on research projects that are aimed to achieve strain improvement for higher production potential of products, process improvement for enhanced yield and purity of products by economic routes, and discovery & development of novel, effective and innovative drug products that contribute to constant buildup of IPR's.
- To plan acquisition of functioning manufacturing units of synthetic and biotech drugs within the purview of company's objectives and interests in order to manifest value addition.
- To embark on expansion plans of the company in terms of manufacturing more products and setting up more manufacturing units both in India and abroad.

## D) BUSINESS

The commercial operation is yet to make its move because of the revision in project with addition of new products to the project with a view to cover the wide range of products under one roof. The identified products will have lot of demand in the coming years for preparation of anticancer and immunosuppressive drugs available in the market. Some of the raw materials required for the project are available in the state of Andhra Pradesh at very reasonable price compared to any part of the world. The project once implemented has all the leadership and guidance oriented approach with competence under the expertise of highly intellectual minds. Hence, your Directors expect a bright future for the company in coming years.

## PERFORMANCE

In line with the strategic plans envisaged, the company has accomplished the following to date.

- A technical collaboration has been setup with M/s. Biofin Laboratories s.r.l., Italy, a reputed technology development company for fermentation based drugs, for transfer of production technologies originally for two high value drugs namely Daunomycin, an anticancer drug and Hyaluronic acid, an ophthalmic and orthopedic drug.
- In order to achieve improved commercial viability and increased profitability of the project, your company proposed to add to the production plan, two more high value

drugs used in organ transplantation therapies and entered into collaborative agreement with M/s. Biofin Laboratories s.r.l., for the technology transfer of these two products.

- The revised project plan with the additional products has called for an increase in the project cost from Rs. 28 crores to Rs. 68 crores and the additional fund requirement is planned to be met from financial institutions as Term loan. Approval of this term loan amount is awaited from two banks namely, Indian Overseas Bank and Lakshmi Vilas Bank.
- A collaborative agreement for turnkey project implementation with M/s. Shapoorji Pallonji and Co., Mumbai, a reputed engineering and construction firm is already in place.
- Civil works related to the construction of Administrative Block and R&D Block at the company site in S.P. Biotech Park, Shameerpet, Hyderabad have been commenced.
- Clearance from the A.P. Pollution Control Board has already been obtained.
- Sanction for the electrical connection has been obtained and the extension of electrical line to the site is done.
- Basic Engineering Designs of the plant are prepared by our technical collaborator, M/s. Biofin Laboratories s.r.l. Italy and they are expected to be received shortly which will be passed on to M/s. SEMAC, Bangalore, the reputed engineering consultants, through our turnkey contractor for the preparation of Detailed Engineering Designs.
- Your company has setup a marketing collaboration with M/s. Arch Pharmed Labs Ltd., Mumbai, a reputed Pharma company with about Rs. 400 crores annual turnover having world wide marketing network for marketing all the products of your company to the extent of 100% production.
- Your company has been currently allotted additional 10 acres of land in Phase-III of AP Biotech Park in SEZ area under its expansion plans, on the request made by your company to the State Government for allotment of 50 acres of land.
- Your company has planned to acquire a synthetic drug manufacturing company in Hyderabad at a cost of Rs. 15 crores to add value addition to your company by way of manufacturing very high value semi synthetic drugs from the products produced from the biotech plant, in addition to manufacturing high value synthetic drug products. An MOU has also been entered in this regard. A Techno Economic Viability Study (TEVS) Report on the acquisition proposal has been prepared by APITCO, a joint venture consultancy firm of AP Govt. and financial institutions. A term loan application for the requisite funds has been submitted to financial institutions and the pertinent approvals of term loan are awaited from India Overseas Bank and Lakshmi Vilas Bank.
- Under the expansion plan, your company has registered a subsidiary company in Malaysia in the name of Saanya Biotech (Malaysia) Sdn. Bhd. with the objective of manufacturing high value biopharmaceuticals, in view of the invitation extended by Malaysian Biotechnology Corporation Sdn. Bhd. offering highly attractive incentives and tax exemptions to the biotech companies proposed to be setup in Malaysia. The project is estimated at cost of Rs. 120 crores and the requisite funds are planned





to be raised from Malaysian Federal Govt. and financial institutions as term loan to the extent of 80% project cost and with equity of 20% project cost from promoters, State Govt. of Kedah, Malaysia and public offer. A Techno Economic Viability Study (TEVS) Report on this project proposal has been prepared by Adept Consultants, reputed management and financial consultancy firm serving on the pannels of SBI, IOB, PNB etc. Land has already been allotted by Kedah state Govt. for setting up the unit. A joint venture agreement with the Kedah state Govt. has been entered by your company in respect of land and equity participation. Govt. incentives for tax exemptions, Research grants, personnel training grant and permission for expatriate posts have also been obtained. Funding approvals from Federal Govt. and financial institutions are awaited.

## **FINANCIAL INFORMATION**

During the reporting period, your company has not commenced its commercial operations; hence, the information on financial performance of the Company could not be provided in the report for the period under review. Your company has initiated the process of project implementation with a revised and modified plan adding therein two more demanding products like wise Tacrolimus and Rapamycin to the existing proposed products which require redesigning of the plant and engineering structure including civil works. This move of the Directors resulted in revision of technical collaborations and engineering works with the collaborators who have shown their interest in the proposed plans. Your Directors are confident that once the project is put into commercial operations, the Company will achieve the pre-determined and expected goals.

## **DIVIDENDS**

You are aware that the Company is in the process of implementing the project and no commercial operations have been commenced, your Directors have not recommended any dividend at this Annual General Meeting.

## **REGARDING IPO**

Your Company has successfully accomplished its maiden IPO of 1,50,00,000 Equity Shares of Rs.10/- each at par. The Issue was kept open for 4 days from 25<sup>th</sup> September, 2007 to 28<sup>th</sup> September, 2007. The company's issue acknowledged impressive response from the investors and was subscribed 16 times of issue size on overall basis. The Company has allotted 1,50,12,500 Equity Shares of Rs.10/- each at par on prorata basis to the applicants which is well within the limits of applicable guidelines and enactments concerned with the issue. The oversubscribed and un-allotted portion of application money was refunded without any delay to the concerned applicants.

The Company has paid the listing fee payable to BSE for the financial year 2008-2009.

## **CHANGE IN CAPITAL STRUCTURE**

During the year under report the company has issued 1,50,00,000 Equity Shares of Rs.10/- each at par through its maiden IPO and allotted 1,50,12,500 Equity Shares of Rs.10/- each at par on prorata basis for the oversubscription. With the successful completion of the IPO, the total paid up capital of the Company increased to Rs.23,09,25,000/- as against Rs.8,08,00,000/- during the previous year.

**FIXED DEPOSITS**

The Company has not accepted any public deposits and, as such, no amount on account of principal or interest on public deposits was outstanding on the date of the Balance sheet.

**PARTICULARS OF EMPLOYEES**

In pursuance of the provisions of section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules 1975, the Directors are to report that no employee was in receipt of remuneration of Rs. 24,00,000/- or more per annum or Rs. 2,00,000/- or more per month where employed for a part of the year.

**DETAILS IN TERMS OF CLAUSE 41 OF THE LISTING AGREEMENT**

As mentioned above regarding the status of the project, your company has to furnish the details as per Clause 41 (IV)(e) of the Listing Agreement. In this regard your Directors mention the following :

Amount raised in Public Issue	The Company has raised Rs.15,01,25,000/- through Initial Public Offer.
The amount so far utilized	Out of the proceeds of the IPO, an amount of Rs. Rs.708.94 Lakhs was utilized towards cost of Land acquisition and development, civil works, advance payments for procurement of plant & machinery, technical know how and preliminary & pre-operative expenses including expenses incurred for IPO.
Investments made pending utilization	The Company has invested in Fixed Deposits with Scheduled Banks to the extent of Rs.100.00 Lakhs and in Liquid funds with Banks/Financial Institutions to the extent of Rs.723.04 Lakhs out of the total issue proceeds of Rs.1501.25 Lakhs.
Description of the pending project	The initial plan of the Company was for setting up of manufacturing facilities including R & D and pilot plant facility of low volume and high value active Bio-Pharmaceutical ingredients such as Daunomycin and Hyaluronic acid. The Directors have also identified Tacrolimus and Rapamycin as products higher in demand for development of immunosuppressive drugs which will definitely add value to the company and ultimately to the stake holders. This new addition to the project demanded review in the engineering design and plan. The Company in consultation with its technical collaborators i.e. Biofin Laboratories s.r.l. Italy who are taking care of basic engineering specifications and turnkey engineering consultants Shapoorji Pallonji & Co Limited, Mumbai is redesigning the civil construction so as to make it suitable for the proposed project in all aspects.



Status of the project	The turnkey engineering consultants Shapoorji Pallonji & Co Limited, Mumbai have commenced the building construction of R & D and Administrative blocks and the factory building and erection of plant & machinery will be initiated once the engineering designs are finalized in consultation with the technical collaborators i.e.Biofin Laboratories s.r.l. Italy and turnkey engineering consultants Shapoorji Pallonji & Co Limited, Mumbai.
Expected date of commencement of commercial operations	The commercial production will be commenced once the pre-requisite infrastructure is made available as per the revised plans and the construction of Plant is completed in accordance therewith. However, your Directors expect to commence the operations by the end of this financial year.

**INFORMATION ON DEPLOYMENT OF FUNDS**

As informed above, the company has successfully completed the IPO and raised Rs.15.00 Crores to implement the project in biotechnology. For better corporate governance and to keep the stakeholder informed, the following information in respect of deployment of funds raised out of public issue is given hereunder:

(Rs. In Lakhs)

S.No.	Particulars	Projected deployment of funds for the year 2007-2008	Actual amount spent/utilized
01.	Land and site development	80.00	92.02
02.	Building and civil works	316.56	25.14
03.	Plant and machinery	1220.00	1120.00
04.	Technical Know how fee	500.00	44.88
05.	Misc. Fixed Assets	50.00	61.29
06.	Preliminary and pre-operative expenses	403.61	333.48
07.	Contingencies	137.83	NIL
08.	Margin Money for working capital	100.00	NIL
	<b>Total</b>	<b>2808.00</b>	<b>1676.81</b>

The additional amount of Rs.12.02 Lakhs was incurred for Earnest Deposit for 10 Acres of SEZ Land in Phase III in AP Biotech Park, Turkapally, Hyderabad for expansion of the project. Since, the construction of Building and civil works depends on the design of the project and as intimated the project is under revision by virtue of adding up of two new products, the erection of plant will be instigated once the blueprints are received from the technical collaborators. However, the administrative and R & D blocks are under construction. The company has paid to the suppliers of the plant & machinery based on project designed earlier but the cost of the plant & machinery may go up depending on the revised project

finalization. In respect of fee paid to the technical collaborators, the amount was paid towards feasibility study report and basic engineering details. As far as the additional amount incurred on Misc. Fixed Assets is concerned the increase caused due to revision in project which demands additional supplementary assets. The Preliminary and pre-operative expenses includes IPO expenses. The Company at the time of IPO intended to avail working capital facility from SBI but due to revision in the project, it was decided to avail the facility in future when ever required. So far the company has not come across any contingencies.

#### **INVESTMENT AND ACQUISITION PROPOSALS:**

Your Company with a view to expand the operations in India and abroad and to create base in overseas corporate sector, your Directors has registered a subsidiary company namely M/s.Saamya Biotech (Malaysia) Sbn. Bhd in Malaysia. Your Directors are also planning to acquire established and potential business units engaged in the manufacture of both Biotech and Synthetic drugs. This move would again result in growth of the Company in various aspects.

#### **CREDIT FACILITIES:**

Your Company has been availing Over Draft facility with HDFC Bank as loan against securities (LAS) and Vehicle & Equipment loans with various Banks and Financial Institutions.

#### **ADDITIONAL INFORMATION REQUIRED UNDER SECTION 217(1)(e) OF THE COMPANIES ACT, 1956.**

The particulars, as prescribed under Section 217(1)(e) of the Companies Act, 1956, read with Companies (Disclosure of particulars in the Report of Board of Directors' Report) Rules, 1988, are as following;

#### **Details of Conservation of Energy**

- (i) **Measures:** The operations of your company require high consumption of energy only when the Plant of the Company commences its maiden commercial operations. Presently, the Company is using electric energy for its equipment such as computers, air conditioners, lighting and utilities in the work premises. However, adequate measures have been taken to conserve energy by using energy-efficient computers and equipment.
- (ii) **Additional Investments and proposal, if any, being implemented for reduction in conservation of energy:** Presently, the company has no plans to invest or have any proposals in this regard as the necessary plan will be designed only after commencement of commercial operation of the plant.
- (iii) **Impact of the measures at (i) and (ii) above and on cost of production:** Information under this head can be provided only after the company commences the commercial production.
- (iv) **Total energy consumption and consumption per unit:** Information under this head can be provided only after the company commences the commercial production.



## Technology Absorption

The company has entered into agreement with Biofin Laboratories, s.r.l. Italy (hereinafter called collaborator) for Technology Transfer for the project implementation. The collaborator is an independent R & D company based in Italy with their expertise in the areas like natural products from microorganisms, free and immobilized enzymes for cosmetics, agriculture and pharmaceutical industries and specific treatment of industrial wastes. The collaborator will provide technical information on inventions, process and manufacturing skills relating to the products with all technical assistance and know how to stabilize and improve the production and product. The estimated cost/fee of know how and the services is Rs.500 Lakhs payable in installments as per the agreement.

## Foreign Exchange Earnings and Outgo

During the reporting period, your Company has not earned any foreign exchange. However, the company incurred expenses in foreign exchange to the extent of Rs.50.44 Lakhs.

## CORPORATE GOVERNANCE & MANAGEMENT DISCUSSION & ANALYSIS

In line with the recommendation of the Securities Exchange Board of India (SEBI) on Corporate Governance, your company had constituted the Board with optimum combination of Executive and Non Executive and independent and Non independent Directors. Your Company also constituted various committees and all steps have taken to comply with the provisions of the Corporate Governance under the Listing Agreement of the Stock Exchanges.

Separate reports on Corporate Governance and Management Discussion & Analysis are being provided as part of Annual Report.

## DECLARATION ON CODE OF CONDUCT

Pursuant to provisions of Clause 49 (I) (D) (ii) of the Listing Agreement, a Declaration declaring that all the members of the Board and the Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company, is forming part of the Corporate Governance Report attached herewith.

## LISTING OF SHARES

The Securities of the Company are listed at Bombay Stock Exchange Limited (BSE). After IPO the trading in Equity Shares of the Company have been started w.e.f. 19<sup>th</sup> October, 2007.

## DIRECTORS

Mr. Anand Boddapaty, Dr. Y. Sonia Reddy and Dr. K. Narayana Reddy, Directors of the Company retire by rotation at the forthcoming Annual General Meeting and being eligible, offer them selves for re-appointment.

However, the Board has accepted the resignation of Dr. P. Anji Reddy from the position of Director of the Company.



During the year Dr. P. Naveen Chander Reddy has been appointed as an Additional Director by the Board in their Meeting held on 27th December, 2007. Mr. G. Yeshwanth Reddy and Mr. P. Suresh Reddy have been appointed as Additional Directors by the Board in their Meeting held on 18th July, 2008 and they are eligible to hold office up to the date of ensuing Annual General Meeting of the Company.

The Board confirms that none of the Directors of the Company is disqualified from being appointed as Director in terms of clause (g) to sub-section (1) of Section 274 of the Companies Act, 1956 and necessary declarations have been obtained from all the Directors in this regard.

#### **AUDITORS**

M/s P.MURALI & CO., Chartered Accountants, the retiring auditors of the Company being eligible offer themselves for reappointment as auditors of the Company. They furnished their eligibility certificate satisfying the provisions of Section of 224(1B) of the Companies Act, 1956 to the Company. The members are hereby requested to reappoint M/s. P.MURALI & CO., Chartered Accountants as the auditors of the company and further authorize the Board of Directors to fix their remuneration.

#### **DIRECTORS RESPONSIBILITY STATEMENT**

- i) that in the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) that the Directors 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;
- iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) the Directors prepared the annual accounts on a going concern basis.

#### **PERSONNEL**

The Board of Directors takes this opportunity to appreciate the immense support and contribution extended by the employees of the company in reaching the desired targets.

#### **ACKNOWLEDGEMENTS**

Your Directors would like to express their grateful appreciation for the assistance and co-operation received from investors, Banks, Government authorities, Customers and Vendors during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services of the executives and employees of the company.

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

MANAGING DIRECTOR

DIRECTOR

PLACE : HYDERABAD

DATE : 01.09.2008



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### Industry Structure and Development:

The importance of India in the field of Biotechnology is manifold. In addition to generating trained manpower and a knowledge base, India is proving to be an ideal setting for manufacturing activities and high-level biotechnology research programs. With the initiatives taken by the government, Indian Biotechnology is poised for a tremendous growth.

The Department of Biotechnology (DBT) was set up under the Ministry of Science and Technology in 1986. This gave a new impetus to the development of biotechnology in India.

The DBT has set up many Centers of Excellence in the country. These centers are responsible for generating skilled manpower as well as supporting R&D efforts of private industries. This has promoted interactions between the academia and the industry which has resulted in several industry houses from the "old industry" and entrepreneur initiatives to take root and grow biotechnology in India.

The Indian Government has evolved bio-safety guidelines and has helped to lay down patent rules. It has also participated in technology transfers and international collaborations.

The growth of biotechnology in India has led to an increase in budgetary allocations, which have gone up by a tremendous amount from Rs. 404 million in 1987-88 to Rs. 1138 million in 1997-98 and to Rs. 2356 million in 2002-03. The center is also planning to introduce additional venture capital funds in line with its Technology Development Fund (TDF) to promote small and medium biotech enterprises.

The Indian government has laid down a decent regulatory framework to approve GM crops and r-DNA products for human health. A proactive government policy allows stem cell research in the country while having in place sound ethical guidelines. The product patent regime will come into force by the year 2005. The second amendment of the Indian Patents Bill was recently cleared by the Parliament, which includes a 20-year patent term, emergency provisions and commencement of R&D immediately after the filing of patents. The bill is compatible with the provisions of WTO and TRIPS.

### ii. Opportunities and Threats

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.

### iii. Outlook for the Industry

According to Wood Mackenzie analysts, the seven largest biotechnology companies are growing at rates faster than the pharmaceutical industry's 9.1% average growth. Several states have taken their own initiatives in terms of defining their own biotech policies to give an impetus to the industry in this sector and to biotechnology in India as a whole. States like Andhra Pradesh, Karnataka, Maharashtra, Kerala, Tamil Nadu and Himachal Pradesh are developing biotech parks. They are encouraging research activities, establishing links between their research institutions and industry. Several concessions are being offered to the industry in terms of single window clearance, speedy customs clearance, exemption from tax, creation of funds to be used for the incubation of new project.

India is the second largest food producer after China, and thus offers a huge market for agri-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 by 2005. Protein-enriched wheat with a higher lysine content will be introduced in the farmer's field by 2003-2005. The nutraceuticals market is valued at Rs. 25000-30,000 mn (US \$ 532-638 mn) presently in a study by Ernst and young. Genetically engineered seed market was worth an estimated \$250 million from a total seed market worth US \$ 500 million in 2001. Marine resource development and aqua culture also hold a great potential as India has more than 8000 kilometers of coast line.

The Indian pharma industry is growing steadily and recorded sales of Rs.65,560 crores in 2007-08 showing a 17% growth over the last year sales of Rs.55,880 crores. The biotech industry of India has a much larger growth potential in all its sectors, viz., biopharma, bioagri, bioservices, bioindustrial and bioinformatics. The total biotech revenue registered Rs.10,273 crores in 2007-08, which is up by 20% over the last years' sales of Rs.8,541 crores. The performance of Bioindustrial and Business sectors has been higher than the other three sectors compared to the performance of the respective sectors in the previous year.

The largest contributor of revenues to Indian Biotech industry is Biopharma sector which amounts to about 70%. In this sector, vaccines take a larger share but the competition is growing steadily with a large increase in the number of players. Biopharmaceuticals have high growth potential and lucrative prospects owing to growing world wide demand year after year.

Based on the current market trends and the new progressive Govt. Biotech policies in place, the Indian Biotech industry is expected to fetch revenues of about USD 13 to 16 billions by 2015 according to a recent survey forecast. A strong growth potential and opportunities lie ahead for the Indian biopharmaceuticals sector, notably in the biogeneric and contract research and manufacturing business areas. We need to recognize at the present juncture that creation of an environment with advanced infrastructure, high quality trained talent and stimulation in innovative research are the key factors required to take the Indian biotechnology industry to the next phase of growth.



## REPORT ON CORPORATE GOVERNANCE

### 1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The basic philosophy of corporate governance of the company is to achieve business excellence and enhance shareholder value keeping in view the interest of all stakeholders. The company stands by transparency in all its dealings and strict regulatory compliance.

### 2. BOARD OF DIRECTORS

- (a) Your Company has optimum combination of Executive, Non executive, Independent and Non Independent Directors in terms of Clause 49 of the Listing Agreement entered into with the Stock Exchanges. Your Company has total strength of 9 Directors consisting of 4 Executive or full time Directors and 5 Non Executive Directors.

Out of 4 Executive directors 2 are in Promoters category and 2 are Non-Promoter Directors. The Board is composed in line with Corporate Governance Code. All Independent Directors comply with the requirements of the Listing Agreement for being "Independent Director".

- (b) None of the directors on the Board is a member of more than 10 committees or chairman of more than 5 committees as specified in Clause 49, across all the companies in which he is a director. Necessary disclosures regarding committee positions in other public companies as at March 31, 2008 have been made by the directors.

The Board composition of the Board and information as per clause 49 is as under:

Name of the Director	Category	Designation	No. of Directorships in other Public Companies	No. of Committees positions held in other Public Companies	
				Chairman	Member
Mr. C. Chandrasekhar Reddy	Non Executive Director	Chairman	2	Nil	Nil
Dr. Y. Manivardhan Reddy	Promoter & Executive Director	Managing Director	Nil	Nil	Nil
Dr. Y. Sonia Reddy	Promoter & Executive Director	Director & CEO	2	Nil	Nil
Dr. K. Narayana Reddy	Executive Director	Technical Director	Nil	Nil	Nil
Dr. Ashok Kumar Sadhukhan	Executive Director	Technical Director	Nil	Nil	Nil
Mr. Boddapaty Anand	Non Executive Independent Director	Director	2	Nil	Nil

Name of the Director	Category	Designation	No. of Directorships in other Public Companies	No. of Committees positions held in other Public Companies	
				Chairman	Member
Mr. G.Yeshwanth Reddy**	Non Executive Independent Director	Director	1	Nil	Nil
Mr. P.Suresh Reddy**	Non Executive Independent Director	Director	Nil	Nil	Nil
Dr. P. Naveen Chander Reddy*	Non Executive Independent Director	Director	Nil	Nil	Nil
Dr. P. Anji Reddy@	Non Executive Independent Director	Director	Nil	Nil	Nil

\* Appointed as an Additional Director on 27th December, 2007

\*\* Appointed as an Additional Directors on 18th July 2008

@ Resigned as Director from the Board on 1st July, 2008

(c) The details of category of directorship, attendance of board meetings and last Annual General Meeting during the year, number of directorships, committee chairmanships and memberships held by the directors in other companies are furnished herewith. Other directorships do not include alternative directorships, directorships of Private Limited Companies, Section 25 companies and of companies incorporated outside India. Chairmanship / membership of Board Committees include only Audit Committee and the Shareholder's Grievance Committee.

(d) Ten Board Meetings were held during the year 2007-2008. Your Company has complied with all the requirements in terms of Listing Agreement and Companies Act, 1956 in respect of Board Meetings. The dates on which the Meetings were held are as follows:

2nd April, 2007, 22nd May, 2007, 30th July, 2007, 1st September, 2007, 4th September, 2007, 13th September, 2007, 17th October, 2007, 27th October, 2007, 30th November, 2007, 27th December, 2007, 30th January, 2008, 31st January, 2008 and 25th March, 2008.

Name of the Director	No. of Board Meetings (during the year 2007-08)		Whether attended last AGM held on 29.09.2007
	Held	Attended	
Mr. C. Chandrasekhar Reddy	13	9	Yes
Dr. Y. Manivardhan Reddy	13	13	Yes
Dr. Y. Sonia Reddy	13	11	Yes
Dr. K. Narayana Reddy	13	10	Yes
Dr. Ashok Kumar Sadhukhan	13	9	Yes
Mr. Boddapaty Anand	13	6	Yes
Dr. P. Naveen Chander Reddy *	3	3	NA
Dr.P.Anji Reddy @	13	8	No
Mr. G.Yeshwanth Reddy #	0	0	NA
Mr. P.Suresh Reddy #	0	0	NA

\* Appointed as Additional Director on 27th December, 2007

# Appointed as Additional Directors on 18th July, 2008

@ Resigned on 1st July, 2008

- (e) The Board meetings are generally held at least once in a quarter, amongst others for consideration of the Audited / Unaudited quarterly financial results. Besides this, additional Board meetings are also convened to address the specific requirements of the Company, as and when the need arises. The urgent items, if any, may be approved by passing resolutions through circulation by the Board. Agenda papers along with detailed notes are circulated to the Directors in advance for each of these meetings. All relevant information, as required was placed before the Board from time to time. The minutes of meetings of Board and Committees are circulated to the members of the meeting for their confirmation.
- (f) None of the Non-Executive Directors has any pecuniary or material relationship or transaction with the Company.

**Notes:**

Dr. P.Naveen Chander Reddy was appointed by the Board as an Additional Director on 27th December , 2007.

Mr. G.Yeshwanth Reddy and Mr. P.Suresh Reddy were appointed by the Board as Additional Directors on 18th July , 2008.

Dr. P. Anji Reddy has resigned as Director from the Board w.e.f. 1st July, 2008.

- (g) Directors seeking re-appointment

Dr. Y. Sonia Reddy, Dr. K. Narayana Reddy and Mr. Boddapaty Anand, who retire by rotation at the forthcoming Annual General Meeting and being eligible offer themselves for reappointment.

During the year Dr. P. Naveen Chander Reddy has been appointed as Additional Director in the Board meeting held on December 27, 2007 and Mr. G.Yeshwanth Reddy and Mr. P. Suresh Reddy have been appointed as Additional Directors in the Board meeting held on 18th July, 2008 and they hold the office only up to the date of the ensuing Annual General Meeting of the Company. They are eligible to act as Directors on the Board, if they got elected by the members.

(h) Board Committees

To enable better management of the affairs of the Company, the Board delegates certain matters to Committees of the Board set up for the purpose. The proceedings of the meetings of the Committees are circulated to the Board.

### 3. AUDIT COMMITTEE

- (a) The Audit Committee of the company is constituted in line with the provisions of Clause 49 of the Listing Agreement with the Stock Exchanges read with Section 292A of the Companies Act, 1956.
- (b) The brief description of terms of reference of the Audit Committee is as under:
- I. Oversee the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
  - II. Recommending the appointment and removal of external auditor, fixation of their audit fee and also approval for repayment for any other services.
  - III Reviewing with management the quarterly and annual financial statements before submission to the Board.
  - IV Reviewing the adequacy of Internal Control Systems and Internal Audit Reports and their compliance thereof etc.
- (c) The Audit Committee meetings are usually held at the registered office of the Company and are usually attended by the Statutory Auditors, Manager (F&A) apart from Committee members other functional heads and special invitees to the meetings, as required. The Company Secretary acts as Secretary of the Committee.
- (d) The Chairman of the Audit Committee , Mr. Boddapaty Anand attended to the previous Annual General Meeting of the Company held on 29th September, 2007 in terms of Clause 49.
- (e) The composition of the Audit Committee and particulars of meetings during the year 2007-08 attended by the members of the Audit Committee are given below:

Name of the Member	Status in the Committee	No. of Meetings (during the year 2007-08)	
		Held	Attended
Mr Boddapaty Anand	Chairman	2	2
Dr Ashok Kumar Sadhukhan #	Member	1	1
Dr. P. Naveen Chander Reddy \$	Member	1	1
Dr P. Anji Reddy *	Member	2	2



# Dr Ashok Kumar Sadhukhan Became an Executive Director w.e.f 1st December, 2007  
 \$ Dr. Naveen Chander Reddy has been appointed as an Additional Director and member of the Audit Committee w.e.f 27th December, 2007

\* Dr P. Anji Reddy has resigned from the Board as Director w.e.f 1st July, 2008

(g) Composition, Meetings & Attendance during the year

The Audit Committee comprises of 3 Non Executive Independent Directors.

2 Audit Committee Meetings were held during the year 2007-2008. The dates on which the Meetings were held are as follows:

- 1) 30th November, 2007
- 2) 31st January, 2008

The Meetings of the Audit Committee were attended by the Head of Finance and Auditors as Invitees. The Quarterly and Annual audited financials of the Company were reviewed by the Audit Committee before consideration and approval by the Board of Directors. The Committee reviewed the adequacy of Internal Control Systems and the various compliances.

**4. REMUNERATION COMMITTEE**

Remuneration Committee comprises of Non Executive Independent Directors only. The terms of references of the Committee includes recommendations to the Board about Compensation and Benefits for Executive Directors, approval of stock options to employees and such other matters as may be referred to it by the Board from time to time. This Committee consists of the following Independent Directors.

Name of the Member	Status in the Committee	No. of Meetings (during the year 2007-08)	
		Held	Attended
Dr Ashok K Sadhukhan #	Chairman	1	1
Mr Boddapaty Anand	Member	1	1
Dr P. Anji Reddy *	Member	1	1
Dr. P. Naveen Chander Reddy \$	Member	0	0

# Dr Ashok Kumar Sadhukhan Became an Executive Director w.e.f 1st December, 2007

\* Dr P. Anji Reddy has resigned from the Board as Director w.e.f 1st July, 2008

\$ Dr. Naveen Chander Reddy has been appointed as an Additional Director and member of the Remuneration Committee w.e.f 27th December, 2007

**Directors' Remuneration Policy**

Non Executive Directors are not paid any remuneration or sitting fee for the meetings attended by them. There are no performance linked incentives payable to any of the directors. At present, the company does not have any stock option plan as part of remuneration package for any director.

**Remuneration of the Executive Director comprises of fixed component only.**

Details of Remuneration and sitting fee paid during the year are given below:

Name of the Director	Relationship with other Directors	Business relationship with Company if any	Loans and advances from Company	Remuneration During 2007-08 Paid Rupees in Lakhs			
				Sitting fee	Salary	Commission	Total
Dr. Y. Manivardhan Reddy	Husband of Dr. Y. Sonia Reddy	Promoter Director	NIL	NIL	7.20	NIL	7.20
Dr. Y. Sonia Reddy	Wife of Dr. Y. Manivardhan Reddy	Promoter Director	NIL	NIL	NIL	NIL	NIL
Dr. K. Narayana Reddy	None	Executive Director	NIL	NIL	9.63	NIL	9.63
Dr. Ashok Kumar Sadhukhan	None	Executive Director	NIL	NIL	5.47	NIL	5.47

**5. SHAREHOLDERS'/ INVESTORS' GRIEVANCE COMMITTEE**
**Constitution and Composition**

Shareholders'/ Investors' grievance committee has been constituted to look into and redress the grievances of the shareholders and investors pertaining to transfer of shares, non-receipt of Annual Reports etc.

Name of the Member	Status in the Committee	Category
Dr Ashok K Sadhukhan #	Chairman	Non Executive and Independent
Mr Boddapaty Anand	Member	Non Executive and Independent
Dr P. Anji Reddy *	Member	Non Executive and Independent
Dr. P. Naveen Chander Reddy \$	Member	Non Executive and Independent

# Dr Ashok Kumar Sadhukhan Became an Executive Director w.e.f 1st December, 2007

\* Dr P. Anji Reddy has resigned from the Board as Director w.e.f 1st July, 2008

\$ Dr. Naveen Chander Reddy has been appointed as an Additional Director and member of the Shareholders'/ Investors' grievance committee w.e.f 27th December, 2007.



(ii) The Name and Designation of Compliance Officer

The Name and Designation of the Compliance Officer of the Company is Mr P. Lokeswara Reddy, Manager (Finance & Admn).

(iii) No. of Shareholders' Complaints received during the year 2007-08 and the Status of Investors' Requests/ Complaints as following;

During the year 2007-08 the Company had received 244 requests for various aspects as mentioned below and no complaints have been received during the year.

**INVESTOR GRIEVANCE REPORT FOR THE PERIOD 01.04.2007 TO 31.03.2008**

Particulars	Received	Resolved	Pending
Non receipt of Electronic credit	126	126	Nil
Non receipt of Refund Orders	94	94	Nil
Correction of Refund Orders	24	24	Nil
<b>TOTAL</b>	<b>244</b>	<b>244</b>	<b>Nil</b>

**6. SUBSIDIARY COMPANIES**

The Company has no material non listed Indian Subsidiary Company and, therefore, the requirement of inducing an Independent Director on the Board of Directors of the Subsidiary Company does not arise.

**7. DISCLOSURES**

- a) Related Party Transactions: There were no materially significant related party transactions having potential conflict with the interests of the Company at large.
- b) Accounting Treatment: There is no different Accounting treatment from the prescribed Accounting standards.
- c) Risk Management: The Board regularly discusses the significant business risks identified by the management and the mitigation process being taken up. A detailed note on the risk identification and mitigation is included in Management Discussion and Analysis, annexed to the Directors' Report.
- d) Strictures and Penalties: There has not been any non-compliance by the Company and there are no penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.
- e) Code of Conduct: The Board of Directors have laid down a "Code of Conduct" (Code) for all the Board members and the senior management of the Company, and the Code have been posted on the website of the Company. Annual declaration is obtained from every person covered by the Code.
- f) CEO and Head of Finance Certification: The CEO and Head of Finance have given certificates to the Board as contemplated in Clause 49 of the Listing Agreement.

- g) **Mandatory Requirements:** All the Mandatory requirements as to Corporate Governance have been complied with.
- h) **Secretarial Audit:** Secretarial Auditor carried out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The Secretarial Audit Report confirms that the total issued / paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL. The Secretarial Audit Report is submitted to Stock Exchanges for every quarter within 15 days from the end of the quarter.

## 8. MEANS OF COMMUNICATION

**Quarterly Disclosures:** Quarterly un-audited financial results were published in "Deccan Chronicle/ Business Standard" (English daily) and 'Andhra Bhoomi' (Telugu daily) newspapers.

**News Releases, Presentation etc.:** Official news releases, presentations made to media are displayed on the company's website [www.saamyabiotech.com](http://www.saamyabiotech.com).

**Website:** The Company's website [www.saamyabiotech.com](http://www.saamyabiotech.com) contains a separate dedicated section "Investor relations" where shareholders' information is available. The soft copies of Annual Reports, Announcements, Meetings, Notices, press release, Financial results, live stock quotes from BSE, Board information etc. are available on website in user-friendly and downloadable form.

**Annual Report:** Annual Report contain inter alia, Director's Report, Auditors' Report, Audited Annual Accounts and other important information circulated to members and others entitled thereto. The Management Discussion and Analysis Report forms part of the Annual Report.

**Management Discussion & Analysis:** The detailed report is forming part of this Annual Report.

## 9. PAST THREE ANNUAL GENERAL MEETINGS

- (i) Location and time, where last three AGMs were held:

Year	Location	Date	Time
2006-07	104-106, Lumbini Enclave, Panjagutta, Hyderabad -500 082.	29th September, 2007	11.00. A.M
2005-06	104-106, Lumbini Enclave, Panjagutta, Hyderabad -500 082.	29th September, 2006	11.00. A.M
2004-05	104-106, Lumbini Enclave, Panjagutta, Hyderabad -500 082.	30th September, 2005	11.00. A.M

- (ii) No Special Resolutions passed in the previous three Annual General Meetings:

- (iii) No Resolutions passed through Postal Ballot



**10. GENERAL SHAREHOLDERS' INFORMATION****(i) Annual General Meeting**

<b>Date and Time</b>	Tuesday the 30th September, 2008 at 4.00.p.m.
<b>Venue</b>	Sundaraiah Vignana Kendram, (Mini Hall), Bagh Lingampally, Hyderabad - 500 044

**(ii) Financial Calendar for the Year 2008-09 (tentative)**

<b>Financial reporting for the quarter ended</b>	<b>Before end of</b>
June 30, 2008	July 31, 2008
September 30, 2008	October 30, 2008
December 31, 2008	January 31, 2009
March 31, 2009	April 30, 2009
AGM for the year ending March 31, 2009	September 30, 2009
Dividend payment	The final dividend, if declared, shall be paid / credited within the statutory period.

**(iii) Book Closure Dates** : 25.09.2008 to 30.09.2008 (both days inclusive)**(iv) Listing on Stock Exchanges:**

The Bombay Stock Exchange Limited (BSE), Mumbai

**(v) Listing fee:** The Company has paid the listing fee for the financial year 2008-2009**(vi) Stock Code:**

<b>Exchange</b>	<b>Scrip Code</b>	<b>Scrip ID</b>
Bombay Stock Exchange Limited (BSE)	532905	SAAMYABIO

**(vii) ISIN Code** : INE320H01019**(viii) Stock Market Data**

Monthly High/Low of Market price of the Company's shares traded in BSE during the period from April, 2007 to March, 2008 is furnished below.

<b>Bombay Stock Exchange Limited, Mumbai Share Prices (In Rs.)</b>		
<b>Month</b>	<b>High</b>	<b>Low</b>
April '07	—	—
May '07	—	—
June '07	—	—
July '07	—	—
August '07	—	—
September '07	—	—
October '07	24.35	10.20
November '07	22.92	11.01
December '07	26.05	20.00
January '08	31.95	17.15
February '08	19.80	13.30
March '08	14.05	8.80

(Note: The Company's shares were listed on the Bombay Stock Exchange Limited in the month of October, 2007)

**(ix) Registrars & Share Transfer Agents**

Aarhi Consultants Private Limited, whose address is given below, is the Registrar & Share Transfer Agent of the Company for looking after the work related to share registry.

Contact Person: Mr G Bhaskar, Manager

Aarhi Consultants Private Limited,

1-2-285, Domalguda,

Hyderabad – 500 029. A.P. India.

Phone : +91-40-27634445, 27638111, 27642217, 66611921

Fax : +91-40-27632184,

Email : info@aarhiconsultants.com

Website: www.aarhiconsultants.com

**(x) Share Transfer System**

The shareholders are advised to contact the Registrars and Share Transfer Agents at their address for effecting transfer of shares or other matters related to shares held in physical mode. All correspondence relating to share transfers, transmission, dematerialization, dividends, and change of address can also be made at the above address

**(xi) (a) Distribution of Shareholding as on March 31, 2008 :**

Nominal Value of Shareholding (in Rs.)	No. of Shareholders	Percentage	No. of Shares	Percentage
Up to 5,000	10613	73	3195051	13.84
5,001 - 10,000	2145	15	1962495	8.5
10,001 – 20,000	870	6	1446948	6.27
20,001 – 30,000	314	2	834092	3.61
30,001 – 40,000	132	1	482354	2.09
40,001 – 50,000	150	1	732159	3.17
50,001 – 1,00,000	170	1	1303811	5.65
1,00,001 and above	145	1	13135590	56.88
<b>TOTAL</b>	<b>14539</b>	<b>100</b>	<b>23092500</b>	<b>100</b>

**(b) Categories of Shareholders as March 31, 2008:**

Category	No. of shares	%
(A) Promoters Shareholding		
Indian individuals	8079600	34.99
Foreign Bodies Corporate	—	—
<b>Total Promoters Shareholding</b>	<b>8079600</b>	<b>34.99</b>



Category	No. of shares	%
(B) Public Shareholding		
Bodies Corporate	2112660	9.15
Indian Public -Individual shareholders holding nominal share capital		
- upto Rs 1 Lakh	9363585	40.55
- in excess Rs 1 Lakh	3181867	13.78
Non Resident Individuals	190790	0.82
Overseas Corporate Bodies	—	—
Trusts	—	—
Clearing Members	163998	0.71
Total Public Shareholding	15012900	65.01
<b>Grand Total</b>	<b>23092500</b>	<b>100</b>

**(xii) Dematerialization of Shares and Liquidity**

Since the Company has entered into an agreement with both the depositories namely NSDL and CDSL for dematerialization of its shares, the shareholders of the company have the choice to get their shares dematerialized and keep them in dematerialized form with either of the depository participants.

**(xiii) Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity.**

No such instruments have been issued by the Company.

**(xiv) Address for Correspondence**

**Registered Office:**

Flat No. 104-106,  
Lumbini Enclave,  
Panjagutta,  
Hyderabad - 500 082  
Phone: 040-23399241  
Fax: 040-23395214  
email: info@saamyabiotech.com

**Corporate Office:**

Plot No.391D, Road No.81  
Jubilee Hills House Building Society  
Phase III, Jubilee Hills  
Hyderabad - 500 033.  
Phone:040-23551601/04  
Fax: 040-233541127  
website: saamyabiotech.com

**(xv) Plant Locations (Under Construction): Plot No.9 & 10, Phase II,  
SP Biotech Park, Turkapalli,  
Shamirpet Mandal, Hyderabad**

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

MANAGING DIRECTOR

DIRECTOR

PLACE : HYDERABAD  
DATE : 01.09.2008

**CERTIFICATE FROM MANAGING DIRECTOR FOR COMPLIANCE WITH CODE OF CONDUCT FOR BOARD AND SENIOR MANAGEMENT**

This is to certify that M/s. Saamya Biotech (India) Limited has put in place the Code of Conduct for the Board of Directors and Senior Management. This code is applicable to all the Directors of the Company and the Members of Senior Management, which includes the employees of the Company who are one level below the Whole time Directors and all the functional heads. The Directors and Members of Senior Management have affirmed compliance with the Code of Conduct for the Board of Directors and Senior Management as on March 31, 2008. The Company has complied with the provisions of the Listing Agreement in this respect.

For Saamya Biotech (India)Limited

Date : Hyderabad  
Place : 01.09.2008

Dr. Y. Manivardhan Reddy  
Managing Director

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

I, Dr.Y. Manivardhan Reddy, Managing Director of M/s. Saamya Biotech (India) Limited certify:

1. That we have reviewed the financial statements and the cash flow statement for the year ended 31 March 2008 and to the best of our knowledge and belief,
  - a. These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and
  - b. These statements present a true and fair view of the company's affair and are in compliance with the existing accounting standards, applicable laws and regulations.

2. That there are, to the best of our knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct;

3. That we accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which we are aware and the steps that we have taken or purpose to take and rectify the identified deficiencies and

4. That we have informed the auditors and the audit committee of:

- a) Significant changes in the internal control during the year;
- b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- c) Instances of significant fraud of which we have become aware and the involvement or an employee having a significant role in the company's internal control system.

Date : Hyderabad  
Place : 01.09.2008

Dr. Y. Manivardhan Reddy  
Managing Director



**COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE**

To  
The Members of  
Saamya Biotech (India)Limited  
Hyderabad

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 Saamya Biotech (India) Limited (“the company”) for the year ended 31st March, 2008 as stipulated in clause 49 of the listing agreement of the said company with the Stock Exchanges.

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 as stipulated in clause 49 of the above mentioned Listing Agreement.

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.

For P. Murali & Co.  
Chartered Accountants

P. Murali Mohana Rao  
Partner

Place: Hyderabad  
Date: 01-09-2008

**AUDITORS' REPORT**

To  
The Members,  
**SAAMYA BIOTECH (INDIA) LIMITED**

We have audited the attached Balance Sheet of Saamya Biotech (India) Limited as at 31<sup>st</sup> March, 2008 and the cash flow statement for the period ended on that date. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall statement presentation. We believe that our audit provides a reasonable basis of our opinion.

As required by the Companies (Auditor's report) order 2003 and as amended by the Companies (Auditor's report) (Amendment) order 2004, issued by the Central Government of India in terms of the sub-section(4A) of section 227 of the Companies Act, 1956, we enclose in the annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.

Further to our comments in the annexure referred to above, we report that:

- (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
- (ii) 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;
- (iii) The Balance Sheet dealt with by this report are in agreement with the books of account;
- (iv) In our opinion, the Balance Sheet dealt with by this report comply with the Accounting Standards referred to in sub-section(3C) of section 211 of Companies Act, 1956;
- (v) On the basis of written representations received from the Directors, as on 31<sup>st</sup> March, 2008 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31<sup>st</sup> March, 2008 from being appointed Director in terms of clause(g) of sub-section(1) of section 274 of Companies Act, 1956;
- (vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
  - (a) In the case the Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March, 2008;

**And**

- (b) In the case of Cash Flow statement, of the cash flows for the period ended on that date:

**For P. MURALI & CO.,**  
CHARTERED ACCOUNTANTS

Place: Hyderabad  
Date: 01/09/2008

**P. MURALI MOHANA RAO**  
PARTNER

**ANNEXURE TO THE AUDITORS' REPORT**

- I. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
- (b) As explained to us, the fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies between the book records and the physical inventory have been noticed on such verification.
- (c) The company has not disposed off substantial part of the fixed assets during the year.
- II. The company has no Inventory. Hence this clause is not applicable.
- III. (a) The Company has not granted any loans, secured or unsecured to Companies, Firms or other parties covered in the register maintained U/s. 301 of Companies Act, 1956.
- (b) The Company has not granted any loans, the clause of whether the rate of interest & other terms and conditions on which loans have been granted to parties listed in the register maintained under section 301 is prejudicial to the interest of the company, is not applicable.
- (c) As no loans are granted by company, the clause of receipt of interest & principal amount from parties is not applicable to the company.
- (d) No loans have been granted to Companies, Firms & other parties listed in the register U/s. 301 of the Companies Act, 1956, hence overdue amount of more than rupees one lac does not arise and the clause is not applicable.
- (e) The Company has not taken any loans, secured or unsecured from Companies, Firms or other parties covered in the register maintained U/s. 301 of the Companies Act, 1956.
- (f) As the Company has not taken any loans, the clause of whether the rate of interest & other terms and conditions on which loans have been taken from parties listed in the register maintained under section 301 is prejudicial to the interest of company, is not applicable.
- (g) As no loans are taken by the company, the clause of repayment of interest & principal amount to parties is not applicable to the company.
- IV. In our opinion and according to the information and explanations given to us, there are generally adequate internal control systems commensurate with the size of company and the nature of its business with regard to purchase of fixed assets and for sale of goods and services. There is no continuing failure by the company to correct any major weaknesses in internal control.
- V. (a) In our opinion and according to the information and explanation give to us, since no contracts or arrangements referred to in section 301 of the Companies Act, 1956 have been made by the company in respect of any party in the financial year, the entry in the register U/s. 301 of the Companies Act, 1956 does not arise.

- (b) According to the information and explanations given to us, as no such contracts or arrangements made by the company, the applicability of the clause of charging the reasonable price having regard to the prevailing market prices at the relevant time does not arise.
- VI. The Company has not accepted any deposits from the public and hence the applicability of the clause of directives issued by the Reserve Bank of India and provisions of section 58A, 58AA or any other relevant provisions of the Act and the rules framed there under does not arise. As per information and explanations given to us the order from the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal has not been received by the Company.
- VII. In our opinion, the company is having internal audit system, commensurate with its size and nature of its business.
- VIII. In respect of the Company, the Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956.
- IX. (a) The Company is regular in depositing statutory dues including and any other statutory dues with the appropriate authorities and at the last of the financial year there were no amounts outstanding which were due for more than 6 months from the date they became payable.
- (b) According to the information and explanations given to us, no undisputed amounts are payable in respect of and any other statutory dues as at the end of the period, for a period more than six months from the date they became payable.
- X. The company has been registered for a period of not less than 5 years, and since the company has not started its commercial operations, this clause is not applicable.
- XI. According to information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions or banks.
- XII. According to the information and explanations given to us, the company has not granted any loans or advance on the basis of security by way of pledge of shares, debentures and other securities and hence the applicability of the clause regarding maintenance of adequate documents in respect of loans does not arise.
- XIII. This clause is not applicable to this company as this company is not covered by the provisions of special status applicable to Chit Fund in respect of Nidhi/Mutual Benefit Fund/Societies.
- XIV. According to the information and explanations given to us, the company is not dealing or trading in shares, securities, debentures and other investments and hence the provisions of clause 4(xiv) of the Companies (Auditor's Report) order 2003, are not applicable to the company.
- XV. According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions, and hence the applicability of this clause regarding terms and conditions which are prejudicial to the interest of the company does not arise.





- XVI. According to the information and explanations given to us, the company has not obtained any term loans; hence this clause is not applicable.
- XVII. According to the information and explanations given to us, no funds are raised by the company on short-term basis. Hence the clause of short term funds being used for long-term investment does not arise.
- XVIII. According to the information and explanations given to us, the company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Companies Act, 1956 and hence the applicability of the clause regarding the price at which shares have been issued and whether the same is prejudicial to the interest of the Company does not arise.
- XIX. According to the information and explanations given to us, the company does not have any debentures and hence the applicability of the clause regarding the creation or security or charge in respect of debentures issued does not arise.
- XX. We have verified the end use of money raised by public issues as disclosed in the notes to the financial statements.
- XXI. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year under audit.

**For P. MURALI & CO.,**  
CHARTERED ACCOUNTANTS

Place: Hyderabad  
Date: 01/09/2008

P. MURALI MOHANA RAO  
PARTNER

**BALANCE SHEET AS AT 31<sup>st</sup> MARCH 2008**

(Rupees)

	Sch No	As at 31-Mar-2008	As at 31-Mar-2007
<b>II SOURCE OF FUNDS</b>			
<b>1. SHAREHOLDERS FUNDS</b>			
a. Share Capital	1	230,925,000	80,800,000
b. Share Application Money		15,049,305	9,080,120
<b>2. LOAN FUNDS</b>			
a. Secured Loans	2	9,232,953	1,600,838
b. Unsecured Loans		782,511	4,065,365
<b>TOTAL</b>		<b><u>255,989,769</u></b>	<b><u>95,546,323</u></b>
<b>II APPLICATION OF FUNDS</b>			
<b>1. FIXED ASSETS</b>			
a. Gross Block	3	6,128,664	3,460,576
<b>2. INVESTMENTS</b>	4	82,304,180	-
<b>3. CURRENT ASSETS, LOANS &amp; ADVANCES</b>			
a. Cash & Bank Balance	5	1,831,630	95,665
b. Loans, Advances & Deposits	6	130,428,500	78,941,832
c. Pre-operative Expenses pending for allocation		37,835,828	13,086,571
Less: Current Liabilities & Provisions	7	2,836,122	335,410
<b>NET CURRENT ASSETS</b>		<b>167,259,837</b>	<b>91,788,658</b>
<b>4. MISCELLANEOUS EXPENDITURE</b> (to the extent not written off or adjusted)		297,089	297,089
<b>NOTES TO ACCOUNTS</b>	8	-	-
<b>TOTAL</b>		<b><u>255,989,769</u></b>	<b><u>95,546,323</u></b>

As per our Report annexed  
For **P. MURALI & CO.**,  
Chartered Accountants

For and on behalf of the board of Directors  
For **SAAMYA BIOTECH (INDIA) LIMITED**

**P. MURALI MOHANA RAO**  
Partner

**DR. Y. MANIVARDHAN REDDY**  
Managing Director

**DR. Y. SONIA REDDY**  
Director

PLACE: HYDERABAD,  
DATE : 01-09-2008.

## SCHEDULES FORMING PART OF ACCOUNTS AS AT 31-03-2008

(Rupees)

	As at 31-Mar-2008	As at 31-Mar-2007
<b>SCHEDULE - 1</b>		
<b>SHARE CAPITAL</b>		
<b>AUTHORISED:</b>		
25,000,000 Equity shares of Rs.10/-each	<u>250,000,000</u>	<u>250,000,000</u>
<b>ISSUED, SUBSCRIBED AND PAID UP:</b>		
23,092,500 Equity shares of Rs.10/-each	230,925,000	-
<b>PREVIOUS:</b>		
8,080,000 Equity shares of Rs.10/-each	-	80,800,000
<b>TOTAL</b>	<u><u>230,925,000</u></u>	<u><u>80,800,000</u></u>
<b>SCHEDULE - 2</b>		
<b>SECURED LOANS</b>		
Over Draft Facility with HDFC Bank against Securities	6,767,633	-
Vehicle Finance from Banks/Financial Institutions (Against hypothecation of car)	2,465,320	1,600,838
<b>TOTAL</b>	<u><u>9,232,953</u></u>	<u><u>1,600,838</u></u>
<b>SCHEDULE - 3</b>		
<b>FIXED ASSETS</b>		
Furniture & Fixtures	541,019	541,019
Office Equipments	596,690	508,190
Printer	20,950	20,950
Sign Board	30,883	30,883
Vehicle	3,122,051	786,134
Computers	1,817,071	1,573,400
<b>TOTAL</b>	<u><u>6,128,664</u></u>	<u><u>3,460,576</u></u>
<b>SCHEDULE - 4</b>		
<b>INVESTMENTS</b>		
Fixed Deposit with Scheduled Bank	10,000,000	-
Liquid Funds with Banks/Financial Institutions	72,304,180	-
<b>TOTAL</b>	<u><u>82,304,180</u></u>	<u><u>-</u></u>



## SCHEDULES FORMING PART OF ACCOUNTS AS AT 31-03-2008

(Rupees)

	As at 31-Mar-2008	As at 31-Mar-2007
<b>SCHEDULE - 5</b>		
<b>CASH &amp; BANK BALANCES</b>		
Cash in Hand	377,449	75,472
Bank Balance with Scheduled Bank		
a. Current Accounts	454,911	20,193
b. Others - IPO Refund Account	999,270	-
<b>TOTAL</b>	<b>1,831,630</b>	<b>95,665</b>
<b>SCHEDULE - 6</b>		
<b>LOANS, ADVANCES &amp; DEPOSITS</b>		
<b>Loans &amp; Advances</b>		
a. Advance for Capital Goods	112,000,000	74,500,000
b. Advance for Land & Building	11,202,000	4,400,000
c. Other Advances	5,722,000	37,332
<b>Deposits</b> (Including Deposit with BSE)	1,504,500	4,500
<b>TOTAL</b>	<b>130,428,500</b>	<b>78,941,832</b>
<b>SCHEDULE - 7</b>		
<b>CURRENT LIABILITIES &amp; PROVISIONS</b>		
Sundry Creditors	67,886	-
Provisions & Outstanding Expenses	2,768,236	335,410
<b>TOTAL</b>	<b>2,836,122</b>	<b>335,410</b>



**SCHEDULE-8**

**NOTES FORMING PART OF THE ACCOUNTS**

**A. SIGNIFICANT ACCOUNTING POLICIES**

**General:**

- (i) These accounts are prepared on the historical cost basis and on the accounting principles of going concern.
- (ii) Accounting policies not specifically referred to otherwise or consistent and in consonance with generally accepted accounting principles.

**Revenue Recognition:**

- (i) The Company follows the mercantile system of Accounting and recognizes income and expenditure on accrual basis.

**Investments:**

Investments are valid at cost or market price which ever is lower.

**Fixed Assets:**

Fixed assets are stated at cost. Cost of acquisition of fixed assets is inclusive of freight, duties, taxes and incidental expenses thereto.

**Depreciation:**

The company has not stated the commercial production hence the depreciation is not provided.

**Taxation:**

The current charge for income tax is calculated in accordance with the relevant tax regulations applicable to the company. Deferred tax asset and liability is recognized for future tax consequences attributable to the timing difference that result between the profit offered for income tax and the profit as per the financial statements. Deferred tax asset and liability are measured as per the tax rates/laws that have been enacted or substantively enacted by the Balance Sheet date.

**Gratuity:**

The company has not made any provision for gratuity to its employees, because no employees has put it qualifying period of service for entitlement of this benefit.

**Earnings per Share:**

The earnings considered in ascertaining the company's Earnings Per share comprise Net Profit after Tax. The number of shares used in computing Basic Earnings per share is the weighted average number of shares outstanding during the year. Where as the Company has no commercial operations during the year, hence the earning per share not applicable.

**B. NOTES OF ACCOUNTS**

- 1. Particulars of Employees in accordance with sub-section (2A) of section 217 of the Companies Act, 1956 read with Companies (Particulars of Employees) Rule 1975.

**NIL**

	<b>Current Year (Rs.)</b>	<b>Previous Year (Rs.)</b>
2. <b>Managerial Remuneration:</b>		
Director's Remuneration	22,30,300/-	12,00,000/-
3. <b>Auditor's Remuneration:</b>		
Audit Fee	56,180/-	22,472/-

4. Detailed information regarding quantitative particulars under part II of Schedule VI to the Companies Act, 1956.

The Company has not started the commercial production hence the quantitative particulars are not possible.

5. Earnings and Expenditure of Foreign Exchange as reported by the Company to the Government of India and as certified by the management.

	Current Year (Rs.)	Previous Year (Rs.)
(i) Foreign Exchange earnings	Nil	Nil
(ii) Foreign Exchange outgo	44,88,446/-	Nil
6 Foreign Travel Expenditure	5,56,045/-	Nil

7. There are no dues to SSI Units outstanding for more than 30 days.  
 8. Confirmations were obtained from debtors / creditors as to the balances receivable from / payable to them as at year end.

9. **Investments:** During the year Company raised the funds of Rs. 15,01,25,000/- by way of IPO, part of it the Company utilized for which the funds was raised and unutilized funds are invested in short term deposits and liqued funds with bank/financial institutions.

10. **Deposits:** Include Rs. 15,00,000/- made to Bombay Stock Exchange Limited for ensuring compliance for all the listing requirements. This amount is refundable on compliance of the said requirements and after furnishing No Objection Certificates from the Securities & Exchange Board of India.

11. **Secured Loans:**

- (a) Company has taken the Vehicle / Equipment loans from the Banks / financial institutions are secured against hypothecation of vehicles / equipments.  
 (b) Overdraft facility with HDFC Bank, Lakdikapul Branch, Hyderabad is as loan against securities (LAS).

12. **Deferred Tax:** In accordance with Accounting Standard 22 (As 22) issued by the ICAI, the Company has no differ tax liability during the year, hence differ tax liability has not been provided.

13. **Loans & Advances:** includes Advance for Plant & Machinery of Rs. 1120.00 lakhs and Land & Building of Rs. 112.02 lakhs.

14. **The Earning per share :** The Company has not started the commercial production hence the Earning per share is not applicable in this year.

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

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

#### SIGNATURES TO SCHEDULES 1 TO 8

As per our Report annexed

For and on behalf of the board

For **P. MURALI & CO.,**  
Chartered Accountants

**P. MURALI MOHANA RAO**  
Partner

**DR. Y. MANIVARDHAN REDDY**  
Managing Director

**DR. Y. SONIA REDDY**  
Director

PLACE: HYDERABAD

DATE : 01-09-2008.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2008

(Rupees)

PARTICULARS	Year Ended 31.03.2008	Year Ended 31.03.2007
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Net profit before taxation, and extraordinary items	NIL	NIL
Adjustments for:		
Finance Cost	-	-
Misc. Expenses Written off		
Depreciation		
Operating Profit before working capital changes	-	-
Trade and other receivables		
Increase in current liabilities & provisions	2,500,712	(2,895,561)
Increase in Preoperative Expenses	(24,749,257)	(7,379,071)
Cash generated from operations	(22,248,545)	(10,274,632)
Interest paid	-	-
Cash flow before extraordinary items	(22,248,545)	(10,274,632)
Extraordinary items	-	-
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>(22,248,545)</b>	<b>(10,274,632)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase / Sale of Fixed Assets	(2,668,088)	(3,407,726)
Increase in Loans & Advances	(51,486,668)	(1,041,832)
Increase in Investments	(82,304,180)	-
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>(136,458,936)</b>	<b>(4,449,558)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Proceeds from Equity Shares	150,125,000	-
Proceeds from share application money	5,969,185	9,080,120
Proceeds from secured Loans	7,632,115	1,600,838
Proceeds from unsecured Loans	(3,282,854)	4,065,365
<b>NET CASH FLOW FROM FINANCING ACTIVITIES</b>	<b>160,443,446</b>	<b>14,746,323</b>
<b>NET INCREASE \ (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>1,735,965</b>	<b>22,132</b>
Cash and Cash equivalents ( Opening Balance)	95,665	73,532
Cash and Cash equivalents ( Closing Balance)	<b>1,831,630</b>	<b>95,665</b>

For and on behalf of the Board

Place: Hyderabad  
Date: 01-09-2008Dr. Y. Manivardhan Reddy  
Managing DirectorDr. Y. Sonia Reddy  
Director**CERTIFICATE**

We have examined the above cash flow statement of M/s.Saamya Biotech (India) Limited, for the year ended 31<sup>st</sup> March'2008. The statement has been prepared by the company in accordance with the requirement of listing agreement with the corresponding clause 32 with stock exchange and is based on and in agreement with the corresponding Balance Sheet of the company covered by our report of 1st September 2008 to the members of the company.

For **P. MURALI & CO**  
Chartered AccountantsPlace: Hyderabad  
Date: 01-09-2008**P. MURALI MOHANA RAO**  
Partner

**BALANCE SHEET ABSTRACT AND  
COMPANY'S GENERAL BUSINESS PROFILE**  
(as per schedule VI, part IV of the Companies Act, 1956)

## I. Registration Details :

Registration No. 

3	9	4	4	9
---	---	---	---	---

 State Code : 

0	1
---	---

  
Balance Sheet Date 

3	1
---	---

 / 

0	3
---	---

 / 

2	0	0	8
---	---	---	---

  
Date Month Year

## II. Capital raised during the year (Amount in Rs. Thousands)

Public Issue 

			1	5	0	1	2	5
--	--	--	---	---	---	---	---	---

 Right Issue 

							N	I	L
--	--	--	--	--	--	--	---	---	---

  
Bonus Issue 

							N	I	L
--	--	--	--	--	--	--	---	---	---

 Private Placement 

							N	I	L
--	--	--	--	--	--	--	---	---	---

## III. Position of Mobilisation and Deployment of Funds (Amount in Rs. Thousands)

Total Liabilities 

			2	5	5	9	9	0
--	--	--	---	---	---	---	---	---

 Total Assets 

			2	5	5	9	9	0
--	--	--	---	---	---	---	---	---

**SOURCES OF FUNDS**

Paid-Up Capital 

			2	3	0	9	2	5
--	--	--	---	---	---	---	---	---

 Share Application Money 

			1	5	0	4	9
--	--	--	---	---	---	---	---

  
Secured Loans 

					9	2	3	3
--	--	--	--	--	---	---	---	---

 Un-secured Loans/Deferred Tax Liab. 

						7	8	3
--	--	--	--	--	--	---	---	---

**APPLICATION OF FUNDS**

Net Fixed Assets 

				6	1	2	9
--	--	--	--	---	---	---	---

 Investments 

				8	2	3	0	4
--	--	--	--	---	---	---	---	---

  
Net Current Assets 

			1	6	7	2	6	0
--	--	--	---	---	---	---	---	---

 Misc. Expenditure 

						2	9	7
--	--	--	--	--	--	---	---	---

  
Accumulated Losses 

						N	I	L
--	--	--	--	--	--	---	---	---

## IV. Performance of Company (Amount in Rs. Thousands)

Turnover (Including Other Income) 

						N	I	L
--	--	--	--	--	--	---	---	---

 Total Expenditure 

						N	I	L
--	--	--	--	--	--	---	---	---

  
Profit/Loss Before Tax (+/-) 

						N	I	L
--	--	--	--	--	--	---	---	---

 Profit/Loss After Tax (+/-) 

						N	I	L
--	--	--	--	--	--	---	---	---

  
Earning Per Share in Rs. (Annualised) 

						N	I	L
--	--	--	--	--	--	---	---	---

 Dividends Rate % 

						N	I	L
--	--	--	--	--	--	---	---	---

## V. Generic Names of Three Principal Products/Services of Company

Item Code No. (ITC Code) 304.4

Product Description : BIO-CHEMIC PHARMACEUTICAL



6<sup>th</sup> Annual General Meeting  
**SAAMYA BIOTECH (INDIA) LIMITED**  
Regd.Office:104-106, Lumbini Enclave, Panjagutta, Hyderabad - 500 082.

**Admission Slip**

**Date** 30th September, 2008      **Venue** Sundaraiah Vignana Kendaram  
(Mini Hall), Bagh Lingampally,  
Hyderabad – 500 044      **Time** 4.00 pm

Name of the shareholde	Folio No. / DPID and Client ID No.	No. of shares

I certify that I am a registered shareholder of the Company and hold above-mentioned shares in the Company and hereby record my present at the 6<sup>th</sup> Annual General Meeting of the Company.

**Member's/Proxy signature**

**Note: Shareholder/Proxy holder wishing to attend the meeting must bring the Admission Slip and hand over at the entrance duly signed.**

6<sup>th</sup> Annual General Meeting  
**SAAMYA BIOTECH (INDIA) LIMITED**  
Regd.Office:104-106, Lumbini Enclave, Panjagutta, Hyderabad - 500 082.

**Proxy Form**

**Regd. Folio no.:** ..... **No. of shares** .....

**DP ID no.** ..... **Client ID no.** .....

I/We \_\_\_\_\_ of \_\_\_\_\_ being Member/Members of Saamya Biotech (India) Limited hereby appoint \_\_\_\_\_ of \_\_\_\_\_ as my/our proxy to attend and vote for me/us on my/our behalf at the 6<sup>th</sup> Annual General Meeting of the Company to be held on Tuesday, 30th September 2008 at 4.00 p.m. at Sundaraiah Vignana Kendaram, (Mini Hall), Bagh Lingampally, Hyderabad – 500 044 and at any adjournment thereof.

As witness my/our hand (s) this \_\_\_\_\_ day of \_\_\_\_\_ of 2008

Signed by the said \_\_\_\_\_

Please affix Re. 1/- Revenue Stamp

Signature