

**30th ANNUAL REPORT  
2021-2022**



**HINDUSTAN BIO SCIENCES LIMITED**

**BOARD OF DIRECTORS:**

- |                             |   |                                |
|-----------------------------|---|--------------------------------|
| 1) Sri. J.V.R. Mohan Raju   | - | Chairman and Managing Director |
| 2) Sri. J. Varun Varma      | - | Director                       |
| 3) Smt. J.Uma               | - | Director                       |
| 4) Sri. B.R.Rao             | - | Independent Director           |
| 5) Sri K. Rama Chandra Raju | - | Independent Director           |
| 6) Sri M.Satyanarayana Raju | - | Independent Director           |

**Registered Office Address**

H.No.8-2-269/S, Plot No.31,  
Sagar Co-Operative Housing Society,  
Road No.2, Banjara Hills,  
Hyderabad – 500 034

**Company Identification Number**

L26942TG1991PLC013564

**Company Secretary & Compliance Officer**

Ms. Mansa Thakur  
H.No.13-2-554, Rahimpura,  
Puranapul, Hyderabad – 500 006

**Chief Financial Officer**

Mr. Seshavataram Goli

**Bankers**

Axis Bank Ltd,  
Begumpet Branch,  
Hyderabad

**Auditors**

M/s C Ramachandam & Co.,  
Chartered Accountants  
Plot no 539, Souhiti Samriddhi,  
2nd Floor, Kakatiya Hills,  
Madhapur, Hyderabad – 500 081.  
Ph :040-42212099

**Registrars and Share Transfer Agents**

M/s. Venture Capital & Corporate  
Investments Private Limited.  
12-10-167, Bharat Nagar,  
Hyderabad – 500 018

**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE 30TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF HINDUSTAN BIO SCIENCES LIMITED WILL BE HELD ON FRIDAY, 30TH SEPTEMBER 2022 AT 10.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO.31 SAGAR SOCIETY ROAD NO.2, BANJARA HILLS HYDERABAD-500034, TELANGANA TO TRANSACT THE FOLLOWING BUSINESS:**

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Report of Auditors and Directors thereon.
2. To appoint a director in place of Mr. Jampana Varun Varma (DIN: 00515430) who retires by rotation and being eligible, offers himself for re-appointment.
3. Appointment of Statutory Auditors of the Company:

To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, and pursuant to the recommendations of the audit committee and the board of directors of the company consent of the members be and is hereby accorded to appoint M/s. VASG & Associates., Chartered Accountants, (Firm Registration No. 006070S), Hyderabad as the Statutory Auditors of the company in place of M/s. C. Ramachandram & Co., retiring Statutory Auditors to conduct the Statutory Audit of the company for a period of 5 years i.e., from the conclusion of this 30th Annual General Meeting to the conclusion of 35th Annual General Meeting of the company to be held in the year 2027 at a remuneration of Rs. 60,000/- (Rupees Sixty Thousand Only) per annum plus taxes as applicable.”

**“FURTHER RESOLVED THAT** the Board is hereby authorized to take all necessary steps as may be necessary to give effect to the above resolution including filing of all such necessary documents as may be required in this regard and filing of forms with the Registrar of the Companies, Telangana.”

**For and on behalf of the Board of Directors  
Hindustan Bio Sciences Limited**

**Place: Hyderabad  
Date: 29-07-2022**

**Venkata Rama Mohan Raju Jampana  
Chairman and Managing Director  
(DIN: 00060800)**

**Notes:**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company.
2. Proxy, in order to be effective must be deposited at the Company's Registered office at Plot No.31 Sagar Society Road No.2, Banjara Hills, Hyderabad-500034, Telangana, not less than 48 hours before the time for holding the Meeting.
3. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No. MGT.11 annexed herewith.
4. The members are requested to please forward all the correspondence relating to transfers, change of address, requests for dematerialization of shares and all matters pertaining to shares to the Registrars and Transfer Agents M/s Venture Capital and Corporate Investments Pvt Ltd, 12-10-167, Bharatnagar, Hyderabad – 500 018, Telangana.
5. The Register of members and share transfer books of the Company will remain closed from 24.09.2022 to 30.09.2022 (both days inclusive)
6. The explanatory statement for seeking appointment of the statutory auditors is annexed as per the Regulation 36(5) of SEBI (LODR) Regulations 2015..
7. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 30th Annual General Meeting, "AGM" by electronic means and the business may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL).

It may be noted that this e-voting facility is optional. The e-voting facility will be available at the link [www.evotingindia.com](http://www.evotingindia.com) during the following voting period.

Commencement of e-voting: from 9.00 AM IST on 27.09.2022 to 5.00 PM on 29.09.2022

8. E-Voting shall not be allowed beyond 5.00 PM on 29.09.2022, during the e-Voting period, shareholders of the Company, holding shares in physical form or in dematerialized form as on 23.09.2022 may cast their vote electronically.
9. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants.
10. Members are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID Numbers for identification.
11. Corporate Members are requested to send to the Company's Registrar & Transfer Agent, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.

12. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.
13. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM along with the Annual report has been uploaded on the website of the Company at <https://www.hindustanbiosciences.in>. The Notice calling the AGM along with the Annual report can also be accessed from the website of the BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice along with annual report is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
14. Members are requested to send their queries at least 5 days before the date of meeting so that information can be made available at the meeting.
15. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013, will be available for inspection at the AGM.
16. THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:
17. The voting period begins on 27.09.2022 at 09.00 A.M. and ends on 29.09.2022 at 05.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23.09.2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
18. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

#### **18. LOGIN METHOD FOR E-VOTING:**

Applicable only for Individual Members holding securities in Dematerialised mode.

Login Method for Individual members holding securities in demat mode is given below:

- (i) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (ii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
- (iii) Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easy / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easy / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easy / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easy/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>

<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:**

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(iv) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first time user follow the steps given below:



<b>For Shareholders holding shares in Demat Form and other than individual and Physical Form</b>	
<b>PAN</b>	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <HINDUSTAN BIO SCIENCES LIMITED> on which you choose to vote.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) Shareholders can also cast their vote using CDSL’s mobile app “m-Voting”. The m-Voting app

can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

(xvi) Facility for Non – Individual Shareholders and Custodians –Remote Voting

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address [pharma.hindustanbio@gmail.com](mailto:pharma.hindustanbio@gmail.com).(designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [Company/RTAemail id](mailto:Company/RTAemailid).
2. For Demat shareholders -, please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43

20. Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015, the Company is providing the facility to its Members holding shares in physical or dematerialized form as on the Cut-off date, being 23rd September, 2022 (For Agenda items 1 to 3) to exercise their right to vote by electronic means i.e. remote e-voting, on the business specified in the Notice convening the AGM of the Company as mentioned above.

Kindly note that, the remote E-voting portal will open for voting from 9.00 a.m. on 27th September, 2022 and will remain open throughout on all the days up to 5.00 p.m. on 29th September, 2022 (both days inclusive). If you desire to cast your vote by using remote e-voting, you can do so by accessing the link [www.evotingindia.com](http://www.evotingindia.com) and logging-in by using your user ID and password, as above, during the period when the portal is open for E-voting.

Please note that once you have cast your vote, you will not be allowed to modify it subsequently.

E-Voting is optional and those who have not exercised remote E-Voting option can cast their votes at the voting to be conducted during the AGM at Venue on Friday, 30th September 2022, as per instructions provided in the Notice of AGM.

In case of any query, you may refer to the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads sections of If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

1. Those members who have registered their email IDs with the Company / their respective Depository Participants are being forwarded Annual report containing the login ID and password for e-voting along with process, manner and instructions by e- mail. For others the copy of Annual report can be down loaded for the Company's w e b s i t e : [www.hindustanbiosciences.in](http://www.hindustanbiosciences.in) and BSE Limited website: [bseindia.com](http://bseindia.com).
2. The Company has appointed Sri V B S S Prasad, Practicing Company Secretary (FCS No : 4605), as Scrutinizer for conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.
3. The Scrutinizer shall within a period not exceeding three working days from the conclusion of the e- voting period unlock the votes in the presence of atleast two witnesses not in the employment of the Company and make Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

**For and on behalf of the Board of Directors  
Hindustan Bio Sciences Limited**

**Venkata Rama Mohan RajuJampana  
Chairman and Managing Director  
(DIN: 00060800)**

**Place: Hyderabad  
Date: 29-07-2022**

**EXPLANATORY STATEMENT  
(PURSUANT TO SEBI(LODR), REGULATIONS, 2015)**

**ITEM NO.3**

Pursuant to the Provisions of Section 139 of the Act read with applicable Rules framed thereunder, M/s C Ramachandram & Co., Chartered Accountants, Hyderabad were appointed as Statutory Auditors of the Company for a period of 5 years in the AGM held on 29.09.2017 upto the conclusion of the forthcoming 30th Annual General Meeting. The Audit Committee and the Board of Directors have placed on record their appreciation for the professional services rendered by M/s C Ramachandram & Co., Chartered Accountants during their association with the Company as its auditors.

For the purpose of appointment of new Auditors, the Audit Committee along with the Board, invited proposals from the reputed firms of Chartered Accountants and had detailed discussion with representatives of those firms. The Committee considered various parameters such as reputation of the firm, knowledge and experience of the partners, understanding of business, technical assessment of the Audit skills and the Audit fees and based on these detailed analysis, the Audit Committee recommended M/s. VASG and Associates, Chartered Accountants (Firm Registration No.06070S), as the Company's new Statutory Auditor. They have further confirmed that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

Based on the recommendations of the Audit Committee and the Board of Directors, it is hereby proposed to appoint M/s. VASG and Associates, Chartered Accountants, (Firm Registration no. 006070S), as the Statutory Auditors of the Company in place of M/s. C. Ramachandram & Co., retiring Statutory Auditors, for a period of 5 years, commencing from the conclusion of this Annual General Meeting (AGM) until the conclusion of the 35th Annual General Meeting to be held in the year 2027, subject to the approval of the members at a statutory audit fee of Rs.60000/- (Rupees Sixty Thousand Only) per annum plus taxes as applicable. The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

**BRIEF PROFILE OF VASG AND ASSOCIATES**

VASG and Associates, Chartered Accountants, an accounting and consulting firm based in Hyderabad, Telangana, India with branch office at Bangalore was established in 1993 and thus hold experience of 29 years of experience in the industry.

Spectrum of Services: Statutory Audit, Management Audit, Risk Advisory, Due Diligence, Valuation, Accounting Manual, Corporate Restructuring, Tax Audit, Planning, Compliance, Representation, Incentives/ Exemptions, Assessments, Certifications, Transfer Pricing Audit & Assurance Taxation, Tax Audit, Litigation, Planning, Filing of periodical Returns, Representation, Audit, Assessment, Appeals, Certifications, Formation of Company in India and all ROC Matters, Maintenance & Compliance of Statutory Records, Handling and Liasoning for matters related to Foreign Exchange

Management Act, RBI, Import-Export etc., Certification required under various statutes.

The Board of Directors recommends the Ordinary Resolution for approval of the Members. None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution.

Disclosures made by the Company under Regulation 36(5) of SEBI (LODR) Regulations 2015, for

<b>Sl.No.</b>	<b>Particulars</b>	<b>Details</b>
1.	Proposed fees	Rs. 60000/- Per annum
2.	Terms of Appointment	For a period of 5 years from conclusion of this Annual General Meeting till the Conclusion of 35th Annual General Meeting to be held for the FY 2026-27.
3.	Basis of recommendation	Audit Committee and Board
4.	Credentials of Statutory auditor	As mentioned above

**For and on behalf of the Board of Directors  
Hindustan Bio Sciences Limited**

**Place: Hyderabad  
Date: 29-07-2022**

**Venkata Rama Mohan RajuJampana  
Chairman and Managing Director  
(DIN: 00060800)**

**DIRECTORS' REPORT**

Dear Members,

Your Director's have pleasure in presenting the Directors' Report and the Audited Statement of Accounts of the Company for the Financial Year ended 31st March 2022.

**1. FINANCIAL SUMMARY/HIGHLIGHTS:**

The performance of the Company during the year has been as under:

(Rs. in lakhs)

Particulars	2021-2022	2020-2021
Revenue from Operations	43.06	103.19
Other Income (Including Exceptional Items)	--	--
Total Expenses	94.51	198.72
Profit Before Tax	(51.45)	(95.53)
Less: Provision for Taxation	(0.30)	1.55
Profit / (Loss) After Tax	(51.75)	(93.98)
Other Comprehensive Income	--	--
Total Comprehensive Income	(51.75)	(93.98)
Earning per Equity Share- Basic & Diluted (in Rs.)	(0.50)	(0.92)

**REVIEW OF OPERATIONS/ STATE OF COMPANY'S AFFAIRS:**

The total revenue of the Company for the Financial Year 2021-22 under review was Rs. 43.06 Lakhs as against Rs. 103.19 Lakhs for the Previous Financial Year 2020-21. The company recorded a net loss of Rs. 51.75 for the Financial Year 2021-22 as against the net loss of Rs. 93.98 Lakhs for the Previous Financial Year 2020-21

**2. CHANGE IN THE NATURE OF THE BUSINESS, IF ANY**

During the period under review and the date of Board's Report there was no change in the nature of Business.

**3. RESERVES**

Pursuant to provisions of Section 134 (3) (j) of the Companies Act, 2013, the company has not proposed to transfer any amount to general reserves account of the company during the year under review.

However, the Closing balance of reserves, of the Company as at March 31st 2022 is Rs. (9,46,37,472)

#### 4. DIVIDEND

Keeping the Company's expansion and growth plans in mind, your Directors have decided not to recommend dividend for the Financial Year.

#### 5. MATERIAL CHANGES & COMMITMENT AFFECTING THE FINANCIAL POSITION OF THE COMPANY

The Company made an application/petition to Hon'ble NCLT Hyderabad Bench on 14.09.2021 for reduction of share capital as approved by the members in the Annual General Meeting held for FY 2020- 21 and issue is under consideration of Hon'ble NCLT Hyderabad bench.

There are no other major material changes and commitments affecting the financial position of the Company after the end of the financial year and up to date of this report.

#### 6. BOARD MEETINGS

The Board of Directors duly met five (5) times during the Financial Year from 1st April 2021 to 31st March 2022.

The dates on which the Board Meetings were held are 22.04.2021, 18.06.2021, 06.08.2021, 29.10.2021 and 04.02.2022.

#### 7. APPOINTMENT / RE-APPOINTMENT / RESIGNATION / RETIREMENT OF DIRECTORS /CEO/ CFO AND KEY MANAGERIAL PERSONNEL

- A. Mr. Jampana Varun Varma (DIN: 00515430), Non Executive Director, Who retires by rotation and being eligible offers himself for re-appointment.

As required under Regulation 36 (3) of the SEBI (LODR), Regulations, 2015, brief particulars of the Directors seeking appointment/re-appointment are given as under:

<b>Name of the Director</b>	<b>Jampana Varun Varma (DIN: 00515430)</b>
<b>Date of Birth</b>	21-08-1985
<b>Brief Resume</b>	1year 3months experience as a senior business analyst in Hyderabad 2 years experience as Business Analyst in USA 1 experience quality Engineer in USA
<b>Qualification</b>	M S (Industrial Engineering)
<b>Expertise in specific functional areas</b>	Technical and Marketing
<b>Names of Listed entities in which the person also holds the Directorship and the membership of Committees of the board and resigned in last three years</b>	He is not holding any Directorship or membership of Committee in any Listed Company except Hindustan Bio Sciences Limited.

<b>Shareholding of non-executive Directors/executive Directors.</b>	2100 Equity Shares
<b>Inter se relationship with any Director</b>	Mr.JVR Mohan Raju, Chairman and Managing Director and Ms. J Uma, Director are related to the appointee, being Parents.

- B. Mrs. Kamala Kumar Tamada resigned as Company Secretary and compliance officer of the company with effect from 01-05-2022. The Board places on record the sincere appreciation for the services rendered by Mrs. Kamala Kumar Tamada during her tenure and Mrs. Mansa Thakur was appointed as the Company Secretary and compliance Officer of the company with effect from 01-05-2022.

#### **8. DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS**

The Company has received declarations from Mr. Ramachandra Rao Bommaraju, Mr. Ramachandra Raju Kalidindi and Mr. Mantena Satyanarayana Raju, Independent Directors of the Company to the effect that they are meeting the criteria of independence as provided in Sub-Section (6) of Section 149 of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Independent Directors have also confirmed that they have complied with the Company's Code of Conduct.

In terms of Regulations 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence.

#### **FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS**

Independent Directors are familiarized about the Company's operations and businesses. Interaction with the Business heads and key executives of the Company is also facilitated. Detailed presentations on important policies of the Company is also made to the directors. Direct meetings with the Chairman are further facilitated to familiarize the incumbent Director about the Company/its businesses and the group practices.

#### **9. POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION AND OTHER DETAILS**

The assessment and appointment of Members to the Board is based on a combination of criterion that includes ethics, personal and professional stature, domain expertise, gender diversity and specific qualification required for the position. The potential Board Member is also assessed on the basis of independence criteria defined in Section 149(6) of the Companies Act, 2013 and Regulation 27 of SEBI (LODR) Regulations, 2015.

In accordance with Section 178(3) of the Companies Act, 2013 and Regulation 19(4) of SEBI (LODR) Regulations, 2015, on the recommendations of the Nomination and Remuneration Committee, the Board adopted a remuneration policy for Directors, Key Management Personnel (KMPs) and Senior Management. The Policy is attached a part of Corporate Governance Report.



We affirm that the remuneration paid to the Directors is as per the terms laid down in the Nomination and Remuneration Policy of the Company.

#### **10. DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement of Section 134(3)(c) and 134(5) of the Companies Act, 2013 and on the basis of explanation given by the executives of the Company and subject to disclosures in the Annual Accounts of the Company from time to time, we state as under:

1. That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
2. That the Directors have selected such accounting policies and applied them consistently and made judgment 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;
3. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. That the Directors have prepared the annual accounts on a going concern basis;
5. That the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
6. That the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

#### **11. INVESTOR EDUCATION AND PROTECTION FUND (IEPF)**

Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") read with the relevant circulars and amendments thereto, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund ("IEPF"), constituted by the Central Government.

During the Year, no amount of dividend was unpaid or unclaimed for a period of seven years and therefore no amount/share is required to be transferred to Investor Education and Provident Fund under the Section 125(1) and Section 125(2) of the Act.

#### **12. NAMES OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR**

During the year, under review no Company has become or ceased to become its subsidiaries, joint ventures or associate Company.

#### **13. INFORMATION ABOUT THE FINANCIAL PERFORMANCE / FINANCIAL POSITION OF THE SUBSIDIARIES / ASSOCIATES/ JOINT VENTURES**

During the Financial Year under review, the Company does not have any subsidiaries, joint ventures or associate Companies.

#### **14. ANNUAL RETURN**

As required pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an annual return in MGT 7 is disclosed on the website of the company [www.hindustanbiosciences.in](http://www.hindustanbiosciences.in)

**15. AUDITORS****a. Statutory Auditors**

The members of the Company in accordance with Section 139 of the Companies Act, 2013 have passed a resolution for appointment of M/s. C Ramachandram & Co. Chartered Accountants, Hyderabad (Firm Number 002864S) as Statutory Auditors of the Company for a period of 5 years in the 25th AGM held on 29.09.2017 to hold office up to the conclusion of 30th Annual General Meeting of the Company.

As the term of the Statutory auditors of the company expires in the ensuing Annual General Meeting, M/s. VASG & Associates, Chartered Accountants, Hyderabad (FRN 006070S) being eligible, expressed their willingness to be appointed as the statutory auditors of the company for a period of 5 years i.e. from the conclusion of the ensuing AGM to the conclusion of AGM to be held in the year 2027.

**Statutory Auditors Report**

The Board has duly reviewed the Statutory Auditor's Report on the Accounts for the year ended March 31, 2022 and has noted that the same does not have any reservation, qualification or adverse remarks in the said report. However, the Board decided to further strengthen the existing system and procedures to meet all kinds of challenges and growth in the coming years.

**b. Secretarial Auditor**

Pursuant to the provisions of Section 134(3) (f) & Section 204 of the Companies Act, 2013, the Board has appointed Mr. V.B.S.S. Prasad, Practicing Company Secretary (C.P. No: 4605), has undertaken Secretarial Audit of the Company for financial year ending 31.03.2022. The report of the Secretarial Auditor is enclosed herewith vide **Annexure-I** of this Report.

**Secretarial Audit Report**

The Board has duly reviewed the Secretarial Audit Report for the year ended March 31, 2022 on the Compliances according to the provisions of Section 204 of the Companies Act, 2013.

**c. Cost Auditor**

In terms of the provisions of Section 148 of the Companies Act, 2013, read with Rule 3 & 4 of the Companies (Cost Record and Audit) Rules, 2014 and all other applicable provisions of the Companies Act, 2013, the Cost Audit is not applicable to the Company.

**d. Internal Auditor**

The Company has appointed Mr. G.B.K Viswanadham as an Internal Auditor of the Company for the Financial Year 2021-22.

**16. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT**

There have been no frauds reported by the auditor's u/s 143(12).

**17. INTERNAL AUDIT AND FINANCIAL CONTROLS**

The Company has adequate internal controls consistent with the nature of business and size of the operations, to effectively provide for safety of its assets, reliability of financial transactions with adequate checks and balances, adherence to applicable statutes, accounting policies,

approval procedures and to ensure optimum use of available resources. These systems are reviewed and improved on a regular basis. It has a comprehensive budgetary control system to monitor revenue and expenditure against approved budget on an ongoing basis.

## **18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

The Company has not given loans, Guarantees or made any investments attracting the provisions of Section 186 the Companies Act, 2013 during the year under review.

## **19. RELATED PARTY TRANSACTIONS**

Company has formulated a policy on related party transactions which is also available on Company's website. This policy deals with the review and approval of related party transactions.

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There were no material significant related party transactions made by the Company with the Promoters, Directors, Key Managerial Personnel or the Senior Management which may have a potential conflict with the interest of the Company at large.

Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 in the prescribed Form AOC-2 is appended as **Annexure II** which forms part of this Report.

## **20. DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The particulars as prescribed under Section 134(3) (m) of the Companies Act, 1956, read with Companies (Accounts) Rules, 2014 are enclosed as **Annexure III**.

## **21. COMMITTEES**

### **(I). AUDIT COMMITTEE**

The Audit Committee of the Company is constituted in line with the provisions of Regulation 18(1) of SEBI (LODR) Regulations read with Section 177 of the Companies Act, 2013 are included in the Corporate Governance report, which forms part of this report.

### **(II). NOMINATION AND REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Regulation 19(1) of SEBI (LODR) Regulations read with Section 178 of the Companies Act, 2013 are included in the Corporate Governance report, which forms part of this report.

### **(III). STAKEHOLDERS RELATIONSHIP COMMITTEE**

The Stakeholders Relationship Committee of the Company is constituted in line with the provisions of Regulation 20 of SEBI (LODR) Regulations read with Section 178 of the Companies Act, 2013 are included in the Corporate Governance report, which forms part of this report.

## **22. VIGIL MECHANISM/WHISTLE BLOWER POLICY**

In pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 read with Regulation 22 of SEBI (LODR) Regulations, 2015, a vigil Mechanism for Directors and employees to report genuine concerns has been established. It also provides for necessary safeguards for protection against victimization for whistle blowing in good faith.

Vigil Mechanism Policy has been established by the Company for directors and employees to report genuine concerns pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013. The same has been placed on the website of the Company.

### **23. CORPORATE SOCIAL RESPONSIBILITY (CSR, COMPOSITION OF CSR COMMITTEE AND CONTENTS OF CSR POLICY)**

Section 135 of the Companies Act, 2013 provides the threshold limit for applicability of the CSR to a Company i.e. (a) net worth of the Company to be Rs.500 Crore or more; or (b) turnover of the company to be Rs.1,000 Crore or more; or (c) net profit of the company to be Rs.5 Crore or more. As the Company does not fall under any of the threshold limits given above, the provisions of section 135 are not applicable to the Company.

### **24. PUBLIC DEPOSITS**

Your Company has not accepted any deposits falling within the meaning of Sec.73, 74 & 76 of the Companies Act, 2013 read with the Rule 8(v) of Companies (Accounts) Rules 2014, during the financial year under review.

### **25. SIGNIFICANT & MATERIAL ORDERS PASSED BY COURTS / REGULATORS / TRIBUNALS**

There are no significant and material orders passed by the regulators /courts that would impact the going concern status of the Company and its future operations.

### **26. DISCLOSURE OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS**

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. The Company maintains appropriate system of internal control, including monitoring procedures, to ensure that all assets are safeguarded against loss from unauthorized use or disposition. Company policies, guidelines and procedures provide for adequate checks and balances, and are meant to ensure that all transactions are authorized, recorded and reported correctly.

During the period under review, there is no material or serious observations have been noticed for inefficiency or inadequacy of such controls.

### **27. INSURANCE**

The properties and assets of your Company are adequately insured.

### **28. CREDIT & GUARANTEE FACILITIES**

The Company has not availed any Working Capital facilities and Term Loan from Banks during the year under review.

### **29. SHARE CAPITAL**

The authorized share capital of the Company stands at Rs.11,00,00,000/- divided into 1,10,00,000 equity shares of Rs.10/- each.

The paid-up share capital of the Company stands at Rs. 10,25,08,000/- divided into 1,02,50,800 equity shares of Rs.10/- each.

### **30. CORPORATE GOVERNANCE AND SHAREHOLDERS INFORMATION:**

The Company has implemented all of its major stipulations as applicable to the Company. As stipulated under Regulation 34 read with schedule V of SEBI (LODR) Regulations, 2015, a report on Corporate Governance duly audited is appended as **Annexure IV** for information of

the Members. A requisite certificate from the Secretarial Auditors of the Company confirming compliance with the conditions of Corporate Governance is attached to the Report on Corporate Governance.

### **31. MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT:**

The Management Discussion and Analysis Report, pursuant to Schedule V of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 provides an overview of the affairs of the Company, its legal status and autonomy, business environment, mission & objectives, sectoral and segment-wise operational performance, strengths, opportunities, constraints, strategy and risks and concerns, as well as human resource and internal control systems is appended as **Annexure V** for information of the Members.

### **32. POLICIES:**

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandated the formulation of certain policies for all listed companies. All the policies are available on our website <https://www.hindustanbiosciences.in/investors.html>

### **33. ENVIRONMENTS AND HUMAN RESOURCE DEVELOPMENT:**

Your Company always believes in keeping the environment pollution free and is fully committed to its social responsibility. The Company has been taking utmost care in complying with all pollution control measures from time to time strictly as per the directions of the Government.

We would like to place on record our appreciation for the efforts made by the management and the keen interest shown by the Employees of your Company in this regard.

### **34. STATUTORY COMPLIANCE:**

The Company has complied with the required provisions relating to statutory compliance with regard to the affairs of the Company in all respects.

### **35. STATEMENT SHOWING THE NAMES OF THE TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN AND THE NAME OF EVERY EMPLOYEE AS PER RULE 5(2) & (3) OF THE COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014:**

A table containing the particulars in accordance with the provisions of Section 197(12) of the Act, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as **Annexure VI(a)** to this Report.

A statement showing the names of the top ten employees in terms of remuneration drawn and the name of every employee is annexed to this Annual report as **Annexure VI(b)**.

During the year, NONE of the employees is drawing a remuneration of Rs.1,02,00,000/- and above per annum or Rs.8,50,000/- and above in aggregate per month, the limits specified under the Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

### **36. RATIO OF REMUNERATION TO EACH DIRECTOR**

Under section 197(12) of the Companies Act, 2013, and Rule 5(1) (2) & (3) of the Companies (Appointment & Remuneration) Rules, 2014 read with Schedule V of the Companies Act, 2013 the ratio of remuneration of Managing Director (Mr.Venkata Rama Mohan Raju Jampana) to the median remuneration of the employees is 1.81:100 respectively.

**37. CODE OF CONDUCT COMPLIANCE:**

All Members of the Board and Senior Management have affirmed compliance to the Code of Conduct for the Financial Year 2021-22. A declaration signed by the Managing Director affirming compliance with the Company's Code of Conduct by the Board of Directors and Senior Management for the Financial Year 2021-22 as required under Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is included in the Corporate Governance Report which is appended as **Annexure VII** and forms part of this Report.

**38. MECHANISM FOR EVALUATION OF THE BOARD:**

The Nomination and Remuneration Committee lays down the criteria for performance evaluation of Independent Directors, Board of Directors and Committees of the Board.

The criteria for performance evaluation is based on the parameters like attendance and participation at the meetings of the Board and Committees thereof, contribution to strategic decision making, review of financial statements, business performance.

The evaluation of Board of Directors is performed by the Board after seeking all the inputs from the Directors and the Board Committees by seeking inputs from the Committee members.

The performance evaluation of the individual directors is done by the Nomination and Remuneration Committee.

The performance evaluation of non-independent directors, the Board as a whole and the Chairman is done by a separate meeting of Independent Directors after taking inputs from the Executive directors.

**39. SECRETARIAL STANDARDS:**

The Company is in compliance with the applicable secretarial standards.

**40. EVENT BASED DISCLOSURES:**

During the year under review, the Company has not taken up any of the following activities except as mentioned:

1. Issue of sweat equity share: NA
2. Issue of shares with differential rights: NA
3. Issue of shares under employee's stock option scheme: NA
4. Disclosure on purchase by Company or giving of loans by it for purchase of its shares: NA
5. Buy back shares: NA
6. Disclosure about revision: NA
7. Preferential Allotment of Shares: NA

**41. REDUCTION OF THE SHARE CAPITAL:**

The Proposal for Reduction of Share capital is under the consideration of NCLT, Hyderabad Bench.

**42. CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC):**

There is no application filed for corporate insolvency resolution process, by a financial or operational creditor or by the company itself under the IBC before the NCLT.

**43. CEO/ CFO CERTIFICATION:**

The Managing Director and CFO certification of the financial statements for the year 2021-2022 is annexed in this Annual Report as **Annexure VIII**.

**44. CODE OF CONDUCT FOR THE PREVENTION OF INSIDER TRADING:**

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015 and Amended Regulations 2018. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed, and disclosures to be made while dealing with shares of the Company, as well as the consequences of violation. The policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company securities.

The Insider Trading Policy of the Company covering code of practices and procedures for fair disclosure of unpublished price sensitive information and code of conduct for the prevention of insider trading, is available on our website <https://www.hindustanbiosciences.in>

**45. DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016:**

During the year under review, there were no applications made or proceedings pending in the name of the Company under Insolvency and Bankruptcy Code, 2016.

**46. DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS:**

During the year under review, there has been no one time settlement of loans taken from banks and financial institutions.

**47. ACKNOWLEDGEMENTS:**

Your Directors wish to place on record their appreciation of the contribution made by the employees at all levels, to the continued growth and prosperity of your Company. Your Directors also wish to place on record their appreciation of business constituents, banks and other financial institutions and shareholders of the Company for their continued support for the growth of the Company.

**For and on behalf of the Board of Directors  
Hindustan Bio Sciences Limited**

**Venkata Rama Mohan RajuJampana  
Chairman and Managing Director  
(DIN: 00060800)**

**Place: Hyderabad  
Date: 29-07-2022**



**ANNEXURE-I**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31.03.2022**  
**FORM NO. MR.3**

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

To  
The Members,  
M/s. Hindustan Bio Sciences Limited  
Hyderabad.

1. I have conducted Secretarial Audit pursuant to Section 204 of the Companies Act 2013, on the compliance of applicable Statutory Provisions and the adherence to good corporate practices by M/s. Hindustan Bio Sciences Limited (CIN No: L26942TG1991PLC013564) (hereinafter called as "the Company") during the financial year from 1st April, 2021 to 31st March, 2022. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.
2. The company is engaged in the trading of Drugs & Medicines.
3. Based on my verification of the books, papers, minutes books, forms, returns filed and other records maintained by the Company and also the information and according to the examinations carried out by me and explanations furnished and representations made to me by the company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has during the Audit Period covering the Financial Year ended 31st March, 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.
4. I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. Hindustan Bio Sciences Limited (hereinafter called as "the Company") for the financial year from 1st April 2021 and ended with 31st March, 2022 ("Audit Period") according to the provisions of:
  - i) The Companies Act, 2013 (the Act) and the Rules made there under;
  - ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
  - iii) The Depositories Act, 1996 and the Regulations and bye-laws framed there under;
  - iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and external Commercial Borrowings;
  - v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
    - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; As per the Management representation letter given by the concerned authority of the Company it is confirmed that the Directors, Promoters, Employees, Auditors and the Company Secretary of the Company were not directly or indirectly involved in the trading of Shares of the company during the period under which the trading window was closed.
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
- d) The Securities and Exchange Board of India (Employee Stock Option Scheme) Guidelines 1999.
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008.
- f) The Securities and Exchange Board of India (Registrars to an issue and share transfer agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- h) The Securities and Exchange Board of India (buyback of Securities) Regulations, 1998;
- i) The following other laws as specifically applicable in the view of the Management.
- j) Income Tax act, 1961

As the Company is not having sufficient no. of Workers/ employees to attract other Industrial and Labour laws compliance was not verified.

- 5. I have also examined compliance of:
  - a. the applicable Clauses of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Following non compliances were observed by the BSE Limited
    - In the previous report it was stated that the company had paid the penalties imposed by SEBI/BSE Limited except the penalty of Rs. 4,60,000 imposed under Regulation 17(1) of the LODR Regulations 2015 with regard to constitution of the Board of directors.  
The management had clarified and represented its contention with the BSE Limited stating that the company had strictly complied with the Regulation 17(1) and requested for waiver of the penalty imposed by it.
  - b. the applicable Secretarial Standards
- 6. I further report that, during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. Mentioned above.
  - (i) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018(ICDR) Regulations, 2009 are not applicable, as there being no further issues of any securities.
  - (ii) SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021(ESOS & ESOP) Guidelines, 1999 are not applicable, as there being no schemes of the Company under the said Regulations.Guidelines.
  - (iii) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008/ The Securities and Exchange Board of India (Issue and Listing of Non-Convertible

Securities) Regulations, 2021 SEBI (Issue and Listing of Debt Securities) Regulations, 2008 are not applicable as there being no debt securities, which are listed on any of the recognized stock exchange.

- (iv) SEBI (Delisting of Equity Shares) Regulations, 2009/2021 are not applicable
- (v) SEBI (Buyback of Securities) Regulations, 2018/1998 are not applicable, as there being no instances of buy-back of shares
- (vi) The Ministry of Corporate Affairs has notified applicable Secretarial Standards under the Companies Act 2013, therefore, the same was considered in the Audit.

**7. I further report that:**

- a. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the compositions of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the act.
- b. Adequate Notice is given to all the Directors to Schedule the Board Meetings, agenda and detailed notes on agenda were sent at least 7 days in advance.
- c. There exists a system for seeking and obtaining further information and clarifications on the agenda items before the meeting and meaningful participation at the meeting.
- d. Majority decision is carried through and there were no instances of dissenting members in the Board of Directors.
- e. It is also noted that the Company has an Internal Audit System to constantly monitor the process for efficient compliances.
- f. Required forms were filed with MCA, additional fee paid wherever required.
- 8. I further report that there exist adequate systems and processes in the Company that commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- 9. I further report that during the audit period, there was a proposal for reduction of share capital is under the consideration of Hon'ble NCLT, Hyderabad Bench except that no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc., referred to the above.

VBSS PRASAD  
Practicing Company Secretary  
M.No. 4139  
C.P. No. 4605  
UDIN : F004139D000673271

PLACE: HYDERABAD  
DATE: 23.07.2022

**Annexure to the Secretarial Audit Report**

To

The Members,

**HINDUSTAN BIO SCIENCES LIMITED**

Hyderabad – 500 016

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

1. It is the responsibility of the management of the Company to maintain Secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. My responsibility is to express an opinion on these Secretarial records, Standards and procedures followed by the Company with respect to secretarial compliance.
3. I believe that audit evidence and information obtained from the company's Management is adequate and appropriate for me to provide a basis for my opinion.
4. Wherever required, I have obtained the management's representations about the compliance of laws, rules and regulations and happening of events etc.
5. The secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company

VBSS PRASAD  
Practicing Company Secretary  
M.No. 4139  
C.P. No. 4605  
UDIN : F004139D000673271

PLACE: HYDERABAD

DATE: 23.07.2022

## ANNEXURE-II

## Form AOC-2

Particulars of contracts/arrangements made with related parties

[Pursuant to Clause (h) Sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014- AOC-2]

This form pertains to the disclosure of particulars of contracts/arrangements entered into between the Company with related parties referred to in Sub-Section (1) of Section 188 of the Companies Act, 2013 including arm's length transaction under third proviso thereto.

**A. Details of contracts or arrangements or transactions not at arm's length basis: NIL**

There are no contracts or arrangements or transactions not at arm's length basis.

**B. Details of contracts or arrangement or transactions at arm's length basis:**

Sl. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions:	Duration of the contracts / arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any: Approved by Audit Committee and Board Meeting in last Financial Year:
1.	Not Applicable for the current year	-	-	-	-

**ANNEXURE-III**

The conservation of energy, Technology absorption, Foreign Exchange earnings and outgo pursuant to the provisions of section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014.

**A. DETAILS OF CONSERVATION OF ENERGY**

The operations of the Company are not energy intensive. However, adequate measure have been taken to conserve and reduce the energy consumption by using energy efficient computer monitors and other equipment's, air-conditioners are used only when required and air-conditioned areas have been treated with heat resistant material like sun control film to reduce heat absorption. We believe energy saved is energy produced.

**B. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION**

The company is taking up only marketing activity of certain biotechnology products. So no specific technology absorption is took place.

(i). Foreign Exchange Earnings and Outgo.

Rs. In Lakhs

Particulars	2021-22	2020-21
Foreign exchange earnings	41.75	49.98
Foreign exchange outgo	24.86	-----

**For and on behalf of the Board of Directors  
Hindustan Bio Sciences Limited**

**Place: Hyderabad  
Date: 29-07-2022**

**Venkata Rama Mohan RajuJampana  
Chairman and Managing Director  
(DIN: 00060800)**

**ANNEXURE-IV****CORPORATE GOVERNANCE REPORT**

In accordance with Regulation 34 (3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the report containing the details of Corporate Governance systems and processes at Hindustan Bio Sciences Limited as follows:

Hindustan Bio Sciences Limited is committed to best practices in the area of Corporate Governance. Good governance facilitates effective management and control of business, maintaining a high level of business ethics and optimizing the value for all stakeholders.

The Corporate Governance Structure in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the Senior Management, Employees, etc.

**COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE**

The Company's philosophy on Corporate Governance is backed by Principles of Concern, Commitment, Ethics, Excellence and Learning in all its acts and relationships with Stakeholders, Clients, Associates and Community at large. This philosophy revolves around fair and transparent governance and disclosure practices in line with the principles of Good Corporate Governance. The Corporate Governance Structure in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the Senior Management, Employees, etc. The Company believes that good Corporate Governance is a continuous process and strives to improve the Corporate Governance practices to meet shareholder's expectations.

**DATE OF REPORT**

The information provided in the Report on Corporate Governance for the purpose of unanimity is as on 31st March, 2022. The Report is updated as on the date of the report wherever applicable.

**BOARD DIVERSITY:**

The Company recognizes and embraces the importance of a diverse Board in its success. We believe that a truly diverse Board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender, which will help us retain our competitive advantage. The Board has adopted the Board Diversity Policy which sets out the approach to diversity of the Board of Directors. The Board Diversity Policy is available on our website.

**1. BOARD OF DIRECTORS****A. COMPOSITION OF THE BOARD**

The Company is managed and controlled through a professional body of Board of Directors which comprises of an optimum combination of Executive and Independent Directors headed by the Chairman & Managing Director. As on date of this report, the Board of Directors of the Company has 6 members including one woman director on the Board (including three Non-Executive Independent Directors) with vast experience and knowledge. None of the Directors on the Board is a member of more than 10 committees or Chairman of more than 5 companies across all the Companies in which he/she is a Director.

The Board has been enriched with the advices and skills of the Independent Directors. The composition of the Board of Directors and details of number of Directorships/committee chairmanships/memberships attendance particulars is as under:

Name	Category	Attendance at the AGM held on 21 <sup>st</sup> July 2021	Attendance in Board Meetings		No. of Directorships in other companies		No. of committee positions held in other public companies	
			Held	Present	Chairman	Director	Chairman	Member
Venkata Rama Mohan Raju Jampana	Promoter, Chair person and Managing Director	Yes	5	5	-	3	-	-
Varun Varma Jampana	Promoter Group, Non-Executive and Non-Independent Director	Yes	5	5	-	4	-	-
Uma Jampana	Promoter Group, Non-Executive and Non-Independent Director	Yes	5	5	-	1	-	-
Ramachandra Raju Kalidindi	Non-Executive Independent Director	Yes	5	5	-	-	-	-
Ramachandra Rao Bommaraju	Non-Executive Independent Director	Yes	5	5	-	-	-	-
Mantena Satyanarayana Raju	Non-Executive Independent Director	Yes	5	5	-	3	-	-

**B. A CHART OR A MATRIX SETTING OUT THE SKILLS/EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS:**

Sl.No.	Name of the Director	Core skills/expertise/competencies
1.	Venkata Rama Mohan Raju Jampana	Technical, Finance, Operations and Corporate strategy
2.	Uma Jampana	Administration, Accounting, Legal
3.	Varun Varma Jampana	Technical, Marketing and Business Analyst
4.	Ramachandra Rao Bommaraju	Technical
5.	Ramachandra Raju Kalidindi	Legal and Technical
6.	Mantena Satyanarayana Raju	Operations, Accounting. Legal

**C. DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE**

Mr. Venkata Rama Mohan Raju Jampana, Mrs. Uma Jampana and Mr. Varun Varma Jampana Directors of the company are related to each other by virtue of their relationship as Husband, Wife and Son respectively. Other Directors do not have any inter se relation with each other.

**D. NUMBER OF SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON- EXECUTIVE DIRECTORS:**

None of the non-executive Directors other than Mrs. Uma Jampana (600 Equity Shares) and Mr. Varun Varma Jampana (2,100 Equity Shares) are holding any Shares or Convertible Instruments of the Company.

**E. INDEPENDENT DIRECTORS**

The Company has complied with the definition of Independence as per Regulation 16(1) (b) of the SEBI (LODR), Regulations, 2015 and according to the Provisions of Section 149(6) of the Companies Act, 2013. The Company has also obtained declarations from all the Independent Directors pursuant to Section 149(7) of the Companies Act, 2013.

It is also confirmed that in the opinion of the Board, the Independent Directors fulfill the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

During the year under review, no Independent Director of the Company have resigned before the expiry of his tenure from the Board of Directors of the Company.

**F. INDEPENDENT DIRECTORS' MEETING:**

As per Clause 7 of the Schedule IV of the Companies Act (Code for Independent Directors) and Regulation 25(3) of SEBI (Listing obligation and Disclosure Requirements) Regulation, 2015, a separate meeting of the Independent Directors of the Company (without the attendance of Non-Independent Directors) was held on 30.01.2022, and discussed the following:



1. Evaluation of the performance of Non-Independent Directors and the Board of Directors as whole;
2. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
3. Reviewed the performance of the Chairperson of the Company.

All the Independent Directors of the Company eligible to attend were present at the meeting.

#### **G. FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS:**

As required under Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with Schedule IV of the Companies Act, 2013, the Company regularly familiarizes Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc.

Independent Directors are familiarized about the Company's operations and businesses. Interaction with the Business heads and key executives of the Company is also facilitated. Detailed presentations on important policies of the Company is also made to the directors. Direct meetings with the Chairman is further facilitated to familiarize the incumbent Director about the Company/its businesses and the group practices.

The details of familiarization programme held in FY 2021-22 are also disclosed on the Company's website <https://www.hindustanbiosciences.in>

#### **2. AUDIT COMMITTEE: (Audit Committee constituted in terms of Section 177 of Companies Act, 2013 read with Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

##### **A. BRIEF DESCRIPTION OF TERMS OF REFERENCE:**

The terms of reference of the Audit Committee encompasses the requirements of Section 177 of Companies Act, 2013 and as per Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and, inter alia, includes:

1. Over view of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statement reflects a true and fair position and that sufficient and credible information is disclosed.
2. Recommending the appointment and removal of statutory auditors, internal auditors and cost auditors, fixation of their audit fees and approval for payment of any other services.
3. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding Rs. 100 Crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
4. consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.
5. Review with the management, the annual financial statements and Auditor's Report before submission to the Board with particular reference to;

- (a) Matters required to be included in the directors' responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Act;
- (b) Changes, if any, in accounting policies and practices and reasons for the same;
- (c) Major accounting entries involving estimates based on the exercise of judgment by management;
- (d) Significant adjustments made in the financial statements arising out of audit findings;
- (e) Compliance with listing and other legal requirements relating to financial statements;
- (f) Disclosure of any related party transactions;
- (g) Modified opinion(s) in the draft audit report;
- v. Review of the quarterly financial statements with the management before submission to the board for approval;
- vi. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- vii. Review and monitor statutory auditor's independence and performance and effectiveness of audit process;
- viii. Approval or any subsequent modification of transactions with related parties;
- ix. Scrutiny of inter-corporate loans and investments;
- x. Review of valuation of undertakings or assets of the company wherever it is necessary;
- xi. Evaluation of internal financial controls and risk management systems;
- xii. Review with the management, statutory auditors and the internal auditors about the nature and scope of audits and of the adequacy of internal control systems;
- xiii. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit;
- xiv. discussion with internal auditors of any significant findings and follow up there on;
- xv. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- xvi. discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- xvii. Look into the reasons for any substantial defaults in payment to the depositors, debenture-holders, shareholders (in case of non-payment of declared dividend) and creditors, if any;

- xviii. Review the functioning of the whistle blower mechanism;
- xix. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate
- xx. Review of the following information:
- (a) Management discussion and analysis of financial condition and results of operations;
  - (b) Management letters / letters of internal control weaknesses issued by the statutory auditors;
  - (c) Internal audit reports relating to internal control weaknesses;
  - (d) The appointment, removal and terms of remuneration of the Chief Internal Auditor;
  - (e) Statement of deviations:
    - Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the Listing Regulations.
- xxii Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus in terms of Regulation 32(7) of the Listing Regulations.
- xxii. Carrying out any other function as may be referred to the Committee by the Board. xxii. Authority to review / investigate into any matter covered by Section 177 of the Companies Act, 2013 and matters specified in Part C of Schedule II of the Listing Regulations.
- xxiii. Authority to review / investigate into any matter covered by Section 177 of the Companies Act, 2013 and matters specified in Part C of Schedule II of the Listing Regulations.

## B. COMPOSITION, MEETINGS & ATTENDANCE

There were four (4) Audit Committee Meetings held during the year on 22.04.2021, 06.08.2021, 29.10.2021 and 04.02.2022.

Name	Designation	Category	Number of meetings during the year 2021-2022	
			Held	Attended
Ramachandra Rao Bommaraju	Chairman	Independent, Non-Executive	4	4
Ramachandra Raju Kalidindi	Member	Independent, Non-Executive	4	4
Mantena Satyanarayana Raju	Member	Independent, Non-Executive	4	4

- C. Previous Annual General Meeting of the Company was held on 21st July 2021 and Mr. Ramachandra Rao Bommaraju, Chairman of the Audit Committee attended previous AGM.

## 3. NOMINATION AND REMUNERATION COMMITTEE (Nomination and Remuneration Committee constituted in terms of Section 178 of Companies Act, 2013 read with Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

The terms of reference of the Nomination and Remuneration committee constituted in terms of Section 178 of Companies Act, 2013 and as per Regulation 19 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 are as under:

**A. BRIEF DESCRIPTION OF TERMS OF REFERENCE**

- To approve the fixation/revision of remuneration of Executive Directors of the Company and while approving:
  - a. To take into account the financial position of the Company, trend in the industry, appointee's qualification, experience, past performance, past remuneration etc.
  - b. To bring out objectivity in determining the remuneration package while striking a balance between the interest of the Company and the Shareholders.
- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and /or removal.
- To carry out evaluation of every Director's performance.
- To formulate the criteria for determining qualifications, positive attributes and independence of a director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees.
- For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
  - a. use the services of an external agencies, if required;
  - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - c. consider the time commitments of the candidates.
- To formulate the criteria for evaluation of Independent Directors and the Board.
- To recommend/review remuneration of the Managing Director and Whole-time Director(s) based on their performance and defined assessment criteria.
- Recommend to the board, all remuneration, in whatever form, payable to senior management.
- devising a policy on diversity of board of directors;
- whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- Recommend to the board, all remuneration, in whatever form, payable to senior management.

## B. COMPOSITION OF THE NOMINATION AND REMUNERATION COMMITTEE, MEETINGS & ATTENDANCE

There were one Nomination and Remuneration Committee Meetings held during the financial year on 22-4-2021

Name	Designation	Category	Number of meetings during the year 2021-2022	
			Held	Attended
Ramachandra Rao Bommaraju	Chairman	Independent, Non-Executive	1	1
Ramachandra Raju Kalidindi	Member	Independent, Non-Executive	1	1
Mantena Satyanarayana Raju	Member	Independent, Non-Executive	1	1

## C. REMUNERATION POLICY:

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit.

The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered and individual performance.

## POLICY FOR SELECTION OF DIRECTORS AND DETERMINING DIRECTORS' INDEPENDENCE:

### 1. Scope:

This policy sets out the guiding principles for the Nomination & Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent Directors of the Company.

### 2. Terms and References:

- 2.1 "Director" means a Director appointed to the Board of a Company.
- 2.2 "Nomination and Remuneration Committee means the committee constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2.3 "Independent Director" means a Director referred to in sub-Section (6) of Section 149 of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### 3. Policy:

Qualifications and criteria

- 3.1.1 The Nomination and Remuneration Committee, and the Board, shall review on annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a board with diverse background and experience

that are relevant for the Company's operations.

3.1.2 In evaluating the suitability of individual Board member the NR Committee may take into account factors, such as:

- General understanding of the Company's business dynamics, global business and social perspective;
- Educational and professional background
- Standing in the profession;
- Personal and professional ethics, integrity and values;
- Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.

3.1.3 The proposed appointee shall also fulfill the following requirements:

- shall possess a Director Identification Number;
- shall not be disqualified under the companies Act, 2013;
- shall Endeavour to attend all Board Meeting and Wherever he is appointed as a Committee Member, the Committee Meeting;
- shall abide by the code of Conduct established by the Company for Directors and senior Management personnel;
- shall disclose his concern or interest in any Company or companies or bodies corporate, firms, or other association of individuals including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;
- Such other requirements as any prescribed, from time to time, under the companies Act, 2013, Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other relevant laws.

3.1.4 The Nomination & Remuneration Committee shall evaluate each individual with the objective of having a group that best enables the success of the Company's business.

## **3.2 Criteria of Independence**

3.2.1 The Nomination & Remuneration Committee shall assess the independence of Directors at time of appointment/ re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interest or relationships are disclosed by a Director.

3.2.2 The criteria of independence shall be in accordance with the guidelines as laid down in Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

An independent Director in relation to a Company, means a Director other than a managing Director or a whole-time Director or a nominee Director-

- a. who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;
- b. (i) who is or was not a promoters of the Company or its holding, subsidiary or associate Company or member of the promoter group of the listed entity;  
(ii) who is not related to promoters or Directors of the Company its holding, subsidiary or associate Company
- c. who, apart from receiving director's remuneration, has or had no pecuniary relationship with the Company, its holding, subsidiary or associate Company, or their promoters, or Director, during the three immediately preceding financial year or during the current financial year;
- d. none of whose relative**
- (A) is holding securities of or interest in the listed entity, its holding, subsidiary or associate company during the three immediately preceding financial years or during the current financial year of face value in excess of fifty lakh rupees or two percent of the paid-up capital of the listed entity, its holding, subsidiary or associate company, respectively, or such higher sum as may be specified;
- (B) is indebted to the listed entity, its holding, subsidiary or associate company or their promoters or directors, in excess of such amount as may be specified during the three immediately preceding financial years or during the current financial year;
- (C) has given a guarantee or provided any security in connection with the indebtedness of any third person to the listed entity, its holding, subsidiary or associate company or their promoters or directors, for such amount as may be specified during the three immediately preceding financial years or during the current financial year; or
- (D) has any other pecuniary transaction or relationship with the listed entity, its holding, subsidiary or associate company amounting to two percent or more of its gross turnover or total income:  
Provided that the pecuniary relationship or transaction with the listed entity, its holding, subsidiary or associate company or their promoters, or directors in relation to points (A) to (D) above shall not exceed two percent of its gross turnover or total income or fifty lakh rupees or such higher amount as may be specified from time to time, whichever is lower.
- e. who, neither himself nor any of his relative-
- (i) Holds or has held the position of a key managerial personnel or is or has been employee of the Company or holding, subsidiary or associate Company or any company belonging to the promoter group of the listed entity in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;  
Provided that in case of a relative, who is an employee other than key managerial personnel, the restriction under this clause shall not apply for his / her employment
- (ii) Is or has been an employee or proprietor or a partner, in any of the three financial year immediately preceding the financial year in which he is proposed to be appointed of
- (A) a firm of auditors or Company secretaries in practice or cost auditors of the Company or its holding, subsidiary or associate Company; or

- (B) any legal or a consulting firm that has or had any transaction with the Company, its holding subsidiary or associate Company amounting to ten per cent or more of the gross turnover of more of the gross turnover of such firm;
  - (i) holds together with his relatives two per cent or more of the total voting power of the Company; or
  - (ii) is a chief Executive or Director, by whatever name called, of any non-profit organization that receives twenty-five per cent or more of its receipt from the Company any of its promoters , Directors or its holding subsidiary or associate Company or that holds two per cent or more of the total voting power of the Company; or
  - (iii) is a material supplier, service provider or customer or a lesser or lessee of the Company.
  - f. Shall possess appropriate skills experience and knowledge in one or more field of finance, law management, sales, marketing administration, research, corporate governance, technical operations, corporate social responsibility or this disciplines related to the Company's business.
  - g. Shall possess such other qualifications as may be prescribed from time to time, under the Companies Act, 2013.
  - h. who is not less than 21 years of age
  - i. Who is not a non-independent Director of another company on the Board of which any non-independent director of the listed entity is an independent director.
- 3.2.3 The independent Director shall abide by the "code for independent Directors "as specified in Schedule IV to the companies Act, 2013.

### **3.3 Other Directorships/ Committee Memberships**

- 3.3.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance Accordingly, members should voluntarily limit their Directorships in other listed public limited companies in such a way that it does not interfere with their role as Director of the Company. The NR Committee shall take into account the nature of, and the time involved in a director service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.
- 3.3.2 A Director shall not serve as Director in more than 20 companies of which not more than 10 shall be public limited companies.
- 3.3.3 A Director shall not serve as an independent Director in more than 7 listed companies and not more than 3 listed companies in case he is serving as a whole-time Director in any listed Company.
- 3.3.4 A Director shall not be a member in more than 10 committee or act as chairman of more than 5 committee across all companies in which he holds Directorships.

For the purpose of considering the limit of the committee, Audit committee and stakeholder's relationship committee of all public limited companies, whether listed or not, shall be included and all other companies including private limited companies, foreign companies and companies under Section 8 of the companies Act, 2013 shall be excluded.



**Remuneration policy for Directors, key managerial personnel and other employees:**

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit.

The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered and individual performance.

**Remuneration policy for Directors, key managerial personnel and other employees****1. Scope:**

1.1 This policy sets out the guiding principles for the Nomination and Remuneration committee for recommending to the Board the remuneration of the Directors, key managerial personnel and other employees of the Company.

**2. Terms and Reference:**

In this policy the following terms shall have the following meanings:

2.1 "Director" means a Director appointed to the Board of the Company.

2.2 "key managerial personnel" means

(i) The Chief Executive Officer or the managing Director or the manager;

(ii) The Company Secretary;

(iii) The Whole-time Director;

(iv) The Chief Financial Officer; and

(v) Such other office as may be prescribed under the companies Act, 2013

2.3 "Nomination and Remuneration committee" means the committee constituted by Board in accordance with the provisions of Section 178 of the companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**3. Policy:****3.1 Remuneration to Executive Director and key managerial personnel**

3.1.1 The Board on the recommendation of the Nomination and Remuneration (NR) committee shall review and approve the remuneration payable to the Executive Director of the Company within the overall approved by the shareholders.

3.1.2 The Board on the recommendation of the NR committee shall also review and approve the remuneration payable to the key managerial personnel of the Company.

3.1.3 The remuneration structure to the Executive Director and key managerial personnel shall include the following components:

(i) Basic pay

(ii) Perquisites and Allowances

(iii) Stock Options

- (iv) Commission (Applicable in case of Executive Directors)
- (v) Retrial benefits
- (vi) Annual performance Bonus

3.1.4 The Annual plan and Objectives for Executive committee shall be reviewed by the NR committee and Annual performance bonus will be approved by the committee based on the achievement against the Annual plan and Objectives.

### **3.2 Remuneration to Non – Executive Directors**

- 3.2.1 The Board, on the recommendation of the NR Committee, shall review and approve the remuneration payable to the Non – Executive Directors of the Company within the overall limits approved by the shareholders as per the provisions of the Companies Act.
- 3.2.2 Non – Executive Directors shall be entitled to sitting fees attending the meetings of the Board and the Committees thereof. The Non- Executive Directors shall also be entitled to profit related commission in addition to the sitting fees.

### **3.3. Remuneration to other employees**

- 3.3.1. Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

## **D. MECHANISM FOR EVALUATION OF THE BOARD**

Evaluation of all Board members is performed on an annual basis. The evaluation is performed by the Board, Nomination and Remuneration Committee and Independent Directors with specific focus on the performance and effective functioning of the Board and Individual Directors.

In line with Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004, dated January 5, 2017 and the Companies Amendment Act, 2017 the Company adopted the recommended criteria by Securities and Exchange Board of India.

The Directors were given six Forms for evaluation of the following:

- (i) Evaluation of Board;
- (ii) Evaluation of Committees of the Board;
- (iii) Evaluation of Independent Directors;
- (iv) Evaluation of Chairperson;
- (v) Evaluation of Non-Executive and Non-Independent Directors; and
- (vi) Evaluation of Managing Director.

The Directors were requested to give following ratings for each criteria:

1. Could do more to meet expectations;
2. Meets expectations; and
3. Exceeds expectations.

The Directors have sent the duly filled forms to Nomination & Remuneration committee. Based on the evaluation done by the Directors, the Committee has prepared a report and submitted the Evaluation Report. Based on the report, the Board of Directors has informed the rankings to each Director and also informed that the performance of Directors is satisfactory and they are recommended for continuation as Directors of the Company.

#### **E. REMUNERATION TO DIRECTORS**

<b>Name of the Director</b>	<b>Remuneration (Rs)</b>	<b>Sitting Fee (Rs)</b>	<b>Total (Rs)</b>	<b>No. of Shares held</b>
Venkata Rama Mohan Raju Jampana	6,00,000	–	6,00,000	9,62,091
Uma Jampana	--	12,500	12,500	600
Varun Varma Jampana	--	--	--	2,100
Ramachandra Rao Bommaraju	--	12,500	12,500	--
Ramachandra Raju Kalidindi	--	12,500	12,500	--
Mantena Satyanarayana Raju	-	12,500	12,500	--

Except for the remuneration details mentioned above, there are is no other pecuniary relationship or transactions of the non-executive directors vis-à-vis the listed entity in terms of salary, benefits, bonuses, stock options, pension, fixed component and performance linked incentives.

**WEB LINK FOR CRITERIA OF MAKING PAYMENTS TO NON-EXECUTIVE DIRECTORS:**  
<https://www.hindustanbiosciences.in>

**4. STAKEHOLDERS RELATIONSHIP COMMITTEE:** (Stakeholders Relationship Committee constituted in terms of Section 178(5) of Companies Act, 2013 read with Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

**A. BRIEF DESCRIPTION OF TERMS OF REFERENCE:** The Committee's role includes:

- i. Resolving the grievances of the security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc;
- ii. Review of measures taken for effective exercise of voting rights by shareholders;
- iii. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;

- iv. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company;
- v. Such other matter as may be specified by the Board from time to time.
- vi. Authority to review / investigate into any matter covered by Section 178 of the Companies Act, 2013 and matters specified in Part D of Schedule II of the Listing Regulations.

During the Financial Year, One Stakeholders' Relationship Committee Meeting was held on 22-04-2021.

#### A. COMPOSITION AND ATTENDANCE FOR MEETINGS:

Name	Designation	Category	Number of meetings during the year 2021-2022	
			Held	Attended
Ramachandra Rao Bommaraju	Chairman	Independent, Non-Executive	1	1
Ramachandra Raju Kalidindi	Member	Independent, Non-Executive	1	1
Mantena Satyanarayana Raju	Member	Independent, Non-Executive	1	1
Varun Varma Jampana	Member	Non-Independent, Non-Executive	1	1

#### B. NAME AND DESIGNATION OF COMPLIANCE OFFICER

Mrs. Kamala Kumar Tamada, Company Secretary of the Company is the Compliance Officer of the Company till 30-04-2022.

Mrs. Mansa Thakur was appointed as the Company Secretary-cum-compliance Officer of the company with effect from 01-05-2022 in place of Mrs. Kamala Kumar Tamada.

INVESTOR COMPLAINTS	
Particulars	Financial Year ended 31.03.2022
Pending at the beginning of the year	Nil
Received during the year	Nil
Disposed of during the year	Nil
Remaining unresolved at the end of the year	Nil

## 5. GENERAL BODY MEETINGS

### A. LOCATION, DATE AND TIME OF LAST THREE AGMS AND SPECIAL RESOLUTIONS THEREAT AS UNDER:

Financial Year	Date	Time	Venue	Special Resolution Passed
2018-2019	30.09.2019	10:00 A.M	H.No.8-2-269/S Plot No 31 Sagar Society Rod, No 2, Banjara Hills, Hyderabad- 500034.	Yes
2019-2020	30.09.2020	10:00 A.M	Video Conference (VC)/ Other Audio- Visual Means (OAVM)	Yes
2020-2021	21.07.2021	10:00 A.M	Video Conference (VC)/ Other Audio- Visual Means (OAVM)	Yes

No Extra-ordinary General Meetings/ Postal ballot was held during the year 2021-22.

## 6. DISCLOSURES

### A. MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS:

During the year under review, the Company had not entered in to any materially significant transaction with any related party. During the year, the Company had not entered into any other contract/arrangement/transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions that may have potential conflict with the interests of the Company at large. All the related party transactions during the year are in the ordinary course of business and on arm's length basis.

The policy on related party transactions is available in the Company's website i.e. [www.hindustanbiosciences.in](http://www.hindustanbiosciences.in).

### B. DETAILS OF NON-COMPLIANCE BY THE LISTED ENTITY, PENALTIES, STRICTURES IMPOSED ON THE LISTED ENTITY BY STOCK EXCHANGE(S) OR THE BOARD OR ANY STATUTORY AUTHORITY, ON ANY MATTER RELATED TO CAPITAL MARKETS, DURING THE LAST THREE YEARS:

There are no penalties imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to capital markets, during the last three years except the following:

Sl. No.	Particulars	Penalties Imposed by	Amount
1.	Regulation 23(9) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	BSE Limited	4,25,000
2.	**Regulation 17(1) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	BSE Limited	4,60,000
3.	Regulation 31 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	BSE Limited	17,700/-
4.	Regulation 34 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	BSE Limited	--
5.	Regulation 27 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	BSE Limited	--

\*\* The company however made a clarification on inadvertently imposing the Penalty and the decision for the same is pending with BSE Limited.

#### **C. WHISTLE BLOWER POLICY/VIGIL MECHANISM:**

The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism as defined in Regulation 22 of SEBI (LODR) Regulations 2015 and in terms of Section 177 of the Companies Act, 2013

With a view to adopt the highest ethical standards in the course of business, the Company has a whistle blower policy in place for reporting the instances of conduct which are not in conformity with the policy. Directors, employees, vendors or any person having dealings with the Company may report non-compliance to the Chairman of the Audit Committee, who reviews the report. Confidentiality is maintained of such reporting and it is ensured that the whistle blowers are not subjected to any discrimination. No person has been denied access to the Chairman of the Audit Committee.

#### **D. DISCLOSURE OF COMMODITY PRICE RISKS OR FOREIGN EXCHANGE RISK AND COMMODITY HEDGING ACTIVITIES**

The Company doesn't consume large quantities of commodities in its manufacturing activities. Hence the Company is not materially exposed to commodity price risks or foreign exchange risk nor does the company do any commodity hedging.

#### **E. DETAILS OF UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT OR QUALIFIED INSTITUTIONS PLACEMENT.**

During the year under review, no issue of shares was made either by way of preferential allotment/Qualified Institutional Placement/Rights Issue or by any other ways.

#### **F. CERTIFICATE FROM PRACTICING COMPANY SECRETARY**

The Company has obtained certificate from Practicing Company Secretary that none of the Directors on the Board of the Company are debarred or disqualified from being appointed or

continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such authority. And the Certificate to this effect, duly signed by the Practicing Company Secretary is annexed to this Report as **Annexure-IX**.

**G. RECOMMENDATIONS OF COMMITTEES**

The Board has accepted and acted upon all the recommendations by the Audit & Nomination and Remuneration Committees.

**H. TOTAL FEES FOR ALL SERVICES PAID BY THE COMPANY, ON A CONSOLIDATED BASIS, TO THE STATUTORY AUDITOR.**

The fees paid by the Company to its statutory Auditors is Rs. 60,000 P.A.

**I. DISCLOSURE IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.**

The following is the summary of sexual harassment complaints received and disposed during the calendar year.

- No. of complaints received during the financial year: Nil
- No. of complaints disposed off during the financial year: Nil
- No. of complaints pending at the end of the financial year: Nil

**J. DISCLOSURE BY LISTED ENTITY AND ITS SUBSIDIARIES OF 'LOANS AND ADVANCES IN THE NATURE OF LOANS TO FIRMS/COMPANIES IN WHICH DIRECTORS ARE INTERESTED BY NAME AND AMOUNT: Nil**

**K. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT.**

The company has complied with the requirement of Corporate Governance Report of sub-paras (2) to (10) of Schedule-V of the Securities Exchange Board of India (LODR) Regulations, 2015.

**L. ADOPTION OF DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II OF SEBI (LODR) REGULATIONS, 2015.**

The company has adopted discretionary requirements to the extent of Internal Auditors reporting to the Audit Committee.

**M. DISCLOSURE OF COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATIONS 17 TO 27 AND CLAUSES (b) TO (i) OF SUB-REGULATION (2) OF REGULATION 46 ARE AS FOLLOWS:**

Regulation	Particulars	Compliance Status
17	Board of Directors	Yes
18	Audit Committee	Yes
19	Nomination and Remuneration Committee	Yes
20	Stakeholders Relationship Committee	Yes

21	Risk Management Committee	NA
22	Vigil Mechanism	Yes
23	Related Party Transactions	Yes
24.	Corporate Governance requirements with respect to subsidiary of Listed company	NA
25	Obligations with respect to Independent Directors	Yes
26	Obligations with respect to Directors and Senior Management	Yes
27	Other Corporate Governance Requirements	Yes
46 (2)(b) to (i)	Website	Yes

#### **N. CODE OF CONDUCT**

The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management of the Company. Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the Company.

#### **O. DECLARATION ON CODE OF CONDUCT FOR THE YEAR 2021-22.**

This is to confirm that the Board has laid down a code of conduct for all Board members and senior management personnel of the Company. The code of Conduct has also been posted on the website of the Company. It is further confirmed that all Directors and senior management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the Financial Year ended on March 31, 2022 as envisaged in Regulation 26(3) of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015

#### **P. MD/ CFO Certification**

The Managing Director / CFO certification of the financial statements as specified in Regulation 17(8) read with Part B of Schedule II of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the Financial Year 2021-2022 is provided as **Annexure-VIII**.

#### **Q. COMPLIANCE WITH THE MANDATORY REQUIREMENTS AND ADOPTION OF THE NON-MANDATORY REQUIREMENTS OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

All mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been appropriately complied with and the status of non-mandatory requirements is given below:

The Company has an Executive Chairman and the Board is having required number of Independent directors.

The Financial Statements are free from any Audit Qualifications.



**9. MEANS OF COMMUNICATION:**

- i. The Board of Directors of the Company approves and takes on record the quarterly, half yearly and yearly financial results in the Performa prescribed by Regulation 33 of SEBI (LODR), Regulations, 2015 within forty-five days/sixty days of the close of the respective period.
- ii. The approved financial results are forthwith sent to the Stock Exchange and are published in the newspapers namely, The Business Diary and Prajapalana within forty-eight hours of approval thereof.
- iii. As the Company's quarterly/half yearly financial results are uploaded on Company's website <https://www.hindustanbiosciences.in>.

**8. GENERAL SHAREHOLDERS INFORMATION:**

<ul style="list-style-type: none"> <li>● Company Registration Details</li> </ul>	<p>The Company is registered in the State of Telangana, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is</p> <p>L26942TG1991PLC013564.</p>
<ul style="list-style-type: none"> <li>● Annual General Meeting date, time &amp; Venue:</li> </ul>	<p>Date: 30.09.2022</p> <p>Time: 10:00 A.M</p> <p>Venue: Registered Office</p>
<ul style="list-style-type: none"> <li>● Financial Calendar</li> </ul>	<p>1<sup>st</sup> April to 31<sup>st</sup> March.</p>
<ul style="list-style-type: none"> <li>● Dividend payment date</li> </ul>	<p>--</p>
<ul style="list-style-type: none"> <li>● Date of Book Closure</li> </ul>	<p>24.09.2022 to 30.09.2022 (both days inclusive)</p>
<ul style="list-style-type: none"> <li>● Tentative Schedule for considering Financial Results:</li> </ul>	
<p>For the Quarter ending June,2022</p>	<p>29.07.2022</p>
<p>For the Quarter ending September, 2022</p>	<p>October/ November, 2022</p>
<p>For the Quarter ending December,2022</p>	<p>January/ February, 2023</p>

	For the Quarter/year ending March,2023	April/ May, 2023
•	Name and address of each stock exchange(s) at which the Company's securities are listed	BSE Limited PhirozeJeejeebhoy Towers Dalal Street, Mumbai 400 023
•	Confirmation of Payment of annual listing fees to stock exchanges	Paid to BSE, where the shares of the Company are listed
•	Scrip Code	532041
•	ISIN Number for NSDL & CDSL	<b>INE597C01013</b>
•	In case the securities are suspended from trading, the directors report shall explain the reason thereof	The securities of the Company are not suspended from trading by the Stock Exchanges.
•	Plant Locations/Branch Office	--
•	Address for correspondence/ Investor Correspondence / Query on Annual Report, etc:	Plot No.31, SagarSociety, RoadNo.2, Banjarahills, Hyderabad-500034. Ph.No: 23555161, Fax: 40205171 Email: pharma.hindustanbio@gmail.com
•	List of all Credit Ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad.	Since the Company has not issued any Debt Instruments or Fixed Deposit Programme, therefore company has not obtained any Credit Ratings during the Financial Year.

**A. Registrars & Transfer Agents:**

M/s. Venture Capital & Corporate Investments Private Limited.  
 Address: 12-10-167, Bharat Nagar, Hyderabad –50001  
 Email: info@vccilindia.com

**B. Share Transfer System:**

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, securities can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. Further, SEBI had fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in dematerialised mode. The requests for effecting transfer/transmission/ transposition of securities shall not be processed unless the securities are held in the dematerialised form. Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form.

**C. Market price data:**

Monthly High/Low of market price of the Company's shares traded on the BSE Limited.

S. No.	Month	High (Rs.)	Low (Rs.)
1	April, 2021	3.90	2.62
2	May, 2021	5.01	3.70
3	June, 2021	4.42	3.61
4	July, 2021	4.45	3.41
5	August, 2021	4.43	2.90
6	September, 2021	4.09	3.22
7	October, 2021	4.60	3.42
8	November, 2021	4.28	3.50
9	December, 2021	5.41	3.79
10	January, 2022	5.96	3.62
11	February, 2022	5.19	2.99
12	March, 2022	5.18	4.21

**D. SHAREHOLDING PATTERN AS ON 31ST MARCH, 2022:**

Category code	Category of Shareholder	Total Number of shares	% of share holding	Shares pledged or otherwise encumbered	
				Number of Shares	As a percentage
(A)	Shareholding of Promoter and Promoter Group				
(1)	Indian				
a.	Individuals/Hindu Undivided Family	9,64,791	9.41	--	--
b.	Central Government/State Government(s)	--	--	--	--
c.	Bodies Corporate	2,84,815	2.78	--	--
d.	Financial Institutions/Banks	--	--	--	--
	Others :-	--	--	--	--
e.	Mutual Funds	--	--	--	--
f.	Trusts	--	--	--	--
	Sub Total (A)(1)	12,49,606	12.19	--	--
(2)	Foreign				
a.	Individuals (Non Resident Individuals/Foreign Individuals)	--	--	--	--
b.	Bodies Corporate	--	--	--	--
c.	Institutions	--	--	--	--
	Others :-	--	--	--	--
d.	Overseas Corporate Bodies	--	--	--	--
	Sub Total (A)(2)	--	--	--	--
	Total Shareholding of Promoter and Promoter Group	12,49,606	12.19	--	--
	(A)=(A)(1)+(A)(2)	12,49,606	12.19	--	--

(B)	Public Shareholding	--	--	--	--
(1)	Institutions	--	--	--	--
a.	Mutual Funds/UTI	--	--	--	--
b.	Financial Institutions/Banks			--	--
c.	Central Government/State Government(s)	--	--	--	--
d.	Venture Capital Funds	--	--	--	--
e.	Insurance Companies	--	--	--	--
f.	Foreign Institutional Investors	--	--	--	--
g.	Foreign Venture Capital Investors	--	--	--	--
h.	Foreign Companies	--	--	--	--
	Sub Total (B)(1)			--	--
(2)	Non-Institutions			--	--
a.	Bodies Corporate	2,56,443	2.50	--	--
b.	Individuals			--	--
	i)Individual shareholders holding nominal share capital up to Rs.2 lakh	6433951	62.77	--	--
	ii)Individual shareholders holding nominal share capital in excess of Rs.2 lakh	21,46,575	20.94	--	--
c.	Any Others : -			--	--
	i) Non-Resident Individuals	1,48,681	1.45	--	--
	ii) Overseas Corporate Bodies	--	--	--	--
	iii)Trusts	1,500	--	--	--
	iv)Employees	--	--	--	--
	v)Clearing Members	14,044	0.14	--	--

	vi) Foreign Nationals	--	--	--	--
	vii) NBFCs registered with RBI	--	--		
	viii) IEPF				
	Sub Total (B)(2)	90,01,194	87.81	--	--
	Total Public Shareholding (B)=(B)(1)+(B)(2)	90,01,194	87.81	--	--
	Total (A)+(B)	<b>1,02,50,800</b>	<b>100</b>	--	--
(C)	Shares held by Custodians and against Depository Receipts have been Issued	--	--	--	--
	Grand Total (A)+(B)+(C)	<b>1,02,50,800</b>	<b>100</b>	--	--

**E. Distribution of Shareholding as on 31.03.2022**

SL. NO.	No. of equity Shares held	No. of Shareholders	%	No. of Shares	%
1	Upto - 5000	6245	71.15	1132732	11.05
2	5001 - 10000	1201	13.68	1071755	10.46
3	10001 - 20000	629	7.17	1018678	9.94
4	20001 - 30000	248	2.83	656829	6.41
5	30001 - 40000	105	1.20	385314	3.76
6	40001 - 50000	102	1.16	493355	4.81
7	50001 - 100000	145	1.65	1094916	10.68
8	100001 and above	102	1.16	4397221	42.90
	<b>TOTAL</b>	<b>8777</b>	<b>100.00</b>	<b>10250800</b>	<b>100.00</b>

**F. DEMATERIALIZATION & LIQUIDITY OF SHARES:**

Dematerialization and Liquidity of Shares:

Trading in Company’s shares is permitted only in dematerialized form for all investors.. Investors are therefore advised to open a demat account with a Depository participant of their choice to trade in dematerialized form.

<b>Mode</b>	<b>No. of shares</b>	<b>% of total paid up</b>
CDSL	5240558	51.12
NSDL	5001936	48.80
Physical	8306	0.08
<b>Total</b>	<b>10250800</b>	<b>100.00</b>

G. There are no outstanding global depository receipts or American Depository Receipts likely to impact on the Equity.

**PERFORMANCE IN COMPARISON TO BROAD-BASED INDICES SUCH AS BSE SENSEX, CRISIL INDEX ETC**



**For and on behalf of the Board of Directors  
Hindustan Bio Sciences Limited**

**Venkata Rama Mohan RajuJampana  
Chairman and Managing Director  
(DIN: 00060800)**

**Place: Hyderabad  
Date: 29-07-2022**

**INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE**

To

The Members

Hindustan Bio Sciences Limited

We, C. RAMACHANDRAM & CO., Chartered Accountants the Statutory Auditors of Hindustan Bio Sciences Limited ('the Company') have examined the compliance of the conditions of Corporate Governance by for the Company for the year ended on March 31, 2022, as stipulated under Regulations 17 to 27, clauses (b) to (i) of Regulation 46 (2) and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

**Managements' Responsibility**

The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

**Auditor's Responsibility**

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

We have examined the books of accounts and other relevant records and documents maintained by the company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the company.

We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on certification of Corporate Governance issued by the Institute of the Chartered Accountants of India ("ICAI"), the standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or certificates for special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the code of Ethics issued by the ICAI.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Controls for Firms that Perform Audits and Reviews of Historical Financial Information, and other Assurance and Related Services Engagements.

**Opinion**

Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of Listing Regulations during the year ended March 31, 2022.

We 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 C. RAMACHANDRAM & CO**  
**Chartered Accountants**  
**Firm Registration No. 002864S**

**N MADHUSUDAN REDDY**  
**Partner**  
**Membership No. 241624**  
**UDIN:22241624AJTQL6159**

**Place: Hyderabad**  
**Date: May 27, 2022**



## ANNEXURE-V MANAGEMENT DISCUSSION AND ANALYSIS

### Industry structure and developments

Human Recombinant Erythropoietin being imported into India is facing tough competition from Indian manufacturers owing to the drop-in rupee value against the US dollar. The company could not import any quantities from China owing the pandemic. Our business has hit rock bottom due to covid and multiple lockdowns similarly there was a huge decline in our exports.

### Performance

#### Segment-wise or product-wise performance

The company has been exporting formulations to Srilanka and creating a decent revenue, but due to socioeconomic crisis in Srilanka our exports also declined.

We couldnt Import Erythropoietin into country from January 2020 due to huge costs in logistics and various lockdowns in both India and China.

### Outlook

During the year under review, the business operations of the company are effected to large extent, we could not promote sales in the year. Due to Lockdown in both China and in India, the company couldnot import any quantities from January, 2020 after the lockdown due to huge costs in logistics we could not import the product and also couldnot sell some of the imported stocks from previous year as the costs of transporting cold chain product has increased abnormally and the logistics companies couldnot deliver within the stipulated time and simultaneously we had to dispose off / write off some of the quantities due to expiry.

The company has already applied for renewal of the License which expired in April 2022 but very concerned about the timely renewal of the same as the process is going in very slow pace due to lots of pending files from two years in Delhi (DCGI). Further we are afraid we cannot renew all the strengths of Erythropoietin as the DCGI has increased the renewal fee drastically to US\$15000 per strength.

### Risks and concerns

- 1) The cost and time for getting approval for new products has become unpredictable and time consuming with no guarantee that the company will get approval
- 2) DCGI insists on clinical trials for every product, even though the products are used and marketed in many developed countries post clinical trials there. The cost of clinical trials is very high and time consuming thus reducing the competitiveness of the product in terms of price.
- 3) DCGI insists testing of all the import consignments of r-DNA products the testing fee of each batch is very high and the test report takes 100 days due to which there is a huge gap in Import and sales which resulted in increase in expenses (in stock maintenance) and decrease of sales revenue.

**Internal control systems and their adequacy**

The internal control systems are adequate to the size and nature of operations of the company.

**Discussion on financial performance with respect to operational performance**
**Material developments in Human Resources / Industrial Relations front, including number of people employed**

Our Company continues to have cordial relations with its employees and other stakeholders.

**Key Financial Ratios:**

Ratios	Numerator	Denominator	Year ended 31 <sup>st</sup> March 2022	Year ended 31 <sup>st</sup> March 2021	% of Variance
Current Ratios	Current Assets	Current Liabilities	0.48	0.72	33
Debt - Equity Ratio	Debt	Net Worth	NA	NA	NA
Debt Service Coverage Ratio	Earnings before depreciation, interest and tax	Interest expense + Principal repayment	NA	NA	NA
Return on Equity Ratio (ROE)	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	-0.49	-0.53	7
Inventory turnover ratio	Sales of Goods	Average Inventory	NA	NA	NA
Trade Receivables turnover ratio	Sales of Goods	Average Trade Receivable	0.78	1.01	23
Trade payables turnover ratio	Purchases +Other expenses and Additions to PPE	Average Trade Payables	4.89	2.41	103
Net capital turnover ratio	Sales of Goods	current assets - current liabilities	-0.75	-2.58	71 <sup>(d)</sup>
Net profit ratio	Net profit	Sales of Services	-1.19	-0.93	29 <sup>(e)</sup>
Return on Capital employed	Earnings before interest and taxes	Average Capital Employed	-0.49	-0.54	9
Return on Investments	Income generated from Deposit	Average value of Deposits	NA	NA	NA

**DISCLOSURE OF ACCOUNTING TREATMENT:**

The Company has complied with the appropriate accounting policies and has ensured that they have been applied consistently. There have been no deviations from the treatment prescribed in the Accounting Standards notified under Section 133 of the Companies Act, 2013.

**For and on behalf of the Board  
For Hindustan Bio Sciences Limited**

**Place: Hyderabad  
Date:29-07-2022**

**Venkata Rama Mohan RajuJampana  
Chairman and Managing Director  
DIN:00060800**

**ANNEXURE-VI(A)**
**DETAILS OF REMUNERATION AS REQUIRED UNDER SECTION 197 (12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 (1) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.**

As required under the provisions of Section 197 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee of the Company is drawing salary of more than Rs. 1.02 Crore (Rupees One Crore Two Lakhs) per financial year or Rs. 8.5 Lakhs (Eight Lakh Fifty Thousand) per month, as the case may be for the year ended 31st March 2022.

A. The ratio of remuneration of each director (including the sitting fees to Independent Directors) to the median remuneration of the employees of the company for the financial year.

Sl.No	Disclosure requirement	Disclosure Details	
i.	Ratio of Remuneration of each Director to the median remuneration of the employees of the Company for the financial year:	Managing Director	Ratio to median remuneration
		Rs.600000/-	1.81:1
ii.	Percentage increase in the remuneration of each Director, Chief Financial Officer, Company Secretary or Manager, if any, in the financial year	Directors, KMP	% increase in remuneration in the financial year
		Venkata Rama Mohan RajuJampana	Nil
		Kamala Kumar Tamada	Nil
		SeshavataramGoli	Nil
iii	The percentage increase in the median remuneration of employees in the financial year	Nil	
iv	The number of employees on the rolls of the company	6*	

\* Mr. M. Gnaneshwar worked for the company for a period of 2 months as an office boy during the year under review.

V	Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and details if there are any exceptional circumstances for increase in the managerial remuneration	No increase in salaries during the year
Vi	Affirmation that the remuneration is as per the remuneration policy of the company.	The Company is in compliance with its remuneration policy.

**ANNEXURE-VI(B)**
**LIST OF TOP 10 EMPLOYEES:**
**IN TERMS OF REMUNERATION DRAWN AS PER RULE 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:**

Sl. no	Name of the Employee	Designation of the Employee	Remuneration Received	Nature of Employment whether Contractual or Otherwise	Qualifications and Experience of the Employee	date of commencement of employment	Age of the employee	last Employment held by the Employee before joining the company	percentage of equity shares held by the employee in the company	whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager
1	J V R Mohan Raju	Managing Director	600000	permanent	B.Com	10-06-2000	64 years	-	9.39	
2	T Kamala Kumar	Company Secretary	240000	permanent	C.S	01-11-2018	42 years	-	Nil	No
3	G Seshavatharam	Manager - Accounts	576000	permanent	M.Com	01-06-2001	67 years	-	Nil	No
4	P Uma Lakshmi	Sale Manager	360000	permanent	B.Com	01-01-2001	44 years	-	0.757	No
5	G B K Viswanadham	Internal Auditor	302400	permanent	B.A	01-01-2001	53 years	-	0.06	No
6	V Srinivas	Office Assistant	259200	permanent	Intermediate	01-01-2001	46 years	-	0.004	No

**ANNEXURE-VII**
**DECLARATION BY THE MANAGING DIRECTOR ON CODE OF CONDUCT AS REQUIRED BY SCHEDULE V OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

I, Venkata Rama Mohan RajuJampana, Chairman and Managing Director of the Company hereby declare that all the members of Board of Directors and Senior Management Personnel have affirmed compliance with Code of Conduct, as applicable to them, in respect of the Financial Year 2021-2022.

**For and on behalf of the Board of Directors  
Hindustan Bio Sciences Limited**

**Venkata Rama Mohan RajuJampana  
Chairman and Managing Director  
(DIN: 00060800)**

**Place: Hyderabad  
Date: 29-07-2022**

**ANNEXURE-VIII****CERTIFICATE BY THE MANAGING DIRECTOR AND CFO OF THE COMPANY**

To

The Board of Directors

Hindustan Bio Sciences Limited

Dear Sirs,

As required under Regulation 17(8) read with Part B, Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we state that:

1. We have reviewed the financial statements and the cash flow statement for the Financial Year ended 31st March, 2022 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 affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. There are, to the best of my 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. We accept responsibility for establishing and maintaining internal controls, I have evaluated the effectiveness of the internal control systems of the company and I have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which I was aware and the steps that I have taken or propose 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 of any employee having a significant role in the company's internal control system.

**For and on behalf of the Board  
For Hindustan Bio Sciences Limited**

**Place: Hyderabad  
Date: 29.07.2022**

**Venkata Rama Mohan Raju Jampana  
Chairman and Managing Director  
DIN:00060800**

**Seshavataram Goli  
CFO**

**Annexure IX****CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

**(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To

The Members of  
M/s. Hindustan Bio Sciences Limited  
Plot No.31, Sagar Society, Road No.2,  
Banjarahills Hyderabad TG 500034

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Hindustan Bio Sciences Limited having CIN L26942TG1991PLC013564 and having registered office at Plot No.31, Sagar Society, Road No.2, Banjarahills Hyderabad TG 500034 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

<b>Sr. No.</b>	<b>Name of Director</b>	<b>DIN No.</b>	<b>Date of appointment in the Company</b>
1.	VENKATA RAMA MOHAN RAJU JAMPANA	00060800	10/06/2000
2.	VARUN VARMA JAMPANA	00515430	30/07/2012
3.	MANTENA SATYA NARAYANA RAJU	00515406	30/09/2010
4.	RAMACHANDRA RAO BOMMARAJU	00758638	30/07/2005
5.	UMA JAMPANA	00912376	30/10/2007
6.	RAMACHANDRA RAJU KALIDINDI	02699488	30/09/2009

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**VBSS PRASAD**  
**Practicing Company Secretary**  
**M.No. 4139**  
**C.P. No. 4605**  
**UDIN : F004139D000395431**

**Place: Hyderabad**  
**Date : 26-05-2022**



## DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

As per Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company hereby discloses the details of unpaid/unclaimed dividend and the respective share thereof as follows:

Aggregate No. of Shareholders and the outstanding shares in the suspense account at the beginning of the year.	No. of shareholders who approached the company for transfer of shares from suspense account during the year.	No. of shareholders to whom shares were transferred from suspense account during the year.	Aggregate No. of Shareholders and the outstanding shares in the suspense account at the end of the year.
NIL	NIL	NIL	NIL

Voting Right on these shares shall remain frozen till the rightful owner of such shares claims the shares.

**INDEPENDENT AUDITOR'S REPORT**

To the Members of M/s Hindustan Bio Sciences Limited

Report on the Audit of the Financial Statements

**Opinion**

We have audited the accompanying financial statements of M/s. Hindustan Bio Sciences Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income) and the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

S. No.	Key Audit Matter	Auditor's Response
1.	<p>Adoption of Ind AS 115 Revenue from Contracts with Customers</p> <p>The Company recognizes revenue based on the terms of sales agreed, which varies with the customers, i.e., upon transfer of control over goods sold.</p>	<p>Principal Audit Procedures</p> <p>We obtained an understanding of the revenue recognition process and tested the company's controls around the timely and accurate recording of sales transactions.</p> <ul style="list-style-type: none"> <li>• Selected a sample of continuing and other contracts and performed the following procedures: <ul style="list-style-type: none"> <li>o We also verified transaction price charged by the company based on the terms of the contracts.</li> <li>o We also verified recognition of revenue on timely basis and historic trend of collections from the customers.</li> </ul> </li> </ul>

### Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report and Management discussion and analysis report including Annexures, Corporate Governance and Shareholder's information but does not include the financial statements and our auditor's report thereon.

**Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.**

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally

accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors are responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We are also:

- a. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- b. Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- e. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions

and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on Other Legal and Regulatory Requirements**

As required by the Companies (Auditor's Report) Order, 2016, ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, 2013, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

#### **As required by Section 143 (3) of the Act, we report that:**

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flow and the Statement of Changes in Equity dealt with in this report are in agreement with the books of account.
- d. In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. Based on the Written Representation received from the directors as on March 31, 2022, and taken on record by the Board of Directors, we report that none of the directors are disqualified as on March 31, 2022 from being appointed as a director in terms of Sub-section 2 of Section 164 of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in

“Annexure B”. Our report expresses an unmodified opinion on the adequacy and the operating effectiveness of the Company’s internal financial controls over financial reporting.

- g. With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has no pending litigations on its financial position in its financial statements.  
ii. There is no requirement for any provision as required by any act or Indian Accounting Standards for material foreseeable losses, if any, on long term contracts including derivative contracts.  
iii. There are no amounts which are required to be transferred to Investor Education and protection fund.

- iv. (a) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note 28 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on such audit procedures considered has reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material misstatement.

- v. The Company has neither declared nor paid any dividend during the year.

**For C.RAMACHANDRAM & CO**  
**Chartered Accountants**  
**Firm Registration No. 002864S**

**N MADHUSUDAN REDDY**  
**Partner**

**Membership No. 241624**  
**UDIN:22241624AJTAQL6159**

**Place: Hyderabad**  
**Date: May 27, 2022**

**Annexure-A to the Auditors' Report**

Annexure referred to in paragraph under 'Report on Other Legal and Regulatory Requirements' section of our report of the Independent Auditor's Report of even date of Hindustan Bio Sciences Limited, on the financial statements for the year ended March 31, 2022.

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state the following:

- i. (a) (A) The Company is maintaining proper records showing fullparticulars, including quantitative details and situation of fixed assets.  
(B) The Company does not have any intangibleassets and accordingly paragraph 3(i)(a)(B) of the Order is not applicable to the company
- (b) The company has verified fixed assets at regular intervals. There were no material discrepancies noticed on such verification.
- (c) The company has not holding any immovable property. Thus, paragraph 3 (i)(c) of the Order is not applicable to the company.
- (d) The Company has not revalued any of its property, plant and equipment (including right-of-use assets) and intangible assets during the year.Thus, paragraph 3 (i)(d) of the Order is not applicable to the company.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) The inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.  
(b) The company is a debt free company and duringthe year the company has not been sanctionedwith any working capital limits from banks orfinancial institutions. Thus, paragraph 3(ii)(b) ofthe Order is not applicable to the Company.
- iii. The Company has not made investments in, provided guarantee or security and granted unsecured loans to companies during the year,Thus, paragraph 3(iii) of the Order is not applicable
- iv. The Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and investments made.
- v. The company has not accepted any deposits, within the meaning of provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under. Thus, paragraph 3(v) of the Order is not applicable to the company.
- vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus, reporting under clause 3(vi) of the order is not applicable to the Company.



- vii. (a) The company is regular in depositing the undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Goods and Services Tax, and other material statutory dues as applicable with the appropriate authorities.
- (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods and Services Tax, and other material statutory dues in arrears as at March 31, 2022 for the period of more than six months from the date they became payable.
- (c) There are no dues of income tax, and other material statutory dues as applicable which have not been deposited on account of any dispute.
- viii. There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- ix. The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (ix) of the Order is not applicable to the Company.
- x. (a) The company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the reporting period. Thus, reporting under clause 3(x)(a) of the order is not applicable to the Company
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (full or partly or optionally) and hence reporting under clause (x)(b) of Order is not applicable to the Company.
- xi. To the best of our knowledge, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- xii. In our opinion, the company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable for the company.
- xiii. In our opinion, all transactions with the related parties are in compliance with Sections 177 and 188 of Companies Act, 2013 and the details of such transactions have been disclosed in the Ind AS Financial statements of the company as required by applicable Accounting Standards.
- xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered the reports of the Internal Auditors for the period under audit.
- xv. In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.
- (b) The company does not have any Core Investment Company as part of the group and accordingly reporting under clause (xvi)(b), (xvi)(c) and (xvi)(d) of the Order is not applicable.



- xvii. The company has incurred cash losses of Rs. 28,40,529/- during the period covered by the audit report and in the immediately preceding financial year Loss of Rs. 91,76,598/-
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. CSR is not applicable to the company, Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

**For C.RAMACHANDRAM & CO**  
**Chartered Accountants**  
**Firm Registration No. 002864S**

**N MADHUSUDAN REDDY**  
**Partner**  
**Membership No. 241624**  
**UDIN:22241624AJTAQL6159**

**Place: Hyderabad**  
**Date: May 27, 2022**

## **Annexure - B to the Auditors' Report**

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

We have audited the internal financial controls over financial reporting of Hindustan Bio Sciences Limited ("the Company") as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

### **Management's Responsibility for Internal Financial Controls**

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

### **Auditors' Responsibility**

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

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

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

### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A

company's internal financial control over financial reporting includes those policies and procedures that

1. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
3. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For C.RAMACHANDRAM & CO**  
**Chartered Accountants**  
**Firm Registration No. 002864S**

**N MADHUSUDAN REDDY**  
**Partner**  
**Membership No. 241624**  
**UDIN:22241624AJTAQL6159**

**Place: Hyderabad**  
**Date: May 27, 2022**

**Balance Sheet as at 31st March,2022**

Particulars	Notes	As on 31.03.2022 Rs.	As on 31.03.2021 Rs.
<b>I. ASSETS</b>			
<b>Non Current Assets</b>			
(a) Property, Plant and Equipment	3	3,97,711	3,97,076
(b) Deferred Tax Asset	4	55,814	89,741
(c) Other financial assets	5	2,38,96,811	2,38,96,811
<b>Total - Non Current Assets</b>		<b>2,39,52,625</b>	<b>2,39,86,552</b>
<b>Current Assets</b>			
(a) Inventory		-	-
(b) Financial assets			
(i) Trade Receivables	6	13,50,154	61,73,324
(ii) Cash and cash Equivalents	7	91,267	1,66,929
(c) Other current assets	8	39,66,475	41,39,169
<b>Sub Total - Current Assets</b>		<b>54,07,896</b>	<b>1,04,79,422</b>
<b>Total Assets</b>		<b>2,97,58,232</b>	<b>3,48,63,050</b>
<b>2. EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	9	10,25,08,000	10,25,08,000
(b) Other equity	10	(9,46,37,472)	(8,94,62,039)
<b>Total Equity</b>		<b>78,70,528</b>	<b>1,30,45,961</b>
<b>Non-current liabilities</b>			
<b>(a) Financial Liabilities</b>			
(i) Borrowings	11	1,07,17,290	73,30,394
<b>Total - Non Current Liabilities</b>		<b>1,07,17,290</b>	<b>73,30,394</b>
<b>Current liabilities</b>			
<b>(a) Financial liabilities</b>			
(i) Borrowings	12	1,09,47,853	1,12,58,368
(ii) Trade payables			
(A) Total outstanding dues of MSME		-	-
(B) Total outstanding dues of creditors other than MSME	13	12,778	29,11,545
(b) Provisions	14	2,09,783	3,16,782
<b>Total - Current Liabilities</b>		<b>1,11,70,414</b>	<b>1,44,86,695</b>
<b>Total Equity &amp; Liabilities</b>		<b>2,97,58,232</b>	<b>3,48,63,050</b>

Corporate Information and significant accounting policies

1

 See accompanying notes to the financial statements.  
 As per our report of even date.

For Hindustan Bio Sciences Limited

**C.RAMACHANDRAM & CO**  
 Chartered Accountants  
 Firm Reg No. 002864S

**J.V.R. Mohan Raju**  
 Chairman & Managing Director  
 DIN:00060800

**J. Uma**  
 Director  
 DIN: 00912376

**N MADHUSUDAN REDDY**  
 Partner  
 M.No:241624

**Mansa Thakur**  
 Company Secretary  
 ACS 67140

**G. Seshavataram**  
 CFO

 Place: Hyderabad  
 Date : 27.05.2022

**Profit & Loss Statement for the period ended on 31st March,2022**

Sr. No.	Particulars	Notes	As on 31.03.2022 Rs.	As on 31.03.2021 Rs.
I	Revenue from Operations	15	43,06,120	1,03,19,225
II	<b>Total Revenue</b>		<b>43,06,120</b>	<b>1,03,19,225</b>
III	Expenses			
	Purchases of Stock in Trade	16	23,69,424	34,03,082
	Changes in Stock in Trade	17	-	34,00,610
	Employee Benefit Expenses	18	24,04,790	24,63,793
	Financial costs	19	49,792	68,714
	Depreciation and Amortization Expenses	3	34,110	80,408
	Other Expenses	20	45,31,574	1,03,93,754
	Selling Expenses	21	61,365	62,229
IV	<b>Total Expenses</b>		<b>94,51,055</b>	<b>1,98,72,590</b>
V	Profit/Loss before Exceptional and		(51,44,936)	(95,53,365)
VI	Exceptional items		-	-
VII	Profit/Loss before Extraordinary items and tax		(51,44,936)	(95,53,365)
VIII	Extraordinary items		-	-
IX	Profit /Loss before tax		(51,44,936)	(95,53,365)
X	Tax Expenses:			
	(1) Current Tax		-	-
	Previous Year Excess provision /Refund		3,430	1,68,015
	(2) Deferred Tax		33,927	13,135
XI	Profit /Loss for the period from continuing operations		(51,75,433)	(93,98,485)
XII	Profit/Loss from Discontinuing Operations		-	-
XIII	Tax Expenses of discontinuing operations		-	-
XIV	Profit/Loss from Discontinuing Operations		-	-
XV	Profit/(Loss) for the period		(51,75,433)	(93,98,485)
XVI	Other Comprehensive Income (Net)			
	<b>A (1) Items that will not be reclassified to profit or loss</b>			
	(2) Income tax relating to items that will not be re-classified to profit or loss			
	<b>B (1) Items that will be reclassified to profit or loss</b>			
	(2) Income tax relating to items that will be reclassified to profit or loss			
	<b>Total Comprehensive Income ( Comprising Profit &amp; Loss and other comprehensive Income)</b>			
XVII	Earning per Equity Share			
	(1) Basic		(0.50)	(0.92)
	(2) Diluted		(0.50)	(0.92)

See accompanying notes to the financial statements.  
As per our report of even date.

For Hindustan Bio Sciences Limited

C.RAMACHANDRAM & CO  
Chartered Accountants  
Firm Reg No. 002864S

J..V.R. Mohan Raju  
Chairman & Managing Director  
DIN:00060800

J. Uma  
Director  
DIN: 00912376

N MADHUSUDAN REDDY  
Partner  
M.No:241624

Mansa Thakur  
Company Secretary  
ACS 67140

G. Seshavataram  
CFO

Place: Hyderabad  
Date : 27.05.2022

**Cash Flow Statement for the year ended 31st March,2022**

Particulars	31st March 2022	31st March 2021
	Rs.	Rs.
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) Before Tax	(51,44,936)	(95,53,365)
<b>Adjustments for:</b>		
Provision for Debtors	22,70,296	2,96,359
Depreciation	34,110	80,408
<b>Operating Profit before Working Capital Changes</b>	<b>(28,40,529)</b>	<b>(91,76,598)</b>
<b>Movements in Working Capital</b>		
Increase/(Decrease) in Trade Payables	(28,98,767)	(37,00,700)
Decrease/(Increase) in Provisions	(1,06,999)	(2,35,085)
Increase/(Decrease) in Borrowings	(3,10,515)	19,48,791
Increase/(Decrease) in Trade Receivables	25,52,874	71,62,676
Increase/(Decrease) in Inventories	-	34,00,610
Decrease/(Increase) in Other financial assets	-	80,23,457
Decrease/(Increase) in Other current assets	1,72,693	(60,986)
<b>Cash generated from operations</b>	<b>(34,31,242)</b>	<b>73,62,165</b>
Less: Income Tax Refund/paid	3,430	(1,68,015)
<b>Net Cash flow from Operating activities</b>	<b>(34,27,812)</b>	<b>75,30,180</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	34,746	-
<b>Net Cash used in Investing activities</b>	<b>34,746</b>	<b>-</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from/ Repaid Long term Borrowings	33,86,896	(93,30,138)
Interest paid	-	-
<b>Net Cash used in financing activities</b>	<b>33,86,896</b>	<b>(93,30,138)</b>
<b>Net increase in cash &amp; Cash Equivalents</b>	<b>(75,662)</b>	<b>(17,99,958)</b>
Cash and Cash equivalents at the beginning of the year	1,66,929	19,66,888
Cash and Cash equivalents at the end of the year	91,267	1,66,929

The above Cash Flow statement has been prepared using the Indirect Method as set out in Accounting Standard 3 on Cash Flow Statement.

See accompanying notes to the financial statements.  
As per our report of even date.

For Hindustan Bio Sciences Limited

C.RAMACHANDRAM & CO  
Chartered Accountants  
Firm Reg No. 002864S

J..V.R. Mohan Raju  
Chairman & Managing Director  
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Company Secretary  
ACS 67140

G. Seshavaram  
CFO

Place: Hyderabad  
Date : 27.05.2022

**STANDALONE STATEMENT OF CHANGES IN EQUITY**

Amount (₹ in )

**A. Equity Share Capital**

Balance as at April 1, 2021	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2021	Changes in equity share capital during the year	Balance as at March 31, 2022
10,25,08,000	-	10,25,08,000	-	10,25,08,000
Balance as at April 1, 2020	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2020	Changes in equity share capital during the year	Balance as at March 31, 2021
10,25,08,000	-	10,25,08,000	-	10,25,08,000

**B. Other Equity**

Particulars	Reserves & Surplus	Other items of other Comprehensive Income		Total Other Equity
	Retained earnings			
<b>Balance as at April 1, 2021</b>	(8,94,62,039)	-	-	(8,94,62,039)
Profit for the year	(51,75,433)	-	-	(51,75,433)
Components of OCI				
-Remeasurements of defined benefit plans	-	-	-	-
<b>Balance as at March 31, 2022</b>	<b>(9,46,37,472)</b>	-	-	<b>(9,46,37,472)</b>

Particulars	Reserves & Surplus	Other items of other Comprehensive Income		Total Other Equity
	Retained earnings	Revaluation reserve	Actuarial gain / (loss) on gratuity	
<b>Balance as at April 1, 2020</b>	(8,00,63,554)	-	-	(8,00,63,554)
Profit for the year	(93,98,485)	-	-	(93,98,485)
Components of OCI				
-Remeasurements of defined benefit plans	-	-	-	-
<b>Balance as at March 31, 2021</b>	<b>(8,94,62,039)</b>	-	-	<b>(8,94,62,039)</b>

**Retained earnings:**

Retained earnings are the profits that Company has earned till date less transfers to general reserve dividends or other distributions paid to shareholders. Retained earnings includes re-measurement loss / (gain) on defined benefit plans (net of taxes) that will not be reclassified to the Statement of Profit and Loss. Retained earnings is a free reserve available to the Company.

The accompanying notes are an integral part of the financial statements

See accompanying notes to the financial statements.  
As per our report of even date.

For Hindustan Bio Sciences Limited

C. RAMACHANDRAM & CO  
Chartered Accountants  
Firm Reg No. 002864S

J..V.R. Mohan Raju  
Chairman & Managing Director  
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Mansa Thakur  
Company Secretary  
ACS 67140

G. Seshavataram  
CFO

Place: Hyderabad  
Date : 27.05.2022

**Notes forming part of the financial statements****A. General information**

Hindustan Bio Science Limited ("The Company") was incorporated under the Companies Act, 1956 as a public limited on December 16, 1991. The company is engaged in the manufacturing and sale of pharmaceutical products.

**B. Basis of preparation of financial statements****B.1 Statement of Compliance**

These financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules 2015 as amended by Companies (Indian Accounting Standards ) (Amendment) Rules, 2018 and the relevant provisions of the Companies Act, 2013.

These financial statements were authorized for issue by the Company's Board of Directors.

**B.2 Basis of preparation and presentation**

These financial statements have been prepared on the historical cost convention and on an accrual basis, except for the following material items in the statement of financial position:

- Certain financial assets and liabilities are measured at fair value;
- Employee defined benefit assets/(liability) are recognized as the net total of the fair value of plan assets, plus actuarial losses, less actuarial gains and the present value of the defined benefit obligation;
- Long term borrowings are measured at amortized cost using the effective interest rate method.

**B.3 Functional and presentation currency**

The financial statements are presented in Indian rupees, which is the functional currency of our Company. Functional currency of an entity is the currency of the primary economic environment in which the entity operates.

**1.1 Operating cycle**

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

**Assets:**

An asset is classified as current when it satisfies any of the following criteria:

- a) it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle;
- b) it is held primarily for the purpose of being traded;
- c) it is expected to be realized within twelve months after the reporting date; or
- d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

**Liabilities:**

A liability is classified as current when it satisfies any of the following criteria:

- a) it is expected to be settled in the Company's normal operating cycle;



- b) it is held primarily for the purpose of being traded;
- c) it is due to be settled within twelve months after the reporting date; or
- d) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current assets/ liabilities include the current portion of non-current assets/ liabilities respectively. All other assets/ liabilities are classified as non-current.

## 2. Significant accounting policies

### 2.1 Revenue recognition

Revenue is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs can be estimated reliably, there is no continuing management involvement with the goods and the amount of revenue can be measured reliably. Revenue is measured at the fair value of the consideration received or receivable, net of taxes and applicable trade discounts and allowances.

### Interest income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on, time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

### 2.2 Foreign Currency Transactions:

Foreign currency transactions are initially recorded at the exchange rates prevailing on the transaction date. All revenues denominated in foreign currency are translated at the exchange rate prevailing on the date of inward remittance. The consequent exchange gains/ losses arising there from are transferred to the statement of profit and loss. All foreign currency denominated monetary assets are translated at the exchange rate prevailing at the Balance Sheet date and the exchange gains/losses resulting there from are transferred to the statement of profit and loss.

### 2.3 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

### 2.4 Taxation

Income tax expense consists of current and deferred tax. Income tax expense is recognized in the income statement except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

#### Deferred tax

Deferred tax is recognized using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit; differences relating to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future; and taxable temporary differences arising upon the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

## **2.5 Earnings per share**

The Company presents basic and diluted earnings per share (“EPS”) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which includes all stock options granted to employees.

## **2.6 Property, plant and equipment**

### Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditures that are directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and other costs directly attributable to bringing the asset to a working condition for its intended use. Borrowing costs that are directly attributable to the construction or production of a qualifying asset are capitalized as part of the cost of that asset.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses upon disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognized net within “other (income)/expense, net” in the income statement.

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The costs of repairs and maintenance are recognized in the income statement as incurred.

Items of property, plant and equipment acquired through exchange of non-monetary assets are measured at fair value, unless the exchange transaction lacks commercial substance or the fair value of either the asset received or asset given up is not reliably measurable, in which case the asset exchanged is recorded at the carrying amount of the asset given up.

#### Depreciation

Property, plant and equipment is depreciated under straight line method after considering the useful life's and residual values at the time of acquisition and reviewed at end of each financial year. The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the statement of profit and loss

### **2.7 Cash flow statements**

Cash flows are reported using the indirect method, where by profit/(loss) before tax is adjusted for the effects of transactions of a non- cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

### **2.8 Inventories**

The fair value of inventories acquired in a business combination is determined based on its estimated selling price in the ordinary course of business less the estimated costs of completion and sale, and a reasonable profit margin based on the effort required to complete and sell the inventories.

### **2.9 Impairment of non-financial assets**

The carrying amounts of the Company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit (as defined below) is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or the cash-generating unit. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit").

An impairment loss is recognized in the income statement if the estimated recoverable amount of an asset or its cash-generating unit is lower than its carrying amount. Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would

have been determined, net of depreciation or amortization, if no impairment loss had been recognized. Goodwill that forms part of the carrying amount of an investment in an associate is not recognized separately, and therefore is not tested for impairment separately. Instead, the entire amount of the investment in an associate is tested for impairment as a single asset when there is objective evidence that the investment in an associate may be impaired.

An impairment loss in respect of equity accounted investee is measured by comparing the recoverable amount of investment with its carrying amount. An impairment loss is recognized in the income statement, and reversed if there has been a favorable change in the estimates used to determine the recoverable amount.

## **2.10 Employee benefits**

### Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

### Defined contribution plans

The Company's contributions to defined contribution plans are charged to the income statement as and when the services are received from the employees.

## **2.11 Provisions**

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

## **2.12 Contingent liabilities & contingent assets**

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognized in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognized in the period in which the change occurs.

## **2.13 Financial instruments**

### Initial recognition

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issues of financial assets and financial liabilities that are not at fair value through profit or loss, are added to the fair value on initial recognition.

**Subsequent measurement**

- Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held with a business model whose objective is achieved by collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Further in cases where the Company had made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income.

- **Financial liabilities**

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to short maturity of these instruments.

**2.14 Critical accounting judgements and key sources of estimation uncertainty :**

In the application of the Company's accounting policies, which are described in note 3, the management of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the areas of estimation uncertainty and critical judgements that the management has made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognized in the financial statements:

**Provision and contingent liability**

On an ongoing basis, Company reviews pending cases, claims by third parties and other contingencies. For contingent losses that are considered probable, an estimated loss is recorded as an accrual in financial statements. Loss Contingencies that are considered possible are not provided for but disclosed as Contingent liabilities in the financial statements. Contingencies the likelihood of which is remote are not disclosed in the financial statements. Gain contingencies are not recognized until the contingency has been resolved and amounts are received or receivable.

Notes: 3 Property, Plant and Equipment

Particulars	Gross Block			Depreciation					Net Block	
	Value at the 01.04.2021	Additions during the period	Deductions during the period	Value at the 31.03.2022	Value at the beginning	Additions during the Year	Deductions during the period	Value at the end	W.D.V. as on 31.03.2022	W.D.V. as on 31.03.2021
<b>Tangible Assets</b>										
Computers	2,30,899	34,746	-	2,65,645	2,19,354	2,562	-	2,21,916	43,729	11,545
Furnitures & Fixtures	5,10,905	-	-	5,10,905	4,85,360	-	-	4,85,360	25,545	25,545
Office Equipment	4,23,809	-	-	4,23,809	4,01,785	832	-	4,02,617	21,192	22,024
Vehicles	27,31,392	-	-	27,31,392	25,36,620	7,576	-	25,44,196	1,87,196	1,94,772
Air Conditioner	2,50,652	-	-	2,50,652	2,13,389	10,878	-	2,24,267	26,385	37,263
Refrigerator	1,12,369	-	-	1,12,369	87,441	2,496	-	89,937	22,432	24,928
Net Workings(Lan)	45,614	-	-	45,614	43,333	-	-	43,333	2,281	2,281
Electrical Installation	1,15,425	-	-	1,15,425	84,764	9,766	-	94,530	20,895	30,661
Television	1,15,300	-	-	1,15,300	1,09,534	-	-	1,09,534	5,766	5,766
Website	40,000	-	-	40,000	40,000	-	-	40,000	-	-
Epbx	42,800	-	-	42,800	40,660	-	-	40,660	2,140	2,140
Walk In Cooler	2,13,000	-	-	2,13,000	2,02,350	-	-	2,02,350	10,650	10,650
Fitness Equipment	5,90,000	-	-	5,90,000	5,60,500	-	-	5,60,500	29,500	29,500
<b>Total</b>	<b>54,22,166</b>	<b>34,746</b>	<b>-</b>	<b>54,56,911</b>	<b>50,25,090</b>	<b>34,110</b>	<b>-</b>	<b>50,59,200</b>	<b>3,97,711</b>	<b>3,97,076</b>

Particulars	Gross Block			Depreciation					Net Block	
	Value at the 01.04.2020	Additions during the period	Deductions during the period	Value at the 31.03.2021	Value at the beginning	Additions during the Year	Deductions during the period	Value at the end	W.D.V. as on 31.03.2021	W.D.V. as on 31.03.2020
<b>Tangible Assets</b>										
Computers	2,30,899	-	-	2,30,899	2,09,498	9,856	-	2,19,354	11,545	21,401
Furnitures & Fixtures	5,10,905	-	-	5,10,905	4,85,360	-	-	4,85,360	25,545	25,545
Office Equipment	4,23,809	-	-	4,23,809	4,00,265	1,520	-	4,01,785	22,024	23,544
Vehicles	27,31,392	-	-	27,31,392	25,25,078	11,542	-	25,36,620	1,94,772	2,06,314
Air Conditioner	2,50,652	-	-	2,50,652	2,02,511	10,878	-	2,13,389	37,263	48,141
Refrigerator	1,12,369	-	-	1,12,369	84,945	2,496	-	87,441	24,928	27,424
Net Workings(Lan)	45,614	-	-	45,614	43,333	-	-	43,333	2,281	2,281
Electrical Installation	1,15,425	-	-	1,15,425	71,173	13,591	-	84,764	30,661	44,252
Television	1,15,300	-	-	1,15,300	1,01,031	8,503	-	1,09,534	5,766	14,269
Website	40,000	-	-	40,000	40,000	-	-	40,000	-	-
Epbx	42,800	-	-	42,800	40,660	-	-	40,660	2,140	2,140
Walk In Cooler	2,13,000	-	-	2,13,000	1,80,328	22,022	-	2,02,350	10,650	32,672
Fitness Equipment	5,90,000	-	-	5,90,000	5,60,500	-	-	5,60,500	29,500	29,500
<b>Total</b>	<b>54,22,166</b>	<b>-</b>	<b>-</b>	<b>54,22,166</b>	<b>49,44,682</b>	<b>80,408</b>	<b>-</b>	<b>50,25,090</b>	<b>3,97,076</b>	<b>4,77,484</b>

**Notes: 4 Deferred Tax Asset**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
Timing Difference of Depreciation on Assets		
Opening Balance	89,741	1,02,876
Add: Additions during the year	(33,927)	(13,135)
<b>Total</b>	<b>55,814</b>	<b>89,741</b>

**Notes: 5 Other financial assets (Unsecured, considered good)**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
(a) Security deposits	74,543	74,543
(b) Loans & Advances	2,38,22,268	2,38,22,268
<b>Total</b>	<b>2,38,96,811</b>	<b>2,38,96,811</b>

Loans and advances relates to the amount paid during the tenure of previous management, which are subject to confirmation.

**Notes: 6 Trade Receivables**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
a) Secured, Considered Good:	-	-
b) Unsecured, Considered Good:	42,78,682	68,31,556
c) Doubtful	-	-
<b>Sub Total</b>	42,78,682	68,31,556
Less: Expected Credit Loss	(29,28,528)	(6,58,232)
<b>Total</b>	<b>13,50,154</b>	<b>61,73,324</b>

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as per the provision matrix. The ageing of the receivables is as follows:

**Trade receivables ageing schedule**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
Undisputed Trade receivables - Considered good Not due		
Less than 6 Months	-	16,80,000
6 Months - 1 Year	1,66,460	24,81,460
1-2 Years	14,42,126	6,81,772
2-3 Years	6,81,772	19,88,324
More than 3 years	19,88,324	-
<b>Total</b>	<b>42,78,682</b>	<b>68,31,556</b>

**Notes: 7 Cash and cash equivalents**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
Cash in Hand	41,318	1,19,525
Balances with banks	49,949	47,404
<b>Total</b>	<b>91,267</b>	<b>1,66,929</b>

**Notes: 8 Other current assets**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
Advances to suppliers and service providers	27,98,655	34,63,528
Balances with government authorities	11,67,821	6,75,640
<b>Total</b>	<b>39,66,475</b>	<b>41,39,169</b>



**Notes: 9.a Share Capital**

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of Shares	Amount (Rs in )	No. of Shares	Amount (Rs in )
Authorized share Capital				
Equity shares of Rs. 10 each	1,10,00,000	11,00,00,000	1,10,00,000	11,00,00,000
Issued, subscribed and paid-up				
Equity shares of Rs. 10 each fully paid-up	1,02,50,800	10,25,08,000	1,02,50,800	10,25,08,000
<b>Total issued, subscribed and fully paid-up</b>	<b>1,02,50,800</b>	<b>10,25,08,000</b>	<b>1,02,50,800</b>	<b>10,25,08,000</b>

**9.b Reconciliation of Share Capital**

	As at 31-Mar-2022		As at 31-Mar-2021	
	No. of Shares	Amount in Rs.	No. of Shares	Amount in Rs.
At the beginning of the period	1,02,50,800	10,25,08,000	1,02,50,800	10,25,08,000
Issued during the year	-	-	-	-
Outstanding at the end of the period	1,02,50,800	10,25,08,000.00	1,02,50,800	10,25,08,000

A holder of equity share is entitled to one vote per share. The Company declares and pay dividend in Indian rupees. The dividend proposed by the Board of director is subject to the approval of the shareholder in ensuing Annual General meeting. In event of liquidation of the Company, the holders of equity shares would be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**9.c. Details of shareholders holding more than 5% shares in the company**

Particulars	As at 31-Mar-2022		As at 31-Mar-2021	
	No. of Shares	%	No. of Shares	%
Equity Shares	-	-	-	-
JVR Mohan Raju	9,62,091	9.39%	9,62,091	9.39%

**9.d. Details of promoters share holding in the company**

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of Shares	%	No. of Shares	%
Equity Shares				
JVR Mohan Raju	9,62,091	9.39%	9,62,091	9.39%
J Uma	600	0.01%	600	0.01%
J Varun Varma	2,100	0.02%	2,100	0.02%
Super Soltuins India Private Limited	2,84,815	2.78%	2,84,815	2.78%
<b>Total</b>	<b>12,49,606</b>	<b>12.19%</b>	<b>12,49,606</b>	<b>12.19%</b>

**9.e. Details of changes in the percentage of promoters share holding in the company:**

Particulars	As at March 31, 2022	As at March 31, 2021
	% of change	% of change
Equity Shares		
JVR Mohan Raju	0%	0%
J Uma	0%	0%
J Varun Varma	0%	0%
Super Soltuins India Private Limited	0%	0%
<b>Total</b>	<b>0%</b>	<b>0%</b>

**Notes : 10 Other Equity**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
Surplus		
Balance brought forward from previous year	(8,94,62,039)	(8,00,63,554)
Add: Profit/Loss for the period	(51,75,433)	(93,98,485)
<b>Total</b>	<b>(9,46,37,472)</b>	<b>(8,94,62,039)</b>

**Notes : 11 Long Term Borrowings**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
Loan from related Parties	1,07,17,290	73,30,394
<b>Total</b>	<b>1,07,17,290</b>	<b>73,30,394</b>

**Notes : 12 Short Term Borrowings**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
Loan from related Parties	1,09,47,853	1,12,58,368
<b>Total</b>	<b>1,09,47,853</b>	<b>1,12,58,368</b>

**Notes: 13 Trade Payables**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
total outstanding dues of MSME	-	-
total outstanding dues to other than micro enterprises and small enterprises	12,778	29,11,545
<b>Total</b>	<b>12,778</b>	<b>29,11,545</b>

**13a. Trade Payables ageing schedule**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
<b>Others</b>		
Less than 1 year	12,778	10,500
1-2 Years	-	29,01,045
2-3 Years	-	-
More than 3 years	-	-
<b>Total</b>	<b>12,778</b>	<b>29,11,545</b>

**Notes 14 Provisions**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
Employee Benefits payable	1,43,600	1,38,300
Expenses Payable	66,183	1,78,482
<b>Total</b>	<b>2,09,783</b>	<b>3,16,782</b>

**Notes: 15 Revenue from operations**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
<b>Revenue from Operation</b>		
Sales - Exports	41,74,728	49,97,670
Sales- Domestic	-	50,55,000
Other operating revenues		
Freight charges Received ( Export)	1,25,514	1,57,201
Insurance charges Received (Export)	5,878	5,962
Gain in Foreign currency Rates	-	1,03,392
<b>Total Other Income</b>	<b>43,06,120</b>	<b>1,03,19,225</b>

**Notes: 16 Purchases of Stock in Trade**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
Purchases	23,69,424	34,03,082
<b>Total</b>	<b>23,69,424</b>	<b>34,03,082</b>

<b>Details of Purchases</b>		
<b>Exports related purchases</b>		
<b>Material -CIPROCIDAL &amp; CLOZE(Export)</b>		
Bill of lading & other exp. - Export	23,08,091	33,34,500
Carriage Inwards	61,333	68,582
	-	
	<b>23,69,424</b>	<b>34,03,082</b>

**Notes: 17 Changes in Stock in Trade**

<b>Particulars</b>	<b>As at 31-March-2022 Rs.</b>	<b>As at 31-March-2021 Rs.</b>
<b>Changes in Stock in Trade</b>		
Opening Stock	-	34,00,610
Less Closing Stock	-	-
<b>Changes in Stock in Trade</b>	<b>-</b>	<b>34,00,610</b>

**Notes: 18 Employee Benefit Expenses**

<b>Particulars</b>	<b>As at 31-March-2022 Rs.</b>	<b>As at 31-March-2021 Rs.</b>
Salaries, Bonus,PF & ESIC	17,54,600	18,05,600
Directors Remuneration	6,00,000	6,00,000
Staff Welfare	50,190	58,193
<b>Employee Benefit Expenses</b>	<b>24,04,790</b>	<b>24,63,793</b>

**Notes: 19 Financial Cost**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
Bank Charges	49,792	68,714
<b>Total Financial Cost</b>	<b>49,792</b>	<b>68,714</b>

**Notes: 20 Other Administrative Expenses**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
Audit Fee	60,000	60,000
Office Maintenance	54,748	74,785
Printing & Stationery	58,219	25,582
Rent Rates & Taxes	10,84,482	13,27,504
Telephone ,Postage & Telegrams	29,801	36,780
General Expenses	10,239	21,370
Directors Sitting Fee	50,000	50,000
Repairs & Maintenance	59,400	40,790
Vehicle Maintenance	54,725	75,297
Professional Charges	1,08,000	1,13,000
Amount W/o	5,19,575	80,23,457
Travelling & Conveyance	36,200	45,195
Advertisement	59,600	52,400
Electricity Charges	26,500	65,447
Loss in Foreign Currency Rates	49,788	85,788
Expected Credit Loss	22,70,296	2,96,359
<b>Total Other Administrative Expenses</b>	<b>45,31,574</b>	<b>1,03,93,754</b>

**Notes: 21 Selling Expenses**

Particulars	As at 31-March-2022 Rs.	As at 31-March-2021 Rs.
Carriage Outwards	61,365	62,229
<b>Total</b>	<b>61,365</b>	<b>62,229</b>

**22. Related party transactions:**
**a. List of Related Parties**

Key Management Personnel	Designation
J.V.R Mohan Raju	Managing Director
J. Uma	Director
J. Varun Varma	Executive Director
G. Seshavataram	Chief Financial Officer

**b. Other entities under the control of key management personnel and their relatives**

- Nipuna Shelters Private Limited
- Basix Infratech India Private Limited
- Super Solutions (India) Private Limited
- Antler Life Sciences Private Limited
- VRJV Technologies Private Limited
- Monksays Superfoods Private Limited

**Details of transactions with the related parties during the year:**

Particulars	31-March-2022	31-March-2021
<b>I. Transactions with KMP</b>		
Managerial Remuneration	6,00,000	6,00,000
<b>II. Transaction with Parties having significant influence</b>		
Sales	-	50,55,000
Advances taken	71,80,538	43,20,000
Advances Given/ repaid	41,04,157	1,17,01,347

c) Details of balances receivable from and payable to related parties are as follows:

I. Outstanding balances at the end of the year - entities having significant influence

Particulars	Name of the Entity/Person	31-March-2022	31-March-2021
Sales	Antler Life Sciences Private Limited	1,66,460	41,61,460
Loans and advances taken	Super Solutions (India) Private Limited	-	1,81,541
Loans and advances taken	J V R Mohan Raju	1,09,47,853	1,12,58,368
Loans and advances taken	Nipuna Shelters Pvt Ltd	45,57,290	50,48,853
Loans and advances taken	J Uma	50,60,000	10,00,000

### 23. Earnings per share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity Shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	31-March-2022	31-March-2021
Profit after tax attributable to shareholders	(51,82,293)	(93,98,485)
Weighted average number of equity shares of INR 10 each outstanding during the period used in calculating basic and diluted EPS	1,02,50,800	1,02,50,800
Basic/Diluted Earnings Per Share	(0.51)	(0.92)

24. Estimated amount of contracts remaining to be executed on capital account and provided for is Rs.Nil.

25. Contingent Liabilities: Nil (Previous Year: Nil).

26. Segmental Reporting: As the company was engaged only in trading of Drugs and Medicines during the year, business segment reporting is not applicable. Geographic revenue is allocated based on the location of the customer.



S.No	Particulars	2021-22	2020-21
1	Exports	41,74,728	49,97,670
2	Domestic	-	50,55,000
	<b>Total</b>	<b>41,74,728</b>	<b>100,52,670</b>

27. Based on the information available with the Company, Nil due to supplier who are registered as micro, small or medium enterprises under “The Micro, Small and Medium Enterprises Development Act, 2006” as at March 31, 2022.

28. Balances due to or due from the parties are subject to confirmation

### 29. Key Financial Ratios:

Ratios	Numerator	Denominator	Year ended 31 <sup>st</sup> March 2022	Year ended 31 <sup>st</sup> March 2021	% of Variance
Current Ratios	Current Assets	Current Liabilities	0.48	0.72	33 <sup>(a)</sup>
Debt - Equity Ratio	Debt	Net Worth	NA	NA	NA
Debt Service Coverage Ratio	Earnings before depreciation, interest and tax	Interest expense + Principal repayment	NA	NA	NA
Return on Equity Ratio (ROE)	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	-0.49	-0.53	7
Inventory turnover ratio	Sales of Goods	Average Inventory	NA	NA	NA <sup>(b)</sup>
Trade Receivables turnover ratio	Sales of Goods	Average Trade Receivable	0.78	1.01	23
Trade payables turnover ratio	Purchases +Other expenses and Additions to PPE	Average Trade Payables	4.89	2.41	103 <sup>(c)</sup>
Net capital turnover ratio	Sales of Goods	current assets - current liabilities	-0.75	-2.58	71 <sup>(d)</sup>
Net profit ratio	Net profit	Sales of Services	-1.19	-0.93	29 <sup>(e)</sup>
Return on Capital employed	Earnings before interest and taxes	Average Capital Employed	-0.49	-0.54	9
Return on Investments	Income generated from Deposit	Average value of Deposits	NA	NA	NA

- a. During the year ended 31st March 2022, there had been reduction of Trade receivables from customers when compared with previous year, this impacted reduction value of current Assets, resulting in variation in the ratios.
- b. During the year ended 31st March 2022 and 31st March 2021 There is no Inventory.
- c. During the year ended 31st March 2022, there had been reduction of Trade payables to suppliers when compared with previous year, this impacted resulting in variation in the ratios.
- d. During the year ended 31st March 2022, there had been reduction of Sales when compared with previous year, this impacted resulting in variation in the ratios.
- e. During the year ended 31st March 2022, there had been reduction of Sales when compared with previous year, this impacted resulting in variation in the ratios.

### **30. Other Statutory Information**

- i. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- ii. The Company does not have any transaction with companies struck off.
- iii. The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- iv. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- v. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
  - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- vi. The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- vii. The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

For Hindustan Bio Sciences Limited

As per our report of even date.

C.RAMACHANDRAM & CO  
Chartered Accountants  
Firm Reg No. 002864S

N MADHUSUDAN REDDY  
Partner  
M.No:241624

Place: Hyderabad  
Date : 27.05.2022

J..V.R. Mohan Raju  
Chairman & Managing Director  
DIN:00060800

Mansa Thakur  
Company Secretary  
ACS 67140

J. Uma  
Director  
DIN: 00912376

G. Seshavataram  
CFO

**HINDUSTAN BIO SCIENCES LIMITED**

Registered Office :PLOT NO.31SAGAR SOCIETY ROAD NO.2, BANJARAHILLS HYDERABAD TG  
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Ph.No: 040 - 23555161

FORM No. MGT-12 : POLLING PAPER

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

**BALLOT PAPER FOR 30TH ANNUAL GENERAL MEETING**

S. No.	Particulars	Details
1.	Name of the first Named Shareholder (In block letters)	
2.	Postal Address	
3.	Registered Folio No*/Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of shares	Equity

I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

S.No.	Item No.	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
	<b>ORDINARY RESOLUTION</b>			
1.	To receive, consider and adopt the Audited Balance Sheet as at 31 <sup>st</sup> March, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Report of Auditors and Directors thereon.			
2.	To appoint a director in place of Mr. JampanaVarunVarma (DIN: 00515430) who retires by rotation and being eligible, offers himself for re-appointment.			

3.	<p><b>Appointment of Statutory Auditors of the Company:</b>  <b>“RESOLVED THAT</b> pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit &amp; Auditors) Rules, 2014, including any statutory enactment or modification thereof, and pursuant to the recommendations of the audit committee and the board of directors of the company and subject to approval of the members of the company, M/s. VASG &amp; Associates., Chartered Accountants, (Firm Registration No. 006070S),Hyderabad be and is hereby appointed as the Statutory Auditors of the company to conduct the Statutory Audit of the company for a period of 5 years ie from the conclusion of 30<sup>th</sup> Annual General Meeting to the conclusion of 35<sup>th</sup> Annual General Meeting of the company to be held in the year 2027 on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company.”</p> <p><b>“RESOLVED THAT</b> any director of the company be and is hereby authorized to do all the acts, deeds and things as may be necessary for accomplishing the above stated resolution.</p>			
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Signature of the Share Holder /Proxy

**Notes:**

Please read the below instructions carefully before exercising your vote:

- 1) If you vote “For” the resolution put a (“) mark in the “For” Column.
- 2) If you vote “Against” the resolution put a (“) mark in the “Against” Column.
- 3) Ballot/ Poll Paper incomplete in any respect is liable to be treated as invalid.
- 4) The shareholder can use his votes differently. In that case, the vote should be recorded by inserting the number of shares in one or all columns.
- 5) Any of the joint holders is entitled to vote. However, if two or more joint holders are personally present at the meeting then the shareholder whose name stands first or higher (as the case may be) is alone entitled to vote.
- 6) Joint holder attending the meeting should write the name of first holder as also his name in the Ballot / Poll Paper.
- 7) In case of shareholders voting in person, signature affixed on this Ballot /Poll Paper should be as per the specimen signature lodged with the Company.
- 8) After filing the Ballot / Poll Paper, please deposit the same in the ballot box.

**Form No. MGT-11 Proxy form**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L26942TG1991PLC013564

Name: HINDUSTAN BIO SCIENCES LIMITED

Registered Office: PLOT NO.31SAGAR SOCIETY ROAD NO.2, BANJARAHILLS HYDERABAD 500034 Telangana.

Name of the Member (s)	
Registered Address	
E-mail Id:	
Folio No /Client Id:	
DP Id:	

I/We, being themember(s)of \_\_\_equity shares of the above named company, herebyappoint

1.	Name : Address: E-mail Id:or failing him	Signature
2.	Name : Address: E-mail Id:or failing him	Signature
3.	Name : Address: E-mail Id:or failing him	Signature

as my/our proxy to attend and vote( on a poll)for me/us and on my /our behalf at the 30th Annual General Meeting of the company, to be held on Friday, 30.09.2022 at 10.00A.M. at **PLOT NO.31SAGAR SOCIETY ROAD NO.2, BANJARAHILLS HYDERABAD TG 500034, Telangana** and at any adjournment there of in respect of such resolutions as are indicatedbelow:

Resolution	S. No.	
Ordinary	1.	To receive, consider and adopt the Audited Balance Sheet as at 31 <sup>st</sup> March, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Report of Auditors and Directors thereon.
	2.	To appoint a director in place of Mr. JampanaVarunVarma (DIN: 00515430) who retires by rotation and being eligible, offers herself for re-appointment.
	3.	<b>Appointment of Statutory Auditors of the Company:</b> "RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, and pursuant to the recommendations of the audit committee and the board of directors of the company and subject to approval of the members of the company, M/s. VASG & Associates., Chartered Accountants, (Firm Registration No. 006070S),Hyderabad be and is hereby appointed as the Statutory Auditors of the company to conduct the Statutory Audit of the company for a period of 5 years ie from the conclusion of 30 <sup>th</sup> Annual General Meeting to the conclusion of 35 <sup>th</sup> Annual General Meeting of the company to be held in the year 2027 on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company."  "RESOLVED THAT any director of the company be and is hereby authorized to do all the acts, deeds and things as may be necessary for accomplishing the above stated resolution.

Signedthis \_\_\_\_\_ day of 2022

Signature of Shareholder: \_\_\_\_\_ Signature of Proxyholder(s): \_\_\_\_\_ Notes:

Affix  
Revenue  
Stamp

This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

*If undelivered please return to :*

**HINDUSTAN BIO SCIENCES LIMITED**

H.No.8-2-269/S, Plot No.31,  
Sagar Co-Operative Housing Society,  
Road No.2, Banjara Hills,  
Hyderabad – 500 034