



SUBSIDIARIES'

FINANCIAL STATEMENTS

PILL FINANCE & INVESTMENTS LIMITED

CORPORATE INFORMATION

Board of Directors

Mr. Salil Singhal

Mr. Mayank Singhal

Mr. Rajnish Sarna

Bankers

ICICI Bank Ltd.

IDBI Bank Ltd.

Auditors

Kishan M. Mehta & Co.

Chartered Accountants

Ahmedabad - 380 009

Registered Office

209, Himalaya Arcade

Near Bharat Petrol Pump

Vastrapur,

Ahmedabad - 380 015.

Corporate Identity Number (CIN)

U65990GJ1992PLC018163

Director's Report

Dear members

The Directors have pleasure in submitting their report on the business and operations of the Company along with Audited Accounts for the year ended on March 31, 2015.

Financial Results

(₹ in Lacs)

Particulars	Current year (2014-15)	Previous year (2013-14)
Total Turnover	25.30	23.88
Expenditure	0.92	0.73
Profit before tax	24.38	23.15
Less: Provision for Tax	7.60	9.87
Profit after Tax	16.78	13.28
EPS in ₹ - Basic & Diluted	4.66	3.69

Operational Highlights

During the year, Company had registered Profit before tax amounting to ₹24.38 Lacs. The net profit grew to ₹16.78 lacs as compared to ₹13.28 lacs in previous year.

Dividend

In order to plough back the profits of the Company for business activities, the Directors do not recommend any dividend for the year.

Directors re- appointment/ appointment

In accordance with the provisions of Companies Act, 2013 and Articles of Association of the Company, Mr. Mayank Singhal (DIN : 00006651), shall retire at the forthcoming Annual General Meeting and being eligible offers himself for re-appointment.

During the year 2014-15, Mr. Rajnish Sarna (DIN: 06429468) was appointed as an Additional Director of the Company and he holds his office till the conclusion of forthcoming Annual General Meeting. The Board recommends their re-appointment/ appointment for approval of the members at the forthcoming Annual General Meeting.

Further, Mr Anurag Surana (DIN: 00006665), Director of the Company ceased to be Director at the Company's last Annual General Meeting held on September 27, 2014 as he had not offered his candidature for reappointment. The Board records its deep appreciation of the valuable services rendered by Mr Anurag Surana during his long association with the Company.

Particulars of contracts or arrangements with related parties

All contracts/arrangements/transactions entered by the Company during the financial year with related parties were in ordinary course of business and on an arms' length basis. Your Directors draw attention of the members to Note No. 18 to the financial statement set out related party disclosures.

Extracts of annual return

The extracts of Annual Return in Form MGT-9 pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is attached to this Report.

Number of Board meetings conducted during the year under review

During the year, Board of Directors met 5 (Five) times. The meetings

were held on 29th April, 2014, 3rd July, 2014, 26th September, 2014, 20th December, 2014 and 6th February, 2015.

Directors responsibility statement

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:

- in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any.
- the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors had prepared the annual accounts on a going concern basis;
- the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively 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; and
- the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Employee's particulars

The company has not employed any individual whose particulars need to be disclosed as required in Rule 5 of the Companies (Appointment and remuneration of Managerial Personnel) Rules, 2014.

Material changes and commitments, if any, affecting the financial position of the Company.

There are no material changes or commitments subsequent to the close of the financial year of the Company that may affect the financial position of the Company.

Auditors and auditors report

The Statutory Auditors of the Company, M/s Kishan M. Mehta & Co., Chartered Accountants, Ahmedabad, hold office till the conclusion of the ensuing Annual General Meeting of the Company and being eligible, offer themselves for re-appointment. The Company has received their written consent and certificate that they meet the criteria provided under Section 141 of the Companies Act, 2013 and that the appointment, if made, shall be in accordance with the applicable provisions of the Companies

Act, 2013 and rules framed thereunder. The Board of Directors recommends the reappointment of M/s Kishan M. Mehta & Co., Chartered Accountants, as the Auditors of the Company in relation the financial year 2015-16 till the conclusion of the next Annual General Meeting. The reappointment proposed is within the time frame for transition under the third proviso to sub-section (2) of Sec 139 of the Companies Act, 2013.

Auditors Report do not contain any qualification, hence same does not call for any explanation.

Particulars relating to conservation of energy, technology absorption and foreign exchange outgo.

The information pertaining to conservation of energy, technology absorption, as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, do not apply to the Company and as to foreign exchange earnings and outgo, there are no activities relating to exports and no foreign exchange was used by the Company.

General

Your Directors state that no disclosures or reporting is required in respect to the following items as there were no transactions on these items during the year under review or were not applicable :-

1. The Company has not accepted any fixed deposits during the year.

2. Issue of Equity Shares with differential rights as to dividends, voting or otherwise.
3. Issue of shares (including Sweat Equity Shares) to the employees of the Company under any scheme.
4. Management Discussion and Analysis
5. Loans, investments or guarantees under Sec 186 of the Companies Act, 2013
6. No orders were passed by the Regulators, Courts and Tribunals.
7. Corporate Social Responsibility (CSR).

Acknowledgement:

Your Directors wish to place on record their appreciation for the support and co-operation received by the Company from bankers, various departments of the Governments of India, Gujarat and business associates.

For and on behalf of Board of Directors

Sd/-

Mayank Singhal

Director

Place: Ahmedabad

Date: May 15, 2015

DIN: 00006651

Sd/-

Rajnish Sarna

Director

DIN : 06429468

FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31.03.2015

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U65990GJ1992PLC018163
2.	Registration Date	17/08/1992
3.	Name of the Company	PILL FINANCE & INVESTMENTS LIMITED
4.	Category/Sub-category of the Company	PUBLIC LIMITED
5.	Address of the Registered office & contact details	209, Himalaya Arcade Near Bharat Petrol Pump Vastrapur, Ahmedabad - 380 015. Contact no: 9212311051
6.	Whether listed company	NO
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NOT APPLICABLE

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the Company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the Company
1	INVESTMENTS		100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S.No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE
1	PI Industries Ltd. Udaisagar Road, Udaipur – 313001 Rajasthan	L24211RJ1946PLC000469	Holding Company

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

(i) Category-wise Share Holding

Category of Shareholder	No. of Shares held at the beginning of the year [As on 31-March-2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) Bodies Corp.	NIL	3,60,000	3,60,000	100%	NIL	3,60,000	3,60,000	100%	NIL
e) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Any other	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total shareholding of Promoter (A)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Insurance Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
g) FIs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
h) Foreign Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Others (specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (B)(1):-	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
ii) Overseas	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) Others (specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Non Resident Indians	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Overseas Corporate Bodies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Foreign Nationals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Clearing Members	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Trusts	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Foreign Bodies - D R	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (B)(2):-	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total Public Shareholding (B)=(B)(1)+ (B)(2)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
C. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Grand Total (A+B+C)	NIL	3,60,000	3,60,000	100%	NIL	3,60,000	3,60,000	100%	NIL

(ii) Shareholding of Promoter-

Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1. PI INDUSTRIES LIMITED	3,60,000	100%	NIL	3,60,000	100%	NIL	NIL

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

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
At the beginning of the year	NIL	NIL	NIL	NIL
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
At the end of the year	NIL	NIL	NIL	NIL

(iv) Shareholding Pattern of top ten Shareholders:

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

For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
At the beginning of the year	NIL	NIL	NIL	NIL
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
At the end of the year	NIL	NIL	NIL	NIL

(v) Shareholding of Directors and Key Managerial Personnel:

Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
At the beginning of the year	NIL	NIL	NIL	NIL
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
At the end of the year	NIL	NIL	NIL	NIL

V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	NIL	NIL	NIL	NIL
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	NIL	NIL	NIL
Change in Indebtedness during the financial year	NIL	NIL	NIL	NIL
* Addition	NIL	NIL	NIL	NIL
* Reduction	NIL	NIL	NIL	NIL
Net Change	NIL	NIL	NIL	NIL
Indebtedness at the end of the financial year	NIL	NIL	NIL	NIL
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	NIL	NIL	NIL

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

S.No	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
1	Gross salary	NIL	NIL	NIL	NIL	NIL
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under Section 17(3) Income- tax Act, 1961	NIL	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL	NIL
	- as % of profit					
	- others, specify					
5	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (A)	NIL	NIL	NIL	NIL	NIL
	Ceiling as per the Act					

B. Remuneration to other Directors

S.No	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors	NIL	NIL	NIL	NIL	NIL
	Fee for attending Board Committee meetings	NIL	NIL	NIL	NIL	NIL
	Commission	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (1)	NIL	NIL	NIL	NIL	NIL
2	Other Non-Executive Directors	NIL	NIL	NIL	NIL	NIL
	Fee for attending Board Committee meetings	NIL	NIL	NIL	NIL	NIL
	Commission	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL	NIL	NIL
	Total (B)=(1+2)	NIL	NIL	NIL	NIL	NIL
	Total Managerial Remuneration	NIL	NIL	NIL	NIL	NIL
	Overall Ceiling as per the Act	NIL	NIL	NIL	NIL	NIL

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

S.No	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	NIL	NIL	NIL	NIL
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	NIL	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL
	- as % of profit	NIL	NIL	NIL	NIL
	others, specify	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

For and on behalf of Board of Directors

Place: Ahmedabad
Date: May 15, 2015

Sd/-
Mayank Singhal
Director
DIN: 00006651

Sd/-
Rajnish Sarna
Director
DIN: 06429468

Independent Auditor's Report

To The members of

PILL FINANCE & INVESTMENT LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of PILL FINANCE & INVESTMENT LIMITED. ("the Company"), which comprise the Balance Sheet as at March 31, 2015, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the act') with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flow of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with rule 7 of Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent and 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements, that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according

to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at March 31, 2015 and its Profit and its Cash Flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) the Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the aforesaid financial statements, comply with the applicable Accounting Standards referred to under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014.
 - e) on the basis of written representations received from the Directors as on March 31, 2015, and taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2015, from being appointed as a Director in terms of Section 164(2) of the Act.
 - f) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
 - (i) The Company does not have any pending litigation which would impact its financial position.
 - (ii) The Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.
 - (iii) There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of delay in transferring such sums does not arise.

For Kishan M. Mehta & Co.
Chartered Accountants
Firm's Registration No.105229W

Sd/-

U.P. Bhavsar

Partner

Place: Ahmedabad
Date: May 16, 2015

Membership No. 43559

Annexure to the Auditor's Report

(Referred to in paragraph 1 of our report of even date)

- | | |
|---|---|
| <p>(i) a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets;</p> <p>b) As explained to us, the fixed assets have been physically verified by the Management in reasonable interval and no material discrepancies have been noticed on such verification.</p> <p>(ii) The nature of Company's activities during the year has been such that clause (ii)(a),(ii)(b)and (ii)(c) of paragraph 3 of the Company's (Auditor's Report) order, 2015 are not applicable to the Company for the year.</p> <p>(iii) The Company has not granted any loan, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 189 of the Act.</p> <p>(iv) In our opinion and according to the information and explanation given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business of with regard to purchases of fixed assets and sale of services. The activities of the Company do not involve purchase of inventory and sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control system.</p> <p>(v) The Company has not accepted any deposits during the year from public within the meaning of the provisions of Section 73 to 76 of the Companies Act, 2013 and rules made thereunder.</p> <p>(vi) The provisions of sub-section 1 of Section 148 of the companies Act, 2013 regarding maintenance of cost record is not applicable to the Company.</p> <p>(vii) a) According to the information and explanations given to us and the records examined by us, the Company is regular in depositing with appropriate authorities the undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues applicable to it.</p> <p>b) According to the information and explanations given to us and based on the records of the Company examined by</p> | <p>us, there are no dues of Income Tax, Wealth Tax, Service Tax, Sales Tax, Duty of Customs, Duty of Excise, Value Added Tax and Cess which have not been deposited on account of any disputes.</p> <p>c) There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of reporting delay in transferring such sums does not arise.</p> <p>(viii) There are no accumulated losses of the Company as on March 31, 2015. The Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.</p> <p>(ix) Clause (ix) of paragraph 3 of the Company's (Auditor's Report) order, 2015 is not applicable to the Company for the year as Company has not taken any loan from financial institution or bank or debenture holders.</p> <p>(x) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks and financial institutions.</p> <p>(xi) According to the information and explanation given to us the Company has not raised any term loan during the year.</p> <p>(xii) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statement and as per the information and explanations given by the Management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.</p> |
|---|---|

For Kishan M. Mehta & Co.
Chartered Accountants
Firm's Registration No.105229W

Sd/-

U.P. Bhavsar

Partner

Place: Ahmedabad

Date: May 16, 2015

Membership No. 43559

Balance Sheet as at March 31, 2015

(Amount in ₹)

Particulars	Note No.	As at March 31, 2015	As at March 31, 2014
I. EQUITY & LIABILITIES			
1. Shareholders' Funds			
a. Share Capital	1	36,00,000	36,00,000
b. Reserves & Surplus	2	2,72,56,715	2,55,79,082
		3,08,56,715	2,91,79,082
2. Non-Current Liabilities			
a. Long-Term Borrowings		-	-
b. Deferred tax liabilities (Net)		-	-
c. Other Long-Term Liabilities	3	50,000	50,000
d. Long-Term Provisions		-	-
		50,000	50,000
3. Current Liabilities			
a. Short-Term Borrowings		-	-
b. Trade Payables		34,832	29,326
c. Other current liabilities	4	-	3,259
d. Short-Term Provisions	5	7,60,000	7,10,000
		7,94,832	7,42,585
TOTAL		3,17,01,547	2,99,71,667
II. ASSETS			
1. Non Current Assets			
a. Fixed Assets			
- Tangible Assets	6	12,35,962	12,35,962
- Intangible Assets		-	-
- Capital work-in-progress		-	-
b. Non-Current investments	7	4,12,512	4,12,512
c. Deferred Tax assets (net)		-	-
d. Long-Term loans and advances	8	5,000	5,000
e. Other non-current assets		-	-
		16,53,474	16,53,474
2. Current Assets			
a. Current Investments		-	-
b. Inventories		-	-
c. Trade Receivables	9	60	60
d. Cash and cash equivalents	10	2,95,94,560	2,55,07,349
e. Short-term Loans and advances	11	4,53,453	7,42,865
f. Other current assets	12	-	20,67,919
		3,00,48,073	2,83,18,193
TOTAL		3,17,01,547	2,99,71,667

Significant accounting policies & Notes to the financial statements 1 to 21 are accompanying

As per our report attached.

FOR KISHAN M. MEHTA & CO.
Chartered Accountants.
Firm's Registration No.105229W

Sd/-
U.P. Bhavsar
Partner
M. No. 43559
Place: Ahmedabad
Date: May 16, 2015

For and on behalf of the Board of Directors
PILL Finance & Investments Limited

Sd/-
Mayank Singhal
Director
DIN:00006651
Place: Ahmedabad
Date: May 15, 2015

Sd/-
Rajnish Sarna
Director
DIN:06429468

Statement of Profit & Loss for the year ended March 31, 2015

(Amount in ₹)

Particulars	Note No.	For the year ended March 31, 2015	For the year ended March 31, 2014
I. INCOME			
Revenue from operations	13	24,98,485	23,51,688
Other Income	14	31,384	35,886
TOTAL		25,29,869	23,87,574
II. EXPENDITURE			
Miscellaneous Expenses	15	11,037	2,435
Bank Charges		1,367	928
Legal & Professional Fees		45,000	36,500
Payment to Auditor		34,832	32,585
TOTAL		92,236	72,448
III. PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX		24,37,633	23,15,126
Add: Exceptional items		-	-
IV. PROFIT BEFORE EXTRAORDINARY ITEMS AND TAX		24,37,633	23,15,126
Add: Extraordinary Items		-	-
V. PROFIT BEFORE TAX		24,37,633	23,15,126
Less: Provision For Current Tax		7,60,000	7,10,000
Less: Prior Year Tax		-	2,77,340
VI. PROFIT AFTER TAX		16,77,633	13,27,786
No. of Equity Shares at the end of the year		3,60,000	3,60,000
Profit for calculation of E.P.S. (₹)		16,77,633	13,27,786
Earning Per share - Basic & Diluted		4.66	3.69

Significant accounting policies & Notes to the financial statements 1 to 21 are accompanying

As per our report attached.

FOR KISHAN M. MEHTA & CO.
Chartered Accountants.
Firm's Registration No.105229W

For and on behalf of the Board of Directors
PILL Finance & Investments Limited

Sd/-
U.P. Bhavsar
Partner
M. No. 43559
Place: Ahmedabad
Date: May 16, 2015

Sd/-
Mayank Singhal
Director
DIN:00006651
Place: Ahmedabad
Date: May 15, 2015

Sd/-
Rajnish Sarna
Director
DIN:06429468

Cash Flow Statement for the year ended March 31, 2015

(Amount in ₹)

Particulars	For the year ended March 31, 2015	For the year ended March 31, 2014
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax and Extraordinary items	24,37,633	23,15,126
Adjustment for :		
Interest Received	(24,44,485)	(22,97,688)
Dividend Received	(31,384)	(35,886)
Operating Profit before working capital changes	(38,236)	(18,448)
Working capital		
(Increase) /Decrease in Non Current Investments	-	-
(Increase)/Decrease in Short Term Loans & Advances	2,89,412	(4,38,309)
(Increase)/Decrease in other current assets	20,67,919	(20,67,919)
Increase/(Decrease) in Trade Payable	5,506	(23,484)
Increase/(Decrease) in other current liabilities	(3,259)	(1,235)
Increase/ (Decrease) in short term provisions	-	-
Cash generated from operations	23,21,341	(25,49,394)
Direct Taxes Paid	(7,10,000)	(4,90,000)
Cash flow before extraordinary items	16,11,341	(30,39,394)
Prior Year's Adjustment	-	(2,77,340)
Net Cash from operating activities	16,11,341	(33,16,734)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Interest Received	24,44,485	22,97,688
Dividend Received	31,384	35,886
Net Cash used in investing activities	24,75,869	23,33,574
C. CASH FLOW FROM FINANCING ACTIVITIES		
(Increase)/Decrease in Long term Loans	-	-
Net Cash used in financing activities	-	-
INCREASE / (DECREASE) IN CASH OR CASH EQUIVALENTS	40,87,211	(9,83,161)
Opening cash or cash equivalents	2,55,07,349	2,64,90,510
Closing cash or cash equivalents	2,95,94,560	2,55,07,349

As per our separate report attached.

FOR KISHAN M. MEHTA & CO.
Chartered Accountants.
Firm's Registration No.105229W

Sd/-
U.P. Bhavsar
Partner
M. No. 43559
Place: Ahmedabad
Date: May 16, 2015

For and on behalf of the Board of Directors
PILL Finance & Investments Limited

Sd/-
Mayank Singhal
Director
DIN:00006651
Place: Ahmedabad
Date: May 15, 2015

Sd/-
Rajnish Sarna
Director
DIN:06429468

Significant Accounting Policies

Significant Accounting Policies:

(a) Basis of Accounting:

The financial statements have been prepared under the historical cost convention, on accrual basis, in accordance with the generally accepted accounting principles (GAAP) in India and applicable Accounting Standards referred to under Section 133 of the companies act 2013 read with rule 7 of the Companies (Accounts) rules 2014.

(b) Fixed Assets :

Fixed assets being land is stated at cost of acquisition.

(c) Impairment of Assets :

The carrying amount of assets is reviewed at each Balance Sheet date to determine whether there is any indication of impairment of assets. If any indication exists, the recoverable amount of such assets is estimated. An impairment loss is recognized whenever the carrying amount of an assets or its cash generating unit exceeds its recoverable amount.

(d) Investments:

Investments are stated at cost. Provision for diminution in the value of investment is made, if it is other than temporary.

(e) Revenue Recognition:

Lease rent Income: Lease income is recognised on straight line basis over the lease term.

Investment Income: Income from Investment is accounted on accrual basis, inclusive of related tax deducted at source.

Dividend Income: Dividend income is accounted for in the year in which the right to receive the same is established.

(f) Taxes on income:

i) Tax on income for the current period is determined on the basis of estimated taxable income computed in accordance with the provisions of the Income Tax Act,1961.

ii) Deferred tax is recognized on timing difference between the accounting income and the estimated taxable income for the period and quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date.

iii) Deferred tax assets are recognized for timing differences of items other than unabsorbed depreciation and carry forward losses only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which deferred tax asset can be realized. But, if there are unabsorbed depreciation and carry forward of losses, deferred tax assets are recognized only if there is virtual certainty that sufficient future taxable income will be available to realize deferred tax assets.

(g) Other accounting policies:

Accounting policies not specifically referred to are consistent with generally accepted accounting practices.

Notes forming part of financial statements

Note: 1(a) SHARE CAPITAL

(Amount in ₹)

Particulars	As at	As at
	March 31, 2015	March 31, 2014
Authorised:		
500,000 (500,000) Equity Shares of ₹10 each	50,00,000	50,00,000
35,000 (35,000) Redeemable Preference Shares of ₹100 each	35,00,000	35,00,000
TOTAL	85,00,000	85,00,000
Issued & Subscribed & Paid Up		
360,000 (360,000) Equity Shares of ₹10 each fully paid up (entire share capital is held by Holding Company PI Industries Ltd. and its' nominees)	36,00,000	36,00,000
TOTAL	36,00,000	36,00,000

* Figures in bracket pertains to previous year

Note: 1(b) RECONCILIATION OF SHARES OUTSTANDING

Particulars	Equity Shares (No. of Shares)		Equity Shares (Value of Shares)	
	As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014
a. Share outstanding at beginning of year	3,60,000	3,60,000	36,00,000	36,00,000
b. Shares issued during the year	–	–	–	–
c. Shares bought back during the year	–	–	–	–
Share outstanding at end of year	3,60,000	3,60,000	36,00,000	36,00,000

Note: 1(c) SHAREHOLDERS HOLDING MORE THAN 5% SHARES

Particulars	Equity Shares			
	March 31, 2015		March 31, 2014	
	No. of Shares	%	No. of Shares	%
PI Industries Limited	3,60,000	100	3,60,000	100

Note: 1(d) TERMS/ RIGHTS ATTACHED TO EQUITY SHARES

The Company has issued only one class of Equity Shares having a par value of ₹ 10 per share (Previous Year ₹ 10 per share). Each holder of Equity Shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General meeting.

In the event of liquidation of the Company, the holders of Equity Shares will 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.

Note: 2 RESERVES & SURPLUS

(Amount in ₹)

Particulars	As at		As at	
	March 31, 2015		March 31, 2014	
Capital Redemption Reserve				
As per last year	35,00,000		35,00,000	
		35,00,000		35,00,000
Statement of Profit and Loss				
As per last year	2,20,79,082		2,07,51,296	
Add: Current Year Profit	16,77,633		13,27,786	
		2,37,56,715		2,20,79,082
TOTAL		2,72,56,715		2,55,79,082

Note: 3 OTHER LONG TERM LIABILITIES

(Amount in ₹)

Particulars	As at		As at	
	March 31, 2015		March 31, 2014	
Unsecured				
Security Deposits	50,000		50,000	
		50,000		50,000
TOTAL		50,000		50,000

Notes forming part of financial statements

Note: 4 OTHER CURRENT LIABILITIES

(Amount in ₹)

Particulars	As at March 31, 2015		As at March 31, 2014	
TDS Payable	-		3,259	
		-		3,259
TOTAL		-		3,259

Note: 5 SHORT-TERM PROVISIONS

(Amount in ₹)

Particulars	As at March 31, 2015		As at March 31, 2014	
Income Tax provision	7,60,000		7,10,000	
		7,60,000		7,10,000
TOTAL		7,60,000		7,10,000

Note: 6 FIXED ASSETS - TANGIBLE

(Amount in ₹)

Particulars	Gross block				Depreciation				Net block	
	As at April 1, 2014	Additions	Deductions	As at March 31, 2015	Upto Previous Year	During the year	Recouped	Total	As at March 31, 2015	As at March 31, 2014
Freehold Land	12,35,962	-	-	12,35,962	-	-	-	-	12,35,962	12,35,962
Current Year	12,35,962	-	-	12,35,962	-	-	-	-	12,35,962	12,35,962
Prev. Year	12,35,962	-	-	12,35,962	-	-	-	-	12,35,962	12,35,962

Note: 7 NON CURRENT INVESTMENTS (As valued, verified & certified by the Management)

(Amount in ₹)

Particulars	As at March 31, 2015	As at March 31, 2014
	Quoted, Non-trade & Long Term	
700(700) Equity Shares of United Credit Ltd. of ₹ 10 each fully paid	21,000	21,000
12 (12) Equity Shares of Summit Securities Ltd. of ₹10 each fully paid	-	-
50(50) Equity Shares of Akzo Nobel India Ltd. of ₹10 each fully paid	5,400	5,400
976(976) Equity Shares of BASF India Ltd. of ₹10 each fully paid	45,571	45,571
900(90) Equity Shares of Sudarshan Chemical Industries Ltd. of ₹1 (₹10) each fully paid	4,140	4,140
2070 (2070) Equity Shares of Rallis India Ltd. of ₹1 each fully paid	12,420	12,420
66(66) Equity Shares of Bayers Cropscience Ltd. of ₹10 each fully paid	18,680	18,680
248(248) Equity Shares of Punjab Chemicals & Crop Protection Ltd. of ₹10 each fully paid	8,804	8,804
29(42) Equity Shares of Pfizer Ltd. of ₹10 each fully paid (Erstwhile Wyeth Ltd.)	15,246	15,246
100(100) Equity Shares of Sanofi India Ltd. of ₹10 each fully paid	3,300	3,300
150(150) Equity Shares of L.M.L.Ltd. of ₹10 each fully paid	1,776	1,776
188(188) Equity Shares of United Sprits Ltd. of ₹10 each fully paid	4,644	4,644
360(360) Equity Shares of RPG Life Sciences Ltd. of ₹10 each fully paid	21,817	21,817
100(100) Equity Shares of Voltas Ltd. of ₹1 each fully paid	1,345	1,345
2300(460) Equity Shares of ICICI Bank Ltd. of ₹2 (₹10)each fully paid	2,41,500	2,41,500
[Aggregate market value of quoted shares is ₹ 3,882,228 (Previous Year ₹2,859,455)]		
UNQUOTED, NON TRADE & LONG TERM		
160(160) Equity Shares of Syngenta India Ltd. of ₹10 each fully paid	1,869	1,869
100(100) Equity Shares of Ciba CKD Biochem Ltd. of ₹10 each fully paid	5,000	5,000
TOTAL	4,12,512	4,12,512

Note: 8 LONG-TERM LOANS AND ADVANCES (Unsecured Considered Good)

(Amount in ₹)

Particulars	As at March 31, 2015		As at March 31, 2014	
Security Deposits	5,000		5,000	
		5,000		5,000
TOTAL		5,000		5,000

Notes forming part of financial statements

Note: 9 TRADE RECEIVABLES (Unsecured Considered Good)

(Amount in ₹)

Particulars	As at March 31, 2015		As at March 31, 2014	
Trade Receivables				
Exceeding Six Months from the due date of payments	60		60	
		60		60
TOTAL		60		60

Note: 10 CASH AND BANK BALANCES

(Amount in ₹)

Particulars	As at March 31, 2015		As at March 31, 2014	
Cash and Cash Equivalents				
Cash in hand	4,765		-	
Balances with Banks	2,95,89,795		15,07,349	
Fixed Deposit with Bank	-		2,40,00,000	
		2,95,94,560		2,55,07,349
TOTAL		2,95,94,560		2,55,07,349

Note: 11 SHORT-TERM LOANS AND ADVANCES (Unsecured Considered Good)

(Amount in ₹)

Particulars	As at March 31, 2015		As at March 31, 2014	
Income Tax / TDS	4,53,453		7,42,865	
		4,53,453		7,42,865
TOTAL		4,53,453		7,42,865

Note: 12 OTHER CURRENT ASSETS

(Amount in ₹)

Particulars	As at March 31, 2015		As at March 31, 2014	
Interest Accrued	-		20,67,919	
		-		20,67,919
TOTAL		-		20,67,919

Note: 13 REVENUE FROM OPERATIONS

(Amount in ₹)

Particulars	Year ended March 31, 2015		Year ended March 31, 2014	
Interest Income	24,44,485		22,97,688	
		24,44,485		22,97,688
Lease Rent	54,000		54,000	
		54,000		54,000
TOTAL		24,98,485		23,51,688

Note: 14 OTHER INCOME

(Amount in ₹)

Particulars	Year ended March 31, 2015		Year ended March 31, 2014	
Dividend	31,384		35,886	
		31,384		35,886
TOTAL		31,384		35,886

Note: 15 MISCELLANEOUS EXPENSES

(Amount in ₹)

Particulars	Year ended March 31, 2015		Year ended March 31, 2014	
Professional Tax	2,400		2,400	
Rates and Taxes	8,402		-	
Other Expenses	235		35	
		11,037		2,435
TOTAL		11,037		2,435

Notes forming part of financial statements

Note: 16 PAYMENTS TO AUDITORS

Particulars	2014-15 ₹	2013-14 ₹
Audit Fee	14,607	12,360
Income Tax Matters	20,225	20,225
TOTAL	34,832	32,585

17 Provision for income tax is made as per Income Tax Regulations.

18 RELATED PARTY DISCLOSURE, AS REQUIRED BY ACCOUNTING STANDARD - 18, IS AS BELOW:

The following transactions were carried out with holding company PI INDUSTRIES LTD. in the ordinary course of activities

Particulars	Transaction during the year		(Amount in ₹)	
	Current year	Previous year	Balance Outstanding as at March 31, 2015	Balance Outstanding as at March 31, 2014
Rent Received	54,000	54,000	-	-
Security Deposit	-	-	50,000 Cr.	50,000 Cr.

19 Disclosure requirement of Accounting Standard 17 for Segment reporting does not apply as Company is not engaged in providing any product or service.

20 In the opinion of the Management, the assets other than Fixed Assets and Non Current Investments have a realisable value, in the ordinary course of business, approximately of the amount at which they are stated in these financial statements. Balances of parties are subject to confirmation.

21 Previous year's figures are regrouped or rearranged to make them comparable with those of current year.

Significant Accounting Policies/Notes to Financial Statements

"1 to 21"

As per our report attached.

FOR KISHAN M. MEHTA & CO.

Chartered Accountants.

Firm's Registration No.105229W

Sd/-

U.P. Bhavsar

Partner

M. No. 43559

Place: Ahmedabad

Date: May 16, 2015

For and on behalf of the Board of Directors

PILL Finance & Investments Limited

Sd/-

Mayank Singhal

Director

DIN:00006651

Place: Ahmedabad

Date: May 15, 2015

Sd/-

Rajnish Sarna

Director

DIN:06429468

CORPORATE INFORMATION

Board of Directors

Mr. Mayank Singhal

Mr. Anurag Surana

Mr. Rajnish Sarna

Mr. R. D. Kapoor

Bankers

Axis Bank Ltd.

State Bank of Bikaner & Jaipur

Auditors

KSMN & Co.

Chartered Accountants

New Delhi

Registered Office

433-A, Ansal Chambers - II

6, Bhikaji Cama Place

New Delhi – 110 066

Corporate Identity Number (CIN)

U73100DL2004PLC131109

Director's Report

Dear members

The Directors have pleasure in submitting their report on the business and operations of the Company along with Audited Accounts for the year ended March 31, 2015.

FINANCIAL RESULTS (₹ in Lacs)

Particulars	Current year (2014-15)	Previous year (2013-14)
Total Turnover	416.08	448.75
Expenditure	191.55	158.51
Profit before tax	224.53	290.24
Less: Provision for current tax	44.93	57.60
Provision for deferred tax	(11.19)	(2.20)
Tax for earlier years	0.47	2.35
MAT Credit Entitlement – earlier year	(0.47)	(109.96)
MAT Credit Entitlement – Current year	(44.93)	(57.60)
Profit after Tax	235.72	400.06

OPERATIONAL HIGHLIGHTS

The Company has registered a turnover of ₹416.08 Lacs during the year under review from business activities and generated net profit after tax of ₹235.72 Lacs from its business operation.

DIVIDEND

In order to plough back the profits of the Company for business activities, the Directors do not recommend any dividend for the year.

DEPOSITS

The Company has not accepted any deposit during the period under review within the meaning of erstwhile provisions of Section 58A of the Companies Act, 1956 or under the Companies Act, 2013. Therefore, Chapter V of the Companies Act, 2013 or rules are not applicable to the Company.

DIRECTORS RE-APPOINTMENT /APPOINTMENT

In accordance with the provisions of Companies Act, 2013 and Articles of Association of the Company, Mr. Anurag Surana (DIN : 00006665), shall retire at the forthcoming Annual General Meeting and since he has not offered his candidature for reappointment, he shall cease to be Director on conclusion of forthcoming Annual General Meeting.

During the year 2014-15, Mr. Rajendra Dev Kapoor (DIN: 00419722) was appointed as an Additional Director of the Company w.e.f. 20.05.2015 and he holds his office till the conclusion of forthcoming Annual General Meeting. The Board recommends his appointment for approval of the members at the forthcoming Annual General Meeting.

Dr. Satya Prakash Vishnoi (DIN: 01106853) stepped down from the Board w.e.f. December 6, 2014. The Board records its deep appreciation of the valuable services rendered by Dr. Satya Prakash Vishnoi during his long association with the Company.

PARTICULARS OF CONTRACTS OR ARRANGMENTS WITH RELATED PARTIES

All contracts/arrangements/transactions entered by the Company during the financial year with related parties were in ordinary course of business and on an arms' length basis. Your Directors draw attention of the members to Note No. 19 to the financial statement set out related party disclosures.

EXTRACTS OF ANNUAL RETURN

The extracts of Annual Return in Form MGT-9 pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is attached to this Report.

NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW

During the year, Board of Directors met 6 (Six) times. The meetings were held on May 09, 2014, July 03, 2014, 26th September, 2014, 28th October, 2014, 20th December, 2014 and 6th February, 2015.

DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:

- in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any.
- the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors had prepared the annual accounts on a going concern basis;
- the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively 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; and
- the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

EMPLOYEE'S PARTICULARS

The company has not employed any individual whose particulars need to be disclosed as required in Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY.

There are no material changes or commitments subsequent to the close of the financial year of the Company that may affect the financial position of the Company.

AUDITORS AND AUDITORS REPORT

The Statutory Auditors of the Company, M/s KSMN & Company, Chartered Accountants having Firm Regn No. 001075N, hold office till the conclusion of the ensuing Annual General Meeting of the Company and being eligible, offer themselves for re-appointment.

The Company has received their written consent and certificate that they meet the criteria provided under Section 141 of the Companies Act, 2013 and that the appointment, if made, shall be in accordance with the applicable provisions of the Companies Act, 2013 and rules framed thereunder. The Board of Directors recommends the reappointment of M/s KSMN & Company, Chartered Accountants, as the Auditors of the Company in relation the financial year 2015-16 till the conclusion of the next Annual General Meeting. The reappointment proposed is within the time frame for transition under the third proviso to sub-section (2) of Sec 139 of the Companies Act, 2013.

Auditors Report do not contain any qualification, hence same does not call for any explanation.

PARTICULARS RELATING TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO.

The information pertaining to conservation of energy, technology absorption, as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, do not apply to the Company. Further, foreign exchange earning and outgo appear in Note No.27 to 30 of the Annual Accounts.

GENERAL

Your Directors state that no disclosures or reporting is required in respect to the following items as there were no transactions on these items during the year under review or were not applicable :-

1. The Company has not accepted any fixed deposits during the year.

2. Issue of Equity Shares with differential rights as to dividends, voting or otherwise.
3. Issue of shares (including Sweat Equity Shares) to the employees of the Company under any scheme.
4. Management Discussion and Analysis
5. Loans, investments or guarantees under Sec 186 of the Companies Act, 2013
6. No orders were passed by the Regulators, Courts and Tribunals.
7. Corporate Social Responsibility (CSR)

ACKNOWLEDGEMENT

Your Directors wish to place on record their appreciation for the support and co-operation received by the Company from bankers, various departments of the Governments of India, Rajasthan and business associates.

Your Directors also place their appreciation to the employees who put forth their efforts in operation of the Company.

For and on behalf of Board of Directors

Place: Gurgaon	Sd/- (Mayank Singhal)	Sd/- (Rajnish Sarna)
Date: May 20, 2015	Director	Director
	DIN: 00006651	DIN: 06429468

FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31.03.2015

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U73100DL2004PLC131109
2.	Registration Date	09/12/2004
3.	Name of the Company	PI LIFE SCIENCE RESEARCH LTD
4.	Category/Sub-category of the Company	PUBLIC LIMITED
5.	Address of the Registered office & contact details	433-A, Ansal Chambers -II, 6, Bhikaji Cama Place, New Delhi-110 066, Contact No. 9212311051
6.	Whether listed company	NO
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NOT APPLICABLE

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the Company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the Company
1	Research & Development Activities	73100	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S.No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE
1	PI Industries Ltd. Udaisagar Road, Udaipur – 313001 Rajasthan	L24211RJ1946PLC000469	Holding Company

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

Category of Shareholder	No. of Shares held at the beginning of the year [As on 31-March-2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) Bodies Corp.	NIL	9,45,000	9,45,000	100%	NIL	9,45,000	9,45,000	100%	NIL
e) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Any other	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total shareholding of Promoter (A)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Insurance Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
g) FIs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
h) Foreign Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Others (specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (B)(1):-	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
ii) Overseas	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) Others (specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Non Resident Indians	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Overseas Corporate Bodies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Foreign Nationals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Clearing Members	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Trusts	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Foreign Bodies - D R	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (B)(2):-	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total Public Shareholding (B)=(B)(1)+ (B)(2)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
C. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Grand Total (A+B+C)	NIL	9,45,000	9,45,000	100%	NIL	9,45,000	9,45,000	100%	NIL

(ii) Shareholding of Promoter-

Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
	No. of Shares	% of total Shares of the Company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	%of Shares Pledged / encumbered to total shares	
1. PI INDUSTRIES LIMITED	9,45,000	100%	NIL	9,45,000	100%	NIL	NIL

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

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
At the beginning of the year	NIL	NIL	NIL	NIL
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
At the end of the year	NIL	NIL	NIL	NIL

(iv) Shareholding Pattern of top ten Shareholders:

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

For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
At the beginning of the year	NIL	NIL	NIL	NIL
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
At the end of the year	NIL	NIL	NIL	NIL

(v) Shareholding of Directors and Key Managerial Personnel:

Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
At the beginning of the year	NIL	NIL	NIL	NIL
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
At the end of the year	NIL	NIL	NIL	NIL

V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	NIL	NIL	NIL	NIL
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	NIL	NIL	NIL
Change in Indebtedness during the financial year	NIL	NIL	NIL	NIL
* Addition	NIL	NIL	NIL	NIL
* Reduction	NIL	NIL	NIL	NIL
Net Change	NIL	NIL	NIL	NIL
Indebtedness at the end of the financial year	NIL	NIL	NIL	NIL
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	NIL	NIL	NIL

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

S.No	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
1	Gross salary	NIL	NIL	NIL	NIL	NIL
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under Section 17(3) Income- tax Act, 1961	NIL	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL	NIL
	- as % of profit					
	- others, specify...					
5	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (A)	NIL	NIL	NIL	NIL	NIL
	Ceiling as per the Act					

B. Remuneration to other Directors

S.No	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors	NIL	NIL	NIL	NIL	NIL
	Fee for attending Board Committee meetings	NIL	NIL	NIL	NIL	NIL
	Commission	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (1)	NIL	NIL	NIL	NIL	NIL
2	Other Non-Executive Directors	NIL	NIL	NIL	NIL	NIL
	Fee for attending Board Committee meetings	NIL	NIL	NIL	NIL	NIL
	Commission	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL	NIL	NIL
	Total (B)=(1+2)	NIL	NIL	NIL	NIL	NIL
	Total Managerial Remuneration	NIL	NIL	NIL	NIL	NIL
	Overall Ceiling as per the Act	NIL	NIL	NIL	NIL	NIL

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

S.No	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	NIL	NIL	NIL	NIL
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	NIL	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL
	- as % of profit	NIL	NIL	NIL	NIL
	others, specify...	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

For and on behalf of Board of Directors

Place: Gurgaon
Date: May 20, 2015

Sd/-
Mayank Singhal
Director
DIN: 00006651

Sd/-
Rajnish Sarna
Director
DIN: 06429468

Independent Auditor's Report

To The members of

PI LIFE SCIENCE RESEARCH LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of PI LIFE SCIENCE RESEARCH LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2015, and the Statement of Profit and Loss, and the Cash Flow Statement for the year then ended on that date, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in sub-section 5 of Section 134 of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

An audit involves performing procedures to obtain audit evidence

about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2015 and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section 11 of Section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraphs 3 and 4 of the Order.
2. As required by sub-section 3 of Section 143 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 and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the Directors as on March 31, 2015 taken on record by the Board of Directors, none of the Directors are disqualified as on March 31, 2015 from being appointed as a Director in terms of sub-section 2 of Section 164 of the Act.

(f) 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 does not have any pending litigation

which would impact its financial position.

(ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

(iii) There were no amount which required to be transferred to the Investor Education and Protection Fund by the Company.

For KSMN & Company
Chartered Accountants
Firm's Regn. No. 001075N

Sd/-

Vijay Kumar

Partner

Place: Gurgaon

Date: May 20, 2015

M.No. 092671

Annexure to the Auditor's Report

The Annexure referred to in our paragraph "Report on other legal and Regulatory Requirements" report to the members of PI LIFE SCIENCE RESEARCH LIMITED ("the Company") for the year ended March 31, 2015, we report that:

- | | |
|--|--|
| <p>(i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.</p> <p>(b) As explained to us, fixed assets have been physically verified by the Management during the year, in our opinion, the frequency of physically verification is reasonable having regard to the size of the Company and the nature of its fixed assets. No material discrepancies were noticed on such verification as compared to the books of accounts.</p> <p>(ii) The nature of Company's business does not require it to hold inventories. Hence, the provisions of clause (ii) (a), (b) & (c) of paragraph 3 of the order are not applicable to the Company.</p> <p>(iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, clause (iii) (a) and (b) of paragraph 3 of the Order are not applicable.</p> <p>(iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchases of inventories and fixed assets and the sale of goods and services. During the course of our audit, we have not observed any major weakness in such internal control system.</p> <p>(v) The Company has not accepted any deposits from public and consequently, the directives issued by the Reserve Bank of India and the provision of Sections 73 to 76 of the Companies Act, 2013 and the rules framed there under are not applicable to the Company.</p> <p>(vi) The Central Government has not prescribed the maintenance of cost records under sub-section 1 of Section 148 of the Act, for any of the services rendered by the Company. Accordingly, clause (vi) of paragraph 3 of the Order are not applicable.</p> <p>(vii) (a) According to the records of the Company examined by us and the information and explanation given to us, in our opinion, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues to the extent applicable to it.</p> <p>(b) According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income</p> | <p>Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess, and other material statutory dues were in arrears as at March 31, 2015 for a period of more than six months from the date they became payable.</p> <p>(c) According to the information and explanations given to us, there are no dues of Income Tax, Wealth Tax, Sales Tax, Value Added Tax, Service Tax, Duty of Customs, Duty of Excise and Cess which have not been deposited with the appropriate authorities on account of any dispute.</p> <p>(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any dues on account of Investor Education and Protection Fund.</p> <p>(viii) The Company does not have accumulated losses as at the end of the financial year. There are no cash losses during the financial year under report and in the immediately preceding financial year.</p> <p>(ix) According to the records of the Company examined by us and the information and explanations given to us, the Company has not taken any loan from any financial institution or banks, therefore clause (ix) of paragraph 3 of the Order is not applicable to the Company.</p> <p>(x) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions, therefore clause (x) of paragraph 3 of the Order is not applicable to the Company.</p> <p>(xi) According to the information and explanations given to us, there are no term loans taken by the Company which could be applied for the purpose for which they were raised.</p> <p>(xii) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practice in India, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the Management.</p> |
|--|--|

For KSMN & Company
Chartered Accountants
Firm's Regn. No. 001075N

Sd/-

Vijay Kumar
Partner

M.No. 092671

Place: Gurgaon
Date: May 20, 2015

Balance Sheet as at March 31, 2015

(Amount in ₹)

Particulars	Note No.	As at March 31, 2015	As at March 31, 2014
I. EQUITY & LIABILITIES			
1. Shareholders' Funds			
a. Share Capital	B1	94,50,000	94,50,000
b. Reserves & Surplus	B2	10,49,69,506	8,14,39,516
2. Non-Current Liabilities			
a. Deferred tax liabilities (Net)	B3	30,62,776	42,02,354
b. Long-Term Provisions	B4	86,905	34,381
3. Current Liabilities			
a. Trade Payables	B5	2,25,053	2,91,423
b. Other current liabilities	B6	4,71,606	4,24,373
c. Short-Term Provisions	B7	4,584	1,899
TOTAL		11,82,70,430	9,58,43,946
II. ASSETS			
1. Non Current Assets			
a. Fixed Assets			
- Tangible Assets	B8	2,82,94,542	2,87,35,725
b. Long-Term loans and advances	B9	2,29,18,766	1,74,94,595
2. Current Assets			
a. Trade Receivables	B10	-	1,62,49,089
b. Cash and Bank Balances	B11	6,59,78,639	3,26,12,926
c. Other current assets	B12	10,78,483	7,51,612
TOTAL		11,82,70,430	9,58,43,946
Refer accompanying notes to financial statements	A&B		

As per our report of even date.

For K S M N & Company
Chartered Accountants
Firm Reg. No. 001075N

For and on behalf of the Board of Directors of
PI Life Science Research Limited

Sd/-
Vijay Kumar
Partner
M. No. 092671

Sd/-
Mayank Singhal
Director
DIN: 00006651

Sd/-
Rajnish Sarna
Director
DIN : 06429468

Place: Gurgaon
Date: May 20, 2015

Profit & Loss Statement for the year ended March 31, 2015

(Amount in ₹)

Particulars	Note No.	For the year ended March 31, 2015	For the year ended March 31, 2014
I. INCOME			
Revenue From Operations	B13	3,73,29,759	4,39,60,375
Other Income	B14	42,78,807	9,14,929
Total Revenue		4,16,08,566	4,48,75,304
II. EXPENDITURE			
Cost of Material Consumed	B15	47,95,667	68,37,688
Employee Benefit Expenses	B16	27,26,437	24,16,638
Depreciation and Amortization expenses	B8	61,33,501	17,68,676
Other Expenses	B17	54,99,619	48,28,333
Total Expenses		1,91,55,224	1,58,51,335
III. PROFIT BEFORE PRIOR PERIOD INCOME AND TAX		2,24,53,342	2,90,23,969
IV. PROFIT/(LOSS) BEFORE TAX		2,24,53,342	2,90,23,969
V. Provision for Taxation			
- Current Tax		44,93,000	57,60,000
- Deferred Tax		(11,19,161)	(2,20,348)
- Tax for earlier years		47,043	2,34,983
- MAT Credit Entitlement- Earlier Years		(47,043)	(1,09,96,071)
- MAT Credit Entitlement- Current Year		(44,93,000)	(57,60,000)
VI. PROFIT/(LOSS) AFTER TAX		2,35,72,503	4,00,05,405
VII. Earning per share	B18		
- Basic		24.94	42.33
- Diluted		24.94	42.33
(Face value ₹10 per share)			
Refer accompanying notes to financial statements	A&B		

As per our report of even date.

For K S M N & Company
Chartered Accountants
Firm Reg. No. 001075N

For and on behalf of the Board of Directors of
PI Life Science Research Limited

Sd/-
Vijay Kumar
Partner
M. No. 092671

Sd/-
Mayank Singhal
Director
DIN: 00006651

Sd/-
Rajnish Sarna
Director
DIN : 06429468

Place: Gurgaon
Date: May 20, 2015

Cash Flow Statement for the year ended March 31, 2015

(Amount in ₹)

Particulars	For the year ended March 31, 2015	For the year ended March 31, 2014
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit / Loss before tax and Extraordinary items	2,24,53,342	2,90,23,969
Adjustment for :		
Depreciation	61,33,501	17,68,676
Operating Profit before working capital changes	2,85,86,843	3,07,92,646
Adjustment for :		
Decrease/(Increase) in trade receivables	1,62,49,089	(30,43,079)
Increase/(Decrease) in trade payables	(66,370)	(93,842)
Increase/(Decrease) in other current liabilities	47,233	(3,48,565)
Decrease/(Increase) in other current assets	(3,26,871)	(1,71,847)
Increase/ (Decrease) in long-term provisions	52,524	22,259
Increase/ (Decrease) in Short-term provisions	2,685	(1,78,272)
Cash generated from/ (used in) operations	4,45,45,133	2,69,79,300
Direct Taxes paid	(54,24,171)	(46,22,081)
Net Cash Flow from/ (used in) operating activities (A)	3,91,20,962	2,23,57,219
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase for Fixed Assets	(57,55,249)	-
Net Cash Flow from/ (used in) investing activities (B)	(57,55,249)	-
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest paid	-	-
Net Cash Flow from/ (used in) financing activities (C)	-	-
INCREASE / (DECREASE) IN CASH OR CASH EQUIVALENTS (A+B+C)	3,33,65,713	2,23,57,219
Opening cash or cash equivalents	3,26,12,926	1,02,55,707
Closing cash or cash equivalents	6,59,78,639	3,26,12,926

As per our separate report of even date attached

For K S M N & Company
Chartered Accountants
Firm Reg. No. 001075N

For and on behalf of the Board of Directors of
PI Life Science Research Limited

Sd/-
Vijay Kumar
Partner
M. No. 092671

Sd/-
Mayank Singhal
Director
DIN: 00006651

Sd/-
Rajnish Sarna
Director
DIN : 06429468

Place: Gurgaon
Date: May 20, 2015

Significant Accounting Policies and Notes to Accounts

A SIGNIFICANT ACCOUNTING POLICIES

1 Basis of Preparation

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The financial statements have been prepared to comply in all material respects with the accounting standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, and the relevant provisions of the Companies Act, 2013 to the extent applicable. The financial statements have been prepared on an accrual basis and under the historical cost convention on going concern basis.

2 Change in Accounting Policy

The useful life of fixed assets have been revised in accordance with the Schedule II to the Companies Act 2013 which is applicable from accounting periods commencing on or after April 1st, 2014. Accordingly, an amount of ₹ 42,513 (net of deferred tax) representing assets beyond their useful life as of April 1st, 2014 has been charged to General Reserve and in respect of the remaining assets, an additional depreciation amounting to ₹ 43,66,224 has been charged to the Profit and Loss Statement for the year.

3 Summary of significant accounting policies

3.1 Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires Management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon Management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

3.2 Revenue recognition

a) Sale of Goods & Services

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

b) Revenue is recognized as the service is performed by the completed service method, no significant uncertainty exists regarding the amount of the consideration that will be derived from rendering the services and the revenue can be reliably measured.

c) Interest is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

d) Dividend is recognized when shareholders' right to receive payment is established by the Balance Sheet date.

3.3 Investments

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and fair value. Long-term investments are carried at cost individually. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments in case of long term investments.

3.4 Fixed and Intangible Assets

Fixed Assets

Fixed assets are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs, if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day to day repair and maintenance expenditure and cost of replacing parts, are charged to the Statement of Profit and Loss for the period during which such expenses are incurred.

Gains or losses arising from de-recognition of fixed assets are measured as the difference between net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

Significant Accounting Policies and Notes to Accounts

Depreciation on tangible fixed assets is provided on the Straight Line Method over the useful lives of assets specified under Schedule II of the Companies Act, 2013.

Intangible Assets

Capital Expenditure on purchase and development of identifiable non-monetary assets without physical substance is recognized as Intangible Assets in accordance with principles given under AS-26 – Intangible Assets. These are grouped and separately shown under the schedule of Fixed Assets. These are amortized over a period of 3-5 years on a straight line basis.

3.5 Expenses Incurred During Construction Period

Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction / implementation, interest on borrowings to finance fixed assets and expenditure on start-up / commissioning of assets forming part of a composite project are capitalized upto the date of commissioning of the project as the cost of respective assets.

3.6 Impairment of assets

Assets are grouped at the lowest levels for which there are separately identifiable cash flows (i.e. cash generating units). For the purpose of assessing impairment at each Balance Sheet date, Assets within a Cash Generating Unit are reviewed for impairment wherever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount at which the assets under individual Cash Generating Unit are carried in the books exceeds its recoverable amount being the higher of the assets net selling price and its value in use. Value in use is based on the present value of the estimated future cash flows relating to the assets.

Previously recognized impairment losses, relating to assets other than goodwill, are reversed where the recoverable amount increases because of favourable changes in the estimates used to determine the recoverable amount since the last impairment was recognized. A reversal of an asset impairment loss is limited to its carrying amount that would have been determined (net of depreciation or amortization) had no impairment loss been recognized in prior years.

3.7 Foreign exchange transactions/Translation

- a) Initial Recognition: Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of transaction.
- b) Conversion: Foreign currency monetary items are reported using the closing rate. Non-Monetary items that are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.
- c) Exchange Differences: Exchange differences arising on the settlement of monetary items or on reporting Company's monetary items at rates different from those at which they were initially recorded during the year or reported in previous financial statements are recognized as income or as expense in the year in which they arise.

3.8 Employees Benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Accounting Standard 15 – Employee Benefits.

(i) Provident Fund & ESI

The Company makes contribution to statutory provident fund and Employee State Insurance in accordance with Employees Provident Fund and Miscellaneous Provisions Act, 1952 and Employee State Insurance Act, 1948 which is a defined contribution plan and contribution paid or payable is recognized as an expense in the period in which services are rendered by the employee.

(ii) Gratuity

Gratuity is a post employment benefit and is in the nature of a defined benefit plan. The liability recognised in the Balance Sheet in respect of gratuity is the present value of the defined benefit/obligation at the Balance Sheet date less the fair value of plan assets, together with adjustment for unrecognized actuarial gains or losses and past service costs. The defined benefit/obligation is calculated at or near the Balance Sheet date by an independent actuary using the projected unit credit method. Actuarial gains and losses arising from past experience and changes in actuarial assumptions are

Significant Accounting Policies and Notes to Accounts

charged or credited to the Statement of Profit and Loss in the year to which such gains or losses relate.

(iii) Leave Encashment

Liability in respect of leave encashment becoming due or expected after the Balance Sheet date is estimated on the basis of an actuarial valuation performed by an independent Actuary using the projected unit credit method.

(iv) Other Short Term Benefits

Expense in respect of other short term benefits is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

3.9 Leases

Where the Company is the lessee

Leases where the lessor effectively retains substantially all the risks and benefits of the ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term.

Where the Company is the lessor

Assets subject to operating leases are included in fixed assets. Lease income is recognized in the Statement of Profit and Loss on a straight-line basis over the lease term. Costs, including depreciation are recognized as an expense in the Statement of Profit and Loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the Statement of Profit and Loss.

3.10 Segment Accounting & Reporting

Identification of Segments

The Company's operating businesses are organized and managed separately according to the nature of products manufactured and services provided, with each segment representing a strategic business unit that offers different products.

Allocation of Common Costs

Common allocable costs are allocated to each segment on reasonable basis.

Unallocated Items

Unallocable assets and liabilities represent the assets and liabilities not allocable to any segment as identified as per the Accounting Standard.

Segment Policies

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

3.11 Taxes on Income

Tax expense comprises of current and deferred. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act. Deferred income tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the Balance Sheet date. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the taxes on income levied by same governing taxation laws. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each Balance Sheet date the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each Balance Sheet date. The Company writes-down the carrying

Significant Accounting Policies and Notes to Accounts

amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

MAT credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the Minimum Alternative tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT Credit Entitlement. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.

3.12 Government Grant & Subsidies

Grants and subsidies from the government are recognized when there is reasonable assurance that the grant/subsidy will be received and all attaching conditions will be complied with.

When the grant or subsidy relates to an expense item, it is recognized as income over the periods necessary to match them on a systematic basis to the costs, which it is intended to compensate.

Where the grant or subsidy relates to an asset, its value is deducted from the gross value of the asset concerned in arriving at the carrying amount of the related asset.

3.13 Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

3.14 Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized when there is a present obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of obligation. A contingent liability is recognized for:

- (i) a present obligation that arises from past events but is not recognized as a provision because either the possibility that an outflow of resources embodying economic benefits will be required to settle the obligation is remote or a reliable estimate of the amount of the obligation cannot be made.
- (ii) a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events, not wholly within the control of the Company.
- (iii) Contingent assets are neither accounted for nor disclosed in the financial statements.

3.15 Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to Equity Shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of Equity Shares outstanding during the period. Partly paid Equity Shares are treated as a fraction of an Equity Share to the extent that they were entitled to participate in dividends relative to a fully paid Equity Share during the reporting period. The weighted average number of Equity Shares outstanding during the period is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split, and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to Equity Shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential Equity Shares.

3.16 Cash and Cash Equivalents

In the Cash Flow Statement, cash and cash equivalents include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

Significant Accounting Policies and Notes to Accounts

B NOTES TO ACCOUNTS

1. SHARE CAPITAL

(Amount in ₹)

Particulars	As at March 31, 2015	As at March 31, 2014
Authorized capital		
10,00,000(previous year 10,00,000) Equity Shares of ₹ 10 each	1,00,00,000	1,00,00,000
	1,00,00,000	1,00,00,000
Issued, Subscribed & fully Paid up		
9,45,000 (previous year 9,45,000) Equity Shares of ₹ 10 each	94,50,000	94,50,000
TOTAL	94,50,000	94,50,000

1.1. Reconciliation of Equity Shares outstanding at the beginning and at the end of the reporting period

Particulars	2014-15		2013-14	
	No. of Shares	₹	No. of Shares	₹
Share outstanding at beginning of year	9,45,000	94,50,000	9,45,000	94,50,000
Bonus Shares issued during the year	-	-	-	-
Shares Converted into Equity	-	-	-	-
Split of shares	-	-	-	-

1.2 Terms/ rights attached to Equity Shares

The Company has only one class of Equity Shares having a par value of ₹ 10 per share (Previous Year ₹ 10 per share). Each holder of Equity Shares is entitled to one vote per share. The Company declares and pay dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholder in the ensuing Annual General meeting. However, The Company has not proposed any dividend in the current year and in previous year.

In the event of liquidation of the Company, the holders of Equity Shares will 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.

1.3. Details of shareholders holding more than 5% shares in the Company

Particulars	As at March 31, 2015		As at March 31, 2014	
	No. of Shares	% Holding	No. of Shares	% Holding
PI Industries Limited and its nominees	9,45,000	100	9,45,000	100

1.4. Equity Shares held by holding Company

Particulars	As at March 31, 2015		As at March 31, 2014	
	No. of Shares	₹	No. of Shares	₹
PI Industries Limited and its nominees	9,45,000	94,50,000	9,45,000	94,50,000

2. RESERVES & SURPLUS

(Amount in ₹)

Particulars	As at March 31, 2015		As at March 31, 2014	
Surplus in the Statement of Profit and Loss				
Balance as per last financial statements	8,14,39,516		4,14,34,111	
Less: Depreciation for assets having NIL remaining life as on April 01, 2014*	(62,931)		-	
Add: Deferred tax of assets having NIL remaining life as on April 01, 2014*	20,418		-	
Add: Profit for the year	2,35,72,503		4,00,05,405	
		10,49,69,506		8,14,39,516
TOTAL		10,49,69,506		8,14,39,516

* Refer Note A2 of Significant Accounting Policies

Significant Accounting Policies and Notes to Accounts

3. DEFERRED TAX LIABILITIES (NET)

(Amount in ₹)

Particulars	As at March 31, 2015		As at March 31, 2014	
Deferred tax assets/ liabilities are attributable to the following items;				
Deferred Tax Assets				
Effects of expenditure debited to Statement of P&L in the current year but allowed for tax purposes in the following year	29,684		11,771	
Sub- Total (a)		29,684		11,771
Deferred Tax Liabilities				
Difference in depreciation and amortization in block of fixed assets as per Income Tax Act and books of accounts & Others	30,92,460		42,14,125	
Sub- Total (b)		30,92,460		42,14,125
Net Deferred Tax Liability (b)-(a)		30,62,776		42,02,354

4. LONG-TERM PROVISIONS

(Amount in ₹)

Particulars	As at March 31, 2015		As at March 31, 2014	
Provision for employee benefits				
Gratuity Payable	45,988		17,566	
Leave Encashment (Refer Note 32)	40,917		16,815	
		86,905		34,381
TOTAL		86,905		34,381

5. TRADE PAYABLES

(Amount in ₹)

Particulars	As at March 31, 2015		As at March 31, 2014	
Payable to Micro & Small Enterprises	-		-	
Payable to Others than Micro & Small Enterprises	2,25,053		2,91,423	
		2,25,053		2,91,423
TOTAL		2,25,053		2,91,423

5.1 Micro, Small and Medium Enterprises Development Act, 2006

The Management has initiated the process of identifying enterprises which have provided goods and services to the Company and which qualify under the definition of micro and small enterprises, as defined under the Micro, Small and Medium Enterprises Development Act, 2006 and circularized the letters for this purpose. However, the Management has not yet received response from any of the enterprises as at March 31, 2015. Accordingly, the disclosures in respect of the amounts payable to such medium and small enterprises at March 31, 2015 have not been made in the financial statements. In the view of the Management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material.

6. OTHER CURRENT LIABILITIES

(Amount in ₹)

Particulars	As at March 31, 2015		As at March 31, 2014	
Other Payables				
- Payable to Employee	3,60,896		3,26,519	
- Statutory Dues (Including PF and ESI)	20,881		14,280	
- Miscellaneous Expenses Payable	89,829		83,574	
		4,71,606		4,24,373
TOTAL		4,71,606		4,24,373

Significant Accounting Policies and Notes to Accounts

7. SHORT-TERM PROVISIONS

(Amount in ₹)

Particulars	As at	
	March 31, 2015	March 31, 2014
Provision for employee benefits		
Gratuity Payable	107	27
Leave encashment (Refer Note No. 32)	4,477	1,872
		1,899
TOTAL	4,584	1,899

8. FIXED ASSETS - TANGIBLE

(Amount in ₹)

Particulars	Gross Carrying Value				Depreciation *				Net Carrying Value	
	As at April 1, 2014	Additions	Deductions	As at March 31, 2015	As at April 1, 2014	During the year	Deductions	As at March 31, 2015	As at March 31, 2015	As at March 31, 2014
Plant & Equipment	3,58,80,718	68,37,132	13,03,204	4,14,14,646	75,11,066	59,61,154	2,21,321	1,32,50,899	2,81,63,747	2,83,69,652
Furniture & Fixtures	3,55,301	-	-	3,55,301	2,67,908	38,194	-	3,06,102	49,199	87,393
Office Equipments	5,82,664	-	-	5,82,664	3,03,984	1,97,084	-	5,01,068	81,596	2,78,680
TOTAL	3,68,18,683	68,37,132	13,03,204	4,23,52,611	80,82,958	61,96,432	2,21,321	1,40,58,069	2,82,94,542	2,87,35,725
GRAND TOTAL	3,68,18,683	68,37,132	13,03,204	4,23,52,611	80,82,958	61,96,432	2,21,321	1,40,58,069	2,82,94,542	2,87,35,725
Previous Year	3,68,18,683	-	-	3,68,18,683	63,14,282	17,68,676	-	80,82,958	2,87,35,725	3,05,04,401

* Out of the total depreciation charge for the year, ₹ 62,931 representing assets beyond their useful life as of April 1st, 2014 has been charged to General Reserve in accordance with the Schedule II to the Companies Act 2013. Refer Note A2 of Significant Accounting Policies.

9. LONG-TERM LOANS AND ADVANCES

(Amount in ₹)

Particulars	As at	As at
	March 31, 2015	March 31, 2014
Unsecured, Considered Good :		
Security Deposit with Sales Tax Department	20,000	20,000
Advance Income Tax (Net of Provision for Income Tax ₹ 10,300,043 , Previous Year ₹ 11,079,000)	16,02,652	7,18,524
MAT Credit Entitlement	2,12,96,114	1,67,56,071
TOTAL	2,29,18,766	1,74,94,595

10. TRADE RECEIVABLES

(Amount in ₹)

Particulars	As at	
	March 31, 2015	March 31, 2014
Unsecured, considered good, unless stated otherwise		
a) Receivables outstanding for a period exceeding six months from the date they are due for payment	-	-
		-
b) Other receivables*	-	1,62,49,089
		1,62,49,089
TOTAL		1,62,49,089

* Includes Receivables from Holding Company ₹ Nil, previous year ₹ 12,760,073.

Significant Accounting Policies and Notes to Accounts

11. CASH & BANK BALANCES

(Amount in ₹)

Particulars	As at March 31, 2015		As at March 31, 2014	
Cash and Cash Equivalents				
- Cash on Hand	9,146		4,055	
- Balances with Scheduled Banks in Current A/c	93,90,855		1,75,998	
		94,00,001		1,80,053
Other Bank Balances				
Fixed Deposit with Bank		5,65,78,638		3,24,32,873
TOTAL		6,59,78,639		3,26,12,926

12. OTHER CURRENT ASSETS

(Amount in ₹)

Particulars	As at March 31, 2015		As at March 31, 2014	
Prepaid Expenses	4,65,648		3,83,947	
Service Tax receivable	97,605		1,18,511	
Accrued Interest	5,15,230		2,49,154	
		10,78,483		7,51,612
TOTAL		10,78,483		7,51,612

13. REVENUE FROM OPERATIONS

(Amount in ₹)

Particulars	Year ended March 31, 2015		Year ended March 31, 2014	
Revenue from sale of services				
- Royalty Income	2,83,76,539		3,36,71,339	
- Income from Research & Development	89,53,220		1,02,89,036	
		3,73,29,759		4,39,60,375
TOTAL		3,73,29,759		4,39,60,375

14. OTHER INCOME

(Amount in ₹)

Particulars	Year ended March 31, 2015		Year ended March 31, 2014	
Interest Received	39,06,466		7,87,770	
Excess provision written back	1,81,517		1,27,159	
Prior Period Income	38,700		-	
Insurance Claim/ profit on Fixed Assets	1,52,124		-	
		42,78,807		9,14,929
TOTAL		42,78,807		9,14,929

15. COST OF MATERIAL CONSUMED

(Amount in ₹)

Particulars	Year ended March 31, 2015		Year ended March 31, 2014	
Chemical Consumption	40,78,182		63,58,813	
Laboratory Apparatus	7,17,485		4,49,475	
R & D Expenses	-		29,400	
		47,95,667		68,37,688
TOTAL		47,95,667		68,37,688

16. EMPLOYEE BENEFIT EXPENSES

(Amount in ₹)

Particulars	Year ended March 31, 2015		Year ended March 31, 2014	
Salary, wages and Other Allowances	23,20,358		20,74,320	
Contribution to provident and other funds	1,59,976	24,80,334	1,40,436	22,14,756
Employee welfare Expenses		2,46,103		2,01,882
TOTAL		27,26,437		24,16,638

Significant Accounting Policies and Notes to Accounts

17. OTHER EXPENSES

(Amount in ₹)

Particulars	Year ended	
	March 31, 2015	March 31, 2014
Power & Electric Expenses	16,49,353	17,36,253
Repairs to machinery	14,21,043	3,03,756
Foreign Exchange rate difference(Net)	29,482	2,41,169
Postage & Telegram Expenses	8,800	4,357
Printing & Stationary	735	2,394
Office Expenses	2,14,352	1,09,728
Rent	17,51,486	16,01,278
Auditor remuneration	27,438	22,000
Travelling Expenses	47,204	21,063
Legal & Professional Fee	79,624	75,649
Freight charges	82,734	3,72,692
Bank Charges	45,616	29,406
Interest	39,375	844
Misc. Expenses	1,02,377	3,07,744
	54,99,619	48,28,333
TOTAL	54,99,619	48,28,333
Auditor Remuneration		
Statutory Audit	27,438	22,000
Reimbursement of expenses	-	-
	27,438	22,000
TOTAL	27,438	22,000

18. EARNING PER SHARE

Particulars	Year ended	Year ended
	March 31, 2015	March 31, 2014
Net Profit/(Loss) after tax (₹)	2,35,72,503	4,00,05,405
Net Profit/(Loss) after tax available for Equity Shareholders (₹)	2,35,72,503	4,00,05,405
Weighted average number of Equity Share		
For Basic EPS	9,45,000	9,45,000
For Diluted EPS	9,45,000	9,45,000
Nominal Value of shares	10	10
Earning per share (EPS) (₹)		
Basic	24.94	42.33
Diluted	24.94	42.33

19. RELATED PARTY DISCLOSURE

Related party disclosure, as required by Accounting Standard - 18, is as below:

List of related persons

- I. **Holding Company** - PI Industries Ltd.
- II. **Ultimate Holding Company** - Parteeek Finance & Investment Co. Ltd. (till March 30th, 2015)
- III. **Enterprises under common control** - PILL Finance & Investment Ltd. & PI Japan Co. Ltd.
- IV. **Enterprises in respect of which Holding Company is an associate** - Parteeek Finance & Investment Co. Ltd. (till March 30th, 2015)
- V. **Enterprises over which KMP and their relatives are able to exercise significant influence** - MSP Enterprises Private Limited, Wolkem India Ltd., Secure Meters Ltd. & Salil Singhal HUF (Karta).
- VI. **Key Managerial Personnel & their relatives** - Mr. Anurag Surana(Director), Mr. Mayank Singhal (Director), Mr. Salil Singhal (Director of Holding Company), Mr. Rajnish Sarna (Director). Relatives - Nature of relation with Mr. Salil Singhal has been given in Brackets Mrs. Madhu Singhal (Wife), Mr. Arvind Singhal & Mr. Sanjaya Singhal (Brothers), Mrs. Shefali Khushlani & Ms. Pooja Singhal (Daughters), Sanjaya Singhal HUF (Brother's HUF).

Significant Accounting Policies and Notes to Accounts

19. RELATED PARTY DISCLOSURE (Contd...)

The following transactions were carried out with related parties in the ordinary course of business:

(Amount in ₹)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
RELATED PARTY DISCLOSURE		
Transactions with Holding Company - PI Industries Limited		
Sale of Goods and Services	2,83,76,540	3,36,71,339
Rent, electricity and other miscellaneous payment(inclusive of service tax)	37,87,681	37,27,502
Reimbursement of expenses	-	-
Loan Given and received back	-	-
Interest Received	-	-
Closing Balances	-	-
Amount receivable	-	1,27,60,073

20. As per information available with the Management as certified by them, there is no contingent liability as at March 31st, 2015.

21. As per the information available with the Management and as certified by them, there is no outstanding Capital Commitment as on March 31st, 2015.

22. The Company's profits from export of the services relating to Research and Development activities are fully deductible from taxable income. In view of the allowance available to the Company under Section 80-IB(8A) of the Income Tax Act, 1961, the Company does not have any liability for tax in respect of the profits for the year. However, the Company has accounted for liability for Minimum Alternative Tax in respect of the profits for the year under Section 115JB of the Income Tax Act, 1961.

23. Loans & advances, trade receivables and other current / non-current assets are reviewed annually and in the opinion of the Management do not have a value on realization in the ordinary course of business, less than the amount at which they are stated in the Balance Sheet.

24. There are no present obligations requiring provisions in accordance with the guiding principles as enunciated in Accounting Standard (AS)-29 'Provisions, Contingent Liabilities & Contingent Assets'.

25. In accordance with the provisions of Accounting Standard on impairment of Assets, (AS-28), the Management has made assessment of assets in use & considering the business prospects related thereto, no provision is considered necessary in these accounts on account of impairment of assets.

26. VALUE OF IMPORTS CALCULATED ON CIF BASIS

(Amount in ₹)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Raw Materials	14,06,743	12,01,214
Capital Goods	41,26,751	-

27. EXPENDITURE IN FOREIGN CURRENCY (ACCRUAL BASIS)

(Amount in ₹)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Spare parts for Machinery Repair	-	1,87,555

28. EARNINGS IN FOREIGN CURRENCY

(Amount in ₹)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Export of goods and services calculated on FOB basis	89,53,220	1,02,89,036

29. DERIVATIVE INSTRUMENTS AND HEDGED/UNHEDGED FOREIGN CURRENCY EXPOSURE

There is no hedged foreign currency exposure as at the Balance Sheet date and details of Un-hedged foreign currency exposure as at the Balance Sheet date is as follows:

Particulars	Currency	As at March 31, 2015		As at March 31, 2014	
		Amount in Foreign Currency	Amount in ₹	Amount in Foreign Currency	Amount in ₹
Debtors	USD	-	-	64,167	34,89,016
Creditors	USD	260	16,252		

Significant Accounting Policies and Notes to Accounts

30. VALUE OF IMPORTED AND INDIGENOUS RAW MATERIAL, COMPONENTS AND SPARE PARTS CONSUMED

Particulars	Year ended March 31, 2015		Year ended March 31, 2014	
	Amount in ₹	%	Amount in ₹	%
Raw Materials				
Imported	14,06,743	34.49%	12,01,214	18.89%
Indigenous	26,71,439	65.51%	51,57,599	81.11%

31. The Company operates in only one business segment viz “Research & Development Services”, which is the reportable segment in accordance with the requirements of Accounting Standard specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.

32. GRATUITY AND LEAVE ENCASHMENT

As per Accounting Standard (AS)- 15 “Employees Benefits”, the disclosures of employee benefits as defined in the accounting standard are given below:

a. Defined Contribution Plans:

The Company has recognized an expense of ₹159,976 (Previous Year ₹140,436) towards defined contribution plan.

b. Defined benefits plans - as per actuarial valuation as on March 31st, 2015:

(Amount in ₹)

Particulars	2014-15		2013-14	
	Gratuity Non-Funded	Leave Encashment	Gratuity Non-Funded	Leave Encashment
Expenses recognized in the Statement of Profit and Loss for the year				
Current Service Cost	26,135	27,953	13,498	14,586
Interest Cost	1,495	1,588	10,279	5,104
Expected return on plan assets				
Net Actuarial (Gain)/Loss	872	9,084	18,806	5,333
Total Expense	28,502	38,625	42,583	25,023
Net Asset/(Liability) recognized in the Balance Sheet				
Present Value of obligation as at year-end	46,095	45,394	17,593	18,687
Fair value of plan assets at year -end				
Funded status {Surplus/(Deficit)}	(46,095)	(45,394)	(17,593)	(18,687)
Net Asset/(Liability)	(46,095)	(45,394)	(17,593)	(18,687)
Change in obligation during the year ended				
Present value of obligation at the beginning of the year	17,593	18,687	1,28,490	63,803
Current Service Cost	26,135	27,953	13,498	14,586
Interest Cost	1,495	1,588	10,279	5,104
Net Actuarial (Gain)/Loss	872	9,084	18,806	5,333
Benefits Paid	-	(11,918)	(1,53,480)	(70,139)
Present Value of obligation as at year-end	46,095	45,394	17,593	18,687
Actuarial Assumptions				
Discount Rate	7.75%	7.75%	8.50%	8.50%
Expected rate of return on plan assets				
Mortality Table	IALM (2006 - 08)	IALM (2006 - 08)	LIC(1994-96) duly modified	
Salary Escalation	5.50%	5.50%	6.00%	6.00%
Short term Provision	107	4,477	27	1,872
Long Term Provision	45,988	40,917	17,566	16,815

Significant Accounting Policies and Notes to Accounts

33. In accordance with Accounting Standard 19 - Leases, the following disclosures in respect of operating leases is made as under:

The Company has taken corporate office on cancellable operating lease. Minimum lease payments of ₹ 17,51,486 (Previous year ₹ 16,01,278) are charged to Statement of Profit & Loss during the year.

34. Figures of previous year have been regrouped and/or rearranged wherever necessary to make them comparable with those of the current year.

As per our report of even date.

For K S M N & Company
Chartered Accountants
Firm Reg. No. 001075N

For and on behalf of the Board of Directors of
PI Life Science Research Limited

Sd/-
Vijay Kumar
Partner
M. No. 092671

Sd/-
Mayank Singhal
Director
DIN: 00006651

Sd/-
Rajnish Sarna
Director
DIN : 06429468

Place: Gurgaon
Date: May 20, 2015

PI JAPAN CO. LIMITED

CORPORATE INFORMATION

Board of Directors

Mr. Junichi Nakano

Mr. Katsumi Nakamura

Bankers

Mitsubishi Tokyo UFJ Bank, Japan

Registered Office

2-11-4, The To-han Building

4th Floor, Uchikanda,

2-Chome, Chiyoda-Ku,

Tokyo, 101-0047 Japan

Balance Sheet as at March 31, 2015

				<i>(Amount in JPY)</i>	
Particulars	Note No.	As at March 31, 2015	As at March 31, 2014		
I LIABILITIES					
1 Shareholders Fund					
a. Share Capital	1	50,00,000	50,00,000		
b. Retained Earnings	1	1,20,68,349	1,02,33,128		
		1,70,68,349	1,52,33,128		
2 Current Liabilities					
a. Other Current Liabilities	2	29,09,123	29,19,333		
b. Short Term provisions	3	4,94,475	5,29,945		
		34,03,598	34,49,278		
TOTAL		2,04,71,947	1,86,82,406		
II ASSETS					
1 Non- Current Assets					
Fixed Assets					
	4				
Tangible Assets Gross		20,02,266	20,02,266		
Accumulated Depreciation		(15,73,719)	(14,58,554)		
Tangible Assets Net		4,28,547	5,43,712		
2 Non- Current Loans & Advances	5	26,53,840	26,53,840		
3 Current Assets					
a. Cash & Cash Equivalents		1,16,45,530	1,01,67,504		
b. Trade Receivable		44,06,420	42,64,306		
c. Short Term Loans and advances	6	13,37,610	10,53,044		
		1,73,89,560	1,54,84,854		
TOTAL		2,04,71,947	1,86,82,406		

Statement of Profit and Loss for the year ended March 31, 2015

(Amount in JPY)

Particulars	Note No.	For the year ended March 31, 2015	For the year ended March 31, 2014
Sales		5,08,07,573	5,35,13,461
Gross Profit		5,08,07,573	5,35,13,461
Selling General & Administrative Expenses	7	4,83,88,171	5,09,65,206
Operating Profit		24,19,402	25,48,255
Interest Income		2,325	1,943
Miscellaneous Income		4,264	610
Amortization of Organization Costs		-	-
Ordinary Profit		24,25,991	25,50,808
Profit Before Tax Deduction		24,25,991	25,50,808
Income Taxes		5,90,770	6,49,193
Net Profit		18,35,221	19,01,615
Notes to Accounts	8		

Notes to Accounts

Note: 1 SHAREHOLDERS FUND

(Amount in JPY)

Particulars		As at	As at
		March 31, 2015	March 31, 2014
Shareholders' Equity			
Share Capital	Beginning Balance	50,00,000	50,00,000
	Changes of items during the period	-	-
	Ending Balance	50,00,000	50,00,000
Retained Earnings	Beginning Balance	1,02,33,128	83,31,513
	Changes of items during the period	18,35,221	19,01,615
	Ending Balance	1,20,68,349	1,02,33,128

Note: 2 OTHER CURRENT LIABILITIES

(Amount in JPY)

Particulars	As at	As at
	March 31, 2015	March 31, 2014
Accrued Expenses	27,59,772	27,63,162
Social Insurance	1,49,351	1,56,171
TOTAL	29,09,123	29,19,333

Note: 3 SHORT-TERM PROVISIONS

(Amount in JPY)

Particulars	As at	As at
	March 31, 2015	March 31, 2014
Income Taxes Payable	2,84,200	3,19,000
Withholding Tax	2,10,275	2,10,945
TOTAL	4,94,475	5,29,945

Note: 4 TANGIBLE & INTANGIBLE ASSETS

(Amount in JPY)

Particulars	Gross block			Depreciation				Net block		
	As at April 1, 2014	Additions during the year	Deductions	As at March 31, 2015	As at April 1, 2014	Additions during the year	Deductions	As at March 31, 2015	As at March 31, 2015	As at March 31, 2014
Lease Hold Improvements										
Room Divider	5,75,991	-	-	5,75,991	3,83,754	27,297	-	4,11,051	1,64,940	1,92,237
Equipments										
Video Conferencing System	9,30,000	-	-	9,30,000	5,78,525	87,868	-	6,66,393	2,63,607	3,51,475
Laptop	1,03,810	-	-	1,03,810	1,03,810	-	-	1,03,810	-	-
Book (JIS Standard color samples)	1,36,322	-	-	1,36,322	1,36,322	-	-	1,36,322	-	-
Laptop	1,43,381	-	-	1,43,381	1,43,381	-	-	1,43,381	-	-
Laptop	1,12,762	-	-	1,12,762	1,12,762	-	-	1,12,762	-	-
GRAND TOTAL	20,02,266	-	-	20,02,266	14,58,554	1,15,165	-	15,73,719	4,28,547	5,43,712

Note: 5 NON-CURRENT LOANS AND ADVANCES

(Amount in JPY)

Particulars	As at	As at
	March 31, 2015	March 31, 2014
Lease Deposits	26,53,840	26,53,840
Organization Costs	-	-
TOTAL	26,53,840	26,53,840

Note: 6 CURRENT LOANS AND ADVANCES

(Amount in JPY)

Particulars	As at	As at
	March 31, 2015	March 31, 2014
Prepaid Expenses	3,60,000	3,60,000
Advance for employee insurance	23,622	18,292
Consumption Tax Receivable	9,53,988	6,74,752
TOTAL	13,37,610	10,53,044

Notes to Accounts

Note: 7 SELLING, GENERAL AND ADMINISTRATIVE EXPENSES

(Amount in JPY)

Particulars	For the year ended March 31, 2015	For the year ended March 31, 2014
Directors' Remuneration	1,95,00,000	1,67,91,665
Salary	35,08,800	73,18,800
Depreciation	1,15,165	1,86,561
Legal Welfare	18,77,163	25,97,195
Welfare	1,35,792	92,860
Advertising	45,917	6,000
Rental	2,85,266	3,36,287
Repair	1,72,000	1,72,000
Supplies	2,19,653	1,53,523
Electricity and Water	2,65,574	3,02,714
Charge	89,399	1,02,100
Taxes and Dues	13,150	20,600
Entertainment	19,29,617	15,78,735
Communication	13,73,082	13,48,920
Seminar	4,20,710	3,01,400
Books, Papers	2,57,254	3,02,253
Office Rent	40,00,008	40,00,008
Conference	1,31,008	2,49,633
Transportation (travel within 200km)	8,19,114	9,81,202
Domestic Travelling (travel over 200km)	6,14,632	7,38,971
International Travelling	12,72,517	9,48,355
Commutation	12,45,704	13,68,036
Consultant Fee	99,56,203	1,09,29,157
Market research	52,000	50,000
Miscellaneous	88,443	88,231
TOTAL	4,83,88,171	5,09,65,206

Note: 8 SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES

I Significant Accounting Policies

The financial statements have been prepared in accordance with Accounting Standards for Small and Medium Enterprises in Japan.

1 Depreciation method for fixed assets

- Leasehold improvements - Declining balance method
- Equipments (over 200,000 yen) - Declining balance method
- Equipments (100,000 yen - 200,000 yen) - Straight-line method

2 Accounting for consumption taxes and regional consumption taxes

Consumption taxes and regional consumption taxes are excluded from all figures.

II Notes about Balance Sheet

Monetary assets and liabilities to parent Company

Accounts Receivable 4,406,420 yen

III Notes about Profit and Loss Statement

Transaction with parent Company

Operating transaction

Sales 50,807,573 yen

IV Notes about statement of changes in equity

Information about issued Share Capital

Sort	March 31, 2014	Increase	Decrease	March 31, 2015
Common shares	100 shares	-	-	100 shares

Shareholding: 100% PI Industries Ltd. (India)

Notes to Accounts

Note: 8 SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES (Contd...)

V Information about related party

Attribute	Name	Voting right	Relations		Detail of business	Amount	Account title	Ending balance
			The additional post of Director	Actual relations				
Parent Company	PI Industries Ltd.	100%	–	Service	Market Research	50,807,573 yen	Accounts receivable	4,406,420 yen

VI Information about per share

Book Value per share	170,683 yen
Net profit per share	18,352 yen