



Annual Report 2016-2017



Strengthening Future



Vision

Transforming Health Outcomes, Touching Lives

Values

Speed

Proactive and swift action are our mantras

Innovation

Our constant approach at all levels is to seek better ways of listening, thinking and doing - making our offerings meaningful and impactful

Happiness

We are motivated by our customers' success and happiness of our stakeholders





Contents

Chairman's Letter	2
Corporate Information	4
Management Discussion and Analysis	5
Corporate Governance	9
Director's Report	19
Standalone and Consolidated Ind AS Financial Statements	34



Chairman's Letter

Strengthening-the-Future....

It has been an eventful year of realigning and streamlining our focus and energies. Dynamic business environment and demanding market expectations has become the new norm - globally. While the challenges of the future are many, I see great opportunities for Bilcare.

We started off as a Packaging Company in the 80's, with a vision of leading in pharma packaging innovations by being a value differentiator through our advanced research based one stop packaging solutions. Today this vision has led us to bring about a new outlook in the pharma packaging domain, where technology plays an important role in patient education, safety on delivery, dispensation and consumption of the pharma products. Keeping in-sync with this vision, our R&D team has taken painstaking efforts to continually improve on its innovative range of packaging products with many inbuilt features and has enabled the company to be a prominent and dominant player in this highly competitive market.

In the last four years, we have taken many tough decisions, decisions that may have looked harsh but have a long term positive impact on the business. Bilcare has reset on this journey by garnering its resources, gathering its manpower energy and a renewed commitment towards "Enhancing Patient Health Outcomes"

I have always learned from great leaders and visionaries that the path to success is often laced with thorns and only by walking on this path can one attain success. What comes along is a bitter sweet experience of learning and growing - together.

The Indian pharmaceutical industry is currently the third largest in the world and is one of the most developed industries. Technologically strong and self-reliant, the pharmaceutical industry in India has cost effective manufacturing, innovative scientific manpower, strength of internationally acclaimed laboratories, R&D capabilities and an increasing balance of trade. It is today ranked world class, in terms of, quality and range of medicines manufactured. From simple generic headache pills to sophisticated antibiotics and complex cardiac compounds, almost every type of medicine

is now made indigenously. Complementing this, the flexible packaging is the only other segment that has witnessed revolutionary changes, improvisation and introduction of innovative packaging solutions in the last four to five years indicating a bright future for Bilcare.

Today, the flexible packaging films and foils are the most sought after and economical packaging material available to address the ever increasing demands of the pharma and healthcare industry especially when it comes to the ease of distribution, preserving the potency of the drug and also to ensure a better shelf life of the packaged product. Keeping in line with the growing stringent demands, Bilcare took initiatives and measures which led to not only new products coming into the fray but also process techniques being improvised to produce the best quality blister foils formations.

During the year, Team Bilcare developed various composites using combination of coating and lamination technologies including customized laminate structures and created wide range of packaging products. This addressed the explicit and implicit needs of various formulations thus creating a unique solution space and reiterated its presence as a global solution provider in the child resistant and senior friendly lidding material segment. This type of packaging coupled with the 5C approach is expected to be a point of inflexion in the domain of primary packaging for oral solids.

Our customers are always at the heart of our thinking and our partnership approach to working collaboratively builds trust and strengthens our value proposition.

Moving towards the international accounting standards, we adopted the Ind AS accounting standards for financial year ending March 2017. The Company is still in the restructuring & stabilization phase and the efforts have led to a comprehensive debt resolution with a majority of lenders. Going forward, the focus will be on improving the operational performance with higher margins. All efforts are being made to facilitate working capital for increased production and resultant cash flows.

On a group level we have stayed focused on the strategy of realignment of synergies, improved EBIDTA and disinvestment. This has led to a hygiene check and reduction of losses. The journey has been long and winding that resonate the Company policy of "restructuring for the better".

I regret to share the news about the sad demise of one of our Board of Directors – Mr. Ramnarayan Venkit few days back. His ability to see beyond the normal and his humbleness were par excellence. Team Bilcare will surely miss his able guidance. I pray God to rest his soul in peace.

These are challenging times for the company yet the future has many opportunities in its store. As said by Peter F. Drucker, "The best way to predict the future is to create it".

With this quote, I conclude by thanking you all for your continued support and trust.

A handwritten signature in black ink, appearing to read 'Mohan H Bhandari', with a long horizontal line extending from the bottom left of the signature.

Mohan H Bhandari

Chairman and Managing Director



Corporate Information

Board of Directors

Mr. Mohan H. Bhandari
Mr. Rajendra B. Tapadia
Mr. Avinash S. Joshi
Mr. Surendranath Gupte
Mrs. Nutan M. Bhandari

Company Secretary & CFO

Mr. Anil Tikekar

Registered Office and Works

1028, Shiroli, Rajgurunagar, Pune - 410 505, India.

Auditors

M/s. R.L. Rath & Co.
Chartered Accountant

Secretarial Auditor

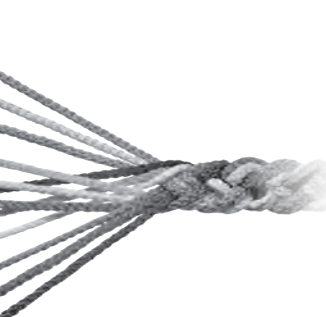
M/s. Shekhar Ghatpande & Co,
Practicing Company Secretary

Bankers

Multiple Banking under the Security Trust Arrangement.

Registrar & Transfer Agents

Link Intime India Pvt. Ltd.,
(Unit: Bilcare Limited)
Block No. 202, 2nd Floor,
Akshay Complex, Off Dhole Patil Road,
Pune – 411 001, India
Telefax: +91– 20 – 26163503
E-mail: pune@linkintime.co.in



Management Discussion and Analysis

Pharmaceutical and Packaging – A Bright Future

Technologically strong and totally self-reliant, the Indian Pharmaceutical industry is currently the third largest in the world and is one of the most developed industries. Today the Pharma Sector has enviable cost effective manufacturing processes, huge investments in R&D, IT and ITES techno edge, highly skilled scientific manpower and backing from the internationally acclaimed laboratories. The industry boasts of producing the entire range of pharmaceutical formulations, i.e., medicines ready for consumption by patients and about 400 bulk drugs, i.e., chemicals having therapeutic value and used for production of pharmaceutical formulations. Today the industry is capable of manufacturing even the complex cardiac compounds, which was a distant dream just few years back.

The global pharmaceutical industry is projected to grow markedly through the decade, reaching \$1.4 trillion and 4.5 trillion doses of medicines by 2020. As a resultant factor, the pharmaceutical packaging market is too growing rapidly and is expected to surpass \$100 billion globally by 2019. In fact, according to a new study from PMMI, the pharmaceutical packaging sector is expected to grow the fastest among all packaging industry sectors, growing at a five-year CAGR of 3.9 percent through 2019.

Several factors are converging at once for the pharmaceutical industry, contributing to the growth and importance placed on packaging. These factors include global demographic shifts, advances in serialization to meet new requirements and the influence of the generics and biosimilars markets.

GLOBAL DEMOGRAPHICS

Many developing regions — including Asia/Pacific, Latin America and much of the Middle East and Africa — will continue to see population growth coupled with economic development. The resultant rise in the middle class will lead to a greater global population that can afford access to high end drugs. In developed regions where population growth is typically slower, general improvements in healthcare have contributed to an

aging population. According to the U.S. Census Bureau, people aged 65 and over accounted for around 8.5 percent of the global population in 2015. It is projected that it will reach 12 percent by 2030. This trend is particularly impactful on the pharmaceutical market, as elderly people are large consumers of medicines. Both trends will contribute to an increase in the use of pharmaceutical packaging, as well as pharmaceutical packaging equipment, throughout the decade.

SERIALIZATION

The importance and consideration placed on packaging in the world of pharmaceuticals has expanded considerably as a result of serialization requirements. Packaging plays a vital role in ensuring the traceability of products across the supply chain. Several pieces of legislation mandating various serialization requirements have been enacted globally in recent years. In the U.S., the Drug Quality and Security Act (DQSA) have created national, rather than statewide, regulations for serialization. DQSA mandates will come into force for manufacturers in 2017.

The cost and time associated with meeting these regulations can be high. Many manufacturers will require new labeling, coding and scanning equipment to become compliant. Packaging equipment in such categories is expected to see growth prior to serialization deadlines and a downturn immediately following them. For some pharmaceutical manufacturers, installation of new equipment may require an expansion of the packaging line. For those with space limitations, this means potentially turning to robots, where enhanced flexibility offers the capability to handle multiple products in the same space with the same equipment. While working to upgrade their packaging lines to gain compliance with serialization laws, many pharmaceutical manufacturers are turning to co-packers to help fill the gaps in technology and capacity. Proper serialization will require the effective transfer of information among all parties throughout the supply chain. As a result, demand for improved integrated, software-based solutions has raised a trend that is expected to continue for the foreseeable future.

GENERICS AND BIOSIMILARS

As patents for several blockbuster drugs expire — known as the patent cliff — the market becomes increasingly competitive with the flood of generics entering the market. Production of the number of pharmaceutical products increase, therefore increasing the number of packaging types employed. Biosimilars are thought to have a comparable effect on the market as generics, potentially increasing competition and the number of packaging types.

As competition steepens, many pharmaceutical companies — particularly original patent owners — are turning to packaging as an important point of differentiation. Packaging technology that can improve convenience and quality, combat counterfeiting or increase patient compliance can set a pharmaceutical product apart.

Predicting the future of global pharmaceutical packaging is a considerable challenge, given the continual advancements in treatments and materials, regulations and other factors. Despite this ever-changing landscape, the (AMR) report forecasts the pharmaceutical packaging market to reach \$104,882 million by 2022, rising at a Compound Annual Growth Rate of 6.3% from 2017 to 2022. The expansion of the generic market, technological advancement, and strict governmental regulations for conventional packaging are major factors that drive the market growth. The market research firm sites technologies such as RFIDs, tamper-evident packs, holograms, labels and special inks are used to combat counterfeit medicines.

The Govt. of India initiatives and policies as per the Pharma Vision 2020 document will further strengthen and reaffirm the focus on the development and growth of the pharmaceutical and packaging sector. The vision documents clearly states the plans to catapult India into one of the top five pharmaceutical innovation hubs by 2020, targeting to achieve a global niche with one out of every five to ten drugs discovered worldwide by 2020 originating from India.

Delivering Innovation, Touching Lives

Keeping in-sync with the Pharma Vision, Bilcare's philosophy has enabled the company to develop advanced research based breakthrough flexible packaging material into films and foils with highest pedigree. Working closely with our Pharma Customers and understanding their core challenges, Bilcare has deployed the latest technologies in printing and packaging design that addresses mainly the core challenges of the pharmaceutical companies

—commonly known in Bilcare as “5 Cs” viz. Compliance – directions of dosage administration, Counterfeiting – deterring piracy and counterfeit in medicines packaging; Communication – differentiating and brand recall strategies; Convenience – smart and easy to carry, dispensing; Child Resistant Packaging – to avoid accidental misuse by children). Our innovative one stop packaging solutions coupled with the technology support has been in line with the aspirations of the pharma companies to meet their ever increasing demand of patient safety, education and ease of consumption.

At Bilcare, innovation is all about identifying opportunities for improving productivity and deliverables of existing solutions and enhancing the value proposition through continual research, development and commercialization of new products. We firmly believe that innovations are not big or small but are continuous and happen on a daily basis through a creative mind. Over the years, our research activities have enhanced our range of proprietary products and services. This has resulted in creating an enviable range of patent portfolio of products, services and solutions worldwide. At Bilcare, the culture of innovation has gone beyond our research labs to touch every business function and activity.

Our Packaging Design Innovation services, Brandpack™ Solutions and Optima™ Solutions are just a few of the successful solutions given by Bilcare to the Pharma industry to optimize not only production costs but also get a better yield from preferred packaging material.

Bilcare Product and Services Portfolio – Focused on Pharma Packaging

Bilcare, ever since its inception has had a clear strategy and a focussed business model to work relentlessly for addressing the core pharma challenges of maintaining the potency of the drug formulation and also help increase the shelf life of the product through its Research Driven approach.

Flexible packaging has been one of the fastest growing sectors in the packaging industry over the last decade given its numerous benefits in terms of superior aesthetics, improved functionalities, light weighing, sustainability advantages and superior optimized barrier properties. According to Pira, the global packaging industry is expected to grow at an annual average rate of 3.4% during 2016-2020 to reach USD 248 Billion where Asia alone is expected to lead the demand with its market share progressing from 42% in 2015 to nearly 45% by 2020.

The flexible packaging films and foils are the most in sought and economical packaging material available to address the ever increasing demands of the pharma and healthcare industry especially when it comes to ease of distribution, preserving the potency of the drug and also to ensure a better shelf life of the packaged product.

The flexible packaging is the only segment that has witnessed revolutionary changes, improvisation and introduction of innovative packaging solutions. According to the IMS data, approx 70% of the drugs globally are Oral drugs of which approx 70% drugs are oral solids (tablets and capsules). A further classification segments the flexible packaging materials into Films and Foils where approx. 70% drugs are packed in Blisters whereas the balance 30% are packed in Aluminium strips/ bottles and other conventional forms.

Pharma Packaging Innovations (PPI)

Bilcare continues to invest on R&D activities and effectively utilize its investments made on creation of research sites resulting in successful addition of newer products, processes services and technologies to its product innovation portfolio.

Benefits derived as a result of the R&D efforts not only comprise newer innovative products but also has yielded significant improvement in existing range of products and realization of cost reduction measures in the manufacturing processes.

To help establish a better brand image for the pharma companies and their products, Bilcare PPI, India developed a range of Packaging Solutions with the help of cutting edge technology absorption. Overt watermark anti-counterfeit features in Alul-Alu by reverse printing methodology, usage of UV ink and water mark combination with reverse printing anti-counterfeit features in Alul-Alu and Bilcare Protect' as a covert anti-counterfeit solution with colour lacquered coating are some of the key product innovations done during the year. In addition to the above, seeing the growing demand of API Formulations, we developed in-house pouch making facility. These initiatives have helped some of our big pharma customers to effectively protect the brand identity of some of their highest selling products.

The Bilcare PPI Overseas business made significant investments into a new laminator at its Wilmington, DE facility. The new investment marks a significant milestone in offering truly integrated solutions and supply chain advantages for the global pharmaceutical industry. It will allow Bilcare to offer best in class delivery of Aclar®

laminates for stability packaging, line trial samples as well as full commercial volumes. Besides, Bilcare AG also introduced a new thermoforming capability to support its blister films production adhering to pharmaceutical industry standards. This state-of-the-art line will be utilized for customer-specific development projects further strengthening its pharma packaging business.

During the course of the year, Bilcare Research GmbH had its corporate responsibility rated by EcoVadis and performed above average in all major core areas: environment, labor practices, fair business practices as well as responsible and sustainable procurement. This makes Bilcare Research GmbH part of the top 2% of the industry sector "production of plastic materials" and part of the top 4% of all top scorers ever evaluated by EcoVadis.

Global Clinical Supplies (GCS)

The global clinical trial management system (CTMS) market is estimated to grow at a CAGR of 11.5% until 2021, and is predicted to reach \$920.2 million led by the contract research organizations segment which is estimated to witness the highest growth rate in the global CTMS market driven by the rising number of ongoing clinical trials. Factors such as increasing adoption of CTMS solutions during clinical trials, growing number of clinical trials, and rising R&D expenditure of pharmaceutical and biopharmaceutical companies are and would continue driving the growth of the CTMS market.

The need for faster recruitment at a lower per-patient cost has resulted in expansion of multinational clinical trials that include fast-growing countries of Latin America, Asia Pacific and of Eastern Europe. This geographical shift gives new possibilities to Clinical logistics providers. Not only will the growth of clinical trial market in the stated regions will affect the existing local depots and distribution chains, there is an expectation that both global pharma and logistics companies will continue to establish their own presence in order to control cost and quality, and to expand its geographical coverage.

the critical/ life saving drugs to support the clinical trials in an art that requires high amount of market knowledge and insights for trading, knowledge of regional regulations and an in-depth awareness of the developments happening with the various drug makers globally. In the race to be the next frontier, every pharma manufacturer is in the race to develop biosimilars. The average price of a biosimilar is above \$ 100, making it a lucrative and fast growing market. This has fuelled the demand for comparator drugs in

India. However, India does not have many organized players to support this demand. Over 95 percent of the requirement is imported from the US or EU.

Bilcare being into the Pharmaceutical Packaging, well understands this unique business line and hence stepped into the Clinical Trial Packaging and Supply Chain business through its Global Clinical Supplies business unit as an extension to its already established pharma packaging business.

After a long gap of three years, new clinical trial approvals have started rolling out which may augur well for business in traditional CTMS area thus indicating a stable and better future for Bilcare GCS in the coming years.

Internal Control System and Adequacy

According to Section 134(5)(e) of the Companies Act 2013, the term Internal Financial Control (IFC) means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business.

The Company has a well placed and adequate IFC system which ensures that all the transactions are authorized, recorded and reported correctly as well as is compliant with the Company's policies and Standard Operating Procedures (SOP's). The Internal Auditors independently evaluate the adequacy of the internal controls and report to the Audit Committee of any major deviations. The Company also has in place a well defined Whistle Blower policy to ensure the efficacy of the systems and financial controls. The adequacy is further enhanced by a system of internal business reviews and sensitive issues such as forex, market risks and allied are discussed in their respective internal review meetings.

Human Resources:

The Company made necessary business realignments by introducing new business leaders across regions and geographies. The team is constantly aligning itself and synergizing its energies to go beyond boundaries and enhance performance with total focus on the customer needs and market demands. This approach and structured way of business will effectively utilize the human resource capital and achieve leadership dominance thereby enhancing the performance and productivity in the ensuing years.

Corporate Citizen

Bilcare Corporate Citizen Program stems from its very Vision, Mission and Core Values and is much beyond the statutory mandate of the recent years.

Gram Swachchata, Water Storage, Primary School Education Aid, Repair of Old School under Bilcare schemes, teachers, training, SSY training, healthcare camp, library/ education on wheels were few programs initiated this year.

Financial Highlights:

The company has been making efforts during the last two years to improve both its performance as well as capital structure. As on date, the Company has successfully completed the Debt resolution to the extent of about 80% and is hopeful of completing the balance by 2018. This has eased the liquidity stress; however the working capital is still a major constraint.

The operational performance of the Company is improving but slowly, given the working capital constraints. The support of the customers and suppliers has enabled the Company to stay afloat.

The Company has adopted the Ind AS accounting standards for FY March 2017 with a transition date of April 1, 2015. Based on the norms of the said standards, the financials reflect both the impairments as well as the fair values of the assets and liabilities.

Risks and Concern

The Company is subjected to various geo-political and external environmental risks affecting its financial health. Raw material input cost, crude prices, currency fluctuations, interest burden and financial costs are some of the major risks. Further, industry slowdown due to regular new policies such as price cap on drug formulation by NPPA and ban on fixed dosage drugs (FDC) also affects the packaging material supplier.

Cautionary Statement

Statements made in the Management Discussion and Analysis describing the Company's business objective, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable laws and regulations. Actual outcome may differ substantially or material from those expressed or implied important developments that could affect company's operations include significant changes in the political and economical environment in India or Overseas in key markets, applicable statutes, litigation, labor relations, exchange rate fluctuations, interest and other costs.



CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large. The Company has a strong legacy of fair, transparent and ethical governance practices.

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") the Company has executed fresh Listing Agreements with the Stock Exchanges. The Company is in compliance with the requirements stipulated under Clause 49 of the Listing Agreements and regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI Listing Regulations, as applicable, with regard to corporate governance. The Company submits a report on the matters mentioned in the said clause and also the practices followed by the Company as stated below:

BOARD OF DIRECTORS

Composition of the Board

The composition of the Board of Directors of Bilcare Limited is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Act. The Board comprises of Six (6) Directors, One (1) Executive Director, the Chairman and Managing Director, who is also a Promoter Director, one (1) Woman Director, who is a Non- Executive Non-Independent Promoter Director and four (4) Non- Executive Independent Directors.

As mandated by Regulation 26 of the Listing Regulations, none of the Directors is a member of more than ten Board level Committees (considering only Audit Committee and Stakeholders' Relationship Committee) or Chairman of more than five Committees across all public limited companies (listed or unlisted) in which

he/she is a Director. Further all Directors have informed about their Directorships, Committee memberships/ Chairmanships including any changes in their positions as on March 31, 2017.

Independent Directors

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act. The maximum tenure of independent directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act.

Number of Independent Directorships

In compliance with the Listing Regulations, Directors of the Company do not serve as Independent Director in more than seven listed companies. In case he/she is serving as a Whole-Time Director in any listed company, does not hold the position of Independent Director in more than three listed companies.

Number of Board Meetings

The Board met five (5) times during the year. The Meetings were on 30 May, 17 August, 14 September, 14 December, 2016 and 13 February 2017. All the meetings were held in such manner that the gap between two consecutive meetings was not more than 120 days.

Directors' Attendance Record and Directorships

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year 2016-17 and the last Annual General Meeting (AGM) held on 14 September 2016 and the number of Directorships and Committee Chairmanships/ Memberships held by them in other public companies as on 31 March 2017, are given in the following table.

Name of the Director	Category	Particulars of Attendance		No. of Directorships and Committee Memberships / Chairmanships in Public Limited Companies as on 31 March 2017			
		Board Meetings	Last AGM	Directorships	Committee Memberships•	Committee Chairmanships	Remarks
Promoter Executive Director							
Mr. Mohan H. Bhandari	Chairman and Managing Director	5	Present	3	4	2	
Promoter Non-Executive Director							
Mrs. Nutan M. Bhandari	Director	5	--	1	2	1	
Independent Directors							
Mr. Rajendra Tapadia	Director	4	Present	4	5	2	
Mr. Avinash S. Joshi	Director	5	Present	1	6	1	
Dr. Sankarshan Basu	Director	2	Present	3	--	--	Resigned as Director w.e.f. 27th January, 2017
Mr. Ramnarayan Venkit	Director	3	--	1	1	--	Appointed as an Additional Director w.e.f. 14th September, 2016
Mr. Surendranath Gupte	Director	1	--	1	--	--	Appointed as an Additional Director w.e.f. 13th February, 2017

- Apart from statutory committees, includes Nomination and Remuneration Committee, Corporate Social Responsibility Committee and two (2) Functional Committees

Information supplied to the Board

During the year 2016-17, information as mentioned in Schedule II Part A of the SEBI Listing Regulations, has been placed before the Board for its consideration.

The terms and conditions of appointment of the Independent Directors are disclosed on the website of the Company.

During the year, meeting of the Independent Directors was held on 30th May, 2016. The Independent Directors, *inter-alia*, reviewed the performance of non-independent directors, Chairman of the Company and the Board as a whole.

The Board periodically reviews the compliance reports of all laws applicable to the Company, prepared by the Company.

The details of the familiarisation programme of the Independent Directors are available on the website of the Company www.bilcare.com.

CEO/MD and CFO Certification

The Chairman & Managing Director and the Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of SEBI Listing Regulations. The said certificate is annexed and forms part of the Annual Report. The Chairman & Managing Director and the Chief Financial Officer

also give quarterly certification on financial results, while placing the financial results before the Board in terms of SEBI Listing Regulations.

Code of Conduct

The Company has adopted a Code of Conduct (the Code) for Directors and Senior Management of the Company. The Code has been circulated to all the members of the Board and Senior Management and the same is available on the Company's website at www.bilcare.com.

The Board members and Senior Management personnel have affirmed their compliance with the code. A declaration to this effect signed by the Chairman and Managing Director of the Company is contained in this Annual Report.

COMMITTEES OF THE BOARD

As on 31 March 2017 the Company apart from functional committees, has Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Stakeholders Relationship Committee. The Board Committees are set-up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by the members of the respective Board Committees. The Company's guidelines relating to Board Meetings are applicable to Committee Meetings, as far as may be practicable. Each

Committee has the authority to engage outside experts, advisors and counsels to the extent it considers appropriate to assist in its work. Minutes of the proceedings of the Committee Meetings are placed before the Board meeting for perusal and noting. The Company Secretary acts as the secretary of all the Committees.

Audit Committee

The Audit Committee of the Company comprises of three Directors, viz. Mr. Avinash S. Joshi (Chairman of the Committee), Mr. Ramnarayan Venkit and Mr. Mohan H. Bhandari, two-thirds of which are independent directors. All the members of the Audit Committee possess accounting, economic, legal and financial management expertise. The composition of the Audit Committee meets with the requirements of Section 177 of the Companies Act, 2013 and SEBI Listing Regulations. Annual General Meeting (AGM) held on Wednesday, 14 September 2016 was attended by the Chairman of the Committee, Mr. Avinash S. Joshi, to answer shareholders' queries.

The Audit Committee assists the Board in discharging of its responsibility to oversee the quality and integrity of the accounting, auditing and reporting practices of the Company and its compliance with the legal and regulatory requirements. The Committee's purpose is to oversee the accounting and financial reporting statements, the appointment, independence, performance and remuneration of the Statutory Auditors, including the Cost Auditors and the performance of Internal Auditors of the Company.

Terms of reference

The terms of reference of the Committee, inter alia covers all the matters specified under SEBI Listing Regulations as well as those specified in Section 177 of the Companies Act, 2013. Besides, in additions to other terms as may be referred by the Board of Directors, the Audit Committee has the power inter alia, to investigate any activity within its terms of reference and to seek information from any employee of the Company, seek legal and professional advice and to secure attendance of outsiders with relevant expertise, if it considers necessary.

The Committee met five times, on 30 May, 14 September, 14 December 2016, 13 February and 27 March 2017.

The meetings of the Audit Committee are also attended by the Chief Financial Officer, Statutory Auditors, Internal Auditors and other Management representatives as special invitees as and when required. The Company Secretary acts as the secretary to the Audit Committee.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee of the Company comprises of three Directors, viz. Mr. Rajendra B. Tapadia (Chairman of the Committee), Mr. Avinash S. Joshi and Mrs. Nutan M. Bhandari.

Terms of reference:

The Nomination & Remuneration Committee has been constituted to recommend / review the remuneration of Executive Directors of the Company, to identify persons who are qualified to become Directors and who may be appointed in Senior Management and to carry out such other

Attendance Record of Audit Committee Members for 2016-17

Name of Director	Category	Status	No. of Meetings	
			Held	Attended
Mr. Avinash S. Joshi	Independent	Chairman	5	5
Mr. Rajendra B. Tapadia*	Independent	Member	1	1
Mr. Ramnarayan Venkit**	Independent	Member	4	4
Mr. Mohan H. Bhandari	Non Independent	Member	5	5

* Ceases to be Committee Member w.e.f. 14th September, 2016

** Appointed as Committee Member w.e.f. 14th September, 2016

duties and functions as stipulated in Section 178 of the Companies Act, 2013 read with rules framed thereunder and SEBI Listing Regulations.

During the year in review, there was no meeting of Nomination and Remuneration Committee.

Corporate Social Responsibility (CSR) Committee

The Corporate Social Responsibility (CSR) Committee of the Company comprises of three Directors, viz. Mrs. Nutan M. Bhandari (Chairman of the Committee). Mr. Avinash S. Joshi and Mr. Rajendra B. Tapadia

Terms of reference:

- To formulate and recommend to the Board, a Corporate Social Responsibility Policy in terms of Schedule VII of the Companies Act, 2013;
- To recommend the amount of expenditure to be incurred on the CSR activities;
- To monitor the Corporate Social Responsibility Policy of the Company from time to time; and
- To act in terms of any consequent statutory modification(s) / amendment(s) / revision(s) to any of the applicable provisions to the said Committee.

During the year in review, there was no meeting of Corporate Social Responsibility (CSR) Committee.

The Committee's prime responsibility is to assist the Board in discharging its social responsibilities by way of formulating and monitoring implementation of the framework of CSR Policy.

Stakeholders Relationship Committee:

The Stakeholders Relationship Committee comprises of three Directors, viz. Mr. Rajendra B. Tapadia (Chairman of the Committee), Mr. Mohan H. Bhandari and Mr. Avinash S. Joshi. Mr. Anil Tikekar, Company Secretary is the Compliance Officer. Composition and the terms of reference meet with the requirements under the provisions of Section 178(5) of the Companies Act, 2013 and of SEBI Listing Regulations.

The main responsibility of the Committee is to ensure cordial investor relations and supervise the mechanism for redressal of investor grievances pertaining to transfer of shares, non-receipt of annual report, non-receipt of declared dividends etc. It performs the functions of transfer/transmission/ remat/ demat/ split-up/ sub-division and consolidation of shares, issue of duplicate share certificates and allied matter(s).

No meeting of the Committee was held as no complaint was received from the shareholders or investors for redressal of investor grievances pertaining to transfer of shares, non-receipt of annual report, non-receipt of declared dividends etc., during the financial year 2016-17. No requests for dematerialization and/or transfer were pending for approval as on 31 March 2017.

SEBI Complaints Redress System (SCORES)

The investor complaints are processed in a centralised web-based complaints redressed system. The salient features of this system include Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of action taken on the complaints and its current status.

Designated Exclusive Email-ID

The Company has a designated email-ID Investors@bilcare.com exclusively for investor servicing.

Functional Committee

The Board is authorised to constitute one or more functional committees delegating thereto powers and duties with respect to specific purposes. Meeting of such committees are held, as and when the need arises. Time schedule for holding the meetings of such functional committees are finalized in consultation with committee members.

REMUNERATION OF DIRECTORS

The aggregate value of salary and perquisites for the year ended 31 March 2017 to Managing Directors, Mr. Mohan H. Bhandari is Nil

Non-executive Directors' compensation

The non-executive directors of the Company were paid following sitting fees for meetings of the Board and its Committee thereof :

Name of Non-Executive Director	Sitting Fees* (in ₹)
Mr. Rajendra Tapadia	1,10,000/-
Mr. Avinash S. Joshi	1,70,000/-
Dr. Sankarshan Basu	45,000/-
Mrs. Nutan M. Bhandari	1,00,000/-
Mr. Ramnarayan Venkit	1,00,000/-
Mr. Surendranath Gupte	20,000/-

* Sitting fees include payment for board level committee meetings.

Shares and Convertibles held by Non Executive Directors as on 31 March 2017

Name of the Director	Number of shares held Equity Shares of ₹ 10/- each
Mr. Rajendra Tapadia	271,051
Mr. Avinash S. Joshi	600
Mrs. Nutan M. Bhandari	1,205,122
Mr. Ramnarayan Venkit	300
Mr. Surendranath Gupte	300

APPOINTMENT AND RE-APPOINTMENT OF DIRECTORS:

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, following information is furnished about the Director proposed to be appointed/re-appointed at the ensuing Annual General Meeting:

Mr. Ramnarayan Venkit [DIN 07613733]

An Honors Graduate in Engineering from I.I.T with a Post Graduate Diploma in Lean Six Sigma, having over 38 years of multifunctional experience in leading manufacturing companies in the Asia Pacific Region, covering Business Startups & Development, Strategic Marketing, Profit Center Operations, Consulting and Project Management, at senior levels.

Following his passion, he trains and leads people to drive performance improvement projects and has attended several special courses & workshops like Strategic Marketing by Ashridge University, UK, Certified Six Sigma Black Belt, UniWorld Consulting, USA, IIE, Management Development Program at I.I.M Bangalore, India, Certified Professional Trainer [CPT] under IPMA, UK and many others.

Analytical & intuitive, he enjoys assisting companies in improving their business, instills systems, minimizes waste, maximizes profits through empowering its people

He brings on to the table a unique mix of concepts and experience.

Other Directorship	Committee Membership
Name of the Company	Name of the Committee
NIL	NIL

Mr. Surendranath Gupte [DIN 07731748]

Mr. Gupte is a merit holder post graduate in Marine Zoology from Bombay University with a vast industry experience of over 40 years in the Pharma sector globally.

He has handled various assignments such as production, factory management including setting up a Greenfield project in Kerala right from its civil construction stage. He has also handled PSU's in a Joint Venture project with the State Government in Kerala, Gujarat and Rajasthan.

He is also actively connected with several training programs and has conducted many workshops too. His core areas of expertise are marketing, product development, product management and implementing effective cost and resource management measures.

Other Directorship	Committee Membership
Name of the Company	Name of the Committee
NIL	NIL

GENERAL BODY MEETINGS

Location and time for the last Three Annual General Meetings were:

Financial Year	Venue	Date	Time	Special Resolution
2013-14	Registered Office of the Company	30 September 2014	11.00 a.m.	Authority to the Board to create Charge. Authority to the Board to Borrow money.
2014-15	Registered Office of the Company	30 September 2015	11.00 a.m.	Nil
2015-16	Registered Office of the Company	14 September 2016	11.00 a.m.	Acceptance of Fixed Deposits

Postal Ballot

No resolution was passed through Postal Ballot during the year 2016-17.

At present, no special resolution is proposed to be passed through postal ballot. None of the businesses proposed to be transacted in the ensuing Annual General Meeting require passing a Special Resolution conducted through Postal Ballot.

DISCLOSURES

Related Party Transactions:

Please refer to Note No. 38 of Notes to Accounts for significant related party transactions.

None of the transactions with any of the related parties were in conflict with the interests of the Company.

Management Discussion and Analysis

This Annual Report has a detailed chapter on management discussion and analysis.

Disclosures by the Management to the Board

All disclosures relating to financial and commercial transactions where Directors may have a potential interest are provided to the Board and the interested Directors do not participate in the discussion nor do they vote on such matters.

Statutory compliance, Penalties and Strictures:

The Company has complied with all the requirements of regulatory authorities. No penalties/strictures were imposed on the Company by Stock Exchanges or SEBI or any Statutory Authority on any matter related to capital market during the last three years.

COMPLIANCE WITH MANDATORY AND NON-MANDATORY REQUIREMENTS

The Company is fully compliant with the applicable mandatory requirements of the Clause 49. It has not adopted any non-mandatory requirements.

MEANS OF COMMUNICATION

The Company puts forth vital information about the company and its performance, including quarterly results, official news releases, and communication to investors and analysts, on its website: www.bilcare.com regularly for the benefit of the public at large. The quarterly results are published in 'Financial Express' and 'Loksatta'. News releases, Official news and media releases are sent to the Stock Exchanges.

Website

The Company's website contains a separate dedicated section titled "Investors". The basic information about the Company, as called for in terms of SEBI Listing Regulations, is provided on the Company's website: www.bilcare.com and the same is updated from time to time.

SHAREHOLDERS

Annual Report

Annual Report containing, inter alia, Audited financial statement, Consolidated Financial Statement, Boards' Report, Independent Auditors' Report and other important information, is circulated to members and others entitled thereto. The Management Discussion and Analysis (MDA) Report forms part of the Annual Report and is displayed on the Company's website: www.bilcare.com

Support Green Initiative of MCA

The Ministry of Corporate Affairs, Government of India, has taken a "Green Initiative in the Corporate Governance by allowing paperless compliances by companies vide General Circular 17/2011 dated April 21, 2011, in terms of which the Company has been forwarding such documents through electronic mode. Company requests shareholders to provide their e-mail addresses to enable Company to forward the notices/documents through e-mail, to the maximum possible extent in order to support green initiative. Members are once again requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants and members who hold shares in physical form with the Company at pune@linkintime.co.in or at its registered office at 1028, Shirol, Rajgurunagar, Pune - 410 505, Maharashtra, India.

GENERAL SHAREHOLDER INFORMATION

Company Registration Details

The Company is registered in the State of Maharashtra, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L28939PN1987PLC043953

Annual General Meeting

Date : 29 September 2017

Time : 11.00 a.m

Venue : Registered Office of the Company
1028, Shirol, Rajgurunagar,
Pune – 410 505, India

Financial Calendar

1 April 2016 to 31 March 2017

For the year ended 31 March 2017, results were announced on –

- 14 September 2016 : First Quarter
- 14 December 2016 : Half yearly
- 13 February 2017 : Third Quarter
- 30 May 2017 : Fourth Quarter and Annual

Key financial reporting dates for the financial year 2017-18

Quarter ending 30 June 2017: On or before 14 August 2017

Quarter ending 30 September 2017: On or before 14 November 2017

Quarter ending 31 December 2017: On or before 14 February 2018

Audited results for the financial year 2017-18: On or before 30 May 2018

Book Closure

The books will be closed from 23 September 2017 to 29 September 2017.

SHARE HOLDING PATTERN

The tables below give the pattern of shareholding by ownership and share class respectively.

Pattern of shareholding by ownership as on 31 March 2017

Category	Number of Shares held	Shareholding %
Promoters	7,066,611	30.01
Foreign Institutional Investors	10,000	0.04
Corporate Bodies (India+Foreign)	2,510,740	10.67
Non Resident Indians	412,570	1.75
Indian Public	11,435,502	48.57
Shares held by Custodians, against which Depository Receipts have been issued	2,109,808	8.96
Total	23,545,231	100.00

Pattern of shareholding by Share Class as on 31 March 2017

Shareholding Class	Number of Shareholders	Number of Shares	Shareholding %
Up to 500	15830	1803717	7.66
501 - 1,000	1080	871387	3.70
1,001 - 2,000	534	827958	3.52
2,001 - 3,000	239	618068	2.63
3,001 - 4,000	115	410225	1.74
4,001 - 5,000	85	398915	1.69
5,001 - 10,000	129	926822	3.94
10,001 & above	132	17688139	75.12
Total:	18144	23545231	100.00

Registrar and Transfer Agents and Share Transfer and Demat System

The Board's Share Transfer Committee meets as and when required for dealing with matters concerning securities/share transfers of the Company. The Company has appointed Link Intime India Pvt. Ltd. as the Registrar and Transfer Agents of the Company, to carry out the share transfer Agents of the Company, to carry out the share transfer work on behalf of the Company.

Address of the Registrar and Transfer Agent

Link Intime India Pvt. Ltd.,
(Unit: Bilcare Limited)
Block No. 202, 2nd Floor, Akshay Complex
Off Dhole Patil Road. Pune – 411 001, India
Telefax : 020 – 26163503
E-mail : pune@linkintime.co.in

Listing

The Equity shares of Bilcare Limited are listed on BSE Limited.

Stock Code

BSE : 526853

Stock Data

Table below gives the monthly high and low prices and volumes of Bilcare Limited at BSE Limited, Mumbai (BSE) for the year 2016-17.

Month	Share Price		BSE Sensex	
	High (₹)	Low (₹)	High	Low
April-16	45.90	39.50	26,101	24,523
May-16	45.95	40.00	26,837	25,058
June-16	62.95	40.75	27,105	25,911
July-16	62.90	50.50	28,240	27,034
August-16	54.90	47.15	28,532	27,628
September-16	76.65	48.00	29,077	27,717
October-16	77.85	65.50	28,478	27,488
November-16	83.95	57.00	28,030	25,718
December-16	79.95	62.00	26,804	25,754
January-17	79.80	65.50	27,980	26,447
February-17	74.25	64.30	29,065	27,590
March-17	65.85	52.00	29,825	28,716

Dematerialization of Shares and Liquidity

The equity shares of Bilcare Limited are under compulsory demat trading. As on 31 March 2017, dematerialized shares accounted for 99.29% of the total equity.

Demat ISIN numbers in NSDL & CDSL for Equity Shares: INE986A01012.

Bilcare Limited shares are actively traded at BSE Limited.

Outstanding GDRs and likely impact on Equity

The Company on 12 January 2010, allotted 2,986,341 GDRs at USD11.15 per GDR (i.e. ₹ 515 per share at the exchange rate of ₹ 46.20 per USD), each GDR representing one equity share of ₹ 10 each in the share capital of the Company. As on 31 March 2017, 2,109,808 GDRs were outstanding, and represented an equal number of underlying equity shares. The Paid-up Share Capital of the Company stood at ₹ 235,452,310/- divided into 23,545,231 Equity Shares of ₹ 10/- each.

Plant Location

1028, Shirol, Rajgurunagar, Pune 410 505, India

Investor Correspondence Address

For transfer / dematerialisation of shares and any other query relating to the shares of the Company:

Link Intime India Pvt. Ltd.,

(Unit: Bilcare Limited)

Block No. 202, 2nd Floor, Akshay Complex

Off Dhole Patil Road,

Pune – 411 001, India

Telefax : +91-20-26163503

E-mail : pune@linkintime.co.in

Deposit holders Correspondence Address

For any query relating to Fixed Deposit :

Company Address

Bilcare Limited

18, D G Chambers, 1st Floor,

100-104 Nagindas Master Road,

Near BSE, Fort, Mumbai 400 001

Phone (022) 6531 2999

Registrar's Address

Kisu Corporate Services Pvt. Ltd.

D-28 Mazanon Floor, Supariwala Estate,

Prasad Chambers Compound, Near Roxy Cinema,

Opera House, Mumbai - 400 004

Phone (022) 23810486/23886255

DECLARATION ON COMPLIANCE WITH THE CODE OF CONDUCT

I, Mohan H. Bhandari, Chairman & Managing Director of Bilcare Limited hereby declare that all the members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct, as applicable to them, for the year ended 31 March, 2017.

Pune : 30 May 2017

Mohan H. Bhandari
Chairman & Managing Director

TO THE MEMBERS OF BILCARE LIMITED

CERTIFICATE BY AUDITORS ON CORPORATE GOVERNANCE

We have examined the compliance of the conditions of Corporate Governance by Bilcare Limited for the year ended 31 March 2017, as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

For R.L. Rath & Co.
Firm Registration No. 108719W
Chartered Accountants

R. L. Rath
Proprietor
Membership No. 14739
Pune : 30 May 2017

TO THE BOARD OF DIRECTORS OF BILCARE LIMITED

CERTIFICATION BY CHAIRMAN & MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER OF THE COMPANY

We, the undersigned, in our respective capacities as Chairman & Managing Director and Chief Financial Officer, of Bilcare Limited, ("the Company") to the best of our knowledge and belief certify that:

- a) We have reviewed financial statements and the cash flow statement for 2016-17 and that to the best of our knowledge and belief:
 - i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2016-17 which are fraudulent, illegal or violative of the Company's Code of Conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the Auditors and the Audit Committee, wherever applicable:
 - i) Significant changes in internal control over financial reporting during the year;
 - ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii) Instances of significant fraud of which we are aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Anil Tikekar
Company Secretary & CFO
Pune: 30 May 2017

Mohan H. Bhandari
Chairman & Managing Director



DIRECTOR'S REPORT

To the Members,

Your Directors are pleased to present the 30th Annual Report and the Audited Statements of Account for the year ended 31 March 2017.

Indian Accounting Standards (Ind AS)

The Ministry of Corporate Affairs (MCA) on February 16, 2015, notified that Indian Accounting Standards (Ind AS) are applicable to certain classes of Companies from April 1, 2016 with a transition date of April 1, 2015. Ind AS has replaced the previous Indian GAAP described under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.

Ind AS is applicable to the company from April 1, 2016, with a transition date of April 1, 2015.

Consequently the financial statements of both standalone and consolidated accounts has been prepared and recasted in accordance to the Ind AS accounting standards for FY ended March 2017 and FY ended March 2016 respectively with the adjustment of Ind AS duly incorporated. In effect there have been changes in the accounting policies and the fair value concept for both assets and liabilities has been adopted which are disclosed in the financial statements as set out in Note No. 40 and Note No. 38 for standalone and consolidated financial statements respectively.

Performance of the Company and State of Company's Affairs

The Company's financial performance, for the year ended 31 March 2017 as per Ind AS is summarised below:

Particulars	₹ in Crs			
	Standalone		Consolidated	
	2016-17	2015-16	2016-17	2015-16
Revenue from Operations incl. Other Income	315.16	348.81	2718.36	2678.59
Profit/ (Loss) before Interest, Depreciation, Tax and Exceptional Items	2.52	26.40	226.86	236.74
Profit/ (Loss) before Tax	(56.38)	(223.47)	(56.06)	(194.47)
Tax Expense (incl. Deferred Tax)	9.55	(145.25)	23.74	(112.28)
Profit/ (Loss) for the year from continuing Operations	(65.93)	(78.22)	(84.54)	(84.86)
Non-controlling Interest	-	-	4.73	2.67
Profit/ (Loss) for the year	(65.93)	(78.22)	(79.81)	(82.19)

Please refer Management Discussion & Analysis dealing with the State of Company's Affairs, at length.

Extract of Annual Return

The extract of the Annual Return of the Company in Form MGT-9 is annexed herewith as Annexure "A" to this report.

Number of Meetings of the Board

During the Financial Year 2016-17, Five (5) Board Meetings were held, details of which are given in the Corporate Governance Report section.

Directors' Responsibility Statement

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

- In the preparation of the annual accounts for the financial year ended 31 March 2017, the applicable accounting standards had been followed and there are no material deviations from the same;
- 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 as at 31 March 2017 and of the loss of the Company for the year ended on that date;
- The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- The accounts for the financial year ended 31 March 2017 have been prepared on a 'going concern' basis;
- 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;
- 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.

Particulars of Loans, Guarantees and Investments under section 186 of the Companies Act, 2013

Particulars of Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statement provided in this Annual Report. These loans/guarantees are primarily granted for the furtherance of business of the borrowing companies.

Contracts and Arrangements with Related Parties

All contracts/ arrangements/ transactions entered by the Company with related parties were in the ordinary course of business and on an arm's length basis. Such transactions form part of the notes to the financial statements provided in this Annual Report. During the year, the Company has not entered into any contract/ arrangement/ transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at www.bilcare.com.

Pursuant to Section 134 of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, the particulars of such transactions are provided in Form AOC-2 which is annexed herewith as Annexure "B" to this report.

Dividend

In the absence of profits, the Directors are not recommending any Dividend for the financial year ended 31 March 2017.

Share Capital

The paid-up Equity Share Capital as on 31 March 2017 stood at ₹ 235,452,310. During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity. As on 31 March 2017, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

Material Changes and Commitments, if any, affecting the financial position of the Company

No material changes and commitments affecting the financial position of the Company have occurred from the end of the financial year 2016-17 till the date of this report. Further there was no change in the nature of business of the Company.

Conservation of Energy, Technology Absorption and Foreign exchange earnings & outgo

A. Conservation of Energy

i. Steps taken for Conservation of Energy:

Bilcare Focused on Energy conservation projects and successfully implemented as follows :

- The effort to maintain the electrical power factor to unity was sustained and this has resulted in savings of ₹ 45.48 lacs per annum with Nil capital investment.
- Optimization of 105TR and 100TR chilling system and using cooling towers instead of chillers during the winter season has given a saving in electricity consumption of ₹ 18 Lacs and ₹ 3.00 Lacs respectively.
- The replacement of LED lighting has resulted in a saving of ₹ 1.35 Lacs.
- Optimistaion of thermic fluid heater running has resulted in a saving of ₹ 6.00 Lacs in terms of fuel consumption with investment of 3 Lacs.

ii. The Capital investment on energy conservation equipment:

No major investment was made during this financial year.

B. Technology Absorption, Adaptation and Innovation

Bilcare continued its innovations with R&D activities and was not only able to cater to breakthrough solutions but also added newer dimensions to exisiting offerings in converting the superior process capability achieved in terms of cost effectiveness. The efforts made towards technology absorption include:

- Bilcare Venus solution space was consolidated by incorporation of additional Covert Anti Couterfeit Features and provided impregnable solution to the Pharma Brands.
- Development of Polymer and Foil Based Suppository Films for the global Markets with capability of running on a broad spectrum of machines.
- Improving the CRSF segment offering by developing newer variants and leveraging its Global presence by converting the requirements of US customers.

- Establishment of in house pouching capability to cater to the requirements of various customers especially desirous of packing formulations meant for the markets having stringent regulatory requirements.
- Developed and commercialised the offerings in the challenging field of trans dermal patches for domestic customers
- Improvising the Challenge Testing Capability for Bilcare Venus. This ensures broad spectrum acceptability of the product across markets and machine types.
- Developed improved version of Bilcare Armour as cost effective solution having properties which are comparable, with conventionally available Ultra High Barrier Material.

During the financial year, the company filed 1 new Patent application related to its innovative products and technologies and 1 Patent applied earlier was granted.

Expenditure on Research & Development

Particulars	₹ in Crores
Capital	-
Recurring	1.36
Total	1.36
R&D expenditure as a percentage of total turnover	0.43%
On a consolidated basis total R&D expenditure as a percentage of consolidated turnover is 0.05%	

Foreign Exchange Earnings & Outgo

Particulars	₹ in Crores
Foreign exchange earned	129.01
Foreign exchange outgo	57.33

Corporate Social Responsibility (CSR)

The Corporate Social Responsibility and Governance Committee (CSR&G Committee) has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy), which has been approved by the Board.

The CSR Policy may be accessed on the Company's website at the link: www.bilcare.com. The Company would also undertake other need based initiatives in compliance with Schedule VII to the Act.

The Annual Report on CSR activities is annexed herewith marked as Annexure "C".

Audit Committee

The audit committee comprises of Mr. Avinash S. Joshi (Chairman of the Committee), Mr. Surendranath Gupte and Mr. Mohan H. Bhandari as members. All the recommendations made by the committee were accepted by the Board.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees. Performance evaluation has been carried out as per the Nomination and Remuneration Policy.

Independent Directors' Meeting

In accordance with the provisions of Schedule IV (Code for Independent Directors) of the Companies Act, 2013 and SEBI Listing Regulations, a meeting of the Independent Directors of the Company was held on 30 May 2016, without the attendance of Non-Independent Directors and Members of the Management.

Details of Directors & Key Managerial Personnel

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed both under subsection (6) of Section 149 of the Companies Act, 2013 and under SEBI Listing Regulations.

As required under SEBI Listing Regulations, the information on the particulars of Directors proposed for appointment/re-appointment has been given in the Report on Corporate Governance.

Information about Subsidiary/JV/Associate Company

During the year, two new wholly owned subsidiaries were formed viz. Bilcare Research Swiss I AG and Bilcare Research Swiss II AG, Switzerland.

Bilcare Singapore Pte Ltd. a wholly owned subsidiary of Bilcare Limited was under Judicial Management. In October 2015, the High Court of Singapore through a Scheme of Arrangement passed an Order for transfer of the Equity Shares of the Company to Bilcare Packaging Limited, Mauritius and subsequent

liquidation of the Company. In accordance of the said Order the shares were transferred to Bilcare Packaging Limited, Mauritius at SGD 1 and the Company is now under liquidation.

Consolidated Financial Statements of the Company are inclusive of the results of the said subsidiaries. Further, a statement containing the particulars for each of the subsidiaries is also enclosed. Copies of annual accounts and related information of all the subsidiaries can also be sought by any member of the Company or its subsidiaries by making a written request to the Company Secretary at the Registered Office of the Company. The annual accounts of the subsidiary companies are also available for inspection at the Registered Office of the Company and that of the respective subsidiary companies. The Company has Five (5) wholly owned subsidiaries viz. Bilcare Mauritius Ltd., Mauritius, Bilcare Packaging Limited, Mauritius, Bilcare Technologies Singapore Pte. Ltd., Singapore, Bilcare GCS Limited, UK and Bilcare GCS Inc., USA. Some of these subsidiaries in turn have their respective step down subsidiaries.

A statement containing the salient features of the financial statement of the subsidiaries in the prescribed format AOC-1 is presented in a separate section forming part of the financial statement. The Policy for determining 'Material' subsidiaries has been displayed on the Company's website at www.bilcare.com

Deposits

Given below are the details of deposits, covered under Chapter V of the Companies Act, 2013:

- i. Deposits accepted during the year: Nil
- ii. Deposits remaining unpaid or unclaimed as at the end of the year: 29.91 lacs
- iii. Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved:
 - a. At the beginning of the year: Nil
 - b. Maximum during the year: Nil
 - c. At the end of the year: Nil

Significant and Material Orders

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

Internal Financial Controls

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

Vigil Mechanism

The Company has in place Whistle Blower Policy, wherein the Employees/ Directors/ Stakeholders of the Company are free to report any unethical or improper activity, actual or suspected fraud or violation of the Company's Code of Conduct. This mechanism provides safeguards against victimization of Employees, who report under the said mechanism. During the year under review, the Company has not received any complaints under the said mechanism. The Whistle Blower Policy may be accessed on the Company's website at www.bilcare.com

Corporate Governance

A report on Corporate Governance is given in this Annual Report. The requisite certificate from the Auditors of the Company confirming compliance with the conditions of corporate governance is attached to the report on Corporate Governance.

Auditors

Internal Auditors

The Internal Auditors, M/s. V.S. Rawat & Co., Chartered Accountants, Pune have conducted internal audits periodically and submitted their reports to the Audit Committee. Their reports have been reviewed by Statutory Auditors and the Audit Committee.

Statutory Auditors

As per the provisions of the Act, the period of office of M/s. R. L. Rathi & Co., Chartered Accountants as Statutory Auditors of the Company, expires at the conclusion of the ensuing Annual General Meeting.

It is proposed to appoint M G M & Company, Chartered Accountants as Statutory Auditors of the Company, for a term of 5 (five) consecutive years. M G M & Company, Chartered Accountants, have confirmed their eligibility and qualification required under the Act for holding the office, as Statutory Auditors of the Company.

The observations and comments given by the Statutory Auditors in their report read together with notes thereon are self explanatory and hence, do not call for any further comments.

Cost Auditors

At the 29th Annual General Meeting (AGM) held on 14 September 2016, M/s. Parkhi Limaye & Co., Cost Accountants (Firm Registration No: 000191) were appointed as Cost Auditors of the Company for the financial year 2016-17 for conducting cost audit of the accounts maintained by the Company in respect of the various products prescribed under the applicable Cost Audit Rules.

The Cost Audit Report under The Companies (Cost Audit Report) Rules, 2011 for the year 2015-16 was duly filed with the Ministry of Corporate Affairs on 1st October 2016.

Secretarial Auditor

The Board has appointed M/s. Shekhar Ghatpande & Co, Company Secretary, to conduct Secretarial Audit for the financial year 2016-17. The Secretarial Audit Report for the financial year ended 31 March 2017 is annexed herewith marked as Annexure "D" to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

Particulars of Employees & Related Disclosures

In terms of the provisions of Section 197(12) of the Companies Act (herein referred as Act), read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules forms part of the Annual Report.

Disclosure pertaining to remuneration and other details as required under Section 197(12) of the Act, read with Rules 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 forms part of the Annual Report. However, as per the provisions of Section 136(1) of the Act, the Report and Accounts are being sent to the members, excluding the aforesaid information. Any member interested in obtaining such particulars may inspect the same at the Registered Office of the Company during working hours up to the date of the Annual General Meeting.

For the financial year ended 31 March 2017, the compliance report is provided in the Corporate Governance section of this Annual Report. The Auditors' Certificate on compliance with the mandatory recommendations of the committee is annexed to this report.

General

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

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except ESOS referred to in this Report.
3. The Managing Director of the Company does not receive any remuneration or commission from any of its subsidiaries, except for the professional services rendered from time to time.

Disclosure under the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act 2013

In terms of provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has formulated a Policy to prevent Sexual Harassment of Women at Workplace.

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

Acknowledgement

We thank our domestic and international customers, vendors, investors, banking community, investment bankers and rating agencies for their continued support during the year.

Your Directors also wish to place on record their deep sense of appreciation for the committed services of the employees at all levels worldwide.

We thank the Governments of various countries where we have our operations and also thank Central Government, various State Governments and other Government agencies for their positive co-operation and look forward to their continued support in future. Finally, we wish to express our gratitude to the members and shareholders for their trust and support.

For and on behalf of the Board of Directors

Mohan H. Bhandari

Chairman & Managing Director

Pune: 30 May 2017

ANNEXURE - A

Form No. MGT-9

EXTRACT OF ANNUAL RETURN As on the financial year ended on 31-03-2017

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

REGISTRATION AND OTHER DETAILS:

i	CIN	L28939PN1987PLC043953
ii	Registration Date	01-July-1987
iii	Name of the Company	BILCARE LIMITED
iv	Category / Sub-Category of the Company	Public Company / Limited by shares
v	Address of the Registered office and contact details	1028, SHIROLI, RAJGURUNAGAR, PUNE 410505
vi	Whether listed company	Yes
vii	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Pvt. Ltd., (Unit: Bilcare Limited) Block No. 202, 2nd Floor, Akshay Complex Off Dhole Patil Road. Pune – 411 001, India Telefax : 020 – 26163503 E-mail : pune@linkintime.co.in

PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Articles of Plastics & Polymer	3921	30%
2	Aluminium & Aluminium Products	7607	37%
3	Global Clinical Services		24%

PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. NO	NAME OF THE COMPANY	Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	Bilcare Mauritius Ltd.	C/o CIM Corporate Services LTD, Les Cascade Building, Edith Cavell Street, Port Louis, Mauritius.	N.A.	SUBSIDIARY	100%	2(87)(ii)
2	Bilcare Research Swiss I AG	Hochbergerstrasse 60B 4057 Basel, Switzerland	N.A.	SUBSIDIARY	100%	2(87)(ii)
3	Bilcare Research Swiss II AG	Hochbergerstrasse 60B 4057 Basel, Switzerland	N.A.	SUBSIDIARY	100%	2(87)(ii)
4	Bilcare Research Holding AG	Gewerbestrasse 12,4123 Allschwil, Switzerland	N.A.	SUBSIDIARY	100%	2(87)(ii)
5	Bilcare Research AG	Gewerbestrasse 12,4123 Allschwil, Switzerland	N.A.	SUBSIDIARY	100%	2(87)(ii)
6	Bilcare Germany Management GmbH	Radebeulstrasse 1, 79219, Staufen, Germany	N.A.	SUBSIDIARY	100%	2(87)(ii)
7	Bilcare Research Singapore Pte. Ltd.	45, Contonment Board, Singapore - 089748	N.A.	SUBSIDIARY	100%	2(87)(ii)
8	Bilcare Research Inc	1389, School House Road, Newcastle/Delaware city, DE 19706-0537	N.A.	SUBSIDIARY	100%	2(87)(ii)
9	Bilcare Research SRL	VIA XXIV MAGGIO 1, 21043 CASTIGLIONE OLONA (VA)	N.A.	SUBSIDIARY	100%	2(87)(ii)
10	Bilcare Agency GmbH	Gewerbestrasse 12,4123 Allschwil, Switzerland	N.A.	SUBSIDIARY	100%	2(87)(ii)
11	Films Germany Holding GmbH	Radebeulstrasse 1, 79219 Staufen, Germany	N.A.	SUBSIDIARY	100%	2(87)(ii)
12	Bilcare Research GmbH	Radebeulstrasse 1, 79219, Staufen, Germany	N.A.	SUBSIDIARY	100%	2(87)(ii)
13	Caprihans India Limited	D Block, Shivsagar Estate, Dr. A B Road, Worli, Mumbai - 400018, India	L29150MH1946PLC004877	SUBSIDIARY	51%	2(87)(ii)
14	Bilcare Packaging Ltd.	CIM Corporate Services Limited, Les Cascades Building, Edith Cavell Street, Port - Louis, Mauritius	N.A.	SUBSIDIARY	100%	2(87)(ii)
15	Bilcare GCS Limited	C/o. Kingston Smith LLP, Devonshire House, 60 Goswell Road, EC1M 7AD, London UK	N.A.	SUBSIDIARY	100%	2(87)(ii)
16	Bilcare GCS Inc.	3500, South Dupont Highway, Dover, DE 19901, in the Country of Kent, USA.	N.A.	SUBSIDIARY	100%	2(87)(ii)
17	Bilcare Technologies Singapore Pte. Ltd.	52 Changi South Street 1, King Wai Industrial Building, Singapore 486161	N.A.	SUBSIDIARY	100%	2(87)(ii)
18	Bilcare Technologies Italia Srl.	Padova (PD) via UGO Foscolo 8 cap 35131	N.A.	SUBSIDIARY	100%	2(87)(ii)

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

Category-wise Share Holding

	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									
1	Indian									
(a)	Individual/ HUF	7066611	--	7066611	30.01	7066611	--	7066611	30.01	--
(b)	Central Government	--	--	--	--	--	--	--	--	--
(c)	State Government (s)	--	--	--	--	--	--	--	--	--
(d)	Bodies Corporate	--	--	--	--	--	--	--	--	--
(e)	Banks/Financial Institutions									
(f)	Any Other									
	Sub-Total (A)(1)	7066611		7066611	30.01	7066611		7066611	30.01	--
2	Foreign									
(a)	NRIs-Individuals	--	--	--	--	--	--	--	--	--
(b)	Other-Individuals	--	--	--	--	--	--	--	--	--
(c)	Bodies Corp.	--	--	--	--	--	--	--	--	--
(d)	Banks / FI	--	--	--	--	--	--	--	--	--
(e)	Any Other....									
	Sub-Total (A)(2)	--	--	--	--	--	--	--	--	--
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	7066611		7066611	30.01	7066611		7066611	30.01	--
(B)	Public Shareholding									
1	Institutions									
(a)	Mutual Funds	--	--	--	--	--	--	--	--	--
(b)	Banks / FI	--	--	--	--	--	--	--	--	--
(c)	Central Govt	--	--	--	--	--	--	--	--	--
(d)	State Govt(s)	--	--	--	--	--	--	--	--	--
(e)	Venture Capital Funds	--	--	--	--	--	--	--	--	--
(f)	Insurance Companies	--	--	--	--	--	--	--	--	--
(g)	FIs	10000	--	10000	0.04	10000	--	10000	0.04	--
(h)	Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
(i)	Others (specify)	--	--	--	--	--	--	--	--	--
	Sub-Total (B)(1)	10000	--	10000	0.04	10000		10000	0.04	--
2	Non-institutions									
(a)	Bodies Corporate	908853	--	908853	3.86	749120	--	749120	3.18	(0.68)
(b)	Individuals									
1	Individuals holding nominal share capital <= ₹ 1 Lakh	5537993	156482	5694475	24.19	5599038	153102	5752140	24.43	0.24
2	Individuals holding nominal share capital > ₹ 1 Lakh	5481227	--	5481227	23.28	5541858	--	5541858	23.54	0.26
(c)	Others									
1	Trusts	75000	--	75000	0.32	25200	--	25200	0.11	(0.21)
2	Non Resident Indians (Repatriate)	271799	15000	286799	1.22	233001	15000	248001	1.05	(0.16)
3	Non Resident Indians (Non Repatriate)	59419	--	59419	0.25	164569	--	164569	0.70	0.45
4	Market Maker	4442	--	4442	0.02	5641	--	5641	0.02	--
5	Clearing Members	86327	--	86327	0.37	109663	--	109663	0.47	0.10
6	Foreign Corporate Bodies	1761620	--	1761620	7.48	1761620	--	1761620	7.48	--
7	Foreign Nationals	650	--	650	0.00	1000	--	1000	0.00	--
	Sub-Total (B)(2)	14187330	171482	14358812	60.98	14190710	168102	14358812	60.98	--
	Total Public Shareholding (B)=(B)(1)+ (B)(2)+ (B)(3)	14197330	171482	14368812	61.03	14200710	168102	14368812	61.03	--
	TOTAL (A)+(B)	21263941	171482	21435423	91.04	21267321	168102	21435423	91.04	--
(C)	Shares held by Custodians and against which Depository Receipts have been issued									
1	Promoter and Promoter Group	--	--	--	--	--	--	--	--	--
2	Public	2109808	--	2109808	8.96	2109808	--	2109808	8.96	--
	Sub-Total (C)	2109808	--	2109808	8.96	2109808	--	2109808	8.96	--
	GRAND TOTAL (A)+(B)+(C)	23373749	171482	23545231	100.00	23377129	168102	23545231	100.00	--

Shareholding of Promoters

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	MOHAN HARAKCHAND BHANDARI	5856489	24.87	0.42	5856489	24.87	0.42	--
2	NUTAN MOHAN BHANDARI	1205122	5.12	--	1205122	5.12	--	--
3	ANKITA JAYESH KARIYA	5000	0.02	--	5000	0.02	--	--
	Total	7066611	30.01	0.42	7066611	30.01	0.42	--

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

S. No.	Name	Shareholding at the beginning of the year		Increase/ (Decrease) in Shareholding	Shareholding at the end of the year	
		No. of shares	% of total shares of the company		No. of shares	% of total shares of the company
1	Mohan Harakchand Bhandari	5856489	24.87	--	5856489	24.87
2	Nutan Mohan Bhandari	1205122	5.12	--	1205122	5.12
3	Ankita Jayesh Kariya	5000	0.02	--	5000	0.02

Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

S. No.	Name	Shareholding at the beginning of the year		Increase/ (Decrease) in Shareholding	Shareholding at the end of the year	
		No. of shares	% of total shares of the company		No. of shares	% of total shares of the company
1	Monument Pte Limited	1761620	7.48	--	1761620	7.48
2	Jhunjhunwala Rakesh Radheshyam	1735425	7.37	--	1735425	7.37
3	Sharad Mohanlal Bhatewara	400713	1.70	--	400713	1.70
4	Shah Pradip Padamshi	354761	1.51	33922	388683	1.65
5	Jhunjhunwala Rekha Rakesh	267500	1.14	--	267500	1.14
6	Chhaganbhai Parsottambhai Patel HUF	56545	0.24	177105	233650	0.99
7	Neha Gupta	190000	0.81	--	190000	0.81
8	Omkarnath Damodar Malpani HUF	177083	0.75	--	177083	0.75
9	Surya Prakash Gupta	344607	1.46	(184709)	159898	0.68
10	Damayantiben Chhaganbhai Patel	--	--	121789	121789	0.52

Shareholding of Directors and Key Managerial Personnel:

S. No.	Name	Shareholding at the beginning of the year		Increase/ (Decrease) in Shareholding	Shareholding at the end of the year	
		No. of shares	% of total shares of the company		No. of shares	% of total shares of the company
1	Mr. Rajendra Tapadia	271051	1.15	--	271051	1.15
2	Mr. Avinash S. Joshi	600	0.00	--	600	0.00
3	Mr. Ramnarayan Venkit	300	0.00	--	300	0.00
3	Mr. Surendranath Gupte	300	0.00	--	300	0.00
4	Mr. Anil Tikekar	--	0.00	--	--	0.00

INDEBTEDNESS

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

(₹ in Crores)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01.04.2016)				
a) Principal Amount	758.07	72.45	145.18	975.70
b) Interest due but not paid	--	--	--	--
c) Interest accrued but not due	0.12	--	22.34	22.46
Total (a+b+c)	758.19	72.45	167.52	998.16
Change in Indebtedness during the financial year				
Addition (Net)	--	--	--	--
Reduction (Net)	(51.76)	(1.01)	(5.95)	(58.72)
Net Change	(51.76)	(1.01)	(5.95)	(58.72)
Indebtedness at the end of the financial year (31.03.2017)				
a) Principal Amount	701.69	70.62	125.90	898.22
b) Interest due but not paid	--	--	--	--
c) Interest accrued but not due	4.74	0.81	35.68	41.23
Total (a+b+c)	706.43	71.44	161.58	939.45

REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

- A. During the year no remuneration is paid to the Managing Director and Whole-time Director
B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of Directors						Total Amount
		Mr. Rajendra B. Tapadia	Mr. Avinash S. Joshi	Dr. Sankarshan Basu	Mrs. Nutan M. Bhandari	Mr. Ramnarayan Venkil	Mr. Surendranath Gupte	
1	Independent Directors							
	· Fee for attending board committee meetings	1,10,000	1,70,000	45,000	--	1,00,000	20,000	4,45,000
	· Commission	--	--	--	--	--	--	--
	· Others, please specify	--	--	--	--	--	--	--
	Total (1)	1,10,000	1,70,000	45,000	0	1,00,000	20,000	4,45,000
2	Other Non-Executive Directors							
	· Fee for attending board committee meetings	--	--	--	1,00,000	--	--	--
	· Commission	--	--	--	--	--	--	--
	· Others, please specify	--	--	--	--	--	--	--
	Total (2)	--	--	--	1,00,000	--	--	1,00,000
	Total (B)=(1+2)	1,10,000	1,70,000	45,000	1,00,000	1,00,000	20,000	5,45,000
	Total Managerial Remuneration (A) + (B)	1,10,000	1,70,000	45,000	1,00,000	1,00,000	20,000	5,45,000
	Overall Ceiling as per the Act							N.A.

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

₹ in Lacs

Sl. No.	Particulars of Remuneration	Name of Key Managerial Personnel
		Mr. Anil Tikekar Company Secretary & CFO
1	Gross salary	--
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	12.84
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	11.66
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	--
2	Stock Option	--
3	Sweat Equity	--
4	Commission	
	- as % of profit	--
	- others, specify	--
5.	Others, please specify	--
	Total (A)	24.50

PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

During the Financial Year, there is no incidence of any Penalty/Punishment/Compounding under the Companies Act, 2013 against any Director, Key Management Personnel and other Officer in Default.

ANNEXURE - B

FORM AOC-2

(Pursuant to Clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto.

- 1) Details of contracts or arrangements or transactions not at arm's length basis;

N.A. as there were no transactions during the year which were not at arm's length.

- 2) Details of material contracts or arrangements or transactions at arm's length basis;

During the financial year 2016-17, all the transactions entered into with related parties were at Arm's Length. However, these transactions were not material.

ANNEXURE - C

ANNUAL REPORT ON CSR ACTIVITIES

1	A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.	The Company has framed a CSR Policy in compliance with the provisions of the Companies Act, 2013 and the same is placed on the Company's website and the weblink for the same is: www.bilcare.com
2	The Composition of the CSR Committee	Mrs. Nutan M. Bhandari - Chairperson Mr. Rajendra B. Tapadia Mr. Avinash S. Joshi
3	Average net profit of the company for last three financial years	--
4	Prescribed CSR Expenditure (two percent of the amount as in item 3 above)	--
5	Details of CSR spent during the financial year. Total amount to be spent for the financial year Amount unspent, if any; Manner in which the amount spent during the financial year is detailed below:	N.A.

The Responsibility Statement

The Responsibility Statement of the Corporate Social Responsibility (CSR) Committee of the Board of Directors of the Company, is reproduced below:

"The implementation and monitoring of Corporate Social Responsibility (CSR) Policy, is in compliance with CSR objectives and policy of the Company."

Mohan H. Bhandari
Chairman & Managing Director

Nutan M. Bhandari
Chairperson – CSR Committee

ANNEXURE - D

(FORM MR-3)

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2017

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

To,
The Members
Bilcare Limited,
1028 Shiroli Rajgurunagar
Pune 410505

I have conducted the Secretarial Audit of the compliances of applicable statutory provisions and the adherence to good Corporate Practices by Bilcare Limited (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (*)
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (*)
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (*)
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (*)
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (*)
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (*)
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (*)
- (*) *There were no events/ actions occurred during the year under the report which attracts the provisions of these Act/Regulations/Guidelines, hence the same were not applicable.*

As informed to us by the Company, no other Laws were specifically applicable to the Company during the Audit period.

I have also examined compliance with the applicable Clauses of the following and report that:-

- (i) Secretarial Standards with regard to Meeting of the Board of Directors [SS-1] and General Meetings [SS-2] issued by the Institute of Company Secretaries of India have been complied with.
- (ii) I have checked the compliance with the provisions of The Listing Agreement entered into by the Company with BSE Ltd., [Bombay Stock Exchange] SEBI [Listing Obligations and Disclosure Requirements Regulations 2015, to the extend applicable during the Year under Review and to the best of my knowledge, belief and understanding I am of the view that Company has complied with the Secretarial functions and Board processes to comply with the applicable provisions thereof.

I report that during the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the fact that in respect of Fixed Deposits accepted by the Company and its repayment, the Company had obtained Orders from the erstwhile Company Law Board (CLB) followed by the Order of The Hon'ble National Company Law Tribunal, Mumbai [NCLT], seeking extension for repayment of the Deposits. As informed by the Management, the Company has complied with the CLB / NCLT Orders.

I further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the Laws which are specifically applicable to the Company.

I further report that the Compliance by the Company of applicable financial laws, like Direct and Indirect Tax Laws, has not been reviewed in this Audit since the same have been subject to review by Statutory Financial Audit and other Designated Professionals.

I further report that-

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

Adequate notice is given to all Directors to schedule the Board Meetings, Agenda and detailed Notes on Agenda were generally sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the Agenda items before the meeting and for meaningful participation at the meeting.

All the Decisions in the Board meetings were carried through by the majority and it was informed to us while there were no dissenting views of the members and hence not captured and recorded as part of the Minutes.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the Audit period there is no event/action having a major bearing on the Company's affairs.

Date: 30th May, 2017
Place: Pune

Shekhar S. Ghatpande
Practicing Company Secretary
FCS No. 1659/CP No. 782

This Report is to be read with my letter of even date which is annexed as Annexure A and Forms an integral part of this report.

Annexure 'A' to the Secretarial Audit Report of Bilcare Limited

To,
The Members
Bilcare Limited,
1028 Shiroli
Rajgurunagar
Pune 410505

My report of even date is to be read along with this letter.

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

Date: 30th May, 2017
Place: Pune

Shekhar S. Ghatpande
Practicing Company Secretary
FCS No. 1659/CP No. 782

**STANDALONE AND CONSOLIDATED
Ind AS FINANCIAL STATEMENTS**

INDEPENDENT AUDITORS' REPORT ON STANDALONE Ind AS FINANCIAL STATEMENTS

TO THE MEMBERS OF BILCARE LIMITED

Report on the Standalone Indian Accounting Standards (Ind AS) Financial Statements

We have audited the accompanying Standalone Ind AS Financial Statements of Bilcare Limited ("the Company") which comprise the Balance Sheet as at 31 March 2017, the Statement of Profit and Loss, including Other Comprehensive Income, the Cash Flow statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'Standalone Ind AS Financial Statements').

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134 (5) of the Companies Act 2013 ("the Act") with respect to the preparation of these Standalone Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with the relevant Rules issued there under.

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 Standalone Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

We conducted our audit of Standalone Ind AS Financial Statements 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 Standalone Ind AS Financial Statements are free from material misstatement.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Ind AS Financial Statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS of the financial position of the Company as at 31 March 2017 and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Emphasis of Matter

The company has not provided interest on the term loans from banks classified as Non Performing Assets (NPA) for the current year of Rs 11432 lacs and Rs 5800 lacs for the previous financial year 31 March 2016. As an impact the losses are understated to this extent by the same amount in the respective years.

Report on Other Legal and Regulatory Requirements

1. 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 including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account;
 - d) In our opinion, the aforesaid Standalone Ind AS Financial Statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act, read with the Relevant Rules issued there under;
 - e) On the basis of the written representations received from the Directors as on 31 March 2017, taken on record by the Board of Directors, none of the Directors is disqualified as on 31 March 2017, from being appointed as a Director in terms of Section 164(2) of the Act;
 - f) With respect to the adequacy of the Internal Financial Controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure A';
 - g) With respect to Other Matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Standalone Ind AS Financial Statements disclose the impact of pending litigations on the financial position of the Company;
 - (ii) The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - (iii) There has been no delay in transferring amounts, required to be transferred to the Investor Education & Protection Fund by the Company; and
 - (iv) The Company has provided requisite disclosures in its Standalone Ind AS Financial Statements as to holdings as well as dealings in specified Bank Notes during the period from 8 November 2016 to 30 December 2016. Based on audit procedures and the representation provided to us by the Management, we report that the disclosures are in accordance with the relevant books of account maintained by the Company and as produced to us by the Management.
2. As required by the Companies (Auditors Report) Order 2016 (The Order) issued by the Central Government in terms of Section 143 (11) of the Act, we give in 'Annexure B' a statement on the matters specified in paragraphs 3 & 4 of the Order.

For R. L. RATHI & COMPANY
Firm Registration No. 108719W
Chartered Accountants

R. L. RATHI
Proprietor
Membership No. 14739

Place: Pune
Date: 30 May 2017

'ANNEXURE A' TO THE INDEPENDENT AUDITORS' REPORT 31 MARCH 2017 ON THE STANDALONE IND AS FINANCIAL STATEMENTS

(Referred to in our report of even date)

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

In conjunction with our audit of the Standalone Ind AS Financial Statements of Bilcare Limited (the Company) as of and for the year ended 31 March 2017, we have audited the internal financial controls over financial reporting of the Company.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For R. L. RATHI & COMPANY
Firm Registration No. 108719W
Chartered Accountants

R. L. RATHI
Proprietor

Place: Pune
Date: 30 May 2017

Membership No. 14739

'ANNEXURE B' TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in our report of even date)

1. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the Property, Plant & Equipment.

As explained to us, the Property, Plant & Equipment have been physically verified by the Management in a phased periodical manner, which in our opinion is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such physical verification.

According to the information and explanations provided to us title deeds of immovable properties as disclosed to the Standalone Ind AS Financial Statements are held in the name of the Company.

2. In our opinion, the Inventories physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.
3. 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. Accordingly, the sub-clauses 3(iii)(a),(b) and (c) are not applicable.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities.
5. According to the information and explanations given to us, the Company has not accepted any deposits during the year and has unclaimed deposits of Rs 29.91 lacs as at March 31, 2017.
6. We have broadly reviewed the records maintained by the Company pursuant to the Rules prescribed by the Central Government for maintenance of cost records under Section 148 (1) of the Act, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have however, not made a detailed examination of the cost records with a view determine whether they are accurate or complete.
7. According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, and Value Added Tax, duty of Customs, duty of Excise, Cess and other material statutory dues applicable to it with the appropriate authorities, except that the dues for TDS of Rs 222.66 lacs and dues for Provident Fund of ₹ 35.83 lacs are in arrears as at the last day of the financial year under audit for a period of more than six months.
 - (b) There are no dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs duty, Excise duty, Cess which have not been deposited with the appropriate authorities on account of any dispute.
8. According to the information and explanations given to us, we are of the opinion that the Company has defaulted in repayment of dues to the lenders which are detailed in Annexure A in the Notes to the Standalone Ind AS Financial Statements.
9. The Company has not raised money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly para 3 (ix) of the Order is not applicable.
10. According to the information and explanations given to us, no material fraud by the Company or no fraud on the Company by its officers or employees have been noticed or reported during the course of our audit.
11. According to the information and explanations given to us, the Company has not paid / provided for any managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
12. In our opinion and according to the information and explanations given to us, Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly para 3(xii) of the Order is not applicable.
13. In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company transactions with related parties are in compliance with the provisions of Section 177 and 188 of the Act where applicable. Details of such related party transactions have been disclosed in the Standalone Ind AS Financial Statements as required by the applicable accounting standards.

14. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly para 3(xiv) of the Order is not applicable.
15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its Directors or persons connected with them. Accordingly para 3(xv) of the Order is not applicable.
16. According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly para 3 (xvi) of the Order is not applicable.

For R. L. RATHI & COMPANY
Firm Registration No. 108719W
Chartered Accountants

R. L. RATHI

Proprietor

Membership No. 14739

Place: Pune

Date: 30 May 2017

STANDALONE BALANCE SHEET

AS AT 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

	Notes	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
ASSETS				
Non-current assets				
Property, plant and equipment	3	112,528.18	115,243.32	127,484.29
Capital work-in-progress	3	-	-	7.92
Intangible assets	4	2,219.02	2,435.43	2,447.48
Intangible asset under development	4	-	-	384.48
Investments in subsidiaries	5	55,270.14	55,270.16	55,269.21
Financial assets	6			
(i) Investments		1.00	1.00	1.00
(ii) Other financial assets		304.16	300.56	1,604.80
Other non-current assets	7	10,335.36	10,198.36	10,398.28
Deferred tax assets (net)	8	4,207.33	5,157.09	-
Total non-current assets		184,865.19	188,605.92	197,597.46
Current assets				
Inventories	9	2,957.93	5,195.65	14,713.67
Financial assets	6			
(i) Investments		17.01	1.79	11.57
(ii) Trade receivables		4,860.22	5,973.94	5,881.66
(iii) Cash and cash equivalents		246.98	838.71	640.24
(iv) Bank balances other than (iii) above		221.07	281.00	1,049.52
(v) Other financial assets		1,656.24	-	-
Current tax asset (net)	10	315.49	259.92	227.76
Other current assets	7	1,989.69	2,776.12	41,548.83
Total current assets		12,264.63	15,327.13	64,073.25
TOTAL ASSETS		197,129.82	203,933.05	261,670.71
EQUITY AND LIABILITIES				
Equity				
Equity share capital	11	2,354.52	2,354.52	2,354.52
Other equity				
Reserves and surplus	12	53,291.69	59,897.10	67,717.35
Total Equity		55,646.21	62,251.62	70,071.87
Liabilities				
Non-current liabilities				
Financial liabilities	13			
(i) Borrowings		71,442.36	77,301.88	85,735.83
(ii) Other financial liabilities		14,120.17	9,248.36	9,248.36
Provisions	14	262.05	211.22	134.91
Deferred tax liabilities	8	-	-	9,366.91
Other non current liabilities	15	700.06	969.50	429.19
Total non-current liabilities		86,524.64	87,730.96	104,915.20
Current liabilities				
Financial liabilities	13			
(i). Borrowings		18,379.42	20,268.41	28,384.72
(ii). Trade payables		4,995.70	4,711.35	1,261.98
(iii). Other financial liabilities		30,334.46	28,437.61	39,491.26
Other current liabilities	15	1,249.39	533.10	17,545.68
Total current liabilities		54,958.97	53,950.47	86,683.64
Total liabilities		141,483.61	141,681.43	191,598.84
TOTAL EQUITY AND LIABILITIES		197,129.82	203,933.05	261,670.71

Significant Accounting Policies

2

The accompanying notes are an integral part of these financial statements

For and on behalf of Board of Directors

As per our report of even date

R. L. Rathi & Co.

Firm Registration No.108719W

Chartered Accountants

R. L. Rathi

Proprietor

Membership No.14739

Mohan H. Bhandari

Chairman & Managing Director

Avinash Joshi

Director

Place : Pune

Date : 30 May 2017

Anil Tikekar

Company Secretary & CFO

STANDALONE STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

	Note	For the year ended March 31, 2017	For the year ended March 31, 2016
INCOME			
Revenue from operations	16	30,966.22	33,743.33
Other income	17	549.90	1,137.79
Total income		31,516.12	34,881.12
EXPENSES			
Cost of materials consumed	18	20,601.46	22,026.73
(Increase) / Decrease in inventories of finished goods and work in progress	19	576.54	163.57
Excise duty		2,406.23	2,200.55
Employee benefits expense	20	3,184.79	2,742.29
Depreciation and amortisation expense	21	7,922.65	10,128.71
Other expenses	22	4,494.88	5,107.88
Finance costs	23	4,769.25	3,173.25
Total expenses		43,955.80	45,542.98
Profit before exceptional items and tax		(12,439.68)	(10,661.86)
Exceptional items (gain)/loss	24	(6,801.87)	11,684.73
Profit / (loss) before tax		(5,637.81)	(22,346.59)
Tax Expense	25		
Current tax		-	-
Deferred tax		955.27	(14,524.72)
Total tax expense		955.27	(14,524.72)
Profit / (loss) for the year		(6,593.08)	(7,821.87)
Other comprehensive income			
(i) Items that will not be reclassified to profit or loss			
- Remeasurements of defined benefit obligations		(17.84)	2.35
- Income tax relating to the above items		5.51	(0.73)
Other comprehensive income for the year, net of tax		(12.33)	1.62
Total comprehensive income for the year		(6,605.41)	(7,820.25)
Earning per equity share of ₹ 10 each	26		
Basic and diluted earning per share		(28.00)	(33.22)
Significant Accounting Policies	2		
The accompanying notes are an integral part of these financial statements			

For and on behalf of Board of Directors

As per our report of even date

R. L. Rathi & Co.

Firm Registration No.108719W

Chartered Accountants

R. L. Rathi

Proprietor

Membership No.14739

Place : Pune

Date : 30 May 2017

Mohan H. Bhandari

Chairman & Managing Director

Avinash Joshi

Director

Anil Tikekar

Company Secretary & CFO

STANDALONE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

A. Equity Share Capital

	Notes	Amount
As at April 1, 2015		2,354.52
Changes in equity share capital during the year	11	-
As at March 31, 2016		2,354.52
Changes in equity share capital during the year	11	-
As at March 31, 2017		2,354.52

B. Other Equity

Particulars	Notes	Attributable to owners				Total
		Securities premium reserve	Capital redemption reserve	General Reserve	Retained Earnings	
Balance as at April 1, 2015		51,034.41	271.63	11,622.47	4,788.84	67,717.35
Profit for the year					(7,821.87)	(7,821.87)
Other comprehensive income					1.62	1.62
Total comprehensive income for the year		-	-	-	(7,820.25)	(7,820.25)
Balance at March 31, 2016		51,034.41	271.63	11,622.47	(3,031.41)	59,897.10
Profit for the year					(6,593.08)	(6,593.08)
Other comprehensive income					(12.33)	(12.33)
Total comprehensive income for the year		51,034.41	271.63	11,622.47	(6,605.41)	(6,605.41)
Balance at March 31, 2017		51,034.41	271.63	11,622.47	(9,636.82)	5,3291.69

As per our report of even date

R. L. Rathi & Co.

Firm Registration No.108719W

Chartered Accountants

R. L. Rathi

Proprietor

Membership No.14739

Place : Pune

Date : 30 May 2017

Mohan H. Bhandari

Chairman & Managing Director

Anil Tikekar

Company Secretary & CFO

Avinash Joshi
Director

For and on behalf of Board of Directors

STANDALONE STATEMENT OF CASH FLOW

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

	31-Mar-17	31-Mar-16
CASH FLOW FROM OPERATING ACTIVITIES:		
Profit / (Loss) before tax	(5,637.81)	(22,346.59)
Adjustments for:		
Depreciation and amortisation expense	7,922.65	10,128.71
Interest and dividend income	(138.67)	(124.29)
Unrealized foreign exchange (gain) / loss	(199.42)	263.51
Exceptional items (gain) /loss	(6,801.87)	11,684.73
Loss on sale of property, plant and equipment	-	8.98
Interest expenses	4,769.25	3,173.25
Provision for doubtful trade receivables	204.80	102.40
Operating profit before working capital changes	118.93	2,890.70
Adjustments for changes in working capital:		
(Increase)/Decrease in inventory	2,237.72	523.55
(Increase)/Decrease in trade receivables and financial assets	886.25	486.10
(Increase)/Decrease in other non-current and current assets	919.02	3,575.19
Increase/(Decrease) in provisions and other liabilities	503.96	(10,665.51)
Increase/(Decrease) in trade payables and financial liabilities	950.69	6,065.85
Cash generated from operations	5,616.57	2,875.88
Income tax paid	(55.57)	(32.17)
Net cash from operating activities	5,561.00	2,843.71
CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of property, plant and equipment	(784.85)	(38.13)
Interest received	131.58	117.93
Dividend received	7.09	6.36
Movement of advances to related parties	(1,700.71)	-
Movement of investment in fixed deposits with banks	58.28	765.78
Investment in subsidiaries	0.02	-
Movement of investments in mutual funds	(15.22)	9.78
Net cash (used in) investing activities	(2,303.81)	861.72
CASH FLOW FROM FINANCING ACTIVITIES:		
Refund of part advances received against purchase of shares	-	(1,627.35)
Proceeds / (Re-payment) of borrowings including interest	(3,838.99)	(1,879.79)
Net cash generated from/(used in) financing activities	(3,838.99)	(3,507.14)
Net Increase/(Decrease) in cash and cash equivalents	(581.80)	198.29
Cash and cash equivalents as at the beginning of the year	838.71	640.24
Effects of exchange rate changes on cash and cash equivalents	(9.93)	0.18
Cash and cash equivalents as at the end of the year	246.98	838.71
Cash and cash equivalents comprise of the following:		
Cash on hand	6.09	11.54
Balances with banks - Current accounts	240.89	827.17
	246.98	838.71

As per our report even date

R. L. Rathi & Co.

Firm Registration No.108719W

Chartered Accountants

R. L. Rathi

Proprietor

Membership No.14739

Place : Pune

Date : 30 May 2017

For and on behalf of Board of Directors

Mohan H. Bhandari

Chairman & Managing Director

Avinash Joshi

Director

Anil Tikekar

Company Secretary & CFO

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

1 Company overview

Bilcare Ltd., is a listed Company domiciled and based in Pune, India. It was incorporated in July 1987 with its manufacturing unit at Rajgurunagar. The Company floated its IPO in 1995 and was listed on the Bombay Stock Exchange (BSE).

Bilcare is in the business of Pharmaceutical Packaging, Global Clinical Supplies, R&D Services as well as Anti - Counterfeit Technologies (nCID)

2 Significant accounting policies

2.1 Basis of preparation

(i) Statement of compliance

These standalone financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') as per Companies (Indian Accounting Standards) Rules, 2015 (as amended) notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

The financial statements up to and for the year ended 31 March 2016 were prepared in accordance with the accounting standards as per Companies (Accounting Standard) Rules, 2006 (as amended) (referred to as "Indian GAAP" or "Previous GAAP"), notified under Section 133 of the Act and other relevant provisions of the Act.

These financial statements are the first financial statements of the Company under Ind AS, hence Ind AS 101 First time adoption of Indian Accounting Standards has been applied. Refer note 40 for an explanation of how the transition from previous GAAP to Ind AS has affected the group's financial position, financial performance and cash flows.

These financial statements were authorised for issue by the Company's Board of Directors as on 30th May 2017.

(ii) Basis of measurement

The financial statement has been prepared on a historical cost basis except for following items:

- Certain financial assets and liabilities which are measured at fair value.
- Defined benefit plans - plan assets measured at fair value; and
- fair valuation of certain items of Property Plant & Equipment for first-time adoption

(iv) Use of estimates

The preparation of these financial statements, requires the Management to make judgments, estimates and assumptions that affect the reported amount of revenues, expenses, assets & liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions & estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

In the process of applying the Company's accounting policies, the management has made the following judgements, estimates and assumptions which have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

Note 2.7 & 8 - Recognition of deferred tax assets: Availability of future taxable profit against which tax losses carried forward can be used;

Note 2.20 & 30 - Measurement of defined benefit obligations: Key actuarial assumptions;

Note 2.10 & 6(b) - Impairment of trade receivables;

Note 2.15 & 3 - Fair value of Property, plant and equipment on first-time adoption; and

Note 2.13 - Fair value of investments on first-time adoption.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

2.2 Current versus non-current classification

The Company presents assets and liabilities in its Balance Sheet based on current versus non-current classification.

An asset is classified as current when it is:

- a) Expected to be realized or intended to sold or consumed in normal operating cycle,
- b) Held primarily for the purpose of trading,
- c) Expected to be realized within twelve months after the reporting period, or
- d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- a) it is expected to be settled in normal operating cycle,
- b) it is held primarily for the purpose of trading,
- c) it is due to be settled within twelve months after the reporting period
- d) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Operating cycle: Operating cycle of the Company is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Company has identified twelve months as its Operating cycle.

2.3 Segment reporting

The Company is engaged in pharma packaging research solutions which is considered the only reporting business segment for disclosure in the financial statements by the Management.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

2.4 Foreign currencies

(i) Functional and presentation currency

The financial statements are presented in Indian Rupees (INR), which is the Company's functional and presentation currency. The Company determines its own functional currency (the currency of the primary economic environment in which the Company operates) and items included in the financial statements of the Company are measured using that functional currency.

(ii) Transactions and balances

Transactions in foreign currencies are initially recorded at the exchange rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the company's functional currency of the entity at the rates prevailing on the reporting date.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at reporting date exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Profit and Loss.

2.5 Revenue

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, value added taxes and amounts collected on behalf of third parties.

(a) Sale of goods

Revenue is recognised when significant risk and rewards of ownership have been transferred to the customer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably. The timing of the transfer of risks and rewards varies depending on the individual terms of the sales agreement.

(b) Rendering of services

Revenue from a contract to provide services is recognised by reference to the stage of completion of the contract.

2.6 Government Grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

2.7 Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the balance sheet method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Minimum Alternate Tax ('MAT') credit entitlement is generally recognised as a deferred tax asset if it is probable (more likely than not) that MAT credit can be used in future years to reduce the regular tax liability.

2.8 Leases

Leases of property, plant and equipment where the group, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the group as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

2.9 Impairment of assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2.10 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

2.10 Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

2.11 Inventories

Raw materials and stores, work in progress, traded and finished goods

Raw materials and stores, work in progress, traded and finished goods are stated at the lower of cost and net realisable value. Cost of raw materials and traded goods comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labor and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory arrived on weighted average basis. Costs of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

2.12 Financial instruments

Financial instruments are recognised when the company becomes a party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Company commits to purchase or sell the asset.

A. Financial Assets

The Company determines the classification of its financial assets at initial recognition. The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

(I) Classification

The financial assets are classified in the following measurement categories:

- a) Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- b) Those to be measured at amortised cost.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for trading, debt securities and financial assets designated upon initial recognition at fair value through profit or loss. Financial assets at fair value through profit or loss are carried in the Balance Sheet at fair value with net changes in fair value presented as finance costs in profit or loss. Interests, dividends and gain/loss on foreign exchange on financial assets at fair value through profit or loss are included separately in other income.

Fair value through other comprehensive income

Financial assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income. Movements in the carrying amount are taken through other comprehensive income, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

(II) Measurement

Debt Instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments.

Amortised Cost

The Company classifies its financial assets as at amortised cost only if both of the following criteria are met:

- a) The asset is held within a business model with the objective of collecting the contractual cash flows, and
- b) The contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding.

Financial assets at amortised cost include trade and other receivables and other financial assets that are held with the objective of collecting contractual cash flows. After initial measurement at fair value, the financial assets are measured at amortised cost using the effective interest rate (EIR) method, less impairment.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the Statement of Profit and Loss in other income.

(III) Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the assets expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of the transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

(IV) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses (ECL) associated with its assets carried at amortised cost and FVOCI debt instruments. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivable. The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12 month ECL.

Lifetime ECLs are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date. ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all shortfalls), discounted at the original EIR. When estimating the cash flows, the Company considers the following:

- (i) All contractual terms of the financial instrument (including prepayment, extension etc.) over the expected life of the financial instrument.
- (ii) Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

As a practical expedient, the Company uses a provision matrix to determine impairment loss on portfolio of its trade receivable. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in forward-looking estimates are analyzed.

B. Financial Liabilities

The Company determines the classification of its financial liabilities at initial recognition.

(I) Classification

The financial liabilities are classified in the following measurement categories:

- a) Those to be measured as financial liabilities at fair value through profit or loss,
- b) Those to be measured at amortised cost

(II) Measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Financial liabilities measured at amortised cost

Financial liabilities are initially recognised at fair value, net of transaction cost incurred and are subsequently measured at amortised cost, using the EIR method. Any difference between the proceeds net of transaction costs and the amount due on settlement or redemption of borrowings is recognised over the term of the borrowing.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest charge over the relevant effective interest rate period. The effective interest rate is the rate that exactly discounts estimated future cash outflow (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. This category generally applies to borrowings.

(III) Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

(IV) Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

2.13 Investments in Subsidiaries

Investments in subsidiaries are recognised at cost as per Ind AS 27. Except where investments accounted for at cost shall be accounted for in accordance with Ind AS 105, Non-current Assets Held for Sale and Discontinued Operations, when they are classified as held for sale

Transition to Ind AS

On transition to Ind AS, the Company has opted to consider certain investments at fair value and rest of the investments have been carried at Previous GAAP carrying values as on the date of transition i.e. April 1, 2015 as deemed cost.

2.14 Interest and Dividend income

Interest income

For all financial instruments measured at amortised cost and interest bearing financial assets, interest income is recognised using the effective interest rate (EIR), which is the rate that discounts the estimated future cash receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset.

When a loan and receivable is impaired, the Company reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original EIR of the instrument, and continues unwinding the discount as interest income. Interest income on impaired financial asset is recognised using the original EIR.

Dividend income

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the group, and the amount of the dividend can be measured reliably.

2.15 Property, plant and equipment

Property, plant and equipment are measured at cost / deemed cost, less accumulated depreciation and impairment losses, if any. Cost of Property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated attributable costs of dismantling and removing the item and restoring the site on which it is located.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repair and maintenance costs are recognised in Statement of Profit and Loss as incurred.

Transition to Ind AS

On transition to Ind AS, the Company has opted to consider the fair value of certain items of property, plant and equipment as on the date of transition i.e. April 1, 2015 as deemed cost. All other items of property, plant and equipment have been restated by applying Ind AS 16, Property, plant and equipment retrospectively.

Depreciation methods, estimated useful lives and residual value

Depreciation is provided on a pro rata basis on the straight line method over the estimated useful lives of the assets which are in some cases higher and in some cases lower than the rates prescribed under Schedule II to the Companies Act, 2013 in order to reflect the actual usage of the assets. The useful lives are based on a technical evaluation and have not undergone a change on account of transition to the Companies Act 2013.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

Depreciation is provided using the straight line method (SLM) over the estimated useful lives of the assets, as estimated by the management. The life estimated by the management is as follows:

Class of asset	Life of the asset
Factory Building	50 years
Buildings (Other than factory building)	60 years
Plant and equipment	20 years
Furniture and fixtures	15 years
Office equipment	5 years
Tools and equipment	15 years
Vehicles	8 years
Computers	3 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposals are determined by comparing proceeds with carrying amount and recorded in profit or loss.

2.16 Intangible assets

(i) Recognition and measurement

Identifiable intangible assets are recognised when the company controls the asset, it is probable that future economic benefits attributed to the asset will flow to the company and the cost of the asset can be reliably measured. Intangible assets are stated at cost less accumulated amortization and impairments. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

(ii) Amortisation methods and periods

The Company amortises intangible assets with a finite useful life using the straight-line method over the following periods:

Class of asset	Life of the asset
Computer software	10 years
Patent	15 years

Transition to Ind AS

On transition to Ind AS, the group has elected to continue with the carrying value of all of intangible assets recognised as at April 1, 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

2.17 Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income.

2.18 Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

2.19 Provisions

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

2.20 Employee Benefits

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Post-employment obligations

"The Company operates the following post-employment schemes:

- (a) defined benefit plans such as gratuity; and
- (b) defined contribution plans such as provident fund."

Defined Benefit Plans - Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The benefits which are denominated in currency other than INR, the cash flows are discounted using market yields determined by reference to high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Defined contribution plan

The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

2.21 Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company;
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.22 Rounding off amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

3 PROPERTY, PLANT AND EQUIPMENT

	Freehold land	Buildings	Plant and machinery	Vehicles	Electric Fitting	Furniture and fixtures	Office equipment	Tools & equipments	Total	Capital Work In Progress
Year ended March 31, 2016										
Gross Carrying Amount										
Carrying amount/ Fair value as deemed cost as at April 1, 2015	5,227.20	7,543.28	74,139.19	149.80	1,732.53	725.06	915.39	68,536.70	158,969.15	7.92
Additions	-	4.23	109.89	-	-	2.73	18.87	-	135.72	-
Disposals / adjustments	-	-	(5,156.81)	(21.38)	-	-	(0.10)	-	(5,178.29)	(7.92)
At March 31, 2016	5,227.20	7,547.51	69,092.27	128.42	1,732.53	727.79	934.16	68,536.70	153,926.58	-
Accumulated depreciation and impairment, if any										
As at April 1, 2015	-	190.02	22,355.71	121.43	1,208.69	478.17	833.41	6,297.43	31,484.86	-
Charge for the year	-	272.03	4,644.19	8.77	228.56	85.88	21.38	4,386.30	9,647.11	-
Disposals / adjustments	-	-	(2,427.24)	(21.38)	-	-	(0.09)	-	(2,448.71)	-
At March 31, 2016	-	462.05	24,572.66	108.82	1,437.25	564.05	854.70	10,683.73	38,683.26	-
Net Block at March 31, 2016	5,227.20	7,085.46	44,519.61	19.60	295.28	163.74	79.46	57,852.97	115,243.32	-
Year ended March 31, 2017										
Gross Carrying Amount										
Carrying amount as at April 1, 2016	5,227.20	7,547.51	69,092.27	128.42	1,732.53	727.79	934.16	68,536.70	153,926.58	-
Additions	-	10.57	4,939.47	-	-	7.44	25.88	-	4,983.36	-
Disposals / adjustments	-	-	(903.94)	(34.00)	(740.83)	(220.04)	(874.11)	-	(2,772.92)	-
At March 31, 2017	5,227.20	7,558.08	73,127.80	94.42	991.70	515.19	85.93	68,536.70	156,137.02	-
Accumulated depreciation and impairment, if any										
As at April 1, 2016	-	462.05	24,572.66	108.82	1,437.25	564.05	854.70	10,683.73	38,683.26	-
Charge for the year	-	191.89	2,948.86	4.60	75.45	28.91	61.52	4,387.27	7,698.50	-
Disposals / adjustments	-	-	(903.94)	(34.00)	(740.83)	(220.04)	(874.11)	-	(2,772.92)	-
At March 31, 2017	-	653.94	26,617.58	79.42	771.87	372.92	42.11	15,071.00	43,608.84	-
Net Block at March 31, 2017	5,227.20	6,904.14	46,510.22	15.00	219.83	142.27	43.82	53,465.70	112,528.18	-

(i) Refer Note 13(a) and 13(b) for details of the assets pledged as security.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

4 INTANGIBLE ASSETS				
	Patents & trademarks	Softwares	Total	Intangible asset under development
Year ended March 31, 2016				
Gross Carrying Amount				
Deemed cost as at April 1, 2015 (See note (i) Below)	1,501.39	946.09	2,447.48	384.48
Additions	464.93	4.62	469.55	-
Disposals / adjustments	-	-	-	-
Transfer to asset	-	-	-	(384.48)
At March 31, 2016	1,966.32	950.71	2,917.03	-
Accumulated depreciation and impairment, if any				
As at April 1, 2015	-	-	-	-
Charge for the year	221.27	260.33	481.60	-
Disposals / adjustments	-	-	-	-
At March 31, 2016	221.27	260.33	481.60	-
Net Block at March 31, 2016	1,745.05	690.38	2,435.43	-
Year ended March 31, 2017				
Gross Carrying Amount				
Carrying amount as at April 1, 2016	1,966.32	950.71	2,917.03	-
Additions	-	7.74	7.74	-
Disposals / adjustments	(3.90)	(329.52)	(333.42)	-
At March 31, 2017	1,962.42	628.93	2,591.35	-
Accumulated depreciation and impairment, if any				
As at April 1, 2016	221.27	260.33	481.60	-
Charge for the year	136.21	87.94	224.15	-
Disposals / adjustments	(3.90)	(329.52)	(333.42)	-
At March 31, 2017	353.58	18.75	372.33	-
Net Block at March 31, 2017	1,608.84	610.18	2,219.02	-

(i) The previous GAAP carrying values based on which deemed cost has been calculated is for Patents and Trademarks, Gross cost of ₹ 2,860.67 lacs less accumulated depreciation of ₹ 1,359.35 lacs and for Software, Gross cost of ₹ 32,559.15 lacs less accumulated depreciation of ₹ 3,535.46 lacs

5 INVESTMENTS IN SUBSIDIARIES

	Notes	31-Mar-17	31-Mar-16	1-Apr-15
Investment in equity shares of subsidiaries (unquoted) (fully paid-up)	See note (a)	55,270.14	55,270.16	55,269.21
		55,270.14	55,270.16	55,269.21

(a) Investment in equity shares of subsidiaries (unquoted)

	31-Mar-17		31-Mar-16		1-Apr-15	
	Nos	Amount	Nos	Amount	Nos	Amount
Bilcare Mauritius Limited (of USD 1000 each)	27,255	55,238.09	27,255	55,238.11	27,255	55,238.11
Bilcare Packaging Limited (of USD 1000 each)	50	31.10	50	31.10	50	31.10
Bilcare GCS Limited, UK (of GBP 1 each)	1,000	0.95	1,000	0.95	-	-
Bilcare GCS Inc, USA (no par value)	200	-	200	-	200	-
Bilcare Technologies Singapore Pte Limited (of SGD 0.01 each)	125,000	-	125,000	-	-	-
Total		55,270.14		55,270.16		55,269.21

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

6 FINANCIAL ASSETS

(a) Investments

	Notes	31-Mar-17	31-Mar-16	1-Apr-15
Non-Current				
Investment in equity shares (unquoted) (fully paid-up)	See note (i)	1.00	1.00	1.00
Investment in preference shares (unquoted) (fully paid-up)	See note (ii)	-	-	-
		1.00	1.00	1.00
Current				
Investments in mutual funds		17.01	1.79	11.57
		17.01	1.79	11.57
		18.01	2.79	12.57
Aggregate amount of quoted investments and market value thereof		17.01	1.79	11.57
Aggregate amount of unquoted investments		1.00	1.00	1.00
Aggregate amount of impairment in the value of investments		-	-	-

(i) 1000 shares of Cosmos Bank shares held of Rs 100 each

(ii) 78832 Preference shares of Bilcare Technologies Singapore Pte Limited having no par value.

(b) Trade Receivables

	31-Mar-17	31-Mar-16	1-Apr-15
Trade receivables	5,734.81	6,809.31	5,923.06
Less: Allowance for doubtful debts	(874.59)	(835.37)	(41.40)
Total receivables	4,860.22	5,973.94	5,881.66
Current portion	4,860.22	5,973.94	5,881.66
Non-current portion	-	-	-

Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days. Trade receivables are shown net of an allowance for bad or doubtful debts.

Break-up of security details

	31-Mar-17	31-Mar-16	1-Apr-15
Trade receivables			
Secured, considered good	311.43	126.73	23.16
Unsecured, considered good	4,548.79	5,847.21	5,858.50
Unsecured, considered doubtful	874.59	835.37	41.40
Sub-total	5,734.81	6,809.31	5,923.06
Less: Impairment allowance	(874.59)	(835.37)	(41.40)
Total	4,860.22	5,973.94	5,881.66

(i) No trade and other receivables are due from directors or other officers of the Company either severally or jointly with any other person.

(ii) Details of trade receivables to related parties are disclosed as part of note 38 - Related party disclosures.

(c) Cash And Cash Equivalents

	31-Mar-17	31-Mar-16	1-Apr-15
Cash on hand	6.09	11.54	13.56
Balances with banks - Current accounts	240.89	827.17	626.68
	246.98	838.71	640.24

Cash at banks earns interest at floating rates based on daily bank deposit rates. There are no repatriation restrictions with regard to cash and cash equivalents as at the end of reporting period and prior periods.

(d) Bank balance other than cash & cash equivalents

	31-Mar-17	31-Mar-16	1-Apr-15
Fixed deposit with more than 3 months and less than 12 months (see note (i))	213.92	272.20	1,037.98
Unpaid dividend bank account	7.15	8.80	11.54
	221.07	281.00	1,049.52

(i) Deposits with bank include earmarked deposits as margin money for LC acceptances, guarantees etc., ₹ 212.74 lacs (31-Mar-2016:

₹ 267.43 lacs, 1-Apr-15: ₹ 879.85 lacs)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

(e) Other financial assets			
	31-Mar-17	31-Mar-16	1-Apr-15
Non-Current			
Security deposits (see note (ii))	304.16	300.56	327.98
Advance to Bilcare Singapore Pte Limited	-	-	1,276.82
	304.16	300.56	1,604.80
Current			
Advance to related parties	1,656.24	-	-
	1,656.24	-	-

(i) Security deposits primarily include security deposits given towards rented premises, warehouses and electricity deposits.

7 OTHER ASSETS			
	31-Mar-17	31-Mar-16	1-Apr-15
Non-current			
Capital advances	10,205.24	9,935.65	10,110.39
Balance with excise, customs and sales tax authorities	130.12	262.71	287.89
Total	10,335.36	10,198.36	10,398.28
Current			
Advance to suppliers	193.16	179.80	1,303.77
Advance to employees	9.12	20.20	37.73
Advance to related parties	152.45	-	4,690.67
Balance with excise, customs and sales tax authorities	1,600.70	2,515.18	3,785.73
Prepaid expenses	34.26	60.94	106.09
Other receivables	-	-	31,624.84
Total	1,989.69	2,776.12	41,548.83

8 DEFERRED TAX ASSETS (Net)			
	31-Mar-17	31-Mar-16	1-Apr-15
Deferred tax asset/ (liability)			
Unabsorbed loss	-	1,851.73	7,418.15
Provision for gratuity and leave encashment	81.00	65.27	41.69
Investments	2,672.29	2,672.29	2,672.29
Borrowings	(2,060.00)	(2,443.78)	(6,873.16)
Decapitalisation of borrowing cost on capital advances	-	-	747.88
Reversals of revenue	-	67.21	441.60
Adjustment to debtors and advances	15,552.04	15,552.54	2,507.54
Property, plant and equipment, including fair valuation	(12,038.00)	(12,608.17)	(16,322.90)
Deferred tax asset/ (liability) net	4,207.33	5,157.09	(9,366.91)

(i) Movement in deferred tax assets / (liabilities)					
	1-Apr-15		Recognised in		31-Mar-16
		Profit or loss	OCI	Equity	
Unabsorbed loss	7,418.15	(5,566.42)	-	-	1,851.73
Provision for gratuity & leave encashment	41.69	24.31	(0.73)	-	65.27
Investments	2,672.29	-	-	-	2,672.29
Borrowings	(6,873.16)	4,429.38	-	-	(2,443.78)
Decapitalisation of Borrowing cost on capital advances	747.88	(747.88)	-	-	-
Reversal of Revenue	441.60	(374.39)	-	-	67.21
Adjustment to debtors and advances	2,507.54	13,045.00	-	-	15,552.54
Property Plant & Equipment	(16,322.90)	3,714.73	-	-	(12,608.17)
	(9,366.91)	14,524.73	(0.73)	-	5,157.09

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

	31-Mar-16	Profit or loss	Recognised in OCI	Equity	31-Mar-17
Unabsorbed loss	1,851.73	(1,851.73)	-	-	-
Provision for gratuity and leave encashment	65.27	10.22	5.51	-	81.00
Investments	2,672.29	-	-	-	2,672.29
Borrowings	(2,443.78)	383.78	-	-	(2,060.00)
Decapitalisation of borrowing cost on capital advances	-	-	-	-	-
Reversal of Revenue	67.21	(67.21)	-	-	-
Adjustment to debtors and advances	15,552.54	(0.50)	-	-	15,552.04
Property Plant & Equipment	(12,608.17)	570.17	-	-	(12,038.00)
	5,157.09	(955.27)	5.51	-	4,207.33

The Company has recognised deferred tax assets on carried forward tax losses and unabsorbed depreciation. The Company has recognised and concluded that the deferred tax assets will be recoverable using the estimated future taxable income based on the approved business plans and budgets for the Company. However, during the year 2016-17, the Company has reversed the deferred tax asset recognised on unabsorbed losses based on revised estimates.

(ii) Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items, because it is not probable that future taxable profit will be available against which the Company can use the benefits therefrom:

	31-Mar-17	31-Mar-16
Unabsorbed loss	8,440.46	-
Unabsorbed depreciation	15,613.54	14,101.98

The losses can be carried forward for a period of 8 years and unabsorbed depreciation without any limit as per local tax regulations and the Company expects to recover the losses.

9 INVENTORIES

	31-Mar-17	31-Mar-16	1-Apr-15
<i>(at lower of cost or net realisable value)</i>			
Raw materials	1,442.26	3,089.61	12,441.91
Stores and consumables	122.68	129.42	134.68
Work-in-progress	620.04	920.32	1,228.12
Finished goods (see note (a) below)	772.95	1,056.30	908.96
Total	2,957.93	5,195.65	14,713.67

Included in inventories goods in transit as follows:

Finished goods	429.52	634.37	513.10
Total	429.52	634.37	513.10

(a) Amounts recognised in profit or loss Write-down of inventories reported as exceptional items amounted to Nil (31-Mar-2016: ₹ 8,994.47).

10 CURRENT TAX ASSETS

	31-Mar-17	31-Mar-16
Current		
Opening balance	259.92	227.76
Add: Taxes paid during the year	67.28	56.32
Less: Refund of earlier year	-	(24.16)
Less: Reversal of earlier years	(11.71)	-
Closing balance	315.49	259.92

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

11 SHARE CAPITAL

[a] Authorised share capital

	Equity shares of '10 each (PY '10 each)		Redeemable preference shares of '10 each (PY '10 each)	
	No. of shares	Amount	No. of shares	Amount
As at 1 April 2015	40,000,000	4,000	5,000,000	500
Increase during the year	-	-	-	-
As at 31-Mar-2016	40,000,000	4,000	5,000,000	500
Increase during the year	-	-	-	-
As at 31-Mar-2017	40,000,000	4,000	5,000,000	500

[b] Issued equity share capital

	Equity shares of ` 10 each (PY ` 10 each)	
	No. of shares	Amount
As at 1-Apr-2015	23,545,231	2,354.52
Change during the year	-	-
As at 31-Mar-2016	23,545,231	2,354.52
Change during the year	-	-
As at 31-Mar-2017	23,545,231	2,354.52

(i) Terms / rights, preferences and restrictions attached to equity shares:

The Company has only one class of equity shares having a par value of `10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

During the year ended 31 March 2017, the amount of per share dividend recognized as distributions to equity shareholders was .NIL (31 March 2016 : NIL). 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.

[c] Details of shareholders holding more than 5% of the aggregate shares in the Company:

(i) Equity shares of (face value: ` 10 each)

	31-Mar-17		31-Mar-16		1-Apr-15	
	No. of shares	% of total equity shares	No. of shares	% of total equity shares	No. of shares	% of total equity shares
Mohan H. Bhandari	5,856,489	24.87	5,856,489	24.87	5,856,489	24.87
Deutsche Bank Trust Company Americas (Custodian of shares against GDR's issued)	2,109,808	8.96	2,109,808	8.96	2,109,808	8.96
Monument Pte. Ltd.	1,761,620	7.48	1,761,620	7.48	1,761,620	7.48
Rakesh R. Jhunjhunwala	1,735,425	7.37	1,735,425	7.37	1,735,425	7.37
Nutan M. Bhandari	1,205,122	5.12	1,205,122	5.12	1,205,122	5.12

12 RESERVES AND SURPLUS

	31-Mar-17	31-Mar-16	1-Apr-15
Securities premium reserve	51,034.41	51,034.41	51,034.41
Capital redemption reserve	271.63	271.63	271.63
General Reserve	11,622.47	11,622.47	11,622.47
Retained earnings	(9,636.82)	(3,031.41)	4,788.84
	53,291.69	59,897.10	67,717.35

(i) Securities premium reserve

Security Premium Reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provision of the Act.

	31-Mar-17	31-Mar-16
Balance at the beginning of the year	51,034.41	51,034.41
Movement during the year	-	-
Balance at the end of the year	51,034.41	51,034.41

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

(ii) Capital redemption reserve

Capital redemption reserve represents redemption of redeemable preference shares in earlier years

	31-Mar-17	31-Mar-16
Balance at the beginning of the year	271.63	271.63
Movement during the year	-	-
Balance at the end of the year	271.63	271.63

(iii) General reserve

	31-Mar-17	31-Mar-16
Balance at the beginning of the year	11,622.47	11,622.47
Movement during the year	-	-
Balance at the end of the year	11,622.47	11,622.47

(iv) Retained earnings

	31-Mar-17	31-Mar-16
Balance at the beginning of the year	(3,031.41)	4,788.84
Net profit for the year	(6,593.08)	(7,821.87)
Items of other comprehensive income recognised directly in retained earnings		
- Remeasurements of post-employment benefit obligation, net of tax	(12.33)	1.62
Balance at the end of the year	(9,636.82)	(3,031.41)

13 FINANCIAL LIABILITIES

13(a) Non-Current Borrowings

	31-Mar-17	31-Mar-16	1-Apr-15
Secured (see note (i) & (ii))			
(i) Rupee Term loans - From banks	46,762.56	55,824.53	73,534.66
(ii) Rupee Term loans - From financial institutions and others	17,917.36	14,532.49	5,273.58
Unsecured (see note (i))			
(i) Rupee Term loans - From banks	5,000.00	5,000.00	5,000.00
(ii) Rupee Term loans - From others	751.97	768.68	856.81
(iii) Deferred sales tax loan	1,010.47	1,176.18	1,070.78
	71,442.36	77,301.88	85,735.83

(i) Refer Annexure A to the Notes to the financial statements for the detailed terms of loans.

(ii) Term loans are secured by first charge on the immovable and movable properties and second charge on current assets, both present and future, under the Security Trustee Arrangement.

13(b) Current Borrowings

	31-Mar-17	31-Mar-16	1-Apr-15
Secured			
- Working capital loans from banks (See note (i) to (iii))	5,489.40	5,449.97	13,125.51
Unsecured			
- Fixed deposits from Public (issued in 2012) (See note (iv))	12,590.02	14,518.44	14,859.21
- Inter Corporate deposit from related parties (See note (v))	300.00	300.00	400.00
	18,379.42	20,268.41	28,384.72

(i) The working capital facilities include cash credit, bill discounting and LC acceptances facilities from banks. These working capital facilities from banks carries interest rate ranging from 12% to 15% p.a

(ii) The LC acceptances carry a maturity of 90 to 180 days. However, the cash credit facilities are renewed annually.

(iii) The working capital facilities are secured by first charge on current assets and second charge on immovable and movable properties, both present and future, under the Security Trustee Arrangement.

(iv) Fixed deposits from public carries interest @ 11% to 12% p.a. The re-payment of matured deposits has been deferred as per the extension order passed by the CLB.

(v) The inter corporate deposit from Caprihans Limited carries an interest rate of 14% and repayable on demand.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

13(c) Other Financial Liabilities	31-Mar-17	31-Mar-16	1-Apr-15
Non-current			
Advance from subsidiaries	9,240.76	9,248.36	9,248.36
Reimbursements due to related parties	403.57	-	-
Capital creditors	4,475.84	-	-
	14,120.17	9,248.36	9,248.36
Current			
Interest accrued on borrowings	4,123.03	2,246.13	5,964.46
Advance received against purchase of shares	21,725.14	21,725.14	29,935.97
Share subscription payable for shares in subsidiaries	0.95	0.95	-
Salaries and wages payable	439.94	234.74	229.92
Unclaimed dividend	7.15	8.80	11.54
Outstanding liabilities for expenses	926.18	649.73	466.86
Other payables	3,112.07	3,572.12	2,882.51
	30,334.46	28,437.61	39,491.26

13(d) Trade Payables	31-Mar-17	31-Mar-16	1-Apr-15
Current			
Dues to Micro and Small Enterprises (Refer note 35)	70.36	114.72	38.31
Dues to others	4,925.34	4,596.63	1,223.67
	4,995.70	4,711.35	1,261.98

(i) Details of trade payables to related parties are disclosed as part of note 38 - Related party disclosures.

14 PROVISIONS	31-Mar-17	31-Mar-16	1-Apr-15
Non-current			
Provision for gratuity (see note 30)	203.64	136.31	93.79
Provision for leave encashment	58.41	74.91	41.12
	262.05	211.22	134.91

15 OTHER LIABILITIES	31-Mar-17	31-Mar-16	1-Apr-15
Non Current			
Advance from related parties	700.06	969.50	429.19
	700.06	969.50	429.19
Current			
Advance from customers	235.23	15.15	2,865.84
Advance from related parties	144.53	-	14,365.50
Excise duty on year end finished goods	45.67	52.76	49.65
Statutory liabilities	823.96	465.10	264.63
Others	-	0.09	0.06
	1,249.39	533.10	17,545.68

16 REVENUE FROM OPERATIONS	For the year ended as on	
	31-Mar-17	31-Mar-16
Revenue from sale of products (including excise duty)		
Sale of Products	29,585.04	32,036.88
	29,585.04	32,036.88
Revenue from rendering services		
- Domestic services	574.23	675.73
- Export services	474.95	771.69
	1,049.18	1,447.42
Other operating income		
- Sale of Scrap	332.00	259.03
	332.00	259.03
	30,966.22	33,743.33

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

17 OTHER INCOME

	For the year ended as on	
	31-Mar-17	31-Mar-16
Other non-operating income		
Rental income	-	875.00
Interest on deposits and others	131.58	117.93
Dividend income	7.09	6.36
Foreign exchange gain	257.11	-
Duty drawback	16.68	124.36
Sundry balances written back	113.42	-
Miscellaneous income	24.02	14.14
	549.90	1,137.79

18 COST OF CONSUMPTION AND TRADED GOODS SOLD

	For the year ended as on	
	31-Mar-17	31-Mar-16
Inventory at the beginning of the year	3,089.61	12,441.91
Add: Purchases	18,954.11	21,668.90
Less: Inventory written off during the year	-	(8,994.47)
Less: Inventory at the end of the year	(1,442.26)	(3,089.61)
Cost of raw materials consumed	20,601.46	22,026.73

19 (INCREASE) / DECREASE IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS

	For the year ended as on	
	31-Mar-17	31-Mar-16
Inventory at the end of the year		
- Finished goods	772.95	1,056.30
- Work-in-progress	620.04	920.32
	1,392.99	1,976.62
Inventory at the beginning of the year		
- Finished goods	1,056.30	908.96
- Work-in-progress	920.32	1,228.12
	1,976.62	2,137.08
Excise duty related to increase / decrease in inventory of finished goods	7.09	(3.11)
Net (increase) / decrease in inventories	576.54	163.57

20 EMPLOYEE BENEFITS EXPENSE

	For the year ended as on	
	31-Mar-17	31-Mar-16
Salaries, wages, bonus etc.	2,947.86	2,532.10
Contribution to provident and other funds	115.25	103.47
Gratuity expense	52.60	49.88
Staff welfare expenses	69.08	56.84
	3,184.79	2,742.29

21 DEPRECIATION AND AMORTIZATION EXPENSE

	For the year ended as on	
	31-Mar-17	31-Mar-16
Depreciation on property, plant and equipment	7,698.50	9,647.11
Amortisation of intangible assets	224.15	481.60
	7,922.65	10,128.71

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

22 OTHER EXPENSES

	For the year ended as on	
	31-Mar-17	31-Mar-16
Consumables, spares and loose tools	228.75	224.31
Power and fuel	1,049.71	900.20
Rent	112.26	105.01
Repairs & Maintenance		
- Building	40.89	31.92
- Plant and machinery	79.42	41.20
- Others	59.55	55.57
Insurance	101.59	73.80
Rates and taxes	5.92	5.91
Communication expenses	55.20	50.92
Travelling and conveyance	290.93	275.43
Legal and professional expenses	887.64	716.38
Audit remuneration (See note 31)	15.00	15.00
Selling expenses	712.02	712.80
Bad debts and doubtful trade receivables and advances	204.80	102.40
Donations	0.05	1.22
Foreign exchange loss	-	1,191.62
Loss on sale of property, plant and equipment	-	8.98
Miscellaneous expenses	651.15	595.21
	4,494.88	5,107.88

23 FINANCE COSTS

	For the year ended as on	
	31-Mar-17	31-Mar-16
Interest	4,381.18	2,628.29
Bank charges and commission	388.07	544.96
	4,769.25	3,173.25

24 EXCEPTIONAL ITEMS

	For the year ended as on	
	31-Mar-17	31-Mar-16
Gain on account of restructuring of loans	(6,801.87)	(28,165.51)
Write off of Non-moving Inventory	-	8,994.47
Write off of Non-recoverable trade receivables and advances	-	30,855.77
	(6,801.87)	11,684.73

a. Restructuring of Loans:

(i) During the year 2016-17, the outstanding loans were assigned by some of the banks and restructured under a settlement. The total remission of ₹ 5,919.92 lacs comprising of principle amount has been written back. In addition, the day one gain on fair valuation of these loan liabilities amounted to ₹ 965.76 lacs which is also shown under exceptional items.

(ii) During the year 2016-17, the settlement amount of outstanding loans of a few banks were reinstated during the year and accordingly the differential amount of ₹ 83.81 lacs has been recorded as an expense under exceptional items.

(iii) During the year 2015-16, the outstanding loans were assigned by some of the banks and restructured under a settlement, whereas one of the banks did a One Time Settlement. The total remission of ₹ 22,124.34 lacs comprising of principle amount of ₹ 19,861.22 lacs & related unpaid interest provided in the earlier years of ₹ 2,263.12 lacs that has been derived from this restructuring has been written back. In addition, the day one gain on fair valuation of these loan liabilities amounted to ₹ 6,041.17 lacs which is also shown under exceptional items.

b. During the year 2015-16, the Company has written off obsolete and non moving inventory amounting to ₹ 8,994.47 lacs (including ₹ 8,900.33 lacs pertaining to the overseas branch which has been closed during the year).

c. During the year 2015-16, the Company has written off non recoverable advances of ₹ 30,855.77 lacs including balances pertaining to the overseas branch, which has been closed during the year.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

25 INCOME TAX

[a] Income tax expense is as follows:

	For the year ended as on	
	31-Mar-17	31-Mar-16
Statement of profit and loss		
Current tax:		
Current tax on profits for the year	-	-
Total current tax expense	-	-
Deferred tax:		
Deferred tax expense / (income)	955.27	(14,524.72)
Total deferred tax expense / (benefit)	955.27	(14,524.72)
Income tax expense	955.27	(14,524.72)
Other comprehensive income		
Deferred tax related to OCI items:		
- On loss / (gain) on remeasurements of defined benefit plans	5.51	(0.73)
	5.51	(0.73)

[b] Reconciliation of tax expense and the accounting profit computed by applying the Income tax rate:

	For the year ended as on	
	31-Mar-17	31-Mar-16
Profit/(loss) before tax	(5,637.81)	(22,346.59)
Tax at the Indian tax rate of 30.90 % (2015-16: 30.90%)	(1,742.08)	(6,905.10)
Tax effects on amounts which are not deductible / (taxable) in calculating taxable income:	-	33.28
Income exempt from tax	-	(1.74)
Effect of change in tax rate on deferred taxes	-	-
Income credited to profit and loss but not considered for tax purposes	-	(14,901.13)
Deferred tax not created on unabsorbed depreciation and tax losses during the year	1,223.44	-
Other adjustments	-	1,954.07
Reversal of deferred tax on account of change in earlier year carry forward losses	1,851.73	6,987.34
Reversal of deferred tax on account of change in earlier year temporary differences	(377.82)	(1,691.45)
Income tax expense	955.27	(14,524.72)

26 EARNING PER SHARE

	31-Mar-17	31-Mar-16
Basic and diluted earning per share (face value of ₹ 10 each)	(28.00)	(33.22)
- Profit attributable to the equity share holders of the Company used in calculating basic earning per share	(6,593.08)	(7,821.87)
- Weighted average number of shares used as denominator in calculating basic earning per share (in Nos.)	23,545,231	23,545,231

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

27 FINANCIAL RISK MANAGEMENT

The Company's business activities are exposed to a variety of financial risks, viz liquidity risk, market risk and credit risk. The Management of the Company has the overall responsibility for establishing and governing the Company's risk policy framework. The risk management policies are formulated after the identification and analysis of the risks and suitable risk limits and controls are set which are monitored & reviewed periodically. The changes in the market conditions and allied areas are accordingly reflected in the changes of the policy. The sources of risk, which the Company is exposed to and how the Company manages these risks with their impact on the Financial Statements is given below:

Risk	Exposure from	Measurement	Management
Credit risk	Trade receivables, Cash and cash equivalents	Aging analysis, Credit ratings	Credit limits and Letters of credit
Liquidity risk	Borrowings, Trade payables and other liabilities	Cash flow budgeted Vs actuals	Restructuring / Resolution which would enable the Company to raise fresh funds.
Market risk - Foreign Currency	Foreign currency receivables and payables; Forecasted foreign currency transactions	Cash flow forecasting and Sensitivity analysis	The Company has a natural hedge against the exports for the receivables and payables and evaluates the need for hedging options in case the need arises.
Market risk - Interest rate	Long-term borrowings at variable interest rates	Sensitivity analysis	The Company primarily has fixed rate / NIL rate borrowings.

[A] Credit risk

Credit risk is the risk of financial loss to the Company if the counterparty fails to meet its contractual obligations. The Company is exposed to credit risk from its operating activities (primarily trade receivables). However, the credit risk on account of financing activities, i.e., balances with banks is very low, since the Company holds all the balances with approved bankers only.

Trade receivables

Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the customers outstanding balances to which the Company grants credit terms in the normal course of business. Concentration of credit risk with respect to trade receivables are limited, as the Company's customer base is large and diverse as well as that they are long standing customers. All trade receivables are reviewed and assessed for default on a quarterly basis. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of life-time expected losses in respect of trade receivables under simplified approach.

The impairment provisions for financial assets disclosed below are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Summary of the Company's exposure to credit risk by age of the outstanding from various customers is as follows:

	31-Mar-17	31-Mar-16	1-Apr-15
Not past due	3,002.94	3,626.72	2,761.76
Past due but not impaired			
- Past due 0 to 180 days	1,126.49	1,975.19	1,736.59
- Past due more than 180 days	1,605.38	1,207.40	1,424.72
	5,734.81	6,809.31	5,923.07

Reconciliation in the allowance for impairment in respect of trade and other receivables during the year was as follows.

	31-Mar-17	31-Mar-16
Balance at the beginning of the year	835.37	41.40
Additional provision during the year	226.35	798.59
Provision reversed during the year	(178.71)	-
Debtors written off during the year	(8.42)	(4.62)
Balance at the end of the year	874.59	835.37

[B] Liquidity risk

Liquidity risk is the risk the Company faces in meeting its obligations associated with its financial liabilities. The Company's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, Management considers both normal and stressed conditions.

However, the Company is already under liquidity stress and is not able to meet its obligations in a timely manner. The Management has initiated the debt resolution with the lenders and are negotiating restructuring of the borrowings which will allow them to manage the liquidity in the long term. Further, post restructuring of the existing borrowings, the Management expects to get additional credit lines to meet their working capital requirements. The Company regularly monitors the rolling forecasts to assess its cash flow requirements to meet operational needs.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

Maturities of financial liabilities

The below table analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities. The amounts disclosed in the table are contractual undiscounted cash flows, balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

	Carrying amount	Upto 1 year	Between 1 and 5 years	More than 5 years	Total
31-Mar-17					
Non-derivatives					
Borrowings (including interest accrued)	93,944.81	76,713.87	25,144.90	55.84	101,914.61
Trade payables	4,995.70	4,995.70	-	-	4,995.70
Capital creditors	4,475.84	2,039.34	2,436.50	-	4,475.84
Other financial liabilities	35,855.76	26,614.99	-	9,240.76	35,855.75
Total	139,272.11	110,363.90	27,581.40	9,296.60	147,241.90
31-Mar-16					
Non-derivatives					
Borrowings	99,816.42	87,074.41	16,506.87	4,984.80	108,566.08
Trade payables	4,711.35	4,711.35	-	-	4,711.35
Capital creditors	-	-	-	-	-
Other financial liabilities	35,439.84	26,191.48	-	9,248.36	35,439.84
Total	139,967.61	117,977.24	16,506.87	14,233.16	148,717.27
1-Apr-15					
Non-derivatives					
Borrowings	120,085.01	114,581.84	8,759.53	186.13	123,527.50
Trade payables	1,261.98	1,261.98	-	-	1,261.98
Capital creditors	-	-	-	-	-
Other financial liabilities	42,775.16	33,526.80	-	9,248.36	42,775.16
Total	164,122.15	149,370.62	8,759.53	9,434.49	167,564.64

[C] Market risk

The Company's size and operations result in it being exposed to the following market risks that arise from its use of financial instruments:

- Currency risk;
- Price risk; and
- Interest rate risk

The above risks may affect the Company's income and expenses, or the value of its financial instruments. The Company is not exposed to price risk, since the Company is primarily invested in equity instruments of subsidiaries and carries no other external investments. The Company's exposure to and management of these risks are explained below:

(i) Foreign currency risk

The Company is subject to the risk that changes in foreign currency values impact the Company's exports revenue and imports of raw material, property, plant and equipment and investments. The risk exposure is with respect to various currencies viz. SGD, USD, EUR, and GBP. The risk is measured through monitoring the net exposure to various foreign currencies and the same is minimized to the extent possible.

(a) Foreign currency risk exposure

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows:

	SGD	USD	EUR	GBP	Others	Total
31-Mar-17						
Financial assets						
Trade receivables	-	1,524.95	63.61	74.20	-	1,662.76
Cash and cash equivalents	-	0.44	-	-	-	0.44
Other financial asset	-	36.10	-	-	-	36.10
Net exposure to foreign currency risk (assets)	-	1,561.49	63.61	74.20	-	1,699.30
Financial liabilities						
Borrowings	-	403.85	915.40	-	-	1,319.25
Trade payables	-	4,761.46	(103.25)	14.43	0.08	4,672.71
Other financial liabilities	4,716.31	2,300.57	-	-	-	7,016.88
Net exposure to foreign currency risk (liabilities)	4,716.31	7,465.88	812.15	14.43	0.08	13,008.85

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

	SGD	USD	EUR	GBP	Others	Total
31-Mar-16						
Financial assets						
Trade receivables	-	2,912.36	90.88	18.38	-	3,021.62
Cash and cash equivalents	-	149.03	0.00	2.57	-	151.60
Other financial asset	-	36.93	-	-	-	36.93
Net exposure to foreign currency risk (assets)	-	3,098.32	90.88	20.95	-	3,210.15
Financial liabilities						
Borrowings	-	556.17	885.05	-	-	1,441.22
Trade payables	-	5,184.40	66.66	26.19	0.40	5,277.64
Other financial liabilities	-	2,723.37	-	0.95	-	2,724.32
Net exposure to foreign currency risk (liabilities)	-	8,463.94	951.71	27.14	0.40	9,443.19
	SGD	USD	EUR	GBP	Others	Total
1-Apr-15						
Financial assets						
Trade receivables	-	1,571.72	10.70	43.52	-	1,625.94
Cash and cash equivalents	-	43.35	333.73	-	-	377.09
Other financial assets	-	5,968.45	-	-	-	5,968.45
Net exposure to foreign currency risk (assets)	-	7,583.52	344.43	43.52	-	7,971.48
Financial liabilities						
Borrowings	-	-	-	-	-	-
Trade payables	1.39	2,002.71	29.40	1.60	0.26	2,035.36
Other financial liabilities	-	2,507.91	-	-	-	2,507.91
Net exposure to foreign currency risk (liabilities)	1.39	4,510.63	29.40	1.60	0.26	4,543.28

(b) Foreign currency sensitivity analysis

The sensitivity of profit and loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments. The following tables demonstrate the sensitivity to a reasonably possible change in USD, EUR and GBP exchange rates, with all other variables held constant:

	Impact on profit before tax		Impact on other components of Equity	
	31-Mar-17	31-Mar-16	31-Mar-17	31-Mar-16
USD				
- Increase by 9%	(531.39)	(482.91)	(531.39)	(482.91)
- Decrease by 9%	531.39	482.91	531.39	482.91
EUR				
- Increase by 9%	(67.37)	(77.47)	(67.37)	(77.47)
- Decrease by 9%	67.37	77.47	67.37	77.47
GBP				
- Increase by 9%	5.38	(0.56)	5.38	(0.56)
- Decrease by 9%	(5.38)	0.56	(5.38)	0.56

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to any interest rate risk on account of term loans as the restructured loans do not carry any interest. The Company does not expect any interest risk on the other long-term loans, since the Company is in the process of restructuring these loans. The Company's exposure to the risk of changes in market interest rates related primarily to the Company's non-current / current borrowings with floating interest rates.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on loans and borrowings. With all other variables held constant, the Company's profit/(loss) before tax is affected through the impact on floating rate borrowings as follows:

Variable rate borrowings	31-Mar-17	31-Mar-16	1-Apr-15
Carrying amount	5,489.40	5,449.97	13,125.51
Movement on account of decrease by 100 basis points	(54.89)	(54.50)	(131.26)
Movement on account of increase by 100 basis points	54.89	54.50	131.26

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

28 FAIR VALUE MEASUREMENTS

Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value.

(A) Financial instruments by category

31-Mar-17	Carrying amount			Fair value		
	FVTPL	Amortised Cost	FVTOCI	Level 1	Level 2	Level 3
[i] Financial assets						
Non Current						
Security deposit	-	304.16	-	-	-	-
Investments in equity instruments (unquoted)	1.00	-	-	-	1.00	-
Current						
Investments in mutual funds	17.01	-	-	17.01	-	-
Trade receivables	-	4,860.22	-	-	-	-
Cash and cash equivalents	-	246.98	-	-	-	-
Other financial assets	-	221.07	-	-	-	-
	18.01	5,632.43	-	17.01	1.00	-
[ii] Financial liabilities						
Non Current						
Borrowings	-	71,442.36	-	See note (b) below		-
Other non-current financial liabilities	-	14,120.17	-		14,120.17	-
Current						
Short term borrowings	-	18,379.42	-		18,379.42	-
Trade payables	-	4,995.70	-		-	-
Other financial liabilities	-	30,334.46	-		-	-
	-	139,272.11	-		32,499.59	-
31-Mar-16						
31-Mar-16	Carrying amount			Fair value		
	FVTPL	Amortised Cost	FVTOCI	Level 1	Level 2	Level 3
[i] Financial assets						
Non Current						
Security deposit	-	300.56	-	-	-	-
Investments in equity instruments (unquoted)	1.00	-	-	-	1.00	-
Current						
Investments in mutual funds	1.79	-	-	1.79	-	-
Trade receivables	-	5,973.94	-	-	-	-
Cash and cash equivalents	-	838.71	-	-	-	-
Other financial assets	-	281.00	-	-	-	-
	2.79	7,394.21	-	1.79	1.00	-
[ii] Financial liabilities						
Non Current						
Borrowings	-	77,301.88	-	See note (b) below		-
Other non-current financial liabilities	-	9,248.36	-		9,248.36	-
Current						
Short term borrowings	-	20,268.41	-		20,268.41	-
Trade payables	-	4,711.35	-		-	-
Other financial liabilities	-	28,437.61	-		-	-
	-	139,967.61	-		29,516.77	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

1-Apr-15	Carrying amount			Fair value		
	FVTPL	Amortised Cost	FVTOCI	Level 1	Level 2	Level 3
[i] Financial assets						
Non Current						
Security deposit	-	327.98	-	-	-	-
Investments in equity instruments (unquoted)	1.00	-	-	-	1.00	-
Current						
Investments in mutual funds	11.57	-	-	11.57	-	-
Trade receivables	-	5,881.66	-	-	-	-
Cash and cash equivalents	-	640.24	-	-	-	-
Other financial assets	-	1,049.52	-	-	-	-
	12.57	7,899.40	-	11.57	1.00	-
[ii] Financial liabilities						
Non Current						
Borrowings	-	85,735.83	-	-	See note (b) below	-
Other non-current financial liabilities	-	9,248.36	-	-	9,248.36	-
Current						
Short term borrowings	-	28,384.72	-	-	28,384.72	-
Trade payables	-	1,261.98	-	-	-	-
Other financial liabilities	-	39,491.26	-	-	-	-
	-	164,122.15	-	-	37,633.08	-

(a) The Company's long-term loans have been restructured and contracted at fixed /NIL rates of interest. However, since these loans prior to restructuring were classified as NPA accounts, the fair value of these loans cannot be derived. Majority of the Company's borrowings have been restructured as on date and the principal and interest amounts have been reset to effect the restructuring.

(B) Fair Value Hierarchy

Fair value is the amount for which an asset could be exchanged, or a liability settled between knowledgeable willing parties in an arm's length transaction. The Company has made certain judgements and estimates in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified the financial instruments into three levels prescribed under the accounting standard. An explanation of each level is as follows:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual funds that have quoted price. The mutual funds are valued using the closing NAV.

Level 2: Level 2 hierarchy includes financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates.

Level 3: If one or more of the significant inputs is not based on the observable market data, the instrument is included in Level 3 hierarchy.

(C) Valuation Techniques

Specific valuation techniques used to value financial instruments include.

- the use of quoted market prices for mutual funds.

- the fair value of the remaining financial instruments is determined using discounted cash flow analysis or such other acceptable valuation methodology, wherever applicable.

There are no items in the financial instruments, which required level 3 valuation.

29 CAPITAL MANAGEMENT

For the purposes of the Company's capital management, capital includes issued capital and all other equity reserves. The primary objective of the Company's capital management is to maximise shareholder value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants. The Company monitors capital using gearing ratio, which is net debt (ie; total debt less cash) divided by total equity.

The capital gearing ratio for 31 March 2017 and 31 March 2016 are as follows:

	31-Mar-17	31-Mar-16
Net Debt	89,353.73	96,450.58
Total Equity	55,646.21	62,251.62
Net Debt to equity ratio	1.61	1.55

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

30 EMPLOYEE BENEFIT OBLIGATIONS

30(a) Defined Contribution plans

Provident Fund: Contribution towards provident fund for employees is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as defined contribution schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

30(b) Defined Benefit plans

Gratuity: The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. The fair value of the plan assets of the trust administered by the Company, is deducted from the gross obligation.

(i) Movement of defined benefit obligation and plan assets

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

	Present value of obligation	Fair value of plan assets	Net Amount
1-Apr-15	274.77	180.99	93.78
Current service cost	43.90	-	43.90
Interest (expenses) income	19.86	13.88	5.98
Total amount recognised in profit and loss	63.76	13.88	49.88
Remeasurements			
Gain/loss from change in demographic assumption	-	-	-
Gain/loss from change in financial assumption	(5.35)	(3.11)	(2.24)
Experience gain / loss	1.39	1.50	(0.11)
Total amount recognised in other comprehensive income	(3.96)	(1.61)	(2.35)
Employer contributions	-	5.00	(5.00)
Benefit payments	(40.29)	(40.29)	-
31-Mar-16	294.28	157.97	136.31
	Present value of obligation	Fair value of plan assets	Net Amount
31-Mar-16	294.28	157.97	136.31
Current service cost	41.90	-	41.90
Interest expenses / income	23.44	12.74	10.70
Total amount recognised in profit and loss	65.34	12.74	52.60
Remeasurements			
Gain / loss from change in demographic assumption	-	-	-
Gain / loss from change in financial assumption	15.86	(0.80)	16.66
Experience gain / loss	1.26	0.08	1.18
Total amount recognised in other comprehensive income	17.12	(0.72)	17.84
Employer contributions	-	4.96	(4.96)
Benefit payments	(2.47)	(2.47)	-
Mortality charges and taxes	-	(1.79)	1.79
31-Mar-17	374.27	170.69	203.58

(ii) Net assets / liabilities

An analysis of net (deficit)/assets is provided below for the Company's principal defined benefit gratuity scheme.

	31-Mar-17	31-Mar-16	1-Apr-15
Present value of funded obligations	374.27	294.28	274.77
Fair value of plan assets	170.69	157.97	180.99
Net deficit for funded schemes	(203.58)	(136.31)	(93.78)

(iii) Analysis of plan assets is as follows:

	31-Mar-17	31-Mar-16	1-Apr-15
Insurer managed funds (%)	100%	100%	100%
Others (%)	0%	0%	0%
Total	100%	100%	100%

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

(iv) Actuarial assumptions and sensitivity analysis

	31-Mar-17	31-Mar-16
Salary growth rate	10.00%	10.00%
Discount rate	7.50%	8.00%
Attrition rate	5.00%	5.00%

Notes:

1. Discount rate: The discount rate is based on the prevailing market yields of Indian government securities for the estimated term of the obligations.

2. Salary escalation rate: The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

3. Assumptions regarding future mortality experience are set in accordance with the statistics published by the Life Insurance Corporation of India.

Sensitivity of the defined benefit obligation to changes in weighted principal assumptions is

	Impact on present benefit obligation	
	31-Mar-17	31-Mar-16
Discount rate - Increase by 1%	343.60	269.68
Discount rate- Decrease by 1%	409.54	322.61
Salary growth rate - Increase by 1%	395.38	312.90
Salary growth rate- Decrease by 1%	352.93	276.50
Attrition rate - Increase by 1%	372.04	292.79
Attrition rate- Decrease by 1%	376.75	295.93

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice it is unlikely to occur, and changes in some of the assumptions may be correlated. The methods and types of assumption used in preparing the sensitivity analysis did not change compared to previous period.

(v) Expected future benefits payments

The Company monitors the funding levels on annual basis and accordingly decides upon the contribution to the fund. Expected contributions to post-employment benefit plans for the year ending 31 March 2018 are ₹ 4.96 lacs. The expected maturity analysis of undiscounted pension, gratuity and post-employment medical benefits is as follows:

	Less than a year	1 to 2 years	2-5 Years	More than 5 years
As at 31-Mar-2017				
Defined benefit obligation - Gratuity	28.95	34.65	117.20	277.42
As at 31-Mar-2016				
Defined benefit obligation - Gratuity	23.11	17.55	93.79	257.96

31 AUDITOR'S REMUNERATION

	31-Mar-17	31-Mar-16
As auditor*		
- Statutory audit	10.00	10.00
- Tax audit	2.00	2.00
In other capacity		
- Taxation matters	2.00	2.00
-Other services	1.00	1.00
	15.00	15.00

* The amounts presented are net of service tax / other applicable taxes

32 RESEARCH AND DEVELOPMENT EXPENDITURE

	31-Mar-17	31-Mar-16
Revenue	135.69	134.32

33 COMMITMENTS

For lease related commitments see note 34 below.

34 OPERATING LEASE

The Company has entered into operating leases in respect of office / factory premises, factory godowns and others which are mostly cancellable by giving appropriate notices as per respective agreements. However, there are certain non-cancellable leases entered during the year. The leases have an average life of between three and ten years and there are no restrictions placed upon the Company by entering into these leases. During the year, the lease expense recorded in the Statement of Profit and Loss is ₹ 112.26 lacs (31-Mar-2016: ₹ 105.01 lacs).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

The future minimum lease payments (MLP) under non-cancelable operating lease in the aggregate and for each of the following periods are as under:

	31-Mar-17	31-Mar-16
Not later than one year	7.44	-
Later than one year and not later than five years	27.54	-
Later than five years	-	-

35 MICRO, SMALL AND MEDIUM ENTERPRISES

To the extent, the Company has received intimation from the "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006, the details are provided as under:

	31-Mar-17	31-Mar-16	1-Apr-15
Principal amount remaining unpaid at the end of the year	70.36	114.72	38.31
Interest due thereon	-	-	-
Interest remaining accrued and unpaid at the end of the year	-	-	-
Total Interest accrued and remained unpaid at year end	-	-	-

36 CONTINGENT LIABILITIES

	31-Mar-17	31-Mar-16	1-Apr-15
a) Claims against the Company not acknowledged as debts:			
- Standby Letter of Credit	25,308.45	25,891.72	34,616.77
- Liability to suppliers written back during the year on account of pending legal cases	1,978.40	1,978.40	-
b) In view of the terms of settlement, the long term borrowings (primarily with Banks) which have been restructured till date, the Company is showing the remission amount as a contingent liability till the final repayment of the outstanding restructured/ settlement amounts. In the event of a default in payment of the restructured/ settlement amounts as per the agreed schedule, the Company will be liable to pay the entire original amount of the said loan, which is inclusive of interest due there upon.	33,185.09	27,413.70	-

(c) In case of all the present as well as the restructured loans there may be a penal interest charge, which is currently contingent and undeterminable.

37 DEMONETISATION

During the year, the Company had specified bank notes as defined in MCA notification dated 31 March 2017 on the detail of Specified Bank Notes ('SBN') held and transacted during the period from November 8, 2016 to December 30, 2016. The denomination wise SBN and other notes as per the specification is given below

	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	18.54	4.26	22.80
(+) Permitted receipts	-	7.37	7.37
(-) Permitted payments	-	(6.22)	(6.22)
(-) Amount deposited in Banks	(18.54)	-	(18.54)
Closing cash in hand as on 30.12.2016	-	5.41	5.41

* For the purposes of this clause, the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated the 8th November, 2016.

39 Segment Information

The Company is engaged in pharma packaging research solutions which is considered the only reporting business segment for disclosure in the financial statements by the Management. Further, the geographical information of revenues from external customers and non-current assets other than financial instruments, deferred tax assets, post-employment benefit assets has not been presented as such segmentation is not Compiled by the Company.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

38. RELATED PARTY DISCLOSURES

Related Party Disclosures as required by Indian Accounting Standard 24 (Ind AS 24) are given below:

Subsidiaries

Ultimate holding Company

Wholly owned subsidiary

Step down subsidiaries

Wholly owned subsidiary

Step down subsidiaries

Key management personnel

Relatives of Key management personnel

Bilcare Limited

Bilcare GCS Limited, UK

Bilcare GCS Inc., USA

Bilcare Packaging Ltd., Mauritius

Bilcare Technologies Singapore Pte. Ltd., Singapore

Bilcare Technologies Italia Srl , Italy

Bilcare Mauritius Ltd., Mauritius

Bilcare Research Swiss I AG

Bilcare Research Swiss II AG

Bilcare Research Holding AG

Bilcare Research AG

Bilcare Germany Management GmbH

Bilcare Research Singapore Pte.Ltd.

Bilcare Research Inc

Bilcare Research Srl

Bilcare Agency GmbH

Films Germany Holding GmbH

Bilcare Research GmbH

BIL Leasing Verwaltungs GmbH & Co

Caprihans India Limited

Mohan H. Bhandari (Chairman & Managing Director)

Anil Tikekar (Company Secretary & CFO)

Ankita J. Kariya

Nutan M. Bhandari

Kiran H. Bhandari

Prakash H. Bhandari

	31.03.2017	31.03.2016
Compensation to the Key management personnel	24.50	24.15

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

Transactions with related parties during the year:

Related Party	Sale of Goods	Purchase of Goods/Services	Capital advance	Remuneration paid	Interest expense/(income)
Subsidiaries:					
Bilcare Research AG	-	398.87	-	-	-
	-	325.32	-	-	-
Bilcare Research GMBH	800.22	0.15	-	-	-
	375.55	-	-	-	-
Bilcare Research Inc	1,192.34	-	-	-	-
	995.63	-	-	-	-
Bilcare Mauritius Ltd	-	-	-	-	-
	-	1,684.77	-	-	-
Caprihans India Ltd	0.09	-	-	-	42.00
	1.44	879.58	-	-	44.78
Bilcare Research Singapore Pte. Ltd.	194.35	-	-	-	-
	61.43	-	-	-	-
Bilcare GCS Ltd UK	5.06	(53.97)	-	-	-
	-	(11.11)	-	-	-
Bilcare GCS Inc.	435.07	(47.84)	-	-	-
	18.46	(17.68)	-	-	-
Key Management Personnel:					
Mohan H. Bhandari	-	-	276.00	-	-
	-	-	276.00	-	-
Anil Tikekar	-	-	-	24.50	-
	-	-	-	24.15	-
Relative of Key Management Personnel:					
Ankita J. Kariya	-	-	-	18.85	-
	-	-	-	16.96	-
Total	2,627.13	297.21	276.00	43.35	42.00
	1,452.51	2,860.88	276.00	41.11	44.78

Figures in *Italic* represent previous FY figures i.e. 31, March 2016

FOR THE YEAR ENDED 31 MARCH, 2017

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

Balances due from / to related parties as on 31 March 2017:

Related Party	Non Current Liabilities - Other non current liabilities	Non Current Liabilities - Other financial liabilities	Current Financial Liabilities - Other financial / current liabilities	Current Financial Liabilities - Borrowings	Current Financial Liabilities - Trade payables	Non Current Assets - Investments in subsidiaries	Non Current Assets - Other non current assets	Current Financial Assets - Trade receivables	Current Financial Assets - Other financial / current assets
Subsidiaries:									
Bilcare Research AG	(700.06) (969.50) (429.19)	(9,644.33) (9,248.36) (9,248.36)	- - -	- - -	(326.63) (157.86) (0.80)	- - -	- - -	5.17 - -	- - -
Bilcare Research GMBH	-	-	-	-	(73.99) (78.34) (75.96)	- - -	- - -	39.80 45.36 -	- -
Bilcare Research Inc	-	-	-	-	-	-	-	157.94 110.29 -	- -
	-	-	(112.78)	-	-	-	-	-	1.94
Bilcare Mauritius Ltd	-	-	(1,259.70) (1,654.69) (517.42)	- - -	- - -	55,238.09 55,238.11 55,238.11	- - -	- - -	- -
Bilcare Packaging Ltd	-	-	(21,725.14) (21,725.14) (29,935.97)	- - -	- - -	31.10 31.10 31.10	- - -	- -	1,656.24 -
Bilcare Technologies Singapore Pte. Ltd	-	-	-	-	-	-	-	-	-
	-	-	-	-	(13.21)	-	6.41 407.19	- -	- -
Caprihans India Limited	-	-	(419.83)	(300.00)	-	-	-	-	-
Bilcare Research Singapore Pte. Ltd	-	-	(382.03) (173.41)	(300.00) (400.00)	- -	- -	- -	- 59.93	- -
Bilcare GCS Ltd UK	-	-	(0.95) (0.95)	- -	- -	0.95 0.95	- -	63.68 17.53	- -
Bilcare GCS Inc	-	-	-	-	-	-	-	119.25 54.83	- -

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

Related Party	Non Current Liabilities - Other non current liabilities	Non Current Liabilities - Other financial liabilities	Current Financial Liabilities - Other financial / current liabilities	Current Financial Liabilities - Borrowings	Current Financial Liabilities - Trade payables	Non Current Investments in subsidiaries	Non Current Assets - Other non current assets	Current Financial Assets - Trade receivables	Current Financial Assets - Other financial / current assets
Key Management Personnel:									
Mohan H. Bhandari	-	-	(226.01)	-	-	-	7,503.29	-	-
	-	-	(226.01)	-	-	-	7,227.29	-	-
	-	-	(226.01)	-	-	-	6,951.29	-	-
Relative of Key Management Personnel:									
Nutan M. Bhandari	-	-	-	-	-	-	2,358.38	-	-
	-	-	-	-	-	-	2,358.38	-	-
	-	-	-	-	-	-	2,358.38	-	-
Total	(700.06)	(9,644.33)	(23,631.63)	(300.00)	(400.62)	55,270.14	9,861.67	445.76	1,656.24
	(969.50)	(9,248.36)	(23,988.82)	(300.00)	(236.19)	55,270.16	9,592.08	264.81	-
	(429.19)	(9,248.36)	(30,965.59)	(400.00)	(89.97)	55,269.21	9,716.86	-	1,071.74

Figures in Italic represent figures as on 31 March 2016

Figures in Bold & Italic represent figures as on 1st April 2015

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

40 FIRST-TIME ADOPTION OF IND AS

These are Company's first financial statements prepared in accordance with Ind AS. The accounting policies set out in Note 2 have been applied in preparing the financial statements for the year ended 31 March 2017, the comparative information presented in these financial statements for the year ended 31 March 2016 and in the preparation of an opening Ind AS balance sheet at 1 April 2015 (the Company's date of transition). In preparing its opening Ind AS balance sheet, the Company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP).

A. Exemptions and exceptions availed

A.1 Ind AS mandatory exceptions

A.1.1 Estimates

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error. Ind AS estimates as at 1 April 2015 are consistent with the estimates as at the same date made in conformity with previous GAAP.

The Company had made estimates for following items in accordance with Ind AS at the date of transition as these were not required under previous GAAP:

1. Investment in equity instruments carried at FVTPL or FVOCI;
2. Investment in debt instruments carried at FVTPL; and
3. Impairment of financial assets based on expected credit loss model.

A.1.2 De-recognition of financial assets and liabilities

Ind AS 101 requires a first-time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. However, Ind AS 101 allows a first-time adopter to apply the de-recognition requirements in Ind AS 109 retrospectively from a date of the entity's choosing, provided that the information needed to apply Ind AS 109 to financial assets and financial liabilities derecognised as a result of past transactions was obtained at the time of initially accounting for those transactions. The Company has elected to apply the de-recognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS.

A.1.3 Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

A.2 Ind AS optional exemptions

A.2.1 Deemed cost

Property, Plant and Equipment:

The Company has elected to measure certain items of land and buildings at fair value as at transition date and use that fair value as deemed cost for those assets. All other items of property, plant and equipment have been retrospectively restated using Ind AS 16, Property, plant and equipment.

Intangible assets and Investment property:

The Company has elected to continue with the carrying value measured as per the previous GAAP and use that as its deemed cost for all its intangible assets and investment property at the date of transition to Ind AS.

A.2.2 Business Combination

Ind AS 101 provides the option to apply Ind AS 103 prospectively from the transition date or from a specific date prior to the transition date. This provides relief from full retrospective application that would require restatement of all business combinations prior to the transition date.

A.2.3 Arrangements containing a lease

Ind AS 101 provides the option to determine whether an arrangement existing at date of transition is, or contains, a lease based on the facts and circumstances at that date and not at lease start date. Accordingly, the Company has elected to determine arrangements existing at the date of transition and not at lease start date.

A.2.4 Investment in subsidiaries

Ind AS 101 permits the first-time adopter who measures investments in subsidiaries at cost in accordance with Ind AS 27 to measure the investments either at cost determined in accordance with Ind AS 27 or at deemed cost. Such deemed cost can be its fair value at the entity's date of transition to Ind AS or previous GAAP carrying amount as at that date. The Company has elected to measure certain items of investments at fair value and use that as deemed cost. For all other investments in subsidiaries, previous GAAP carrying amount as at that date has been considered as the deemed cost.

B. Reconciliations between Previous GAAP and Ind AS

In preparing our opening Ind AS balance sheet, we have adjusted amounts reported in financial statements prepared in accordance with IGAAP. An explanation of how the transition from IGAAP to Ind AS has affected our financial performance, cash flows and financial position is set out in the following tables and the notes that accompany the tables. Further, the Company has also made other adjustments resulting from misapplication of previous GAAP, which as required by paragraph 26 of Ind AS 101 have been identified separately in the notes presented below:

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

Reconciliation of equity as at 1 April 2015				
	Footnote ref.	Amount as per Previous IGAAP*	Effects of transition to Ind AS	Amount as per Ind AS
ASSETS				
Non-current assets				
Property, plant and equipment (net)	1	119,284.29	8,200.00	127,484.29
Capital work-in-progress	10	2,428.23	(2,420.31)	7.92
Intangible assets		2,447.48	-	2,447.48
Intangible asset under development		384.48	-	384.48
Investments in subsidiaries	2, 3	68,241.51	(12,972.30)	55,269.21
Financial assets				
(i) Investments		1.00	-	1.00
(ii) Other financial assets		1,604.80	-	1,604.80
Other non-current assets		10,398.28	-	10,398.28
Total non-current assets		204,790.07	(7,192.61)	197,597.46
Current assets				
Inventories	13(a)	14,150.92	562.75	14,713.67
Financial assets				
(i) Investments		-	11.57	11.57
(ii) Trade receivables	13(a)	6,567.75	(686.09)	5,881.66
(iii) Cash and cash equivalents		651.81	(11.57)	640.24
(iv) Bank balance other than (iii) above		1,049.52	-	1,049.52
(iv) Other financial assets		-	-	-
Current tax asset		227.76	-	227.76
Other current assets	12, 13(b)	53,871.49	(12,322.66)	41,548.83
Total current assets		76,519.25	(12,446.00)	64,073.25
TOTAL ASSETS		281,309.32	(19,638.61)	261,670.71
EQUITY AND LIABILITIES				
EQUITY				
Equity share capital		2,354.52	-	2,354.52
Other equity		64,347.23	3,370.12	67,717.35
Total Equity		66,701.75	3,370.12	70,071.87
LIABILITIES				
Non-current liabilities				
Financial liabilities				
(i) Borrowings	4, 11	94,923.25	(9,187.42)	85,735.83
(ii) Other financial liabilities		9,248.36	-	9,248.36
Provisions		134.91	-	134.91
Deferred tax liabilities (net)	7, 17	7,230.11	2,136.80	9,366.91
Other non-current liabilities		429.19	-	429.19
Total non-current liabilities		111,965.82	(7,050.62)	104,915.20
Current liabilities				
Financial liabilities				
(i) Borrowings	4, 11	29,500.35	(1,115.63)	28,384.72
(ii) Trade payables	12, 15	2,182.22	(920.24)	1,261.98
(iii) Other financial liabilities	13(b), 15, 16	53,463.19	(13,971.93)	39,491.26
Other current liabilities	14	17,495.99	49.69	17,545.68
Total current liabilities		102,641.75	(15,958.11)	86,683.64
Total liabilities		214,607.57	(23,008.73)	191,598.84
TOTAL EQUITY AND LIABILITIES		281,309.32	(19,638.61)	261,670.71

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

Reconciliation of equity as at 31 March 2016				
	Footnote ref.	Amount as per Previous IGAAP*	Effects of transition to Ind AS	Amount as per Ind AS
ASSETS				
Non-current assets				
Property, plant and equipment (net)	1	107,144.74	8,098.58	115,243.32
Capital work-in-progress		-	-	-
Intangible assets		2,435.43	-	2,435.43
Intangible asset under development		-	-	-
Investments in subsidiaries	2, 3	68,242.46	(12,972.30)	55,270.16
Financial assets				
(i) Investments		1.00	-	1.00
(ii) Other financial assets		300.56	-	300.56
Other non-current assets		10,198.36	-	10,198.36
Deferred tax assets	7, 17	4,276.06	881.03	5,157.09
Total non-current assets		192,598.61	(3,992.69)	188,605.92
Current assets				
Inventories	13(a)	4,508.51	687.14	5,195.65
Financial assets				
(i) Investments		1.79	-	1.79
(ii) Trade receivables	13(a)	6,825.83	(851.89)	5,973.94
(iii) Cash and cash equivalents		838.71	-	838.71
(iv) Bank balance other than (iii) above		281.00	-	281.00
(iv) Other financial assets		-	-	-
Current tax asset		259.92	-	259.92
Other current assets	12	10,890.64	(8,114.52)	2,776.12
Total current assets		23,606.40	(8,279.27)	15,327.13
TOTAL ASSETS		216,205.01	(12,271.96)	203,933.05
EQUITY AND LIABILITIES				
EQUITY				
Equity share capital		2,354.52	-	2,354.52
Other equity		49,559.96	10,337.14	59,897.10
Total Equity		51,914.48	10,337.14	62,251.62
LIABILITIES				
Non-current liabilities				
Financial liabilities				
(i) Borrowings	4, 11	84,207.62	(6,905.74)	77,301.88
(ii) Other financial liabilities		9,248.36	-	9,248.36
Provisions		211.22	-	211.22
Other non current liabilities		969.50	-	969.50
Total non-current liabilities		94,636.70	(6,905.74)	87,730.96
Current liabilities				
Financial liabilities				
(i) Borrowings	4, 11	23,458.76	(3,190.35)	20,268.41
(ii) Trade payables		4,711.35	-	4,711.35
(iii) Other financial liabilities	13(b), 15, 16	41,003.47	(12,565.86)	28,437.61
Other current liabilities	14	480.26	52.84	533.10
Total current liabilities		69,653.84	(15,703.37)	53,950.47
Total liabilities		164,290.54	(22,609.11)	141,681.43
TOTAL EQUITY AND LIABILITIES		216,205.02	(12,271.97)	203,933.05

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

Reconciliation of Other Comprehensive Income as on 31 March 2016

	Footnote ref.	Amount as per Previous IGAAP*	Effects of transition to Ind AS	Amount as per Ind AS
Revenue from operations	13(a), 13(b), 5	25,538.16	8,205.17	33,743.33
Other income		1,137.79	-	1,137.79
Total Income		26,675.95	8,205.17	34,881.12
EXPENSES				
Cost of materials consumed	13(b)	17,112.45	4,914.28	22,026.73
Changes in inventories of Finished goods and work in progress	13(a)	284.86	(121.29)	163.57
Excise duty on sales	5	-	2,200.55	2,200.55
Employee benefit expense	6, 8	2,739.94	2.35	2,742.29
Finance costs	4, 11, 16	8,950.02	(5,776.77)	3,173.25
Depreciation and amortisation expense	1	10,027.28	101.43	10,128.71
Other expenses		5,107.88	-	5,107.88
Total expenses		44,222.43	1,320.55	45,542.98
Profit/(loss) before exceptional items and tax		(17,546.48)	6,884.62	(10,661.86)
Exceptional items	4, 11	8,746.96	2,937.77	11,684.73
Profit/(loss) before tax		(26,293.44)	3,946.85	(22,346.59)
Tax expense				
- Current tax		-	-	-
- Deferred tax	7, 17	(11,506.17)	(3,018.55)	(14,524.72)
Total tax expense		(11,506.17)	(3,018.55)	(14,524.72)
Profit/(loss) for the year		(14,787.27)	6,965.40	(7,821.87)
Other comprehensive income				
(i) Items that will not be reclassified to profit or loss				
- Remeasurements of defined benefit obligations	6, 8	-	2.35	2.35
- Income tax relating to the above items	7	-	(0.73)	(0.73)
Other comprehensive income for the year, net of tax		-	1.62	1.62
Total comprehensive income for the year		(14,787.27)	6,967.02	(7,820.25)

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Impact of Ind AS adoption on the statement of cash flow for the year ended 31-March-2016

	Footnote ref.	Amount as per Previous IGAAP*	Effects of transition to Ind AS	Amount as per Ind AS
Net cash from operating activities	9(a)	2,269.56	574.15	2,843.71
Net cash (used in) investing activities	9(b)	4,775.38	(3,913.66)	861.72
Net cash (used in) financing activities	9(b)	(7,624.77)	4,117.63	(3,507.14)
Net Increase/(Decrease) in cash and cash equivalents	9(a), 9(b)	(579.83)	778.12	198.29
Cash and cash equivalents as at the beginning of the year	9(a)	1,701.33	(1,061.09)	640.24
Effects of exchange rate changes on cash and cash equivalents			0.18	0.18
Cash and cash equivalents as at the end of the year		1,121.50		838.71

Analysis of changes in cash and cash equivalents for the purpose of statement of cash flow under Ind AS

	Footnote ref.	31-Mar-16	1-Apr-15
Cash and cash equivalents as per previous GAAP	9(a)	1,121.50	1,701.33
Less: Unpaid dividend bank account		(8.80)	(11.54)
Less: Fixed deposit with more than 3 months and less than 12 months		(272.20)	(1,037.98)
Less: Investment in mutual funds		(1.79)	(11.57)
Cash and cash equivalents as per Ind AS		838.71	640.24

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

Notes to Reconciliation:

Ind AS adjustments

1. Fair valuation of land and building:

The Company has decided to fair value the land and buildings as at transition date and use that fair value as deemed cost for those assets. All other items of Property, Plant and Equipment have been retrospectively restated using Ind AS 16, Property, Plant and Equipment. Hence at the date of transition to Ind AS, an increase of ₹ 8,200 lacs was recognised in Property, Plant and Equipment. This amount has been recognised against retained earnings on transition date and additional depreciation on the revalued buildings has been recorded for the year ended 31 March 2016.

2. Fair valuation of investment in subsidiaries:

The Company on similar basis has decided fair value its investment in Bilcare Mauritius Limited as at transition date and use the same as deemed cost of the investment as at 1 April 2015. Accordingly, the Company recorded fair value gain of ₹ 40,000 lacs on investments in Bilcare Mauritius Limited. For all other investments in subsidiaries, previous I GAAP carrying amount as at that date has been considered as the deemed cost going forward.

3. Derecognition of investment in equity instruments at FVTOCI:

Bilcare Singapore Pte Limited, a wholly owned subsidiary came under Judicial Management on 21st February 2014 and subsequently went under liquidation as per the Court Order of the High Court of Singapore. As part of the Scheme of Arrangement, the Court Order further stipulated the equity of Bilcare Singapore Pte Limited to be transferred to Bilcare Packaging Limited, Mauritius at SGD 1. Based on the control evaluation under Ind AS the Company had lost its control effective from February 2014. Hence such investments are not considered as investments in subsidiaries and accordingly the Ind AS 101 exemption is not available. Such investments in the equity instruments of Bilcare Singapore Pte Limited have been classified as FVTOCI and recorded at fair value as at the transition date, consequently recognising a fair value loss of ₹ 52,972.30 lacs.

4. Present Value for restructured loans:

The Company has restructured its existing non-performing long term loans with the Banks, through involvement of Asset Reconstruction Companies as well as directly with the Banks. The restructured loans are required to be recorded at fair value under Ind AS. In accordance such borrowings have been discounted to its present value at the current borrowing rates and the difference between the settlement amount payable and the discounted fair value has been recorded as an adjustment to retained earnings / profit and loss respectively. The impact of present value of loans restructured as at 1 April 2015 amounted to ₹ 2,965.68 lacs and the loans restructured as at 31 March 2016 amounted to ₹ 6,145.86 lacs.

5. Excise duty

Under the previous GAAP, revenue from sale of products was presented exclusive of excise duty. Under Ind AS, revenue from sale of goods is presented inclusive of excise duty. The excise duty paid is presented on the face of the statement of profit and loss as part of expenses. This change has resulted in an increase in total revenue and total expenses for the year ended 31 March 2016 by Rs 2,200.55 lacs and for the year ended 31 March 2017 by ₹ 2,406.23 lacs. There is no impact on the total equity and profit.

6. Remeasurements of post-employment benefit obligations

Under Ind AS, remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in Other Comprehensive Income (OCI) instead of profit or loss. Under the previous GAAP, these remeasurements were forming part of the profit or loss for the year. As a result of this change, the profit for the year ended 31 March, 2016 decreased by ₹ 2.35 lacs. There is no impact on the total equity as at 31 March 2016.

7. Deferred tax

Deferred tax have been recognised on various adjustments made on transition to Ind AS.

8. Other Comprehensive Income

Under Ind AS, all items of income and expense recognised during the year should be included in the profit and loss for the period, unless a Standard requires or permits otherwise. Items of income and expense that are not recognised in profit or loss but are shown in the statement of profit and loss as 'Other Comprehensive Income' includes remeasurements of defined benefit plans, foreign exchange differences on translation of foreign operations, fair value gains or losses on FVOCI equity instruments (along with corresponding tax adjustments). The concept of Other Comprehensive Income does not exist under previous GAAP.

9. Cash flow adjustments

(a) Cash and cash equivalent

Under the previous GAAP, the unpaid dividend, fixed deposits with maturity more than 3 months and less than 12 months and investment in mutual funds have been considered as cash and cash equivalents. However, under Ind AS, the same are not considered as cash and cash equivalents. The movement of fixed deposits and mutual funds have been considered as change in investing activities.

(b) Exceptional items

The Company has adjusted exceptional items as non-cash items and accordingly have corrected the cash flows from financing and investing activities.

Other adjustments

10. De-recognition of borrowing cost capitalised as part of Capital work-in-progress:

The Company has derecognised the borrowing cost capitalised as part of capital work-in-progress as per the conditions for capitalisation prescribed under Ind AS 23. As the borrowing cost was not considered under the previous GAAP, under Ind AS, the corresponding adjustment has been carried out as at transition date.

11. Gain on restructured loans:

The Company has restructured / settled the existing non-performing term loans with the banks, through involvement of Asset Reconstruction Companies as well as directly with the Banks. The gain on settlement of these term loans from the Banks has been recorded as exceptional

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

items under previous GAAP during the financial year March 2016. However, as the restructuring of the loan with State Bank of India was completed before 31 March 2015, the Company has adjusted the gain recorded in the profit and loss account during the year ended 31 March 2016 of ₹ 11,399.26 lacs against the opening retained earnings as at transition date.

12. Write off of other advances:

The Company has impaired other advances amounting to ₹ 8,114.53 lacs as at transition date not considered under previous GAAP.

13. Revenue

Sales on CIF basis:

Under the previous GAAP, revenue from sale of goods is recognized based on dispatch of goods from factory premises irrespective of the delivery terms. Under Ind AS, the revenues are to be accounted when transfer of significant risks and rewards of ownership has taken place and neither continuing managerial involvement nor effective control is retained. Accordingly in case of CIF sales, the above criteria is considered to have been met on delivery of products to customer's premises and CIF sales at the year-end, which do not meet revenue recognition criteria have been reversed with a corresponding impact to cost of goods sold and inventory.

Sales of Compariator Packing:

Under the previous GAAP, the Company has reversed the sales pertaining to compariator packing and corresponding cost provisions amounting to ₹ 1,092.07 lacs (net) during the year ended 31 March 2016 as the same was not meeting revenue recognition criteria and presented it under prior period items. Under Ind AS, these sales and corresponding cost provisions amounting to ₹ 1,256.14 lacs (net) have been reversed as at 1 April 2015 as well.

14. Excise duty on finished goods

The company has provided for the Excise Duty liability on finished goods.

15. Reclassification of trade payables to other financial liabilities

Certain items which were grouped as trade payables under previous GAAP have now been reclassified to other financial liabilities.

16. Reversal of Interest accrued

In view of ongoing discussions for one-time settlement and restructuring, the Company has reversed interest accrued on its non-performing term loans from Bank of ₹ 15,200 lacs as at transition date and ₹ 5,800 lacs for the year ended 31 March 2016. As an impact the losses are understated to this extent by the same amount in the respective years.

17. Deferred tax

The company has recalculated the deferred tax based on the Balance Sheet approach under Ind AS and the resultant adjustments were taken to retained earnings/ profit and loss accordingly.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

ANNEXURE A TO NOTES TO FINANCIAL STATEMENTS			
	31-Mar-17	31-Mar-16	1-Apr-15
Secured			
Term loans - From banks			
1. Bank of Baroda # (Payable from 30.04.2013 in 72 monthly installments, rate of interest 12.75% p.a.) (Default in payment from July 2013 till date, ₹ 15,571.55 lacs, now repayable on demand) *	15,571.55	15,571.55	15,571.55
2. Punjab National Bank (Payable from 31.03.2013 in 9 quarterly installments, rate of interest 14.50% p.a.) (Default in payment from March 2013 till date, ₹ 5,664.86 lacs, now repayable on demand) *	5,664.86	5,664.86	5,664.86
3. United Bank of India (Payable from 31.12.2012 in 12 quarterly installments, rate of interest 13.0% p.a.) (Default in payment from December 2012 till date, ₹ 4,631.23 lacs, now repayable on demand) *	4,631.23	4,631.23	4,842.41
4. Canara Bank (Payable from 30.01.2013 in 10 monthly installments, rate of interest 12.95% p.a.) (Default in payment from January 2013 till date, ₹ 4,614.58 lacs, now repayable on demand) *	4,614.58	4,614.58	6,030.90
5. Jammu & Kashmir Bank # (Loan on account of devolvement of SBLC (on 04.12.2015), rate of interest 15.5%)	6,603.46	6,603.46	-
6. Lakshmi Vilas Bank Limited # (Conversion of non-fund based limits to term loan (on 31.03.2016), rate of interest 13.00% p.a.)	2,528.75	2,524.47	-
7. Indusind Bank Limited # (Bullet repayment on 31.12.2018, rate of interest 10.85% p.a.)	4,848.71	4,848.71	-
8. State Bank of Hyderabad (Loan restructured during 2015-16, see item 19 below for details)	-	-	5,000.30
9. The Karnataka Bank Limited (Loan restructured during 2015-16, see item 20 below for details)	-	-	5,666.86
10. Andhra Bank (Loan restructured during 2015-16, see item 21 below for details)	-	-	7,058.88
11. Dhanlaxmi Bank (Loan restructured during 2015-16, see item 22 below for details)	-	-	5,024.65
12. State Bank of Bikaner and Jaipur (Loan restructured during 2015-16, see item 23 below for details)	-	-	2,469.73
13. Federal Bank (Loan restructured during 2016-17, see item 24 below for details)	-	6,099.60	6,120.70
14. Central Bank of India (Payable from 30.06.2017 in 16 quarterly installments, rate of interest 8.50% p.a.) (Loan restructured during F.Y. 2016-17)	2,086.92	4,689.57	4,635.62
15. Axis Bank (Restructured as one-time bullet repayment of ₹ 1,700 lacs payable by 30.06.2016) (Default in payment till date, ₹ 1600.00 lacs, now repayable on demand) *	1,600.00	1,700.00	5,448.20
16. Karur Vysya Bank Limited (Restructured as one-time bullet repayment of ₹ 212.50 lacs payable by 30.06.2017)	212.50	576.50	-
Term loans - From others			
17. SREI Equipment Finance Private Limited (Payable from 22.10.2012 in 54 equal monthly installments, rate of interest 14.25%p.a.) (Default in payment from Dec'15 till date, ₹ 59.28 lacs)	188.01	287.15	439.16
18. Invent Assets Securitisation & Reconstruction Private Limited (State Bank of India) (Payable from 31.12.2015 in 17 quarterly installments, Maturity date 31-Dec-19)	5,904.05	5,436.51	4,834.42

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

	31-Mar-17	31-Mar-16	1-Apr-15
19. Invent Assets Securitisation & Reconstruction Private Limited (State Bank of Hyderabad) (Payable from 30.09.2016 in 25 quarterly installments, Maturity date 30-Jun-22)	1,583.44	1,408.75	-
20. Invent Assets Securitisation & Reconstruction Private Limited (Karnataka Bank) (Payable from 30.09.2016 in 28 quarterly installments, Maturity date 31-Mar-23)	1,486.08	1,322.26	-
21. Invent Assets Securitisation & Reconstruction Private Limited (Andhra Bank) # (Payable from 30.09.2016 in 26 quarterly installments, Maturity date 31-Dec-22)	1,716.27	1,479.32	-
22. Invent Assets Securitisation & Reconstruction Private Limited (Dhanalakshmi Bank) # (Payable from 30.09.2016 in 27 quarterly installments, Maturity date 31-Dec-22)	1,715.50	1,489.75	-
23. Invent Assets Securitisation & Reconstruction Private Limited (State Bank of Bikaner and Jaipur) # (Payable from 30.09.2016 in 25 quarterly installments, Maturity date 30-Jun-22)	1,583.44	1,408.75	-
24. Phoenix ARC Private Limited ("Phoenix") (Federal Bank) # (Payable from 30.06.2017 in 23 quarterly installments, Maturity date 31-Dec-22)	2,140.57	-	-
Unsecured			
Term loans - From banks			
25. Corporation Bank # (Payable from 31.01.2013 in 3 installments, rate of interest 13.25% p.a.) (Default in payment from Jan '13 till date, ₹ 5,000.00 lacs, now repayable on demand) *	5,000.00	5,000.00	5,000.00
Term loans - From others			
26. Council of Scientific & Industrial Research (CSIR) (Payable from 01.10.2014 in 10 yearly installments, rate of simple interest 3.0% p.a.) (Default in payment from October 2015 till date, ₹ 53.92 lacs)	751.97	768.68	856.81
27. Deferred sales tax loan (Payable in equal annual installments till 2023, interest free)	1,010.47	1,176.18	1,070.78
Total	71,442.36	77,301.88	85,735.83

The Director/s have issued personal guarantee for these loans.

* a) The Company is in the negotiation of restructuring these loans and hence these have been disclosed as Non- Current Borrowings.

b) In view of the on- going discussions for restructuring, the Company has not provided interest on these loans which have been classified by the respective banks as Non Performing Assets (NPA), from the date of such classification.

INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED Ind AS FINANCIAL STATEMENTS

TO, THE MEMBERS OF BILCARE LIMITED

Report on the Consolidated Indian Accounting Standards (Ind AS) Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of Bilcare Limited (the "Holding Company") and its subsidiaries (collectively referred to as "the Group"), which comprise the Consolidated Balance Sheet as on 31 March 2017, the Consolidated Statement of Profit and Loss including Other Comprehensive Income and the Consolidated Statement of Cash Flow, and the Consolidated Statement of Changes in Equity for the year then ended and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Ind AS Financial Statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements:

The Holding Company's Board of Directors is responsible for the preparation of these Consolidated Ind AS Financial Statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance (including Other Comprehensive Income), consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards prescribed under Section 133 of the Act, read with the relevant Rules issued there under. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial 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, which have been used for the purpose of preparation of the Consolidated Ind AS Financial Statements by the Directors of the Holding Company, as aforesaid.

Auditors' Responsibility:

Our responsibility is to express an opinion on these Consolidated Ind AS Financial Statements based on our audit.

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

We conducted our audit 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 Consolidated Ind AS Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Consolidated Ind AS Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated Ind AS Financial statements, whether due to fraud or error.

In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the Consolidated Ind AS Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Directors, as well as evaluating the overall presentation of the Consolidated Ind AS Financial Statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Ind AS Financial Statements.

Opinion:

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of other auditors on the separate financial statements and on the other financial information of its subsidiaries the aforesaid Consolidated Ind AS Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the consolidated financial position of the Group as at 31 March 2017, and its consolidated financial performance (including Other Comprehensive Income), its consolidated cash flows and consolidated statement of changes in equity for the year ended on that date.

Other Matters:

We have not audited the financial statements and other financial information of 17 subsidiaries. These subsidiaries account for total assets (net) of ₹ 493536.07 lacs as on 31 March 2017, total revenues (net) of ₹ 246354.89 lacs and net cash outflows amounting to ₹ 1872.35 lacs for the year ended 31 March 2017. These Financial Statements and financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Consolidated Ind AS Financial Statements in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of Section 143 (3) of the Act, is based solely on the reports of the other auditors.

The Financial Statements and other financial information of subsidiaries which are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's Management has converted the financial statements of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's Management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the reports of other auditors and the conversion adjustments prepared by the Management of the Company and audited by us.

The comparative financial information of the Group for the year ended 31 March 2016 and the transition date Opening Balance Sheet as at 1 April 2015 included in these Consolidated Financial Statements are prepared in accordance with the accounting principles generally accepted in India and as adjusted for the differences in the accounting principles adopted by the Company on transition to Ind AS have been audited by us.

Report on Other Legal and Regulatory Requirements

As required by section 143 (3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries as noted in the 'Other Matters' paragraph we report, to the extent applicable, 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 of the aforesaid Consolidated Ind AS Financial Statements;
- (b) In our opinion proper books of account as required by law relating to preparation of the aforesaid Consolidated Ind AS Financial Statements have been kept so far as it appears from our examination of those books and reports of the other auditors;
- (c) The Consolidated Balance Sheet, Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the Consolidated Ind AS Financial Statements;
- (d) In our opinion, the aforesaid Consolidated Ind AS Financial Statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with the relevant Rules issued there under;
- (e) On the basis of written representations received from the Directors of the Holding Company as on 31 March 2017 and taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the Directors of the Group is disqualified as on 31 March 2017 from being appointed as a Director in terms of Section of 164(2) of the Act;
- (f) With respect to the adequacy of the Internal Financial Controls over financial reporting of the Holding Company and its subsidiary companies incorporated in India and the operating effectiveness of such controls, refer to our separate report in 'Annexure A';
- (g) With respect to the Other Matters to be included in the Auditors Report in accordance with Rule 11 of the Companies (Audit & Auditors) Rules in 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements and also other financial information of the subsidiaries as noted in the 'Other Matter' paragraph:
 - i. The Consolidated Ind AS Financial Statements disclose the impact of pending litigations on the consolidated financial position for the Group;
 - ii. The Group did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education & Protection Fund by the Holding Company and its subsidiary company incorporated in India; and
 - iv. The Parent has provided requisite disclosures in its Consolidated Ind AS Financial Statements as to holdings as well as dealings in specified Bank Notes during the period from 8 November 2016 to 30 December 2016 of the Group entities as applicable. Based on audit procedures and the representation provided to us by the Management, we report that the disclosures are in accordance with the relevant books of account maintained by those entities for the purpose of preparation of the Consolidated Ind AS Financial Statements.

For R. L. RATHI & COMPANY
Firm Registration No. 108719W
Chartered Accountants

R. L. RATHI

Proprietor

Membership No. 14739

Place: Pune

Date: 30 May 2017

'ANNEXURE A' TO THE INDEPENDENT AUDITORS' REPORT – 31 MARCH 2017 ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS

(Referred to in our report of even date)

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

In conjunction with our audit of the Consolidated Ind AS Financial Statements of Bilcare Limited (Holding Company) as of and for the year ended 31 March 2017, we have audited the internal financial controls over financial reporting of the Holding Company and its subsidiary company, incorporated in India as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Holding Company internal financial controls and its subsidiary company incorporated in India, over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing issued by ICAI and deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary company incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Holding Company, and its subsidiary company incorporated in India have in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Holding Company and its subsidiary company incorporated in India, considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to one subsidiary company incorporated in India is solely based on the corresponding reports of the auditors of such subsidiary company incorporated in India.

For R. L. RATHI & COMPANY
Firm Registration No. 108719W
Chartered Accountants

Place: Pune
Date: 30 May 2017

R. L. RATHI
Proprietor
Membership No. 14739

CONSOLIDATED BALANCE SHEET

AS AT 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

	Notes	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
ASSETS				
Non-current assets				
Property, plant and equipment (net)	3	202,188.74	201,244.23	200,645.37
Capital work-in-progress	3	14,942.13	16,071.12	5,150.17
Investment properties	4	87.72	103.36	108.30
Goodwill	5	32,197.05	34,753.55	25,290.43
Other Intangible assets	5	5,816.95	7,176.31	3,783.98
Intangible asset under development		5.80	-	384.47
Financial assets	6			
(i) Investments		29.17	34.56	28.46
(ii) Other financial assets		920.80	1,738.91	1,726.69
Other non-current assets	7	10,369.07	10,209.27	10,418.40
Deferred tax assets	8	4,930.97	6,163.78	987.14
Total non-current assets		271,488.40	277,495.09	248,523.41
Current assets				
Inventories	9	33,083.62	39,783.92	37,669.14
Financial assets	6			
(i) Investments		17.01	1.79	11.58
(ii) Trade receivables		20,829.61	24,927.45	28,069.33
(iii) Cash and cash equivalents		8,833.69	7,325.31	10,560.08
(iv) Bank balances other than (iii) above		3,430.43	3,718.13	4,184.71
(v) Other financial assets		533.92	934.94	1,087.71
Current tax asset, net		532.28	541.97	1,420.41
Other current assets	7	11,760.56	13,452.29	49,244.72
Total current assets		79,021.12	90,685.80	132,247.68
TOTAL ASSETS		350,509.52	368,180.89	380,771.09
EQUITY AND LIABILITIES				
EQUITY				
Equity share capital	10	2,354.52	2,354.52	2,354.52
Other equity	11	59,001.21	68,920.64	71,304.07
Equity attributable to owners of Bilcare Limited		61,355.73	71,275.16	73,658.59
Non-controlling interests	12	6,247.63	5,883.90	5,736.46
Total Equity		67,603.36	77,159.06	79,395.05
LIABILITIES				
Non-current liabilities				
Financial liabilities	13			
(i) Borrowings		180,120.62	189,262.52	175,318.08
(ii) Other financial liabilities		4,498.88	135.81	42.27
Provisions	14	13,533.37	14,060.30	14,623.34
Deferred tax liabilities	8	10,424.81	11,749.72	19,165.37
Other non current liabilities	15	281.04	-	4.14
Total non-current liabilities		208,858.72	215,208.35	209,153.20
Current liabilities				
Financial liabilities	13			
(i) Borrowings		19,431.94	21,302.98	30,099.91
(ii) Trade payables		31,827.72	31,810.34	22,192.27
(iii) Other financial liabilities		14,258.68	12,560.77	15,412.81
Provisions	14	1,698.27	4,325.00	4,972.22
Other current liabilities	15	2,233.82	800.37	17,030.79
Current tax liabilities		4,597.01	5,014.02	2,514.84
Total current liabilities		74,047.44	75,813.48	92,222.84
Total liabilities		282,906.16	291,021.83	301,376.04
TOTAL EQUITY AND LIABILITIES		350,509.52	368,180.89	380,771.09

Significant Accounting Policies 2
The accompanying notes are an integral part of these financial statements

As per our report of even date

For and on behalf of Board of Directors

R. L. Rathi & Co.

Firm Registration No.108719W
Chartered Accountants

R. L. Rathi

Proprietor
Membership No.14739

Place : Pune

Date : 30 May 2017

Mohan H. Bhandari

Chairman & Managing Director

Anil Tikekar

Company Secretary & CFO

Avinash Joshi

Director

CONSOLIDATED PROFIT AND LOSS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

	Note	For the year ended March 31, 2017	For the year ended March 31, 2016
INCOME			
Revenue from operations	16	267,974.38	264,829.76
Other income	17	3,861.82	3,029.23
Total income		271,836.20	267,858.99
EXPENSES			
Cost of materials consumed	18	138,081.36	142,644.92
Change in inventory of finished goods and work in progress	19	4,843.29	(7,722.49)
Excise duty on sales		4,682.12	4,544.23
Employee benefits expense	20	52,743.18	51,048.81
Depreciation and amortisation expense	21	17,694.88	16,360.16
Other expenses	22	48,800.62	53,669.12
Finance costs	23	17,622.13	15,076.46
Total expenses		284,467.58	275,621.21
Loss before exceptional items and tax		(12,631.38)	(7,762.22)
Exceptional items (gain) / loss	24	(7,024.93)	11,684.73
Loss before tax		(5,606.45)	(19,446.95)
Tax Expense			
Current tax	25	2,268.02	3,119.41
Deferred tax	25	106.41	(14,347.33)
Total tax expense		2,374.43	(11,227.92)
Loss for the year		(7,980.88)	(8,219.03)
Other comprehensive income			
(i) Items that will not be reclassified to profit or loss			
- Remeasurements of defined benefit obligations		(142.86)	2,293.59
- Income tax relating to the above items	25	(1.99)	(480.97)
(ii) Items that will be reclassified to profit or loss			
- Exchange difference on Translation of foreign operation.		(1,313.77)	786.89
- Income tax relating to the above items		-	-
Other comprehensive income for the year, net of tax		(1,458.62)	2,599.51
Total comprehensive income for the year		(9,439.50)	(5,619.52)
Profit is attributable to:			
Owners of equity		(8,453.86)	(8,485.88)
Non-controlling interests		472.98	266.85
		(7,980.88)	(8,219.03)
Other comprehensive income is attributable to:			
Owners of equity		(1,465.57)	2,602.75
Non-controlling interests		6.95	(3.24)
		(1,458.62)	2,599.51
Total comprehensive income is attributable to:			
Owners of equity		(9,919.43)	(5,883.13)
Non-controlling interests		479.93	263.61
		(9,439.50)	(5,619.52)
Earning per equity share of ₹ 10 each (PY ₹ 10 each)			
Basic earnings per share	26	(35.90)	(36.04)
Diluted earnings per share	26	(35.90)	(36.04)

Significant Accounting Policies

The accompanying notes are an integral part of these financial statements

As per our report of even date

R. L. Rathi & Co.

Firm Registration No.108719W

Chartered Accountants

R. L. Rathi

Proprietor

Membership No.14739

Place : Pune

Date : 30 May 2017

Mohan H. Bhandari

Chairman & Managing Director

Anil Tikekar

Company Secretary & CFO

Avinash Joshi

Director

For and on behalf of Board of Directors

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

A. Equity Share Capital		Notes	Amount	Attributable to owners						
Particulars	Notes	Securi- ties premium reserve	Reserve on consolidation	General Reserve	Retained Earnings	Capital redemption reserve	Exchange dif- ference on for- eign exchange translation reserve	Total other equity	Non controlling interest	Total
As at April 1, 2015		51,034.41	14,262.30	11,674.44	(5,938.71)	271.63	-	71,304.07	5,736.46	77,040.53
Changes in equity share capital during the year	10	-	-	-	(8,485.88)	-	-	(8,485.88)	266.85	(8,219.03)
As at March 31, 2016		2,354.52	-	-	1,815.86	-	786.89	2,602.75	(3.24)	2,599.51
Changes in equity share capital during the year	10	-	-	-	-	-	-	-	-	-
As at March 31, 2017		2,354.52	-	-	(6,670.02)	-	786.89	(5,883.13)	263.61	(5619.52)
B. Other Equity										
Transaction with owners in their capacity as owners										
On acquisition of BTSPL		-	3,499.70	-	-	-	-	3,499.70	-	3,499.70
Transfer to general reserve		-	-	25.50	(25.50)	-	-	-	-	-
Dividend payments		-	-	-	-	-	-	-	(116.17)	(116.17)
Balance at March 31, 2016		51,034.41	17,762.00	11,699.94	(12,634.23)	271.63	786.89	68,920.64	5,883.90	74804.54
Profit for the year		-	-	-	(8,453.86)	-	-	(8,453.86)	472.98	(7,980.88)
Other comprehensive income		-	-	-	(151.80)	-	(1,313.77)	(1,465.57)	6.95	(1,458.62)
Total comprehensive income for the year		-	-	-	(8,605.66)	-	(1,313.77)	(9,919.43)	479.93	(9,439.50)
Transaction with owners in their capacity as owners										
Dividend payments		-	-	-	-	-	-	-	(116.20)	(116.20)
Balance at March 31, 2017		51,034.41	17,762.00	11,699.94	(21,239.89)	271.63	(526.88)	59,001.21	6,247.63	65,248.84

As per our report of even date

R. L. Rathi & Co.

Firm Registration No.108719W

Chartered Accountants

R. L. Rathi

Proprietor

Membership No.14739

Place : Pune

Date : 30 May 2017

For and on behalf of Board of Directors

Mohan H. Bhandari
Chairman & Managing Director

Anil Tikekar
Company Secretary & CFO

Avinash Joshi
Director

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH, 2017

(All amounts in ₹ lacs, unless otherwise stated)

	31-Mar-17	31-Mar-16
CASH FLOW FROM OPERATING ACTIVITIES:		
Loss before tax	(5,606.45)	(19,446.95)
Adjustments for:		
Depreciation and amortisation expense	17,694.88	16,360.16
Interest and dividend income	(461.50)	(404.20)
Unrealized foreign exchange (gain) / loss	(219.77)	243.53
Foreign currency translation reserve	(1,313.77)	786.89
Exceptional items (gain) / loss	(7,024.93)	11,684.73
Loss on sale of Property, Plant and Equipment	189.61	21.98
Loss on sale of investments	5.97	-
Interest expenses	17,622.13	15,076.46
Provision for doubtful trade receivables	273.61	141.10
Operating profit before working capital changes	21,159.78	24,463.70
Adjustments for changes in working capital:		
(Increase)/Decrease in inventory	6,700.30	(9,816.87)
(Increase)/Decrease in trade receivables and financial assets	5,074.88	3,576.49
(Increase)/Decrease in other non-current and current assets	1,531.93	963.16
Increase/(Decrease) in provisions and other liabilities	(1,582.03)	(13,148.65)
Increase/(Decrease) in trade payables and financial liabilities	4,360.55	11,452.42
Cash generated from operations	37,245.41	17,490.25
Income tax paid	(2,875.84)	201.72
Net cash from operating activities	34,369.57	17,691.97
CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Property Plant and Equipment	(14,518.75)	(20,075.64)
Sale of Property Plant and Equipment	967.50	1,147.55
Investment in business acquisition	-	(17,754.03)
Interest received	403.82	399.56
Dividend received	7.09	6.36
Increase/(Decrease) in Bank Deposit	287.70	466.58
Investments	(15.80)	3.69
Net cash (used in) investing activities	(12,868.44)	(35,805.93)
CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds / (Repayment) of borrowings including interest	(19,866.62)	14,995.18
Dividend paid to non controlling interest	(116.20)	(116.17)
Net cash generated from/(used in) financing activities	(19,982.82)	14,879.01
Net Increase/(Decrease) in cash and cash equivalents	1,518.31	(3,234.95)
Cash and cash equivalents as at the beginning of the year	7,325.31	10,560.08
Effects of exchange rate changes on cash and cash equivalents	(9.93)	0.18
Cash and cash equivalents as at the end of the year	8,833.69	7,325.31
Cash and cash equivalents comprise of the following:		
Cash on hand	12.69	17.24
Balances with banks - Current accounts	8,821.00	7,308.07

As per our report of even date

R. L. Rathi & Co.

Firm Registration No.108719W

Chartered Accountants

R. L. Rathi

Proprietor

Membership No.14739

Place : Pune

Date : 30 May 2017

For and on behalf of Board of Directors

Mohan H. Bhandari

Chairman & Managing Director

Avinash Joshi

Director

Anil Tikekar

Company Secretary & CFO

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

1. Company overview

Bilcare Ltd., is a listed Company domiciled and based in Pune, India. It was incorporated in July 1987 with its manufacturing unit at Rajgurunagar. The Company floated its IPO in 1995 and was listed on the Bombay Stock Exchange (BSE). Bilcare and its subsidiaries (collectively referred to as "the Group" is in the business of Pharmaceutical Packaging, Global Clinical Services, R&D facilities as well as Anti Counterfeit Technology (nCid).

2. Significant accounting policies

2.1 Basis of preparation

(i) Statement of compliance

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') as per Companies (Indian Accounting Standards) Rules, 2015 (as amended) notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

The financial statements up to and for the year ended 31 March 2016 were prepared in accordance with the accounting standards as per Companies (Accounting Standard) Rules, 2006 (as amended) (referred to as "Indian GAAP" or "Previous GAAP"), notified under Section 133 of the Act and other relevant provisions of the Act.

These financial statements are the first financial statements of the group under Ind AS, hence Ind AS 101 First time adoption of Indian Accounting Standards has been applied. Refer note 38 for an explanation of how the transition from previous GAAP to Ind AS has affected the group's financial position, financial performance and cash flows.

These financial statements were authorised for issue by the group's Board of Directors as on May 30, 2017.

(ii) Basis of measurement

The financial statement has been prepared on a historical cost basis except for following items:

- Certain financial assets and liabilities which are measured at fair value.
- Defined benefit plans - plan assets measured at fair value; and
- Revaluation of certain items of Property Plant & Equipment

(iii) Use of estimates

The preparation of these financial statements, require the management to make made judgements, estimates and assumptions that affect the reported amounts of assets, liabilities, income, expenses and the accompanying disclosures and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

In the process of applying the Company's accounting policies, the management has made the following judgements, estimates and assumptions which have a significant effect on the amounts recognized in the financial statements and are included in the following notes:

Note 2.7 & 8 - recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used

Note 2.21 & 31 - measurement of defined benefit obligations: Key actuarial assumptions

Note 2.20 - recognition and measurement of provisions and contingencies

Note 2.14 - impairment of financial assets

Note 2.17 - estimation of useful life of intangible assets

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

(iv) Basis of consolidation

- Subsidiaries

Subsidiaries are all entities (including structured entities) over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the Group.

The group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively.

- Changes in ownership interests

The group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity

When the group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit or loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

If the ownership interest in a joint venture or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

- Transaction eliminated on consolidation

Intra-group balance and transactions, and any unrealized income and expenses arising from intra-group transactions, are eliminated. Unrealised gains arising from transactions with equity accounted investees are eliminated against the investment to the extent of Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

2.2 Current versus non-current classification

The group presents assets and liabilities in its Balance Sheet based on current versus non-current classification.

An asset is classified as current when it is:

- a) Expected to be realized or intended to sold or consumed in normal operating cycle,
- b) Held primarily for the purpose of trading,
- c) Expected to be realized within twelve months after the reporting period, or
- d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- a) it is expected to be settled in normal operating cycle,
- b) it is held primarily for the purpose of trading,
- c) it is due to be settled within twelve months after the reporting period
- d) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The group classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.3 Segment reporting

The group is engaged in pharma packaging research solutions which is considered the only reporting business segment for disclosure in the financial statements by the Management.

2.4 Foreign currencies

(i) Functional and presentation currency

The financial statements are presented in Indian Rupees (INR), which is the group's functional and presentation currency. the group determines its own functional currency (the currency of the primary economic environment in which the group operates) and items included in the financial statements of the group are measured using that functional currency.

(ii) Transactions and balances

Transactions in foreign currencies are initially recorded at the exchange rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the group's functional currency of the entity at the rates prevailing on the reporting date.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at reporting date exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Profit and Loss.

(iii) Foreign operations

The assets and liabilities of foreign operations (subsidiaries, associates, joint arrangements, branches) including goodwill and fair value adjustments arising on acquisition, are translated into INR, the functional currency of the group, at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into INR at the exchange rates at the dates of the transactions or an average rate, if the average rate approximates the actual rate at the date of the transaction.

2.5 Revenue

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, value added taxes and amounts collected on behalf of third parties.

(a) Sale of goods

Revenue is recognised when significant risk and rewards of ownership have been transferred to the customer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods and the amount of revenue can be measured reliably. The timing of the transfer of risks and rewards varies depending on the individual terms of the sales agreement.

(b) Rendering of services

Revenue from a contract to provide services is recognised by reference to the stage of completion of the contract.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

2.6 Government Grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the group will comply with all attached conditions.

Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

2.7 Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the balance sheet method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Minimum Alternate Tax ('MAT') credit entitlement is generally recognised as a deferred tax asset if it is probable (more likely than not) that MAT credit can be used in future years to reduce the regular tax liability.

2.8 Leases

Leases of property, plant and equipment where the group, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the group as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

2.9 Business combinations

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the:

- fair values of the assets transferred;
- liabilities incurred to the former owners of the acquired business;
- equity interests issued by the group; and
- fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets.

Acquisition-related costs are expensed as incurred. The excess of the

- consideration transferred;
- amount of any non-controlling interest in the acquired entity, and
- acquisition-date fair value of any previous equity interest in the acquired entity

over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in profit or loss.

2.10 Impairment of assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2.11 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

2.12 Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

2.13 Inventories

Raw materials and stores, work in progress, traded and finished goods

Raw materials and stores, work in progress, traded and finished goods are stated at the lower of cost and net realisable value. Cost of raw materials and traded goods comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labor and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory arrived on weighted average basis. Costs of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

2.14 Financial instruments

Financial instruments are recognised when the group becomes a party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the group commits to purchase or sell the asset

Financial Assets

the group determines the classification of its financial assets at initial recognition. The classification depends on the group's business model for managing the financial assets and the contractual terms of the cash flows.

(I) Classification

The financial assets are classified in the following measurement categories:

- a) Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- b) Those to be measured at amortised cost.

Financial assets at fair value through profit or loss ('FVTPL')

Financial assets at fair value through profit or loss include financial assets held for trading, debt securities and financial assets designated upon initial recognition at fair value through profit or loss. Financial assets at fair value through profit or loss are carried in the Balance Sheet at fair value with net changes in fair value presented as finance costs in profit or loss. Interests, dividends and gain/loss on foreign exchange on financial assets at fair value through profit or loss are included separately in other income.

Fair value through other comprehensive income ('FVTOCI')

Financial assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income. Movements in the carrying amount are taken through other comprehensive income, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

(II) Measurement

Debt Instruments

Subsequent measurement of debt instruments depends on the group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the group classifies its debt instruments.

Amortised Cost

the group classifies its financial assets as at amortised cost only if both of the following criteria are met:

- a) The asset is held within a business model with the objective of collecting the contractual cash flows, and
- b) The contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding.

Financial assets at amortised cost include trade and other receivables and other financial assets that are held with the objective of collecting contractual cash flows. After initial measurement at fair value, the financial assets are measured at amortised cost using the effective interest rate (EIR) method, less impairment.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the Statement of Profit and Loss in other income.

(III) Derecognition of financial assets

The group derecognises a financial asset when the contractual rights to the cash flows from the assets expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the group recognises its retained interest in the asset and associated liability for amounts it may have to pay. If the group retains substantially all the risks and rewards of ownership of the transferred financial asset, the group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

(IV) Impairment of financial assets

The group assesses on a forward looking basis the expected credit losses (ECL) associated with its assets carried at amortised cost and FVOCI debt instruments. The group follows 'simplified approach' for recognition of impairment loss allowance on trade receivable. The application of simplified approach does not require the group to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For recognition of impairment loss on other financial assets and risk exposure, the group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12 month ECL.

Lifetime ECLs are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date. ECL is the difference between all contractual cash flows that are due to the group in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all shortfalls), discounted at the original EIR. When estimating the cash flows, the group considers the following:

- (i) All contractual terms of the financial instrument (including prepayment, extension etc.) over the expected life of the financial instrument.
- (ii) Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

As a practical expedient, the group uses a provision matrix to determine impairment loss on portfolio of its trade receivable. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward- looking estimates. At every reporting date, the historical observed default rates are updated and changes in forward-looking estimates are analyzed.

Financial Liabilities

The group determines the classification of its financial liabilities at initial recognition.

(I) Classification

The financial liabilities are classified in the following measurement categories:

- a) Those to be measured as financial liabilities at fair value through profit or loss,
- b) Those to be measured at amortised cost

(II) Measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The group classifies all financial liabilities subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

The group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

Financial liabilities measured at amortised cost

Financial liabilities are initially recognised at fair value, net of transaction cost incurred and are subsequently measured at amortised cost, using the EIR method. Any difference between the proceeds net of transaction costs and the amount due on settlement or redemption of borrowings is recognised over the term of the borrowing.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest charge over the relevant effective interest rate period. The effective interest rate is the rate that exactly discounts estimated future cash outflow (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. This category generally applies to borrowings.

(III) Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

2.15 Income recognition

Interest income

For all financial instruments measured at amortised cost and interest bearing financial assets, interest income is recognised using the effective interest rate (EIR), which is the rate that discounts the estimated future cash receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset.

When a loan and receivable is impaired, the group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original EIR of the instrument, and continues unwinding the discount as interest income. Interest income on impaired financial asset is recognised using the original EIR.

Dividend income

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the group, and the amount of the dividend can be measured reliably.

2.16 Property, plant and equipment

Freehold land & Buildings have been revalued. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Capital work in progress is carried at cost, less any recognised impairment loss. Depreciation of these assets commences when the assets are substantially ready for their intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. All other repair and maintenance costs are recognised in Statement of Profit and Loss as incurred.

Transition to Ind AS

On transition to Ind AS, the Company has opted to consider the fair value of certain items of property, plant and equipment as on the date of transition i.e. April 1, 2015 as deemed cost. All other items of property, plant and equipment have been restated by applying Ind AS 16, Property, plant and equipment retrospectively.

Depreciation methods, estimated useful lives and residual value

Depreciation is provided on a pro rata basis on the straight line method over the estimated useful lives of the assets which are in some cases higher and in some cases lower than the rates prescribed under Schedule II to the Companies Act, 2013 in order to reflect the actual usage of the assets. The useful lives are based on a technical evaluation and have not undergone a change on account of transition to the Companies Act 2013.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

Depreciation is provided using the straight line method (SLM) over the estimated useful lives of the assets, as estimated by the management. The life estimated by the management is as follows:

Class of asset	Life of the asset
Factory Building	50 years
Buildings (Other than factory building)	60 years
Plant and equipment	20 years
Furniture and fixtures	15 years
Office equipment	5 years
Tools and equipment	15 years
Vehicles	8 years
Computers	3 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposals are determined by comparing proceeds with carrying amount and recorded in profit or loss.

2.17 Intangible assets

(i) Recognition and measurement

Identifiable intangible assets are recognised when the group controls the asset, it is probable that future economic benefits attributed to the asset will flow to the group and the cost of the asset can be reliably measured. Intangible assets are stated at cost less accumulated amortization and impairments. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

(ii) Amortisation methods and periods

The group amortises intangible assets with a finite useful life using the straight-line method over the following periods:

Class of asset	Life of the asset
Computer software	10 years
Patent	15 years

Transition to Ind AS

On transition to Ind AS, the group has elected to continue with the carrying value of all of intangible assets recognised as at April 1, 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

2.18 Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

2.19 Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

2.20 Provisions

Provisions are recognized when the group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

2.21 Employee Benefits

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Post-employment obligations

The group operates the following post-employment schemes:

- (a) defined benefit plans such as gratuity; and
- (b) defined contribution plans such as provident fund.

Defined Benefit Plans - Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The benefits which are denominated in currency other than INR, the cash flows are discounted using market yields determined by reference to high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Defined contribution plan

The group pays provident fund contributions to publicly administered provident funds as per local regulations. The group has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

2.22 Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the group;
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.23 Rounding off amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

3 PROPERTY, PLANT AND EQUIPMENT

	Freehold land	Leasehold land	Buildings	Plant and machinery	Vehicles	Electric Fitting	Furniture and fixtures	Office equipment	Tools & equipment	Total
Year ended March 31, 2016										
Gross Carrying Amount										
Carrying amount as at April 1, 2015	12,284.46	15,004.30	47,282.51	180,032.02	1,387.97	1,852.61	926.72	1,429.87	68,536.70	328,737.16
Additions	-	-	8,432.27	8,624.03	1.37	6.50	37.69	136.06	-	17,237.92
Disposals / adjustments	(199.98)	-	(1,143.18)	(9,005.44)	(56.34)	-	(16.50)	(3.03)	-	(10,424.47)
Exchange differences	169.69	-	2,488.84	7,225.28	132.55	13.49	10.01	21.60	-	10,061.46
At March 31, 2016	12,254.17	15,004.30	57,060.44	186,875.89	1,465.55	1,872.60	957.92	1,584.50	68,536.70	345,612.07
Accumulated depreciation and impairment, if any										
As at April 1, 2015	-	2.02	19,345.70	98,038.95	1,258.07	1,263.73	629.04	1,256.85	6,297.43	128,091.79
Charge for the year	-	0.04	1,603.61	8,412.48	49.76	239.44	107.22	92.49	4,386.30	14,891.34
Disposals / adjustments	-	-	(784.95)	(7,034.22)	(55.05)	-	(0.37)	(2.95)	-	(7,877.54)
Exchange differences	-	-	1,759.09	7,350.19	123.18	6.60	6.82	16.37	-	9,262.25
At March 31, 2016	-	2.06	21,923.45	106,767.40	1,375.96	1,509.77	742.71	1,362.76	10,683.73	144,367.84
Net Block at March 31, 2016	12,254.17	15,002.24	35,136.99	80,108.49	89.59	362.83	215.21	221.74	57,852.97	201,244.23
Year ended March 31, 2017										
Gross Carrying Amount										
Carrying amount as at April 1, 2016	12,254.17	15,004.30	57,060.44	186,875.89	1,465.55	1,872.60	957.92	1,584.50	68,536.70	345,612.07
Additions	27.47	-	2,363.70	17,502.56	-	94.51	20.46	186.76	-	20,195.46
Disposals / adjustments	(0.04)	-	-	(2,560.82)	(34.00)	(740.83)	(222.49)	(875.93)	-	(4,434.11)
Exchange differences	(97.59)	-	(2,149.65)	(7,121.00)	(99.58)	(10.91)	(5.31)	(15.02)	-	(9,499.06)
At March 31, 2017	12,184.01	15,004.30	57,274.49	194,696.63	1,331.97	1,215.37	750.58	880.31	68,536.70	351,874.36
Accumulated depreciation and impairment, if any										
As at April 1, 2016	-	2.06	21,923.45	106,767.40	1,375.96	1,509.77	742.71	1,362.76	10,683.73	144,367.84
Charge for the year	-	0.04	1,684.64	9,943.88	34.08	88.55	42.05	139.13	4,387.27	16,319.64
Disposals / adjustments	-	-	-	(2,076.76)	(34.00)	(740.83)	(222.25)	(875.85)	-	(3,949.69)
Exchange differences	-	-	(1,336.30)	(5,598.82)	(96.58)	(6.42)	(3.68)	(10.37)	-	(7,052.17)
At March 31, 2017	-	2.10	22,271.79	109,035.70	1,279.46	851.07	558.83	615.67	15,071.00	149,685.62
Net Block at March 31, 2017	12,184.01	15,002.20	35,002.70	85,660.93	52.51	364.30	191.75	264.64	53,465.70	202,188.74

(i) Capital work-in-progress

The carrying value of capital work-in progress as at 31 March 2017 was ₹ 14,942.13 lacs (31 March 2016: ₹ 16,071.12 lacs; 1 April 2015: ₹ 5,150.17 lacs).

(ii) Leased assets

The carrying value of plant and machinery held under finance leases as at 31 March 2017 was ₹ 7,622.35 lacs (31 March 2016: ₹ 6,191.24 lacs; 1 April 2015: ₹ 4,854.64 lacs). Leased assets are pledged as security for the related finance lease.

(iii) Amounts pledged as security

Refer Note 13(a) and 13(b) for details on the charge for Property, plant and equipments.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

4 INVESTMENT PROPERTY

	Building
Year ended March 31, 2016	
Gross carrying amount	
Deemed cost as at April 1, 2015	108.30
Additions	-
Disposals / adjustments	-
As at 31 March 2016	108.30
Accumulated depreciation and impairment, if any	
As at April 1, 2015	-
Charge for the year	4.94
Disposals / adjustments	-
As at 31 March 2016	4.94
Net block at March 31, 2016	103.36
Year ended March 31, 2017	
Gross carrying amount	
Carrying amount as at April 1, 2016	108.30
Additions	-
Disposals / adjustments	(11.80)
As at 31 March 2017	96.50
Accumulated depreciation and impairment, if any	
As at April 1, 2016	4.94
Charge for the year	4.32
Disposals / adjustments	(0.48)
As at 31 March 2017	8.78
Net block at March 31, 2017	87.72

(i) For investment property existing as on 01 April 2015, i.e., date of transition to Ind AS, the group has used Indian GAAP carrying value as deemed costs.

(ii) Information regarding income and expenditure of investment property:

	31 March 2017	31 March 2016
Rental income derived from investment properties	19.98	19.98
Direct operating expenses (including repairs and maintenance) generating rental income	(3.42)	(3.70)
Profit from investment properties before depreciation and indirect expenses	16.56	16.28
Less : Depreciation	(4.32)	(4.94)
Profit arising from investment properties before indirect expenses	12.24	11.34

(iii) The Group's investment property consist of residential flats (2 flats as at 31 March 2017; 3 flats at 31 March 2016 and 01 April 2015) at Mumbai which have been leased out. As at 31 March 2017, 31 March 2016 and 01 April 2015, the fair values of the properties are based on valuations performed by an accredited independent valuer, who is a specialist in valuing these types of investment properties.

(iv) The group has no restrictions on the realisability of its investment properties. Further, the group has no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

(v) Fair value of the investment properties are as under:

	Building
Balance as at 01 April 2015	1,054.53
Fair value movement for the year	68.06
Balance as at 31 March 2016	1,122.59
Fair value movement for the year	70.33
Sales at fair value	(220.44)
Balance as at 31 March 2017	972.48

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

(vi) Description of valuation techniques used and key inputs to valuation on investment properties:

Particulars	Valuation techniques	Fair value hierarchy	Fair Value*		
			31 March 2017	31 March 2016	1 April 2015
Flat at Bandra (West), Mumbai	Fair market value	Level 2	707.52	681.71	660.97
Flats at Sion (East), Mumbai	Fair market value	Level 2	264.96	440.88	393.56

* The strengths and weakness of the said property, the environmental conditions, prevailing market conditions in the nearby locality and other relevant factors have been taken into account in carrying out the exercise of valuation.

5 INTANGIBLE ASSETS

	Patents & trademarks	Software	Other Intangibles assets	Total	Goodwill
Year ended March 31, 2016					
Gross Carrying Amount					
Deemed cost as at April 1, 2015 (See Note(ii))	1,753.60	1,009.26	1,021.12	3,783.98	25,290.43
Additions	470.79	126.79	6,593.30	7,190.88	6,621.62
Disposals / adjustments	-	-	(25.44)	(25.44)	-
Exchange differences	57.27	-	1,317.92	1,375.19	2,841.50
At March 31, 2016	2,281.66	1,136.05	8,906.90	12,324.61	34,753.55
Accumulated depreciation and impairment, if any					
As at April 1, 2015	-	-	-	-	-
Charge for the year	444.46	296.26	723.16	1,463.88	-
Disposals / adjustments	-	-	-	-	-
Exchange differences	37.54	-	3,646.88	3,684.42	-
At March 31, 2016	482.00	296.26	4,370.04	5,148.30	-
Net Block at March 31, 2016	1,799.66	839.79	4,536.86	7,176.31	34,753.55
Year ended March 31, 2017					
Gross Carrying Amount					
As at April 1, 2016	2,281.66	1,136.05	8,906.90	12,324.61	34,753.55
Additions	29.30	14.24	159.22	202.76	-
Disposals / adjustments	311.31	-	(6.72)	304.59	-
Exchange differences	(20.37)	-	(4,057.64)	(4,078.01)	(2,556.50)
At March 31, 2017	2,601.90	1,150.29	5,001.76	8,753.95	32,197.05
Accumulated depreciation and impairment, if any					
As at April 1, 2016	482.00	296.26	4,370.04	5,148.30	-
Charge for the year	164.99	143.87	1,062.06	1,370.92	-
Disposals / adjustments	-	-	-	-	-
Exchange differences	253.96	-	(3,836.18)	(3,582.22)	-
At March 31, 2017	900.95	440.13	1,595.92	2,937.00	-
Net Block at March 31, 2017	1,700.95	710.16	3,405.84	5,816.95	32,197.05

(i) The previous GAAP carrying values based on which deemed cost has been calculated is for Patents and trade marks, Gross cost of ₹ 3,370.50 lacs less accumulated depreciation of ₹ 1,616.90 lacs and for softwares, Gross cost of ₹ 4,731.62 lacs less accumulated depreciation of ₹ 3,722.36 lacs.

(ii) Intangibles under development

The carrying value of intangible assets under development as at 31 March 2017 was ₹ 5.80 lacs (31 March 2016: Nil; 1 April 2015: ₹ 384.47 lacs).

(iii) Other intangibles

Other intangible assets mainly consist of capitalised software. They include leased assets of ₹ 534.96 lacs (31 March 2016: ₹ 410.65 lacs)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

(iv) Impairment testing of goodwill

The Group performed its annual impairment test as at 31 March 2017. The entire goodwill has been allocated to one CGU Bilcare Reasearch Holdings Group.

The recoverable amount of the CGU has been determined based on a value using cash flow projections from financial budgets approved by management. Financial budget reflects past experience and is consistent with the expectation management has about the future development of the Company and external sources of information. This financial budget covers a five-year period cash flows and beyond the five-year period the same are extrapolated using a CGU specific growth rate. The cash flow projections were adjusted to their time value applying the CGU specific pre-tax discount rate. The pre-tax discount rate applied to cash flow projections is 8% (31 March 2016: 8%). Cash flows and beyond the five-year period the same are extrapolated using a 0% (31 March 2016: 0%) growth rate. With regard to the assessment of value in use, management believes that no reasonable possible change in any of the above key assumptions would cause the carrying value of the unit to materially exceed its recoverable amount.

6 FINANCIAL ASSETS

(a) INVESTMENTS

	31-Mar-17	31-Mar-16	1-Apr-15
Non-Current			
Investment in equity shares (unquoted) (fully paid-up)			
BIL Leasing Verwaltungs GmbH & Co (see note (i))	16.64	18.05	16.22
Cosmos Bank	1.00	1.00	1.00
Others	0.28	0.31	0.27
Other non-current investments			
Investment in partnership firms	7.79	11.45	7.59
Others	3.46	3.75	3.38
	29.17	34.56	28.46
Current			
Investments in mutual funds	17.01	1.79	11.58
	17.01	1.79	11.58
	46.18	36.35	40.04
Aggregate amount of quoted investments and market value thereof	17.01	1.79	11.58
Aggregate amount of unquoted investments	29.17	34.56	28.46
Aggregate amount of impairment in the value of investments	-	-	-

(i) The Group holds 94% in BIL Leasing Verwaltungs-GmbH & Co, however only has a voting power of 10%. Therefore, the Group does not control the subsidiary and accounts for it as financial asset.

(ii) 78,332 Preference shares of Bilcare Technologies Singapore Pte Limited having no par value.

(b) TRADE RECEIVABLES

	31-Mar-17	31-Mar-16	1-Apr-15
Trade receivables	23,919.64	28,391.21	30,936.40
Less: Allowance for doubtful debts	(3,090.03)	(3,463.76)	(2,867.07)
Total receivables	20,829.61	24,927.45	28,069.33
Current portion	20,829.61	24,927.45	28,069.33
Non-current portion	-	-	-

Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days. Trade receivables are shown net of an allowance for bad or doubtful debts.

(i) Break-up of security details

	31-Mar-17	31-Mar-16	1-Apr-15
Trade receivables			
Secured, considered good	311.44	126.73	23.16
Unsecured, considered good	20,518.17	24,800.72	28,046.17
Unsecured, considered doubtful	3,090.03	3,463.76	2,867.07
Sub-total	23,919.64	28,391.21	30,936.40
Less: Impairment allowance	(3,090.03)	(3,463.76)	(2,867.07)
Total	20,829.61	24,927.45	28,069.33

No trade and other receivables are due from directors or other officers of the Company either severally or jointly with any other person.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

(ii) Transfer of financial assets

Customer receivables of Bilcare Research GmbH are subject to a non-recourse factoring with a domestic factor in Germany. Customer receivables of Bilcare Research SRL are subject to a recourse factoring with two domestic banks in Italy. These contracts in Italy do not fully transfer the credit risk to the factoring Company, hence the trade receivables in an amount of ₹ 1,352.45 lacs cannot be derecognised until the amounts are paid. Therefore ₹ 1,352.52 lacs (31-Mar-2016: ₹ 1,334.57 lacs; 01-Apr-2015 ₹ 2,115.19 lacs) are recognized in current borrowings. The Group is still exposed to credit risk of the customer.

(c) CASH AND CASH EQUIVALENTS

	31-Mar-17	31-Mar-16	1-Apr-15
Cash on hand	12.69	17.24	23.39
Balances with banks - Current accounts	8,821.00	7,308.07	10,536.69
	8,833.69	7,325.31	10,560.08

(d) Bank balance other than cash & cash equivalents

	31-Mar-17	31-Mar-16	1-Apr-15
Fixed deposit with more than 3 months and less than 12 months	3,407.62	3,693.35	4,158.01
Unpaid dividend bank account	22.81	24.78	26.70
	3,430.43	3,718.13	4,184.71

Cash at banks earns interest at floating rates based on daily bank deposit rates. There are no repatriation restrictions with regard to cash and cash equivalents as at the end of reporting period and prior periods.

(e) Other financial assets

	31-Mar-17	31-Mar-16	1-Apr-15
Non-Current			
Interest receivable	2.49	9.20	3.09
Security deposits (see note (i))	492.41	484.74	540.97
Term deposits (with maturity more than 12 months)	48.93	425.00	48.93
Other receivable	376.97	819.97	1,133.70
	920.80	1,738.91	1,726.69
Current			
Interest receivable	150.38	93.08	100.91
Other receivable	383.54	841.86	986.80
	533.92	934.94	1,087.71

(i) Security deposits primarily include security deposits given towards rented premises, warehouses and electricity deposits.

7 OTHER ASSETS

	31-Mar-17	31-Mar-16	1-Apr-15
Non-current			
Capital advances	10,205.24	9,935.65	10,110.39
Deposit with government authorities	130.12	262.71	287.89
Other receivables	33.71	10.91	20.12
Total	10,369.07	10,209.27	10,418.40
Current			
Advance to suppliers	193.16	192.48	1,303.77
Advance to employees	9.12	20.20	37.73
Advance to Bilcare Singapore Pte Limited	-	-	4,626.66
Deposit with government authorities	1,600.70	2,515.18	3,785.73
Prepaid expenses	8,778.09	10,466.92	7,678.00
Other receivables	1,179.49	257.51	31,812.83
Total	11,760.56	13,452.29	49,244.72

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

8 DEFERRED TAX

	Deferred tax assets			Deferred tax liabilities			Net deferred tax asset / (liabilities)		
	31-Mar-17	31-Mar-16	1-Apr-15	31-Mar-17	31-Mar-16	1-Apr-15	31-Mar-17	31-Mar-16	1-Apr-15
Property, plant and equipment	(12,017.20)	(12,365.38)	340.78	(14,142.86)	(14,603.36)	(29,023.22)	(26,160.06)	(26,968.74)	(28,682.44)
Unabsorbed loss	-	1,851.73	-	-	-	7,418.15	-	1,851.73	7,418.15
Provisions	233.97	223.31	182.92	3,614.43	3,756.06	3,919.41	3,848.40	3,979.37	4,102.33
Investments	612.29	2,672.29	-	-	-	2,672.29	612.29	2,672.29	2,672.29
Borrowings	-	(2,443.78)	-	(698.64)	(1,029.42)	(7,271.51)	(698.64)	(3,473.20)	(7,271.51)
Receivables and advances	15,956.77	16,009.21	177.94	-	-	2,949.14	15,956.77	16,009.21	3,127.08
Accounts payable	(4.20)	90.51	181.28	-	-	-	(4.20)	90.51	181.28
Inventories	110.07	94.86	77.97	83.34	221.98	154.06	193.41	316.84	232.03
Others	39.27	31.03	26.25	718.92	(94.98)	16.31	758.19	(63.95)	42.56
Total	4,930.97	6,163.78	987.14	(10,424.81)	(11,749.72)	(19,165.37)	(5,493.84)	(5,585.94)	(18,178.23)

(i) Movement in temporary differences for the year ended March 31, 2016

	Recognised in				31-Mar-16
	1-Apr-15	Profit or loss	OCI	Acquired in business combinations	
Property, plant and equipment	(28,682.44)	3,356.18	-	(1,281.63)	(26,968.74)
Unabsorbed loss	7,418.15	(5,566.42)	-	-	1,851.73
Provisions	4,102.33	41.59	(480.97)	-	3,979.37
Investments	2,672.29	-	-	-	2,672.29
Borrowings	(7,271.51)	3,917.98	-	-	(3,473.20)
Receivables and advances	3,127.08	12,855.22	-	-	16,009.21
Accounts payable	181.28	(89.93)	-	-	90.51
Inventories	232.02	(81.69)	-	-	316.84
Other items	42.56	(85.60)	-	-	(63.95)
	(18,178.24)	14,347.33	(480.97)	(1,281.63)	(5,585.94)
				7.57	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

(ii) Movement in temporary differences for the year ended March 31, 2017

	31-Mar-16	Profit or loss	Recognised in			31-Mar-17
			OCI	Acquired in business combinations	Exchange difference	
Property, plant and equipment	(26,968.74)	436.64	-	-	372.04	(26,160.06)
Unabsorbed loss	1,851.73	(1,851.73)	-	-	-	-
Provisions	3,979.37	52.04	(1.99)	-	(181.02)	3,848.40
Investments	2,672.29	(2,060.00)	-	-	-	612.29
Borrowings	(3,473.20)	2,710.18	-	-	64.38	(698.64)
Receivables and advances	16,009.21	(73.04)	-	-	20.60	15,956.77
Accounts payable	90.51	(96.78)	-	-	2.07	(4.20)
Inventories	316.84	(78.02)	-	-	(45.41)	193.41
Other items	(63.95)	854.30	-	-	(32.16)	758.19
	(5,585.94)	(106.41)	(1.99)	-	200.50	(5,493.84)

(iii) Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items, because it is not probable that future taxable profit will be available against which the Group can use the benefits therefrom:

	31-Mar-17	31-Mar-16
Unabsorbed loss	5,7919.19	5,5617.20
Unabsorbed depreciation	15,613.54	14,101.98

The losses can be carried forward for a period of 8 years and unabsorbed depreciation without any limit as per local tax regulations and the Group expects to recover the losses.

Certain subsidiaries of the group have undistributed earnings ₹ 32,929.66 lacs (PY ₹ 17,383.42 lacs) of which, if paid out as dividends, would be subject to tax in the hands of the recipient. An assessable temporary difference exists, but no deferred tax liability has been recognised as the parent entity is able to control the timing of distributions from this subsidiary and is not expected to distribute these profits in the foreseeable future.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

9 INVENTORIES

	31-Mar-17	31-Mar-16	1-Apr-15
<i>(at lower of cost or net realisable value)</i>			
Raw materials	11,069.46	13,167.72	19,526.18
Stores and consumables	4,654.00	4,405.66	3,658.03
Work-in-progress	4,621.07	5,882.66	4,328.25
Finished goods (see note (i))	12,739.09	16,327.88	10,156.68
Total	33,083.62	39,783.92	37,669.14
Included in inventories goods in transit as follows:			
Finished goods	537.17	1,210.03	-
Total	537.17	1,210.03	-

(i) Amounts recognised in profit or loss:

Write-down of inventories to net realisable value amounted to ₹ Nil (P.Y. ₹ 8,994.47 lacs).

10 SHARE CAPITAL

[a] Authorised share capital

	Equity shares of ` 10 each (PY ` 10 each)		Redeemable preference shares of ` 10 each (PY ` 10 each)	
	No. of shares	Amount	No. of shares	Amount
As at 1-Apr-2015	40,000,000	4,000.00	5,000,000	500.00
Increase during the year	-	-	-	-
As at 31-Mar-2016	40,000,000	4,000.00	5,000,000	500.00
Increase during the year	-	-	-	-
As at 31-Mar-2017	40,000,000	4,000.00	5,000,000	500.00

[b] Issued equity share capital

	Equity shares of ` 10 each (PY ` 10 each)	
	No. of shares	Amount
As at 1-Apr-2015	23,545,231	2,354.52
Change during the year	-	-
As at 31-Mar-2016	23,545,231	2,354.52
Change during the year	-	-
As at 31-Mar-2017	23,545,231	2,354.52

(i) Terms / rights, preferences and restrictions attached to equity shares:

The Company has only one class of equity shares having a par value of . 10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. During the year ended 31 March 2017, the amount of per share dividend recognized as distributions to equity shareholders was NIL (31 March 2016 : NIL).

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.

[c] Details of shareholders holding more than 5% of the aggregate shares in the Company:

(i) Equity shares of (face value: ` 10 each)

	31-Mar-17		31-Mar-16		1-Apr-15	
	No. of shares	% of total equity shares	No. of shares	% of total equity shares	No. of shares	% of total equity shares
Mohan H. Bhandari	5,856,489	24.87	5,856,489	24.87	5,856,489	24.87
Deutsche Bank Trust Company Americas (Custodian of shares against GDR's issued)	2,109,808	8.96	2,109,808	8.96	2,109,808	8.96
Monument Pte. Ltd.	1,761,620	7.48	1,761,620	7.48	1,761,620	7.48
Rakesh R. Jhunjhunwala	1,735,425	7.37	1,735,425	7.37	1,735,425	7.37
Nutan M. Bhandari	1,205,122	5.12	1,205,122	5.12	1,205,122	5.12

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

11 RESERVES AND SURPLUS	31-Mar-17	31-Mar-16	1-Apr-15
Securities premium reserve	51,034.41	51,034.41	51,034.41
Capital redemption reserve	271.63	271.63	271.63
Reserve on consolidation	17,762.00	17,762.00	14,262.30
General reserve	11,699.94	11,699.94	11,674.44
Exchange difference on foreign exchange translation reserve	(526.88)	786.89	-
Retained earnings	(21,239.89)	(12,634.23)	(5,938.71)
	59,001.21	68,920.64	71,304.07

(i) Securities premium reserve

Security Premium Reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provision of the Act.

	31-Mar-17	31-Mar-16
Balance at the beginning of the year	51,034.41	51,034.41
Movement during the year	-	-
Balance at the end of the year	51,034.41	51,034.41

(ii) Capital redemption reserve

Capital redemption reserve re-presents redemption of redeemable preference shares in earlier years

	31-Mar-17	31-Mar-16
Balance at the beginning of the year	271.63	271.63
Movement during the year	-	-
Balance at the end of the year	271.63	271.63

(iii) Reserve on consolidation

	31-Mar-17	31-Mar-16
Balance at the beginning of the year	17,762.00	14,262.30
On acquisition of BTSPL (See Note 30(ii) for details)	-	3,499.70
Balance at the end of the year	17,762.00	17,762.00

(iv) General reserve

	31-Mar-17	31-Mar-16
Balance at the beginning of the year	11,699.94	11,674.44
Movement during the year	-	25.50
Balance at the end of the year	11,699.94	11,699.94

(v) Retained earnings

	31-Mar-17	31-Mar-16
Balance at the beginning of the year	(12,634.23)	(5,938.71)
Net profit and loss for the period	(8,453.86)	(8,485.88)
Other comprehensive income for the period	(151.80)	1,815.86
Transfer to general reserve	-	(25.50)
Balance at the end of the year	(21,239.89)	(12,634.23)

12 Non Controlling Interest (NCI)

The following table summarises the information relating to each of the Group's subsidiaries that has NCI, before any intra-group eliminations

	Caprihans India Limited (51%)		
Summarised balance sheet	31-Mar-17	31-Mar-16	1-Apr-15
Current assets	12,983.99	13,425.25	12,672.08
Current liabilities	2,568.34	4,136.90	3,284.28
Net current assets	10,415.65	9,288.35	9,387.80
Non-current assets	2,577.60	2,991.84	2,572.10
Non-current liabilities	242.98	272.23	252.84
Net non-current assets	2,334.62	2,719.61	2,319.26
Net assets	12,750.27	12,007.96	11,707.06
Accumulated NCI	6,247.63	5,883.90	5,736.46

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

Summarised statement of profit and loss	31-Mar-17	31-Mar-16
Revenue	25,949.32	24,346.85
Profit for the year	965.25	663.31
Other comprehensive income	14.18	(6.61)
Total comprehensive income	979.43	656.70
Profit allocated to NCI	472.98	266.85
OCI allocated to NCI	6.95	(3.24)
Dividend paid to NCI	-	-

Summarised cash flows	31-Mar-17	31-Mar-16
Cash flow from operating activities	(779.79)	1,514.59
Cash flow from investing activities	1,431.03	(1,820.18)
Cash flow from financing activities	(289.36)	(300.68)
Net increase/ (decrease) in cash and cash equivalent	361.88	(606.27)

13 FINANCIAL LIABILITIES

13(a) NON-CURRENT BORROWINGS

	31-Mar-17	31-Mar-16	1-Apr-15
Secured (see note (i))			
(i) Rupee term loans - From banks	48,362.56	57,524.53	73,534.66
(ii) Foreign currency term loans - From banks	104,086.98	107,384.59	85,969.40
(iii) Rupee term loans - From financial institutions and others	16,317.36	12,832.49	5,273.58
Unsecured (see note (i))			
(i) Rupee Term loans - From banks	5,000.00	5,000.00	5,000.00
(ii) Rupee Term loans - From others	751.97	768.68	856.81
(iii) Deferred sales tax loan	1,010.47	1,176.18	1,070.78
Long term maturities of finance lease obligations	6,423.48	6,190.67	4,854.80
	181,952.82	190,877.14	176,560.03
Less: Current maturities of finance lease obligations (see note 13(c))	1,832.20	1,614.62	1,241.95
Non-current borrowings	180,120.62	189,262.52	175,318.08

(i) Refer Annexure A to the Notes to the financial statements for the detailed terms of loans.

13(b) CURRENT BORROWINGS

	31-Mar-17	31-Mar-16	1-Apr-15
Secured			
- Working capital loans from banks (See note (i) to (iii))	5,489.40	5,449.97	13,125.51
Unsecured			
- Fixed deposits from Public (issued in 2012) (See note (iv))	12,590.02	14,518.44	14,859.21
- Factored receivables (see note (v))	1,352.52	1,334.57	2,115.19
	19,431.94	21,302.98	30,099.91

(i) The working capital facilities include cash credit, bill discounting and LC acceptances facilities from banks. These working capital facilities from banks carries interest rate ranging from 12% to 15% p.a

(ii) The LC acceptances carry a maturity of 90 to 180 days. However, the cash credit facilities are renewed annually.

(iii) The working capital facilities are secured by first charge on current assets and second charge on immovable and movable properties, both present and future, under Security Trustee Arrangement.

(iv) Fixed deposits from public carries interest @ 11% to 12% p.a. The repayment of matured deposits has been deferred as per the extension Order passed by the CLB.

(v) These borrowings relate to factoring contracts in Italy. These contracts do not fully transfer the credit risk to the factoring company hence the trade receivables cannot be derecognised until the amounts are paid.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

13(c) OTHER FINANCIAL LIABILITIES			
	31-Mar-17	31-Mar-16	1-Apr-15
Non-current			
Deposits from customers	23.04	135.81	42.27
Capital creditors	4,475.84	-	-
	4,498.88	135.81	42.27
Current			
Interest accrued but not due on borrowings	4,593.08	2,844.08	6,458.13
Current maturities of finance lease obligation (See note 13(a))	1,832.20	1,614.62	1,241.95
Employees payables	5,306.08	5,884.87	5,024.23
Unpaid dividend	22.81	24.78	26.70
Outstanding liability for expenses	926.18	649.73	466.86
Other payables and acceptances	1,578.33	1,542.69	2,194.94
	14,258.68	12,560.77	15,412.81
13(d) TRADE PAYABLES			
	31-Mar-17	31-Mar-16	1-Apr-15
Current			
Trade payables	31,827.72	31,810.34	22,192.27
	31,827.72	31,810.34	22,192.27
14 PROVISIONS			
	31-Mar-17	31-Mar-16	1-Apr-15
Non-current			
Provision for employee benefits	13,429.09	13,954.70	14,524.59
Other provisions	104.28	105.60	98.75
	13,533.37	14,060.30	14,623.34
Current			
Provision for employee benefits	1,343.12	1,506.65	3,684.35
Other provisions	355.15	2,818.35	1,287.87
	1,698.27	4,325.00	4,972.22
15 OTHER LIABILITIES			
	31-Mar-17	31-Mar-16	1-Apr-15
Non Current			
Advance from customers	281.04	-	4.14
	281.04	-	4.14
Current			
Advance from customers	598.35	57.43	2,892.16
Others liabilities	1,635.47	742.94	14,138.61
	2,233.82	800.37	17,030.77

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

16 REVENUE FROM OPERATIONS

	For the year ended as on	
	31-Mar-17	31-Mar-16
Revenue from sale of products (including excise duty)		
Sale of Products	266,377.62	262,955.09
	266,377.62	262,955.09
Revenue from rendering services		
- Domestic services	1,038.89	1,496.39
	1,038.89	1,496.39
Other operating income		
- Sale of Scrap	557.87	378.28
	557.87	378.28
	267,974.38	264,829.76

17 OTHER INCOME

	For the year ended as on	
	31-Mar-17	31-Mar-16
Other non-operating income		
Royalty income	23.36	30.92
Interest on deposits and others	454.41	397.84
Dividend income	7.09	6.36
Foreign exchange gain	1,896.12	-
Duty drawback	16.68	124.36
Sundry balances written back	103.83	248.90
Miscellaneous income from non-operating activities	1,360.33	2,220.85
	3,861.82	3,029.23

18 COST OF CONSUMPTION AND TRADED GOODS SOLD

	For the year ended as on	
	31-Mar-17	31-Mar-16
Inventory at the beginning of the year	13,167.72	19,526.18
Add: Purchases	135,983.10	136,286.46
Less: Inventory at the end of the year	(11,069.46)	(13,167.72)
Cost of raw materials consumed	138,081.36	142,644.92

19 CHANGE IN INVENTORY OF FINISHED GOODS AND WORK IN PROGRESS

	For the year ended as on	
	31-Mar-17	31-Mar-16
Inventory at the end of the year		
- Finished goods	12,739.09	16,327.88
- Work-in-progress	4,621.07	5,882.66
	17,360.16	22,210.54
Inventory at the beginning of the year		
- Finished goods	16,327.88	10,156.68
- Work-in-progress	5,882.66	4,328.25
	22,210.54	14,484.93
Excise duty related to (increase) / decrease in inventory of finished goods	7.09	(3.12)
Net (increase) / decrease in inventories	4,843.29	(7,722.49)

20 EMPLOYEE BENEFITS EXPENSE

	For the year ended as on	
	31-Mar-17	31-Mar-16
Salaries, wages, bonus etc.	40,528.68	38,630.93
Contribution to provident and other funds	11,883.46	11,334.54
Staff welfare expenses	331.04	1,083.34
	52,743.18	51,048.81

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

21 DEPRECIATION AND AMORTIZATION EXPENSE

	For the year ended as on	
	31-Mar-17	31-Mar-16
Depreciation on property, plant and equipment	16,319.64	14,891.34
Amortization of intangible assets	1,370.92	1,463.88
Depreciation on investment property	4.32	4.94
	17,694.88	16,360.16

22 OTHER EXPENSES

	For the year ended as on	
	31-Mar-17	31-Mar-16
Consumables, spares and loose tools	4,221.63	4,209.33
Power and fuel	11,824.43	12,214.61
Factory expenses	715.06	1,121.34
Rent	2,025.18	1,832.26
Repairs & Maintenance		
- Building	75.35	85.20
- Plant and machinery	1,948.29	1,803.79
- Others	165.29	78.91
Insurance	705.32	770.00
Rates and taxes	204.47	193.69
Communication expenses	1,467.18	1,510.58
Travelling and conveyance	1,811.02	1,661.56
Legal and professional expenses	7,249.29	6,680.11
Selling expenses	14,193.61	14,162.50
Bad debts & doubtful trade receivables written off	193.52	3.49
Provision for bad and doubtful debts	80.09	137.61
Donations	7.06	6.52
Research and development	63.29	34.01
Foreign exchange loss	-	2,692.64
Loss on sale of property, plant and equipment	189.61	21.98
Loss on sale of investment	5.97	-
Miscellaneous expenses	1,654.96	4,448.99
	48,800.62	53,669.12

23 FINANCE COSTS

	For the year ended as on	
	31-Mar-17	31-Mar-16
Interest	15,212.68	12,733.02
Bank charges and commission	2,409.45	2,343.44
	17,622.13	15,076.46

24 EXCEPTIONAL ITEMS

	For the year ended as on	
	31-Mar-17	31-Mar-16
Gain on account of restructuring of loans (See note (a) below)	(6,801.87)	(28,165.51)
Gain on sale of investment property	(223.06)	-
Write off of Non-moving Inventory (See note (b) below)	-	8,994.47
Write off of Non-recoverable trade receivables and advances (See note (c) below)	-	30,855.77
	(7,024.93)	11,684.73

a. Restructuring of Loans:

(i) During the year 2016-17, the outstanding loans were assigned by some of the banks and restructured under a settlement. The total remission of ₹ 5,919.92 lacs comprising of principal amount has been written back. In addition, the day one gain on fair valuation of these loan liabilities amounted to ₹ 965.76 lacs which is also shown under exceptional items.

(ii) During the year 2016-17, the settlement amount of outstanding loans of a few banks were reinstated and accordingly the differential amount of ₹ 83.81 lacs has been recorded as an expense under exceptional items.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

(iii) During the year 2015-16, the outstanding loans were assigned by some of the banks and restructured under a settlement, whereas one of the banks did a One Time Settlement. The total remission of ₹ 22,124.34 lacs comprising of principal amount of ₹ 19,861.22 lacs & related unpaid interest provided in the earlier years of ₹ 2,263.12 lacs that has been derived from this restructuring has been written back. In addition, the day one gain on fair valuation of these loan liabilities amounted to ₹ 6,041.17 lacs which is also shown under exceptional items.

b. During the year 2015-16, the Company has written off obsolete and non moving inventory amounting to ₹ 8,994.47 lacs (including ₹ 8,900.33 lacs pertaining to the overseas branch which has been closed during the year).

c. During the year 2015-16, the Company has written off non recoverable advances of ₹ 30,855.77 lacs including balances pertaining to the overseas branch, which has been closed during the year.

25 INCOME TAX

[a] Income tax expense is as follows:

	For the year ended as on	
	31-Mar-17	31-Mar-16
Statement of profit and loss		
Current tax:		
Current tax on profits for the year	2,245.82	3,119.41
Total current tax expense	2,245.82	3,119.41
Deferred tax:		
Deferred tax expense / (income)	128.61	(14,347.33)
Total deferred tax expense / (benefit)	128.61	(14,347.33)
Income tax expense	2,374.43	(11,227.92)
Other comprehensive income		
Deferred tax related to OCI items:		
- On loss / (gain) on remeasurements of defined benefit plans	(1.99)	(480.97)
	(1.99)	(480.97)

[b] Reconciliation of tax expense and the accounting profit computed by applying the Income tax rate:

	For the year ended as on	
	31-Mar-17	31-Mar-16
Profit/(loss) before tax	(5,606.45)	(19,446.95)
Tax at the Indian tax rate of 30.9 % (2015-16 30.9%)	(1,732.39)	(6,009.11)
Tax effects on amounts which are not deductible (taxable) in calculating taxable income:		
Different tax rate in subsidiaries	5,647.43	3,649.54
Tax Rate Difference	(17.93)	2,119.42
Adjustment relating to prior year	(3.82)	401.16
Non-deductible expenses as per income tax	347.27	1,596.19
Exempted income	(5,359.91)	(2,227.45)
Change in deferred tax due to change in tax rate	26.63	0.37
Tax losses for which no deferred tax was recognised	1,783.98	2,389.65
Income credited to profit and loss but not considered for tax purposes	-	(14,901.13)
Tax losses for which no deferred income tax was recognised	1,227.70	547.93
Previous year loss recouped during the year	107.10	1,507.86
Trade tax adjustments	161.03	198.85
Other difference	187.34	(501.20)
Income tax expense	2,374.43	(11,227.92)

26 EARNING PER SHARE

Basic and diluted earnings/(loss) per share is calculated by dividing the profit/(loss) attributable to equity holders of the Company by the weighted average of equity shares outstanding during the year.

	31-Mar-17	31-Mar-16
Basic and diluted earning per share (face value of ₹ 10 each)	(35.90)	(36.04)
- Profit attributable to the equity share holders of the Company used in calculating basic earning per share	(8,453.86)	(8,485.88)
- Weighted average number of shares used as denominator in calculating basic earning per share (in Nos.)	23,545,231	23,545,231

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

27 FINANCIAL RISK MANAGEMENT

The Group's business activities are exposed to a variety of financial risks, namely liquidity risk, market risks and credit risk. The Group's senior management has the overall responsibility for establishing and governing the Group's risk management framework. The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and reflect the changes in the policy accordingly. The sources of risk, which the entity is exposed to and how the entity manages these risks and their impact on financial statements is given below:

The sources of risk, which the entity is exposed to and how the entity manages these risks and their impact on financial statements is given below:

Risk	Exposure from	Measurement	Management
Credit risk	Trade receivables, Cash and cash equivalents	Aging analysis, Credit ratings	Credit limits and Letters of credit
Liquidity risk	Borrowings, Trade payables and other liabilities	Cash flow forecasts	Restructuring of Credit lines, which would enable the Company to raise fresh funds.
Market risk - Foreign Currency	Foreign currency receivables and payables; Forecasted foreign currency transactions	Cash flow forecasting and Sensitivity analysis	The Company monitors both foreign currency receivables and payables and periodically evaluates the need for hedging the net position
Market risk - Interest rate	Long-term borrowings at variable interest rates	Sensitivity analysis	The Company primarily has fixed rate borrowings. It regularly monitors the variable rate borrowings.

[A] Credit risk

Credit risk arises from cash and cash equivalents, investments carried at amortised cost and deposits with banks and financial institution as well as exposures to customers outstanding receivables. Credit risk is the risk of financial loss to the Group if the counterparty fails to meet its contractual obligations. The Group is exposed to credit risk from its operating activities (primarily trade receivables). However, the credit risk on account of financing activities, i.e., balances with banks is very low, since the Group holds all the balances with approved bankers only.

Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the customers outstanding balances to which the Company grants credit terms in the normal course of business. Customer receivables of Bilcare Research GmbH and Bilcare Research Inc, USA are subject to a non-recourse factoring with a domestic factor in Germany. Customer receivables of Bilcare Research Srl are subject to a recourse factoring with two domestic banks in Italy. The Group does not hold collateral as security, except for a few customer receivables of Bilcare Limited which are secured by letter of credits, issued by bankers. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

The requirement for impairment is analysed at each reporting date on an individual basis for major clients and an allowance for doubtful debts and impairment that represents its estimate of life-time expected losses in respect of other trade receivables under simplified approach. The impairment provision for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Reconciliation of allowance for impairment in respect of trade and other receivables during the year was as follows:

	Amount
Balance as at April 1, 2015	2,867.07
Changes during the year	596.69
Balance as at March 31, 2016	3,463.76
Changes during the year	(373.73)
Balance as at March 31, 2017	3,090.03

[B] Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in raising funds to meet commitments associated with financial instruments. Liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through committed credit facilities to meet the obligations when due.

Management monitors rolling forecasts of the Group's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. The Group manages its liquidity risk by preparing month on month cash flow projections to monitor liquidity requirements. In addition, the Group projects cash flows and considering the level of liquid assets necessary to meet these, monitoring the balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

Maturities of financial liabilities

The below table analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities. The amounts disclosed in the table are contractual undiscounted cash flows, balances due within 12 months which are equal to their carrying balances as the impact of discounting is not significant.

	Carrying amount	Upto 1 year	Between 1 and 5 years	More than 5 years	Total
31-Mar-17					
Non-derivatives					
Borrowings	205,977.84	89,038.30	145,405.93	309.29	234,753.52
Trade payables	31,827.72	31,828.72	-	-	31,827.72
Capital creditors	4,475.84	2,039.34	2,436.50	-	4,475.84
Other financial liabilities	7,856.44	-	23.04	-	23.04
Total	250,137.84	122,905.36	147,865.47	309.29	271,080.12
31-Mar-16					
Non-derivatives					
Borrowings	215,024.20	97,733.85	147,399.37	5,316.72	250,449.94
Trade payables	31,810.34	31,810.34	-	-	31,810.34
Capital creditors	-	-	-	-	-
Other financial liabilities	8,237.88	-	644.25	-	644.25
Total	255,072.42	129,544.19	148,043.62	5,316.72	282,904.53
1-Apr-15					
Non-derivatives					
Borrowings	213,118.07	122,137.52	113,399.89	641.15	236,178.56
Trade payables	22,192.27	22,192.27	-	-	22,192.27
Capital creditors	-	-	-	-	-
Other financial liabilities	7,755.00	-	555.38	-	555.38
Total	243,065.34	144,329.79	113,955.27	641.15	258,926.21

[C] Market risk

(i) Foreign currency risk

The Group's size and operations result in it being exposed to the following market risks that arise from its use of financial instruments:

- Currency risk;
- Price risk; and
- Interest rate risk

The above risks may affect the Group's income and expenses, or the value of its financial instruments. The Group is not exposed to price risk, since the Group's is primarily invested in equity instruments of subsidiaries and carries no other external investments. The Group's exposure to currency risk and interest rate risk has been provided below:

(i) Foreign currency risk

The Group is subject to the risk that changes in foreign currency values impact the Group's exports revenue and imports of raw material and property, plant and equipment. The risk exposure is with respect to SGD, USD, EUR, and GBP. The risk is measured through monitoring the net exposure to various foreign currencies and requirement of hedging if needed.

(a) Foreign currency risk exposure

The Group's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows:

	USD	EUR	GBP	SGD	Others	Total
31-Mar-17						
Financial assets						
Trade receivables	5,020.09	79.49	1,261.44	-	168.34	6,529.36
Cash and cash equivalents	595.07	-	-	-	226.41	821.48
Other financial assets	1,388.74	-	-	1,399.07	-	2,787.81
Net exposure to foreign currency risk (assets)	7,003.90	79.49	1,261.44	1,399.07	394.75	10,138.65
Financial liabilities						
Borrowings	403.85	915.40	-	-	-	1,319.25
Trade payables	5,395.72	(60.01)	15.76	-	3.33	5,354.80
Other financial liabilities	2,592.08	-	-	4,716.31	22.24	7,330.63
Net exposure to foreign currency risk (liabilities)	8,391.65	855.39	15.76	4,716.31	25.57	14,004.68
Conversion rate	62.59	67.51	92.46	45.43	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

	USD	EUR	GBP	SGD	Others	Total
31-Mar-16						
Financial assets						
Trade receivables	6,969.50	126.49	1,147.82	182.46	58.01	8,484.28
Cash and cash equivalents	1,204.22	-	2.57	-	75.98	1,282.77
Other financial asset	5,745.70	-	-	664.80	-	6,410.50
Net exposure to foreign currency risk (assets)	13,919.42	126.49	1,150.39	847.26	133.99	16,177.55
Financial liabilities						
Borrowings	556.17	885.05	-	-	-	1,441.22
Trade payables	6,333.00	66.66	31.60	-	7.31	6,438.57
Other financial liabilities	3,276.00	-	0.95	-	-	3,276.95
Net exposure to foreign currency risk (liabilities)	10,165.17	951.71	32.55	-	7.31	11,156.74
Conversion rate	64.84	69.25	80.88	46.43		
	USD	EUR	GBP	SGD	Others	Total
1-Apr-15						
Financial assets						
Trade receivables	4,610.29	13.27	1,781.29	-	84.32	6,489.17
Cash and cash equivalents	43.35	333.73	-	-	99.68	476.76
Other financial asset	18,359.02	-	-	-	-	18,359.02
Net exposure to foreign currency risk (assets)	23,012.66	347.00	1,781.29	-	184.00	25,324.95
Financial liabilities						
Borrowings	-	-	-	-	(0.03)	(0.03)
Trade payables	2,930.04	29.40	2.35	1.39	4.19	2,967.37
Other financial liabilities	2,695.41	-	-	-	-	2,695.41
Net exposure to foreign currency risk (liabilities)	5,625.45	29.40	2.35	1.39	4.16	5,662.75
Conversion rate	66.33	75.10	95.09	49.15		

(b) Foreign currency sensitivity analysis

The sensitivity of profit and loss before tax to changes in the exchange rates arises mainly from foreign currency denominated financial instruments. The following tables demonstrate the sensitivity to a reasonably possible change in USD, GBP and EUR exchange rates, with all other variables held constant:

	Impact on profit before tax		Impact on other components of Equity	
	31-Mar-17	31-Mar-16	31-Mar-17	31-Mar-16
USD				
- Increase by 9%	(124.90)	337.88	-	-
- Decrease by 9%	124.90	(337.88)	-	-
EUR				
- Increase by 9%	(69.83)	(74.27)	-	-
- Decrease by 9%	69.83	74.27	-	-
GBP				
- Increase by 9%	112.11	100.61	-	-
- Decrease by 9%	(112.11)	(100.61)	-	-

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates related primarily to the Group's long-term debt obligations with floating interest rates.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on loans and borrowings. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings as follows:

	Amount	Decrease by 100 basis points	Increase by 100 basis points
31-Mar-17			
Variable rate borrowings	117,320.93	1,173.21	(1,173.21)
31-Mar-16			
Variable rate borrowings	120,365.74	1,203.66	(1,203.66)
1-Apr-15			
Variable rate borrowings	106,064.90	1,060.65	(1,060.65)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

28 FAIR VALUE MEASUREMENTS

A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value. The Group's long-term loan has been contracted at floating rates of interest, which are reset at short intervals. Accordingly, the carrying value of such long-term debt approximates fair value.

Financial instruments by category	Carrying amount			Fair value		
31-Mar-17	FVTPL	Amortised Cost	FVTOCI	Level 1	Level 2	Level 3
[i] Financial assets						
Security deposit	-	492.41	-	-	-	-
Term deposits (with maturity more than 12 months)	-	48.93	-	-	-	-
Interest and other receivable	-	913.38	-	-	-	-
Trade receivables	-	20,829.61	-	-	-	-
Cash and cash equivalents	-	12,264.12	-	-	-	-
Investments						
- Equity instruments (unquoted)	-	29.17	-	-	-	-
- Mutual Funds	17.01	-	-	17.01	-	-
	17.01	34,577.62	-	17.01	-	-
[ii] Financial liabilities						
Borrowings	-	199,552.56	-	-	-	-
Trade payables	-	31,827.72	-	-	-	-
Other financial liabilities	-	18,757.56	-	-	-	-
	-	250,137.84	-	-	-	-
31-Mar-16	FVTPL	Amortised Cost	FVTOCI	Level 1	Level 2	Level 3
[i] Financial assets						
Security deposit	-	484.74	-	-	-	-
Term deposits (with maturity more than 12 months)	-	425.00	-	-	-	-
Interest and other receivable	-	1,764.11	-	-	-	-
Trade receivables	-	24,927.45	-	-	-	-
Cash and cash equivalents	-	11,043.44	-	-	-	-
Investments						
- Equity instruments (unquoted)	-	34.56	-	-	-	-
- Mutual Funds	1.79	-	-	1.79	-	-
	1.79	38,679.30	-	1.79	-	-
[ii] Financial liabilities						
Borrowings	-	210,565.50	-	-	-	-
Trade payables	-	31,810.34	-	-	-	-
Other financial liabilities	-	12,696.58	-	-	-	-
	-	255,072.42	-	-	-	-
1-Apr-15	FVTPL	Amortised Cost	FVTOCI	Level 1	Level 2	Level 3
[i] Financial assets						
Security deposit	-	540.97	-	-	-	-
Term deposits (with maturity more than 12 months)	-	48.93	-	-	-	-
Interest and other receivable	-	2,224.50	-	-	-	-
Trade receivables	-	28,069.33	-	-	-	-
Cash and cash equivalents	-	14,744.79	-	-	-	-
Investments						
- Equity instruments (unquoted)	-	28.46	-	-	-	-
- Mutual Funds	11.58	-	-	11.58	-	-
	11.58	45,656.98	-	11.58	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

1-Apr-15	FVTPL	Amortised Cost	FVTOCI	Level 1	Level 2	Level 3
[ii] Financial liabilities						
Borrowings	-	205,417.99	-	-	-	-
Trade payables	-	22,192.27	-	-	-	-
Other financial liabilities	-	15,455.08	-	-	-	-
	-	243,065.34	-	-	-	-

29 CAPITAL MANAGEMENT

The group's objective when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and

- maintain an optional capital structure to reduce the risk.

In order to maintain or adjust the capital structure, the group may adjust the amount of dividend paid to share holders, return capital to shareholders, issue new share or sell asset to reduce debt.

Consistent with others in similar industries, the group monitors capital on the basis of the following gearing ratio:

Net debt (total borrowings net of cash and cash equivalents)

divided by

Total "equity" (as shown in the balance sheet, including non controlling interests).

The gearing ratios were as follows:

	31-Mar-17	31-Mar-16	1-Apr-15
Net Debt	187,288.44	199,522.06	190,673.20
Total Equity	67,603.36	77,159.06	79,395.05
Net Debt to equity ratio	2.77	2.59	2.40

30 BUSINESS COMBINATIONS

(i) Bilcare Research Singapore Pte Ltd.

On 31 July 2015, the Group through its subsidiary in Singapore, acquired the pharmaceutical packaging innovation business and the operating assets relating to the business from Bilcare Singapore Pte Ltd., a company originally owned by the ultimate parent of the Group, which was under Judicial Management, for cash transaction of Euro 25 Million as part of the Scheme of Arrangement (SoA) through the High Court of Singapore.

Details of purchase consideration, the net assets acquired and goodwill are as follows:

Purchase Consideration	Amount
Cash	18,357.63
Non-cash	-
Total purchase consideration	18,357.63

Assets acquired and liabilities recognised at the date of acquisition :

	Amount
Non-current assets	
Property, plant and equipment	11,110.77
Intangible assets	207.81
Current assets	
Inventory	1,292.38
Trade receivables	1,060.34
Other receivables	184.31
Cash and cash equivalents	603.60
Non-current liabilities	
Deferred tax liabilities	(1,330.56)
Current liabilities	
Trade payables	(387.71)
Current provisions	(589.65)
Other current liabilities	(415.27)
Net assets acquired	11,736.02

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

Goodwill arising on acquisition	
	Amount
Consideration transferred	18,357.63
Fair value of identifiable net assets	11,736.02
Goodwill	6,621.61

Net cash flow on acquisition of subsidiary	
	Amount
Cash and cash equivalent balances acquired	603.60
Consideration in cash and cash equivalent	18,357.63
Total net cash outflow	(17,754.03)

(ii) Bilcare Technologies Singapore Pte Ltd.

On 31 July 2015, in compliance to the Court Order of the High Court of Singapore under the Scheme of Arrangement (SoA) the business of the company, originally owned by Bilcare Singapore Pte Ltd. (under liquidation), was transferred for cash transaction of SGD 1 within the Group.

Details of purchase consideration, the net assets acquired and goodwill are as follows:

Purchase Consideration		Amount
Cash (SGD 1)		0.00
Total purchase consideration		0.00

Assets acquired and liabilities recognised at the date of acquisition		Amount
Non-current assets		
Intangible assets		3,499.71
Net assets acquired		3,499.71

Capital reserve arising on acquisition		Amount
Consideration transferred (SGD 1)		0.00
Fair value of identifiable net assets		3,499.71
Capital reserve		3,499.71

Net cash flow on acquisition		Amount
Cash and cash equivalent balances acquired		0.00
Consideration in cash and cash equivalent (SGD 1)		0.00
Total net cash outflow		(0.00)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

30 BUSINESS COMBINATIONS (Continued....)

(B) Subsidiaries

The group's subsidiaries at 31 March 2017 are set out below. Unless otherwise stated, they have share capital that are held directly by the group, and the proportion of ownership interests held equals the voting rights held by group. The country of incorporation or registration is also their principal place of business.

Name of the Subsidiaries	Place of business / country of incorporation	Ownership interest held by the group				Ownership interest held by the non-controlling interest			
		31-Mar-17	31-Mar-16	1-Apr-15	%	31-Mar-17	31-Mar-16	1-Apr-15	%
Bilcare GCS Limited	United Kingdom	100.00	100.00	-	-	-	-	-	-
Bilcare GCS Inc.	United States of America	100.00	100.00	-	-	-	-	-	-
Bilcare Packaging Limited	Mauritius	100.00	100.00	100.00	100.00	-	-	-	-
Bilcare Technologies Singapore Pte. Ltd.	Singapore	100.00	100.00	100.00	100.00	-	-	-	-
Bilcare Technologies Italia Srl.	Italy	100.00	100.00	100.00	100.00	-	-	-	-
Bilcare Mauritius Ltd.	Mauritius	100.00	100.00	100.00	100.00	-	-	-	-
Bilcare Research Swiss I AG	Switzerland	100.00	-	-	-	-	-	-	-
Bilcare Research Swiss II AG	Switzerland	100.00	-	-	-	-	-	-	-
Bilcare Research Holding AG	Switzerland	100.00	100.00	100.00	100.00	-	-	-	-
Bilcare Research AG	Switzerland	100.00	100.00	100.00	100.00	-	-	-	-
Bilcare Germany Management GmbH	Germany	100.00	100.00	100.00	100.00	-	-	-	-
Bilcare Research Singapore Pte. Ltd.	Singapore	100.00	100.00	100.00	100.00	-	-	-	-
Bilcare Research Inc	United States of America	100.00	100.00	100.00	100.00	-	-	-	-
Bilcare Research Srl	Italy	100.00	100.00	100.00	100.00	-	-	-	-
Bilcare Agency GmbH	Switzerland	100.00	100.00	100.00	100.00	-	-	-	-
Films Germany Holding GmbH	Germany	100.00	100.00	100.00	100.00	-	-	-	-
Bilcare Research GmbH	Germany	100.00	100.00	100.00	100.00	-	-	-	-
BIL Leasing Verwaltungs GmbH & Co (See note (i))	Germany	94.00	94.00	-	-	6.00	6.00	-	-
Caprihans India Limited	India	51.00	51.00	51.00	51.00	49.00	49.00	49.00	49.00
Bilcare Germany GMBH & Co. KG*	Germany	-	-	100.00	100.00	-	-	-	-

* Merged with Bilcare Germany Management GMBH

(i) The Group holds 94% in BIL Leasing Verwaltungs-GmbH & Co, however only has a voting power of 10%. Therefore, the Group does not control the subsidiary and accounts for it as financial asset.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

31 EMPLOYEE BENEFIT OBLIGATIONS

Country	Type of Employee benefit	31-Mar-17	31-Mar-16	1-Apr-15
India	Gratuity - Defined Benefit plan	203.58	136.31	93.78
	Leave encashment / Compensated absences	58.47	74.91	41.13
	Gratuity - Defined Benefit plan	12.69	39.73	5.13
	Leave encashment / Compensated absences	264.54	258.21	262.45
Germany	Pension - Defined Benefit plan	10,688.79	11,034.01	11,474.11
	Jubilee - Other long-term employee benefits	631.37	651.40	586.36
	Other short-term employee benefits	1,285.87	1,402.70	3,622.86
Italy	Pension - Defined Benefit plan	1,353.39	1,477.69	1,446.01
Switzerland	Pension - Defined Benefit plan	273.51	386.39	677.11
		14,772.21	15,461.35	18,208.94
Non-Current		13,429.09	13,954.70	14,524.59
Current		1,343.12	1,506.65	3,684.35

(a) Leave obligations

Leave Encashments / Compensated absences: Total liability provided on account of leave obligation is ₹ 323.01 lacs (PY ₹ 333.12 lacs), as on 31-March-2017 and 31-March-2016 respectively.

(b) Defined Contribution plans

Provident Fund: Contribution towards provident fund for employees is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as defined contribution schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

(c) Gratuity - Defined Benefit plans - Bilcare Limited, India

Gratuity: The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. The fair value of the plan assets of the trust administered by the Company, is deducted from the gross obligation.

(i) Movement of defined benefit obligation and plan assets

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

	Present value of obligation	Fair value of plan assets	Net Amount
1-Apr-15	274.77	180.99	93.78
Current service cost	43.90	-	43.90
Interest (expenses) / income	19.86	13.88	5.98
	63.76	13.88	49.88
Remeasurements			
Gain/loss from change in demographic assumption	-	-	-
Gain/loss from change in financial assumption	(5.35)	(3.11)	(2.24)
Experience gain / loss	1.39	1.50	(0.11)
Total amount recognised in other comprehensive income	(3.96)	(1.61)	(2.35)
Employer contributions	-	5.00	(5.00)
Benefit payments	(40.29)	(40.29)	-
31-Mar-16	294.28	157.97	136.31
	Present value of obligation	Fair value of plan assets	Net Amount
31-Mar-16	294.28	157.97	136.31
Current service cost	41.90	-	41.90
Interest expenses / income	23.44	12.74	10.70
Total amount recognised in profit and loss	65.34	12.74	52.60
Remeasurements			
Gain / loss from change in demographic assumption	-	-	-
Gain / loss from change in financial assumption	15.86	(0.80)	16.66
Experience gain / loss	1.26	0.08	1.18
Total amount recognised in other comprehensive income	17.12	(0.72)	17.84

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

Employer contributions	-	4.96	(4.96)
Benefit payments	(2.47)	(2.47)	-
Mortality charges & taxes	-	(1.79)	1.79
31-Mar-17	374.27	170.69	203.58

(ii) Net assets / liabilities

An analysis of net (deficit)/assets is provided below for the Company's principal defined benefit gratuity scheme.

	31-Mar-17	31-Mar-16	1-Apr-15
Present value of funded obligations	374.27	294.28	274.77
Fair value of plan assets	170.69	157.97	180.99
Net deficit for funded schemes	(203.58)	(136.31)	(93.78)

(iii) Analysis of plan assets is as follows:

	31-Mar-17	31-Mar-16	1-Apr-15
Insurer managed funds (%)	100%	100%	100%
Others (%)	0%	0%	0%
Total	100%	100%	100%

(iv) Actuarial assumptions and sensitivity analysis

	31-Mar-17	31-Mar-16
Salary growth rate	10.00%	10.00%
Discount rate	7.50%	8.00%
Attrition rate	5.00%	5.00%

Notes:

1. Discount rate: The discount rate is based on the prevailing market yields of Indian government securities for the estimated term of the obligations.

2. Salary escalation rate: The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

3. Assumptions regarding future mortality experience are set in accordance with the statistics published by the Life Insurance Corporation of India.

Sensitivity of the defined benefit obligation to changes in weighted principal assumptions is

	Impact on present benefit obligation	
	31-Mar-17	31-Mar-16
Discount rate - Increase by 1%	343.60	269.68
Discount rate- Decrease by 1%	409.54	322.61
Salary growth rate - Increase by 1%	395.38	312.90
Salary growth rate- Decrease by 1%	352.93	276.50
Attrition rate - Increase by 1%	372.04	292.79
Attrition rate- Decrease by 1%	376.75	295.93

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice it is unlikely to occur, and changes in some of the assumptions may be correlated. The methods and types of assumption used in preparing the sensitivity analysis did not change compared to previous period.

(v) Expected future benefits payments

The Company monitors the funding levels on annual basis and accordingly decides upon the contribution to the fund. Expected contributions to post-employment benefit plans for the year ending 31 March 2018 are ₹ 4.96 lacs. The expected maturity analysis of undiscounted pension, gratuity and post-employment medical benefits is as follows:

	Less than a year	1 to 2 years	2 to 5 Years	More than 5 years
As at 31-Mar-2017				
Defined benefit obligation - Gratuity	28.95	34.65	117.20	277.42
As at 31-Mar-2016				
Defined benefit obligation - Gratuity	23.11	17.55	93.79	257.96

(d) Gratuity - Defined Benefit plans - Caprihans Limited, India

The Company had a defined benefit gratuity plan. The Fund is administered by ICICI Prudential Life Insurance. The following table summarises the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for gratuity.

(i) Movement of defined benefit obligation and plan assets

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

	Present value of obligation	Fair value of plan assets	Net Amount
1-Apr-15	(525.74)	520.61	(5.13)
Current service cost	(29.22)	-	(29.22)
Interest (expenses) / income	(41.09)	20.24	(20.85)
Total amount recognised in profit and loss	(70.31)	20.24	(50.07)
Remeasurements			
Gain/loss from change in demographic assumption	-	-	-
Gain/loss from change in financial assumption	(6.92)	-	(6.92)
Experience gain / loss	17.26	-	17.26
Total amount recognised in other comprehensive income	10.34	-	10.34
Employer contributions	-	5.13	5.13
Benefit payments	44.09	(44.09)	-
31-Mar-16	(541.62)	501.89	(39.73)

	Present value of obligation	Fair value of plan assets	Net Amount
31-Mar-16	(541.62)	501.89	(39.73)
Current service cost	(31.36)	-	(31.36)
Interest expenses / income	(41.13)	65.76	24.63
Total amount recognised in profit and loss	(72.49)	65.76	(6.73)
Remeasurements			
Gain / loss from change in demographic assumption	-	-	-
Gain / loss from change in financial assumption	(24.52)	-	(24.52)
Experience gain / loss	18.56	-	18.56
Total amount recognised in other comprehensive income	(5.96)	-	(5.96)
Employer contributions		39.73	39.73
Benefit payments	63.23	(63.23)	-
Mortality charges & taxes			-
31-Mar-17	(556.84)	544.15	(12.69)

(ii) Net assets / liabilities

An analysis of net (deficit)/assets is provided below for the Company's principal defined benefit gratuity scheme.

	31-Mar-17	31-Mar-16	1-Apr-15
Present value of funded obligations	(556.84)	(541.62)	(525.74)
Fair value of plan assets	544.15	501.89	520.61
Net deficit for funded schemes	(12.69)	(39.73)	(5.13)

(iii) The major categories of plan assets of the fair value of the total plan assets of gratuity are as follows:

	31-Mar-17	31-Mar-16	1-Apr-15
Insurer managed funds (%)	544.15	501.89	520.61
(%) of total plan assets	100%	100%	100%

(iv) Actuarial assumptions and sensitivity analysis

	31-Mar-17	31-Mar-16
Discount rate	6.90%	7.60%
Future salary increase	8.00%	8.00%
Expected rate of return on plan assets	5.00%	5.00%
Expected average remaining working life (in years)	18.37	17.98
Withdrawal rate (based on grade and age of employees)	5.00%	5.00%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

(v) Sensitivity of the defined benefit obligation to changes in weighted principal assumptions is

	Impact on present benefit obligation	
	31-Mar-17	31-Mar-16
Discount rate - Increase by 0.5%	538.99	524.52
Discount rate- Decrease by 0.5%	575.56	559.73
Salary growth rate - Increase by 0.5%	575.47	559.57
Salary growth rate- Decrease by 0.5%	539.09	524.50
Withdrawal rate - Increase by 20%	554.53	540.63
Withdrawal rate- Decrease by 20%	559.35	542.67

The sensitivity analysis above has been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period

(vi) Expected future benefits payments

	Within the next 12 months	2-5 Years	More than 5 years
As at 31-Mar-2017			
Defined benefit obligation - Gratuity	93.69	226.73	650.55
As at 31-Mar-2016			
Defined benefit obligation - Gratuity	99.32	217.90	682.86

Weighted average duration of defined benefit obligation (based on discounted cash flow) 7 years as on 31 March 2017 and 6 years as on 31 March 2016.

Expected contribution to plan assets for next year ₹ 42.59 lacs as on 31 March 2017 and ₹ 122.30 lacs as on 31 March 2016.

(e) Pension plans in Germany

The voluntary German pension plan is administrated by the German subsidiary and is based on a defined benefit index which defines the fixed amount of money as monthly pension for each year of service based on various salary groups. The plan includes pension for old age, occupational disability as well as widows and orphans pension. The most recent actuarial valuation of the present value of the defined benefit obligation was carried out on 31 March 2017 by an independent third party using the Projected Unit Credit Method.

(i) Movement of defined benefit obligation and plan assets

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

	Present value of obligation	Fair value of plan assets	Net Amount
1-Apr-15	11,474.11	-	11,474.11
Current service cost	151.29	-	151.29
Interest (expenses) / income	176.37	-	176.37
Total amount recognised in profit and loss	327.66	-	327.66
Remeasurements			
Gain/loss from change in demographic assumption	(4.26)	-	(4.26)
Gain/loss from change in financial assumption	(1,506.87)	-	(1,506.87)
Experience gain / loss	(251.65)	-	(251.65)
Total amount recognised in other comprehensive income	(1,762.77)	-	(1,762.77)
Employer contributions		(229.97)	(229.97)
Benefit payments	(229.97)	229.97	-
Exchange differences	1,224.98	-	1,224.98
31-Mar-16	11,034.01	-	11,034.01
	Present value of obligation	Fair value of plan assets	Net Amount
31-Mar-16	11,034.01	-	11,034.01
Current service cost	120.93	-	120.93
Interest (expenses) / income	231.85	-	231.85
Total amount recognised in profit and loss	352.79	-	352.79
Remeasurements			
Gain / loss from change in demographic assumption	3.63	-	3.63
Gain / loss from change in financial assumption	585.42	-	585.42
Experience gain / loss	(161.20)	-	(161.20)
Total amount recognised in other comprehensive income	427.85	-	427.85

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

Employer contributions		(234.23)	(234.23)
Benefit payments	(234.23)	234.23	-
Exchange differences	(891.61)		(891.61)
31-Mar-17	10,688.81	-	10,688.81

(ii) Net assets / liabilities

An analysis of net (deficit)/assets is provided below for the Company's principal defined benefit gratuity scheme.

	31-Mar-17	31-Mar-16	1-Apr-15
Present value of funded obligations	10,688.81	11,034.01	11,474.11
Fair value of plan assets	-	-	-
Net deficit for funded schemes	10,688.81	11,034.01	11,474.11

Principal assumptions used for the purposes of the actuarial valuations of the pension plan were as follows:

	31-Mar-17	31-Mar-16
Discount rate	1.87%	2.17%
Expected pension increase(every 3 years)	6.00%	6.00%

The following sensitivity analysis on the defined benefit obligation - based on the principal assumptions - have been determined based on reasonably possible changes to the assumptions occurring at the end of the reporting period:

	31-Mar-17		31-Mar-16	
	Pension	Jubilee	Pension	Jubilee
Discount rate - Increase by 0.5%	(896.06)	-	(925.93)	-
Discount rate- Decrease by 0.5%	1,019.32	-	1,055.09	-
Pension increase rate - Increase by 1.5%	664.78	-	666.10	-
Pension increase rate- Decrease by 1.5%	613.53	-	(615.03)	-

(iii) Expected future benefits payments

	Within the next 12 months	Between 1-2 years	2-5 Years	More than 5 years
As at 31-Mar-2017				
Defined benefit obligation - Gratuity	243.85	286.07	1,020.93	16,091.78
As at 31-Mar-2016				
Defined benefit obligation - Gratuity	248.04	250.73	964.44	16,653.69

The average duration of the defined benefit obligation at the end of the reporting period is 18.15 years. In 2015/2016 the average duration was 18.25 years.

(f) Jubilee plan in Germany

In addition, the Group is providing cash benefits to its employees in Germany once they reach a certain age of service. Due to the requirements of Ind AS 19 this jubilee plan is classified as other long-term employee benefit plan. The most recent actuarial valuation of the present value was carried out on 31 March 2017 by an independent third party using the Projected Unit Credit Method.

(i) Movement of defined benefit obligation and plan assets

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

	Present value of obligation	Fair value of plan assets	Net Amount
1-Apr-15	586.36	-	586.36
Current service cost	49.89	-	49.89
Interest (expenses) / income	4.51	-	4.51
Remeasurement (gain)/loss on defined benefit obligation	(15.18)	-	(15.18)
Total amount recognised in profit and loss	39.21	-	39.21
Employer contributions	-	-	-
Benefit payments	(30.18)	-	(30.18)
Exchange differences	56.01	-	56.01
31-Mar-16	651.40	-	651.40
Current service cost	49.32	-	49.32
Interest (expenses) / income	8.83	-	8.83
Remeasurement (gain)/loss on defined benefit obligation	4.42	-	4.42
Total amount recognised in profit and loss	62.57	-	62.57

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

Employer contributions	-	-	-
Benefit payments	(30.18)	-	(30.18)
Exchange differences	(52.42)	-	(52.42)
31-Mar-17	631.37	-	631.37

(g) Pension plan in Italy

The pension obligation in relation to TFR which is the pension plan required by Italian law, was calculated by an independent third party using the Projected Unit Method.

(i) Movements in the present value of the defined benefit obligation in the current year were as follows:

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

	Present value of obligation	Fair value of plan assets	Net Amount
1-Apr-15	1,446.01	-	1,446.01
Current service cost	-	-	-
Interest (expenses) / income	19.01	-	19.01
Total amount recognised in profit and loss	19.01	-	19.01
Remeasurements			
Gain/loss from change in demographic assumption	-	-	-
Gain/loss from change in financial assumption	(103.21)	-	(103.21)
Experience gain / loss	(21.78)	-	(21.78)
Total amount recognised in other comprehensive income	(124.99)	-	(124.99)
Employer contributions	-	-	-
Benefit payments	(19.96)	-	(19.96)
Exchange differences	157.61	-	157.61
31-Mar-16	1,477.69	-	1,477.69

	Present value of obligation	Fair value of plan assets	Net Amount
31-Mar-16	1,477.69	-	1,477.69
Current service cost	-	-	-
Interest expenses / income	22.71	-	22.71
Total amount recognised in profit and loss	22.71	-	22.71
Remeasurements			
Gain / loss from change in demographic assumption	-	-	-
Gain / loss from change in financial assumption	21.85	-	21.85
Experience gain / loss	(21.25)	-	(21.25)
Total amount recognised in other comprehensive income	0.59	-	0.59
Employer contributions	-	-	-
Benefit payments	(33.11)	-	(33.11)
Exchange differences	(114.49)	-	(114.49)
31-Mar-17	1,353.38	-	1,353.38

(ii) Net assets / liabilities

An analysis of net (deficit)/assets is provided below for the Company's principal defined benefit gratuity scheme.

	31-Mar-17	31-Mar-16	1-Apr-15
Present value of funded obligations	1,353.38	1,477.69	1,446.01
Fair value of plan assets	-	-	-
Net deficit for funded schemes	1,353.38	1,477.69	1,446.01

Principal assumptions used for the purposes of the actuarial valuations were as follows:

	31-Mar-17	31-Mar-16
Discount rate	1.45%	1.60%
Rate of price inflation	1.50%	1.50%

The following sensitivity analysis - based on the principal assumptions - have been determined based on reasonably possible changes to the assumptions occurring at the end of the reporting period.

If the discount rate would be 25 basis points (0.25 percent) higher / (lower), the defined benefit obligation would decrease by ₹ 33.93 lacs (increase by ₹ 35.32 lacs if all other assumptions were held constant).

The average duration of the defined benefit obligation at the end of the reporting period is 20.3 years. In 2015/2016 the average duration was 19.5 years.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

(h) Pension plan in Switzerland

Swiss pension plans need to be administered by a pension fund that is legally separated from the entity. The law prescribes certain minimum benefits.

The pension plans of the employees and management of the Company is carried out by collective funds with Baloise-Sammelstiftung. Under the pension plans, the employees and management are entitled to retirement benefits and risk insurance for death and disability. The boards of the various pension funds are composed of an equal number of representatives from both employers and employees.

Due to the requirements of Ind AS 19 the above mentioned pension plans are classified as defined benefit plans. The pension plans are described in detail in the corresponding statutes and regulations. The contributions of employers and employees in general are defined in percentages of the insured salary. The retirement pension is calculated based on the old-age credit balance on retirement multiplied by the fixed conversion rate. The employee has the option to withdraw the capital at once. The death and disability pensions are defined as percentage of the insured salary. The assets are invested directly with the corresponding pension funds.

The pension funds can change their financing system (contributions and future payments) at any time. Also, when there is a deficit which cannot be eliminated through other measures, the trustees of the pension funds can oblige plan participants and the entity to pay a restructuring contribution. For the pension funds of the Group such a deficit currently cannot occur as the plans are fully reinsured. However, the pension funds could cancel the contracts and the Company would have to join another pension fund.

In the current and comparative period no plan amendments, curtailments or settlements occurred.

The board of each pension fund is responsible for the investment of assets and the investment strategies are defined in a way that the benefits can be paid out on due date.

The most recent actuarial valuations of plan assets and the present value of the defined benefit obligation were carried out on 31 March 2017 by an independent third party. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

(i) Movements in the present value of the defined benefit obligation in the current year were as follows:

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

	Present value of obligation	Fair value of plan assets	Net Amount
1-Apr-15	1,154.69	(477.58)	677.11
Current service cost	75.38	-	75.38
Interest (expenses) / income	4.59	-	4.59
Total amount recognised in profit and loss	79.97	-	79.97
Remeasurements			
Gain/loss from change in demographic assumption	(433.15)	-	(433.15)
Gain/loss from change in financial assumption	-	-	-
Experience gain / loss	-	-	-
Total amount recognised in other comprehensive income	(433.15)	-	(433.15)
Employer contributions	-	-	-
Benefit payments	-	-	-
Exchange differences	62.46	-	62.46
31-Mar-16	863.97	(477.58)	386.39
	Present value of obligation	Fair value of plan assets	Net Amount
31-Mar-16	863.97	(477.58)	386.39
Current service cost	126.07	-	126.07
Interest (expenses) / income	3.98	1.71	5.69
Total amount recognised in profit and loss	130.05	1.71	131.76
Remeasurements			
Gain / loss from change in demographic assumption	-	-	-
Gain / loss from change in financial assumption	(78.67)	(4.33)	(83.00)
Experience gain / loss	(84.08)	(52.68)	(136.76)
Total amount recognised in other comprehensive income	(162.75)	(57.01)	(219.75)
Employer contributions	66.00	(66.00)	-
Benefit payments	(132.43)	132.43	-
Exchange differences	(24.88)	-	(24.88)
31-Mar-17	739.97	(466.45)	273.52

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

(ii) Net assets / liabilities

An analysis of net (deficit)/assets is provided below for the Company's principal defined benefit gratuity scheme.

	31-Mar-17	31-Mar-16	1-Apr-15
Present value of funded obligations	739.97	863.97	1,154.69
Fair value of plan assets	(466.45)	(477.58)	(477.58)
Net deficit for funded schemes	273.52	386.39	677.11

Principal assumptions used for the purposes of the actuarial valuations were as follows:

	31-Mar-17	31-Mar-16
Discount rate	0.75%	0.40%
Expected rates of salary increase	1.70%	1.70%

The following sensitivity analysis - based on the principal assumptions - have been determined based on reasonably possible changes to the assumptions occurring at the end of the reporting period.

If the discount rate would be 25 basis points (0.25 percent) higher / (lower), the defined benefit obligation would decrease by ₹ 39.47 lacs (increase by ₹ 42.24 lacs) if all other assumptions were held constant.

(iii) Expected future benefits payments

	Within the next 12 months	Between 1-2 years	2-5 Years	More than 5 years
As at 31-Mar-2017				
Defined benefit obligation - Gratuity	22.55	20.06	71.70	882.42
As at 31-Mar-2016				
Defined benefit obligation - Gratuity	23.47	22.92	71.01	1,003.42

The average duration of the defined benefit obligation at the end of the reporting period is 21.6 years. In 2015/2016 the average duration was 22.6 years.

32 LEASE

(i) Operating Lease

The Group has entered into commercial leases on certain assets, mainly buildings and motor vehicles. These lease contracts do not include any renewal options. There are no restrictions placed upon the Group by entering into these leases

Non-cancellable operating lease commitments:

Particulars	31-Mar-17	31-Mar-16	1-Apr-15
Not later than one year	468.37	498.49	1,563.40
Later than one year and not later than five years	575.52	493.94	5,068.00
Later than five years	-	-	-
Total future minimum lease payments	1,043.89	992.43	6,631.40

The lease contract for the production plant of Bilcare Research Srl, which was expected to be prolonged for seven years in 2015, was not prolonged in 2016 which is the main reason for the decrease in operating lease commitments in 2016.

Aggregate amount of operating lease rent debited to Consolidated Statement of profit and loss during the year is ₹ 2,025.18 lacs (31-Mar-2016: ₹ 1,832.26 lacs)

(ii) Finance Lease

The Group has finance leases and hire purchase contracts for various items of property, plant & equipment and software. Renewals are at the option of the specific entity that holds the lease. Future minimum lease payments under finance leases and hire purchase contracts together with the present value of the net minimum lease payments are, as follows:

	31-Mar-17		31-Mar-16		1-Apr-15	
Particulars	Future Minimum Lease Payment	Present Value of MLP	Future Minimum Lease Payment	Present Value of MLP	Future Minimum Lease Payment	Present Value of MLP
Not later than one year	2,256.09	1,975.47	1,890.15	1,614.55	1,269.87	1,106.50
Later than one year and not later than five years	4,700.53	4,197.79	4,768.56	4,261.67	3,611.81	3,314.76
Later than five years	253.45	249.98	331.92	314.65	455.02	433.42
Total Minimum lease payments	7,210.07	6,423.24	6,990.63	6,190.87	5,336.70	4,854.68
less : amounts representing finance charges.	817.81	-	799.77	-	482.02	-
Present value of minimum lease payments	6,392.26	6,423.24	6,190.86	6,190.87	4,854.68	4,854.68

The increase in 2016/2017 is due to one additional finance leasing contract for machinery in Germany which started in August 2016. The gross value of the contracts is ₹ 2,768.47 lacs.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

33 CONTINGENT LIABILITIES

Particulars	31-Mar-17	31-Mar-16	1-Apr-15
a) Claims against the Company not acknowledged as debts:			
- Standby Letter of Credit	25,308.45	25,891.72	34,616.77
- Disputed Income Tax matters in Appeal	-	-	400.00
- Excise & Others	620.86	1,567.13	2,125.14
- Liability to suppliers written back during the year on account of pending legal cases	1,978.40	1,978.40	-
b) In view of the terms of settlement, the long term borrowings (primarily with Banks) which have been restructured till date, the company is showing the remission amount as a contingent liability till the final repayment of the outstanding restructured/ settlement amounts. In the event of a default in payment of the restructured/ settlement amounts as per the agreed schedule, the Company will be liable to pay the entire original amount of the said loan, which is inclusive of interest due there upon.	33,185.09	27,413.70	-

(c) In case of all the present as well as the restructured loans there may be a penal interest charge, which is currently contingent and undeterminable.

34 COMMITMENTS

Capital commitments

Capital expenditure contracted for at the end of the reporting period but not recognised as liabilities is as follows

Property, plant and equipments	31-Mar-17	31-Mar-16	1-Apr-15
Estimated amount of contracts remaining to be executed (net of advances)	211.07	772.18	311.77

For lease related commitments see note 32 for details

35 DEMONETISATION

During the year, the group had specified bank notes as defined in MCA notification dated 31 March 2017 on the detail of Specified Bank Notes ('SBN') held and transacted during the period from November 8, 2016 to December 30, 2016, the denomination wise SBN and other notes as per the specification is given below:

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	22.04	8.71	30.75
(+) Permitted receipts	-	25.11	25.11
(-) Permitted payments	-	(23.73)	(23.73)
(-) Amount deposited in Banks	(22.04)	-	(22.04)
Closing cash in hand as on 30.12.2016	-	10.09	10.09

36 RELATED PARTY DISCLOSURES

A. Related parties and their relation

[1] Key management personnel:

Mohan H. Bhandari (Chairman & Managing Director)

Anil Tikekar (Company Secretary & CFO)

[2] Relatives of Key management personnel:

Ankita J. Kariya

Nutan M. Bhandari

Kiran H. Bhandari

Prakash H. Bhandari

B. Transactions and Balances party wise

	31-Mar-17	31-Mar-16
Transactions with related parties:		
Remuneration paid to Key Management personnel	24.50	24.15
Remuneration paid to relatives of Key Management personnel	18.85	16.96
Balances due from /to related parties:		
Capital advance to Key Management personnel	7,503.29	7,227.29
Capital advance to relatives of Key Management personnel	2,358.38	2,358.38

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

37 SEGMENT INFORMATION

The Group is engaged in Pharma Packaging Research Solutions which is considered the only reporting business segment for disclosure in the financial statements by the management. Further, the geographical information of revenues from external customers and non current assets other than financial instruments, deferred tax assets, post employment benefit assets has not been presented as such segmentation is not compiled by the Company.

38 Transition to Ind AS

These are Group's first consolidated financial statements prepared in accordance with Ind AS. The accounting policies set out in note 2 have been applied in preparing the financial statements for the year ended 31 March 2017, the comparative information presented in these financial statements for the year ended 31 March 2016 and in the preparation of an opening Ind AS balance sheet as at 1 April 2015 (the Company's date of transition). In preparing its opening Ind AS balance sheet, the Group has adjusted the amounts reported previously in financial statements prepared in accordance with the Accounting Standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP).

Exemptions and exceptions availed

A.1 Ind AS mandatory exceptions

A.1.1 Estimates

An entity's estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

Ind AS estimates as at 1 April 2015 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Group made estimates for following items in accordance with Ind AS at the date of transition as these were not required under previous GAAP:

1. Investment in equity instruments carried at FVTPL or FVOCI;
2. Investment in debt instruments carried at FVTPL; and
3. Impairment of financial assets based on expected credit loss model.

A.1.2 De-recognition of financial assets and liabilities

Ind AS 101 requires a first-time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. However, Ind AS 101 allows a first-time adopter to apply the de-recognition requirements in Ind AS 109 retrospectively from a date of the entity's choosing, provided that the information needed to apply Ind AS 109 to financial assets and financial liabilities derecognised as a result of past transactions was obtained at the time of initially accounting for those transactions.

The group has elected to apply the de-recognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS.

A.1.3 Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

A.1.4 Deemed cost

Ind AS 110 requires that total comprehensive income should be attributed to the owners of the parent and the NCI even if this results in the NCI having a negative balance. Ind AS 101 requires this requirement to be applied prospectively from the date of transition to Ind AS. However if an entity elects to apply Ind AS 103 retrospectively to a past business combinations, it has to also apply Ind AS 110 from the same date. The group has elected to apply Ind AS 103 prospectively from April 1, 2015, being the transition date.

A.2 Ind AS optional exemptions

A.2.1 Deemed cost

Property, Plant and Equipment:

The Group has elected to measure certain items of property, plant and equipment at fair value as at transition date and use that fair value as deemed cost for those assets. All other items of property, plant and equipment have been retrospectively restated using Ind AS 16, Property, plant and equipment.

Intangible assets and Investment property:

The Group has elected to continue with the carrying value measured as per the previous GAAP and use that as its deemed cost for all its intangible assets and investment property at the date of transition to Ind AS.

A.2.2 Business Combination

Ind AS 101 provides the option to apply Ind AS 103 prospectively from the transition date or from a specific date prior to the transition date. This provides relief from full retrospective application that would require restatement of all business combinations prior to the transition date. The group has chosen to apply requirements of Ind AS 103 prospectively.

A.2.3 Arrangements containing a lease

Ind AS 101 provides the option to determine whether an arrangement existing at date of transition is, or contains, a lease based on the facts and circumstances at that date and not at lease start date. Accordingly, the Group has elected to determine arrangements existing at the date of transition and not at lease start date.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

A.2.4 Foreign currency translation reserve

The group has elected to reset the balance appearing in the foreign currency translation reserve to zero at April 1, 2015. Accordingly translation reserve balance under previous GAAP has been transferred to retained earnings. There is no impact on the total equity as a result of this adjustment.

B. Reconciliations between Previous GAAP and Ind AS

In preparing our opening Ind AS balance sheet, we have adjusted amounts reported in financial statements prepared in accordance with IGAAP. An explanation of how the transition from IGAAP to Ind AS has affected our financial performance, cash flows and financial position is set out in the following tables and the notes that accompany the tables. Further, the Company has also made other adjustments resulting from misapplication of previous GAAP, which as required by paragraph 26 of Ind AS 101 have been identified separately in the notes presented below:

Reconciliation of Equity - 1 April, 2015:

	Footnote ref.	Amount as per IGAAP	Effects of transition to Ind AS	Amount as per Ind AS
ASSETS				
Non-current assets				
Property, plant and equipment (net)	1, 2, 14	167,767.71	32,877.66	200,645.37
Capital work-in-progress	1, 16	11,803.19	(6,653.02)	5,150.17
Investment properties		-	108.30	108.30
Goodwill	1, 4	15,764.50	9,525.93	25,290.43
Other Intangible assets	1	9,045.59	(5,261.61)	3,783.98
Intangible asset under development		384.47	-	384.47
Financial assets				
(i) Investments	24	32.42	(3.96)	28.46
(ii) Other financial assets	1, 18	5,588.59	(3,861.90)	1,726.69
Other non-current assets		10,418.40		10,418.40
Deferred tax assets	9, 25	-	987.14	987.14
Total non-current assets		220,804.87	27,718.54	248,523.41
Current assets				
Inventories	1, 2B, 12, 20, 21, 24	41,181.05	(3,511.91)	37,669.14
Financial assets				
(i) Investments	11	-	11.58	11.58
(ii) Trade receivables	1, 3, 18, 20, 24	92,098.50	(64,029.17)	28,069.33
(iii) Cash and cash equivalents	1, 11	11,393.48	(833.40)	10,560.08
(iv) Bank balances other than (iii) above	1, 11	4,184.71	-	4,184.71
(v) Other financial assets	13, 18, 24	21,000.77	(19,913.06)	1,087.71
Current tax asset, net		1,420.41	-	1,420.41
Other current assets	1, 13, 18	61,637.01	(12,392.29)	49,244.72
Total current assets		232,915.93	(100,668.25)	132,247.68
TOTAL ASSETS		453,720.80	(72,949.71)	380,771.09
EQUITY AND LIABILITIES				
EQUITY				
Equity share capital		2,354.52	-	2,354.52
Other equity	1 to 25	107,257.39	(35,953.32)	71,304.07
Equity attributable to owners of Bilcare Limited		109,611.91	(35,953.32)	73,658.59
Non-controlling interests	1	4,940.62	795.84	5,736.46
Total Equity		114,552.53	(35,157.48)	79,395.05
LIABILITIES				
Non-current liabilities				
Financial liabilities				
(i) Borrowings	1, 6, 14, 17	208,217.21	(32,899.13)	175,318.08
(ii) Other financial liabilities	22	49.04	(6.77)	42.27
Provisions	8, 15	9,065.67	5,557.67	14,623.34
Deferred tax liabilities (net)	9, 25	4,639.94	14,525.43	19,165.37
Other non-current liabilities		4.14	-	4.14
Total non-current liabilities		221,976.00	(12,822.80)	209,153.20

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

	Footnote ref.	Amount as per IGAAP	Effects of transition to Ind AS	Amount as per Ind AS
Current liabilities				
Financial liabilities				
(i) Borrowings	6, 17	31,215.54	(1,115.63)	30,099.91
(ii) Trade payables	1, 20, 22	28,925.13	(6,732.86)	22,192.27
(iii) Other financial liabilities	22, 23	29,384.74	(13,971.93)	15,412.81
Provisions	1, 8, 15	6,083.85	(1,111.63)	4,972.22
Other current liabilities	1, 21	19,046.94	(2,016.15)	17,030.79
Current tax liabilities	19	2,536.07	(21.23)	2,514.84
Total current liabilities		117,192.27	(24,969.43)	92,222.84
Total liabilities		339,168.27	(37,792.23)	301,376.04
TOTAL EQUITY AND LIABILITIES		453,720.80	(72,949.71)	380,771.09
ASSETS				
Non-current assets				
Property, plant and equipment (net)	2, 14	150,207.95	51,036.28	201,244.23
Capital work-in-progress	16	14,508.08	1,563.04	16,071.12
Investment properties		-	103.36	103.36
Goodwill	4	12,987.00	21,766.55	34,753.55
Other Intangible assets	24	9,900.17	(2,723.86)	7,176.31
Financial assets				
(i) Investments		34.56	-	34.56
(ii) Other financial assets	18	5,487.41	(3,748.50)	1,738.91
Other non-current assets		10,209.27		10,209.27
Deferred tax assets	9, 25	4,813.37	1,350.41	6,163.78
Total non-current assets		208,147.82	69,347.27	277,495.09
Current assets				
Inventories	2B, 12, 20, 21, 24	42,575.03	(2,791.11)	39,783.92
Financial assets				
(i) Investments	11	-	1.79	1.79
(ii) Trade receivables	1, 3, 20, 24	81,479.97	(56,552.52)	24,927.45
(iii) Cash and cash equivalents	11	11,470.22	(4,144.91)	7,325.31
(iv) Bank balances other than (iii) above	11	3,718.13	-	3,718.13
(v) Other financial assets	1, 13, 18, 24	29,807.22	(28,872.28)	934.94
Current tax asset, net		541.97		541.97
Other current assets	1, 13, 18	8,276.46	5,175.83	13,452.29
Total current assets		177,869.00	(87,183.20)	90,685.80
TOTAL ASSETS		386,016.82	(17,835.93)	368,180.89
EQUITY AND LIABILITIES				
EQUITY				
Equity share capital		2,354.52	-	2,354.52
Other equity	1 to 25	76,000.49	(7,079.85)	68,920.64
Equity attributable to owners of Bilcare Limited		78,355.01	(7,079.85)	71,275.16
Non-controlling interests	1	6,230.15	(346.25)	5,883.90
Total Equity		84,585.16	(7,426.10)	77,159.06
LIABILITIES				
Non-current liabilities				
Financial liabilities				
(i) Borrowings	6, 14, 17	197,477.07	(8,214.55)	189,262.52
(ii) Other financial liabilities	22	140.21	(4.40)	135.81
Provisions	8, 15	10,289.21	3,771.09	14,060.30
Deferred tax liabilities (net)	9, 24	1,508.54	10,241.18	11,749.72
Total non-current liabilities		209,415.03	5,793.32	215,208.35

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

	Footnote ref.	Amount as per IGAAP	Effects of transition to Ind AS	Amount as per Ind AS
Current liabilities				
Financial liabilities				
(i) Borrowings	6, 17	24,493.33	(3,190.35)	21,302.98
(ii) Trade payables	20, 22	31,814.92	(4.58)	31,810.34
(iii) Other financial liabilities	22, 23	25,100.49	(12,539.72)	12,560.77
Provisions	5, 8, 15	4,567.46	(242.46)	4,325.00
Other current liabilities	22	771.09	29.28	800.37
Current tax liabilities	19	5,269.34	(255.32)	5,014.02
Total current liabilities		92,016.63	(16,203.15)	75,813.48
Total liabilities		301,431.66	(10,409.83)	291,021.83
TOTAL EQUITY AND LIABILITIES		386,016.82	(17,835.93)	368,180.89

Reconciliation of Other Comprehensive Income as on 31 March 2016

	Footnote ref.	Amount as per IGAAP	Effects of transition to Ind AS	Amount as per Ind AS
INCOME				
Revenue from operations	1, 7, 20	256,805.49	8,024.27	264,829.76
Other income	1, 24	3,465.58	(436.35)	3,029.23
Total Income		260,271.07	7,587.92	267,858.99
EXPENSES				
Cost of materials consumed	1, 20	139,173.62	3,471.30	142,644.92
Changes in inventories of Finished goods and work in progress	1, 20, 21	(7,582.23)	(140.26)	(7,722.49)
Excise duty on sales	7	-	4,544.23	4,544.23
Employee benefit expense	1, 8, 10	51,851.82	(803.01)	51,048.81
Finance costs	1, 6, 17, 23, 24	21,235.10	(4,874.94)	16,360.16
Depreciation and amortisation expense	1, 2C, 24	15,776.00	(699.54)	15,076.46
Other expenses	1, 24	52,334.96	1,334.16	53,669.12
Total expenses		272,789.27	2,831.94	275,621.21
Loss from continuing operation before exceptional items and tax		(12,518.20)	4,755.98	(7,762.22)
Exceptional items		9,428.99	2,255.74	11,684.73
Loss before tax		(21,947.19)	2,500.24	(19,446.95)
Income tax				
Current tax		3,323.29	(203.88)	3,119.41
Deferred tax		(8,903.86)	(5,443.47)	(14,347.33)
Total tax expense		(5,580.57)	(5,647.35)	(11,227.92)
Profit/(loss) for the year		(16,366.62)	8,147.59	(8,219.03)
Other comprehensive income				
(i) Items that will not be reclassified to profit or loss				
- Remeasurements of defined benefit obligations		-	2,293.59	2,293.59
- Income tax relating to the above items		-	(480.97)	(480.97)
(ii) Items that will be reclassified to profit or loss				
- Exchange difference on Translation of foreign operation.		-	786.89	786.89
- Income tax relating to the above items		-	-	-
Other comprehensive income for the year, net of tax		-	2,599.51	2,599.51
Total comprehensive income for the year		(16,366.62)	10,747.10	(5,619.52)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

Impact of Ind AS adoption on the statement of cash flow for the year ended 31-March-2016

	Footnote ref.	Amount as per IGAAP	Effects of transition to Ind AS	Amount as per Ind AS
Net cash from operating activities	1, 11(a),11(b)	32,125.56	(14,433.59)	17,691.97
Net cash (used in) investing activities	1, 11(a),11(b)	(26,437.91)	(9,368.02)	(35,805.93)
Net cash (used in) financing activities	1, 11(a),11(b)	(9,844.56)	24,723.57	14,879.01
Net Increase/(Decrease) in cash and cash equivalents		(4,156.91)	921.96	(3,234.95)
Cash and cash equivalents as at the beginning of the year		15,627.13	(5,067.05)	10,560.08
Effects of exchange rate changes on cash and cash equivalents				
Effects of exchange rate changes on cash and cash equivalents		-	0.18	0.18
Cash and cash equivalents as at the end of the year		11,470.22	(4,144.91)	7,325.31

Analysis of changes in cash and cash equivalents for the purpose of statement of cash flow under Ind AS

	Footnote ref.	31-Mar-16	1-Apr-15
Cash and cash equivalents as per previous GAAP		11,470.22	15,627.13
Less: Unpaid dividend bank account	11(a)	(24.78)	(26.70)
Less: On account of deconsolidation of Bilcare Singapore Pte. Limited	1	-	(821.83)
Less: Fixed deposit with maturity more than 3 months and less than 12 months	11(a)	(3,693.34)	(4,158.01)
Less: Fixed deposit with maturity more than 12 months	11(a)	(425.00)	(48.93)
Less: Investment in mutual funds	11(a)	(1.79)	(11.58)
Cash and cash equivalents as per Ind AS		7,325.31	10,560.08

Notes to Reconciliation

Ind AS adjustments

1 Derecognition of investment in Bilcare Singapore Pte Limited:

Bilcare Singapore Pte Limited, a wholly owned subsidiary came under Judicial Management on 21st February 2014 and subsequently went under liquidation as per the Court Order of the High Court of Singapore. As part of the Scheme of Arrangement, the Court Order further stipulated the equity of Bilcare Singapore Pte Limited to be transferred to Bilcare Packaging Limited, Mauritius at SGD 1. Under previous GAAP, one entity controls another entity when it has the ownership of more than one-half of the voting power of the entity or control the composition of board of directors. Based on the control evaluation under Ind AS 110, the Group had lost its control effective from February 2014. Hence such investments are not considered as investments in subsidiaries and accordingly the assets, liabilities, incomes, and expenses of Bilcare Singapore Pte Limited have been deconsolidated on a line by line basis. The following is the abridged information of Bilcare Singapore Pte Limited, which has been deconsolidated.

	31-Mar-16	1-Apr-15
Non current assets	-	37,805.50
Current assets	73,902.81	76,338.13
Total assets	73,902.81	114,143.63
Non current liability	-	22,963.57
Current liability	-	11,020.81
Total liabilities	-	33,984.38
Net assets	73,902.81	80,159.25

2 Property, plant and equipment:

A. Fair valuation as deemed cost

The Company has decided to fair value certain items of property, plant and equipment as at transition date and use that fair value as deemed cost for those assets. All other items of property, plant and equipment have been retrospectively restated using Ind AS 16, Property, Plant and Equipment. Hence at the date of transition to Ind AS, an increase of ₹ 47,445 lacs was recognised in Property, Plant and Equipment. This amount has been recognised against retained earnings on transition date and additional depreciation on the revalued buildings has been recorded for the year ended 31 March 2016.

B. Capitalization of spare parts

Under previous GAAP, spare parts were classified as inventory and charged to Consolidated Statement of Profit and Loss in the period in which they were issued for use. Under Ind AS, spare parts used over more than one period are classified as property, plant and equipment and depreciated from the date of purchase. The group has done the adjustment on transition date retrospectively.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

C. Depreciation of property, plant and equipment

Ind AS 16 requires significant component parts of an item of property, plant and equipment to be depreciated separately which under previous GAAP was not required. Further, the cost of major inspections is capitalised and depreciated separately over the period to the next major inspection. On the date of transition to Ind AS, the group has recognised in property, plant and equipment net of accumulated depreciation due to separate depreciation of significant components of property, plant and equipment. This amount has been recognised against retained earnings.

3 Trade receivables:

As on transition date allowance for doubtful debts was reviewed under the transition to Ind AS. This has led to an increase in the allowance for doubtful debts compared to previous GAAP.

4 Goodwill and reserve on consolidation:

Under previous GAAP, the group has adjusted Goodwill with reserve created on consolidation for past business acquisitions. The Group has currently separated the reserve on consolidation and presented as part of reserves.

5 Proposed Dividend

Under Indian GAAP, the proposed dividends including DDT are recognised as a liability in the financial statements of the period to which they relate, irrespective of when they are declared. Under Ind AS, a proposed dividend is recognised as a liability in the financial statements of the period in which it is declared by the company (usually when approved by the ordinary equity shareholders in a general meeting) or paid.

6 Present Value for restructured loans:

The group has restructured its existing non-performing long term loans with the Banks, through involvement of Asset Reconstruction Companies as well as directly with the Banks. The restructured loans are required to be recorded at fair value under Ind AS. In accordance such borrowings have been discounted to its present value at the current borrowing rates and the difference between the settlement amount payable and the discounted fair value has been recorded as an adjustment to retained earnings / profit and loss respectively. The impact of present value of loans restructured as at 31 March 2015 amounted to ₹ 2,965.68 lacs and the loans restructured as at 31 March 2016 amounted to ₹ 6,145.86 lacs.

7 Excise duty

Under the previous GAAP, revenue from sale of products was presented exclusive of excise duty. Under Ind AS, revenue from sale of goods is presented inclusive of excise duty. The excise duty paid is presented on the face of the statement of profit and loss as part of expenses. This change has resulted in an increase in total revenue and total expenses for the year ended 31 March 2016 by Rs 4,544.23 lacs. There is no impact on the total equity and profit.

8 Remeasurements of post-employment benefit obligations

Under Ind AS, remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in Other Comprehensive Income (OCI) instead of profit or loss. Under the previous GAAP, these remeasurements were forming part of the profit or loss for the year. As a result of this change, the profit for the year ended March 31, 2016 decreased by ₹ 2,293.59 lacs. There is no impact on the total equity as at 31 March 2016.

9 Deferred tax

The various transitional adjustments led to different temporary differences. Deferred tax adjustments are recognised in accordance with the underlying transaction in retained earnings.

10 Other Comprehensive Income

Under Ind AS all items of income and expense recognised during the year should be included in the profit and loss for the period, unless a standard requires or permits otherwise. Items of income and expense that are not recognised in profit or loss but are shown in the statement of profit and loss as 'Other Comprehensive Income' includes remeasurements of defined benefit plans, foreign exchange differences on translation of foreign operations, fair value gains or losses on FVOCI equity instruments (along with corresponding tax adjustments). The concept of Other Comprehensive Income does not exist under previous GAAP.

11 Cash flow adjustments

(a) Cash and cash equivalents

Under previous GAAP, the unpaid dividend, fixed deposits with maturity more than 3 months and less than 12 months, fixed deposits with maturity more than 12 months and investment in mutual funds have been considered as cash and cash equivalents. However, under Ind AS the same are not considered as cash and cash equivalents. The movement of fixed deposits and mutual funds have been considered as change in investing activities.

(b) Exceptional items

The group has adjusted exceptional items as non-cash items and accordingly have corrected the cash flows from financing and investing activities.

Other adjustments

12 Inventories

As on the date of transition the group has reviewed valuation of inventories. this led to an increase in write-downs on inventories.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

13 Other current financial assets / other current assets

As on the date transition the group has reviewed other current assets in which showed that some of the assets have been outstanding for a longtime. The Group has decided to write down such current assets as not recoverable.

14 Leasing

Under previous GAAP finance lease contracts have already been capitalised at fair value calculated on the net amount of the leased assets. However, the amounts of the leased assets as well as the liability related to leasing had to be recalculated retrospectively.

15 Provisions

Some of the provisions recognised under Previous GAAP do not meet the definition of provisions under Ind AS. Therefore provisions (i.e. restructuring provision) were derecognised as at transition date.

16 De-recognition of borrowing cost capitalised as part of Capital work-in-progress:

The group has derecognised the borrowing cost capitalised as part of capital work-in-progress as per the conditions for capitalisation prescribed under Ind AS 23. As the borrowing cost was not considered under the previous GAAP, under Ind AS, the corresponding adjustment has been carried out as at transition date.

17 Gain on restructured loans:

The group has restructured / settled the existing non-performing term loans with the banks, through involvement of Asset Reconstruction Companies as well as directly with the Banks. The gain on settlement of these term loans from the Banks has been recorded as exceptional items under previous GAAP during the financial year March 2016. However, as the restructuring of the loan with State Bank of India was completed before 31 March 2015, the Company has adjusted the gain recorded in the profit and loss account during the year ended 31 March 2016 of ₹ 11,399.26 lacs against the opening retained earnings as at transition date.

18 Write off of other advances:

The group has impaired other advances amounting to ₹ 8,114.53 as at transition date not considered under previous GAAP.

19 Current tax liabilities

Correction of tax calculation not considered due to timing issue under previous GAAP have been adjusted against retained earnings on date of transition.

20 Revenue

Sales on CIF basis:

Under the previous GAAP, revenue from sale of goods is recognized based on dispatch of goods from factory premises irrespective of the delivery terms. Under Ind AS the revenues are to be accounted when transfer of significant risks and rewards of ownership has taken place and neither continuing managerial involvement nor effective control is retained. Accordingly in case of CIF sales, the above criteria is considered to have been met on delivery of products to customer's premises and CIF sales at the year-end, which do not meet revenue recognition criteria have been reversed with a corresponding impact to cost of goods sold and inventory.

Sales of Compariator Packing:

Under the previous GAAP, the group has reversed the sales pertaining to Compariator packing and corresponding cost provisions amounting to ₹ 1,092.07 lacs (net) during the year ended 31 Mar 2016 as the same was not meeting revenue recognition criteria and presented it under prior period items. Under Ind AS, these sales and corresponding cost provisions amounting ₹ 1,256.14 lacs (net) have been reversed as at 1 April 2015 as well.

21 Excise duty on finished goods

The group has provided for the excise duty liability on finished goods.

22 Reclassification of trade payables to other financial liabilities

Certain items which were grouped as trade payables under previous GAAP have now been reclassified to other financial liabilities.

23 Reversal of Interest accrued

In view of ongoing discussions for one-time settlement and restructuring, the Company has reversed interest accrued on its non-performing term loans from Bank of ₹ 15,200 lacs as at transition date and ₹ 5,800 lacs for the year ended 31 March 2016. As an impact the losses are understated to this extent by the same amount in the respective years.

24 Inter company eliminations:

Interco balances and profit eliminations have been reviewed under Ind AS and accordingly certain balances / intercompany profits have been adjusted for preparation of Ind AS financial statements.

25 Deferred tax

The group has recalculated the deferred tax based on the Balance sheet approach under Ind AS and the resultant adjustments were taken to retained earnings/profit & loss accordingly.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

ANNEXURE A TO NOTES TO FINANCIAL STATEMENTS

	31-Mar-17	31-Mar-16	1-Apr-15
Secured			
Rupee term loans - From banks			
1. Bank of Baroda # (Payable from 30.04.2013 in 72 monthly installments, rate of interest 12.75% p.a.) (Default in payment from July 2013 till date, ₹ 15,571.55 lacs, now repayable on demand) *	15,571.55	15,571.55	15,571.55
2. Punjab National Bank (Payable from 31.03.2013 in 9 quarterly installments, rate of interest 14.50% p.a.) (Default in payment from March 2013 till date, ₹ 5,664.86 lacs, now repayable on demand) *	5,664.86	5,664.86	5,664.86
3. United Bank of India (Payable from 31.12.2012 in 12 quarterly installments, rate of interest 13.0% p.a.) (Default in payment from December 2012 till date, ₹ 4,631.23 lacs, now repayable on demand)*	4,631.23	4,631.23	4,842.41
4. Canara Bank (Payable from 30.01.2013 in 10 monthly installments, rate of interest 12.95% p.a.) (Default in payment from January 2013 till date, ₹ 4,614.58 lacs, now repayable on demand) *	4,614.58	4,614.58	6,030.90
5. Jammu & Kashmir Bank # (Loan on account of devolvement of SBLC (on 04.12.2015), rate of interest 15.5%)	6,603.46	6,603.46	-
6. Lakshmi Vilas Bank Limited # (Conversion of non-fund based limits to term loan (on 31.03.2016), rate of interest 13.0% p.a.)	2,528.75	2,524.47	-
7. Indusind Bank Limited # (Bullet repayment on 31.12.2018, rate of interest 10.85% p.a.)	4,848.71	4,848.71	-
8. State Bank of Hyderabad (Loan restructured during 2015-16, see item 26 below for details)	-	-	5,000.30
9. The Karnataka Bank Limited (Loan restructured during 2015-16, see item 27 below for details)	-	-	5,666.86
10. Andhra Bank (Loan restructured during 2015-16, see item 28 below for details)	-	-	7,058.88
11. Dhanlaxmi Bank (Loan restructured during 2015-16, see item 29 below for details)	-	-	5,024.65
12. State Bank of Bikaner and Jaipur (Loan restructured during 2015-16, see item 30 below for details)	-	-	2,469.73
13. Federal Bank (Loan restructured during 2016-17, see item 31 below for details)	-	6,099.60	6,120.70
14. Central Bank of India (Payable from 30.06.2017 in 16 quarterly installments, rate of interest 8.50% p.a.) (Loan restructured during F.Y. 2016-17)	2,086.92	4,689.57	4,635.62
15. Axis Bank (Restructured as one-time bullet repayment of ₹ 1,700 lacs payable by 30.06.2016) (Default in payment till date, ₹ 1600.00 lacs, now repayable on demand) *	1,600.00	1,700.00	5,448.20
16. Karur Vysya Bank Limited (Restructured as one-time bullet repayment of ₹ 212.50 lacs payable by 30.06.2017)	212.50	576.50	-
	48,362.56	57,524.53	73,534.66

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

	31-Mar-17	31-Mar-16	1-Apr-15
Foreign currency term loans - From banks			
17. Deutsche Bank - Senior loan (See note (i)) (Repayable in bullet payment by July 31, 2019)	42,935.90	45,734.08	40,431.99
18. Deutsche Bank - Junior loan (See note (i)) (Repayable in bullet payment by July 31, 2019)	17,565.56	17,738.56	14,847.27
19. Deutsche Bank - Proventus- II (See note (ii)) (Repayable in bullet payment by July 31, 2019)	18,277.07	18,020.23	-
20. EXIM Bank (Repayable in quarterly payment by 31.10.2018, rate of interest is 3 Months LIBOR + 4%) (Secured by letter of credit given by South Indian Bank Limited)	14,069.98	14,394.24	13,582.20
21. EXIM Bank (Repayable in quarterly payment by 10.02.2019, rate of interest is 3 Months LIBOR + 4%) (Secured by letter of credit given by Laxmi Villas Bank Limited)	6,483.86	6,633.29	6,259.08
22. EXIM Bank (Repayable in quarterly payment by 31.03.2019, rate of interest is 3 Months LIBOR + 4%) (Secured by letter of credit given by IDBI Bank Limited)	4,754.61	4,864.19	4,589.78
23. Punjab National Bank (International) Limited (Repayable in bullet payment by 19.06.2018, rate of interest is LIBOR + 5%) (Secured by letter of credit given the Jammu & Kashmir Bank Limited)	-	-	6,259.08
	104,086.98	107,384.59	85,969.40
Term loans - From others			
24. SREI Equipment Finance Private Limited (Payable from 22.10.2012 in 54 equal monthly installments, rate of interest 14.25%p.a.) (Default in payment from Dec'15 till date, ₹ 59.28 lacs)	188.01	287.15	439.16
25. Invent Assets Securitisation & Reconstruction Private Limited (State Bank of India) (Payable from 31.12.2015 in 17 quarterly installments, Maturity date 31-Dec-19)	5,904.05	5,436.51	4,834.42
26. Invent Assets Securitisation & Reconstruction Private Limited (State Bank of Hyderabad) (Payable from 30.09.2016 in 25 quarterly installments, Maturity date 30-Jun-22)	1,583.44	1,408.75	-
27. Invent Assets Securitisation & Reconstruction Private Limited (Karnataka Bank) (Payable from 30.09.2016 in 28 quarterly installments, Maturity date 31-Mar-23)	1,486.08	1,322.26	-
28. Invent Assets Securitisation & Reconstruction Private Limited (Andhra Bank) # (Payable from 30.09.2016 in 26 quarterly installments, Maturity date 31-Dec-22)	1,716.27	1,479.32	-
29. Invent Assets Securitisation & Reconstruction Private Limited (Dhanalakshmi Bank) # (Payable from 30.09.2016 in 27 quarterly installments, Maturity date 31-Dec-22)	1,715.50	1,489.75	-
30. Invent Assets Securitisation & Reconstruction Private Limited (State Bank of Bikaner and Jaipur) # (Payable from 30.09.2016 in 25 quarterly installments, Maturity date 30-Jun-22)	1,583.44	1,408.75	-
31. Phoenix ARC Private Limited ("Phoenix") (Federal Bank) # (Payable from 30.06.2017 in 23 quarterly installments, Maturity date 31-Dec-22)	2,140.57	-	-
	16,317.36	12,832.49	5,273.58

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

	31-Mar-17	31-Mar-16	1-Apr-15
Unsecured			
Term loans - From banks			
32. Corporation Bank # (Payable from 31.01.2013 in 3 installments, rate of interest 13.25% p.a.) (Default in payment from January 2013 till date, ₹ 5,000.00 lacs, now repayable on demand) *	5,000.00	5,000.00	5,000.00
	5,000.00	5,000.00	5,000.00
Term loans - From others			
33. Council of Scientific & Industrial Research (CSIR) (Payable from 01.10.2014 in 10 yearly installments, rate of simple interest 3.0% p.a.) (Default in payment from October 2015 till date, ₹ 53.92 lacs)	751.97	768.68	856.81
	751.97	768.68	856.81
Deferred sales tax loan			
34. Deferred sales tax loan (Payable in equal annual installments till 2023, interest free)	1,010.47	1,176.18	1,070.78
	1,010.47	1,176.18	1,070.78
Total	175,529.34	184,686.47	171,705.23

The Director/s have issued personal guarantee for these loans.

* a) The Company is in the negotiation of restructuring these loans and hence these have been disclosed as Non- Current Borrowings.

b) In view of the on- going discussions for restructuring, the Company has not provided interest on these loans which have been classified by the respective banks as Non Performing Assets (NPA), from the date of such classification.

Note

(i) The bank loan, which was refinanced in July 2014, is with Deutsche Bank, London. The average interest rate is 11.62% and the loan is due in July 2019. The Group has pledged part of its total assets, a part of trade receivables of the subsidiaries Bilcare Research AG, Bilcare Research GmbH, Bilcare Research Inc. Bilcare Research Srl. and Bilcare Research Singapore Pte. Ltd. to secure the bank loan. The carrying amount of pledged assets totals to ₹ 137,286.14 lacs.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

39 SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARIES/ ASSOCIATES/JOINT VENTURES AS PER COMPANIES ACT,2013 Statement pursuant to Section 129 (3) of the Companies Act, 2013

Part "A": Subsidiaries

Sr. No.	Name of the Subsidiary	Year in which subsidiary was acquired/ incorporated	Reporting Currency	Country	Equity Share Capital	Other Equity	Total Assets	Total Liabilities	Investments	Total Income	Profit before Taxation	Provision for Taxation	Profit after Taxation	Other Comprehensive Income	Total Comprehensive Income	% of Shareholding
1	Bilcare GCS Ltd UK	2015	GBP	UK	0.95	(23.18)	166.43	188.66	-	483.55	(44.09)	(3.82)	(40.27)	0.52	(39.75)	100%
2	Bilcare GCS Inc US	2015	USD	USA	-	231.94	874.85	642.91	-	4,039.61	187.13	67.02	120.11	(6.70)	113.41	100%
3	Bilcare Packaging Limited	2013	USD	Mauritius	31.30	(5,168.47)	23,566.62	28,703.79	-	28.22	(1,269.21)	-	(1,269.21)	132.71	(1,136.50)	100%
4	Bilcare Technologies Singapore Pte. Ltd.	2005	SGD	Singapore	1,682.07	830.51	2,602.60	90.02	-	3.55	(737.24)	-	(737.24)	(158.46)	(895.70)	100%
5	Bilcare Mauritius Ltd.	2010	USD	Mauritius	19,876.09	24,135.58	45,465.72	1,454.06	42,437.32	14,722.42	14,655.83	-	14,655.83	(1,179.61)	13,476.21	100%
6	Bilcare Research Swiss I AG	2016	EURO	Switzerland	11,504.13	20,281.54	31,951.65	165.98	31,951.65	(0.00)	(176.43)	-	(176.43)	(249.47)	(425.89)	80%
7	Bilcare Research Swiss II AG	2016	EURO	Switzerland	2,876.03	5,063.18	7,987.91	48.70	7,987.91	(0.00)	(51.77)	-	(51.77)	(61.91)	(113.68)	20%
8	Bilcare Research Holding AG	*	EURO	Switzerland	4,601.03	16,265.61	24,022.94	3,156.30	23,854.14	(0.54)	(226.04)	2.03	(228.07)	(1,766.78)	(1,994.85)	100%
9	Bilcare Research AG	*	EURO	Switzerland	7,673.86	5,591.89	119,449.07	106,183.32	9,832.28	9,098.19	111.35	109.18	2.17	(963.38)	(961.20)	100%
10	Bilcare Germany Management GmbH	*	EURO	Germany	16.88	(5,990.40)	65,179.96	71,153.48	63,650.21	10,822.51	3,850.54	1,019.17	2,831.37	681.77	3,513.14	100%
11	Bilcare Research Singapore Pte.Ltd.	2015	SGD	Singapore	233.22	(2,295.57)	19,683.26	21,745.62	-	8,816.23	(1,332.16)	(629.94)	(702.22)	109.59	(592.63)	100%
12	Bilcare Research Inc	*	USD	USA	31.30	9,122.05	19,643.96	10,490.62	-	27,839.40	(2,088.23)	43.61	(2,131.84)	(186.91)	(2,318.75)	100%
13	Bilcare Research Srl	*	EURO	Italy	337.55	7,720.47	16,145.39	8,087.37	-	30,354.06	1,975.07	562.04	1,413.03	(649.61)	763.42	100%
14	Bilcare Agency GmbH	*	CHF	Switzerland	12.83	(13.36)	8.32	8.85	-	-	(9.93)	0.07	(10.00)	0.02	(9.98)	100%
15	Films Germany Holding GmbH	*	EURO	Germany	16.88	1,891.31	1,916.75	8.56	1,869.69	18.33	3.00	1.96	1.04	(161.12)	(160.09)	100%
16	Bilcare Research GmbH	*	EURO	Germany	6,161.77	58,892.29	100,556.29	35,502.24	7,847.81	152,079.35	10,674.38	26.95	10,647.43	(5,926.54)	4,720.89	100%
17	Caprihans India Limited	*	INR	India	1,313.40	11,436.87	15,561.59	2,811.32	-	25,987.12	1,472.36	507.10	965.26	14.18	979.44	51%

Part "B": Associates and Joint Ventures - None

Notes:

- 1* INEOS Group acquisition in 2010
- 2 Bilcare Singapore Pte Ltd. ceased to be a subsidiary - refer note IndAS adjustments no. 1
- 3 BIL Leasing Verwaltungs GmbH & Co is not considered above as it is an SPV and contractual voting power is only 10%
- 4 Exchange rate considered:

Currency	SGD	EURO	GBP	USD	CHF
Average rate	48.3890	73.6067	87.7138	67.0896	67.7237
Closing Rate	46.4321	69.2476	80.8797	64.8386	64.8559

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in ₹ lacs, unless otherwise stated)

C ADDITIONAL INFORMATION PURSUANT TO SCHEDULE III OF THE COMPANIES ACT, 2013 as at 31 March 2017									
Name of the Entity	Net assets		Share in		Share in Other		Share in Total		
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated comprehensive income	Amount	
Parent									
Bilcare India Limited	90.69	55,646.21	79.29	(6,593.08)	0.84	(12.33)	67.54	(6,605.41)	
Indian Subsidiary									
Caprihans India Limited	20.78	12,750.27	(11.61)	965.26	(0.97)	14.18	(10.01)	979.44	
Foreign Subsidiaries									
Bilcare GCS Limited UK	(0.04)	(22.23)	0.48	(40.27)	(0.04)	0.52	0.41	(39.75)	
Bilcare GCS Inc US	0.38	231.94	(1.44)	120.11	0.46	(6.70)	(1.16)	113.41	
Bilcare Packaging Ltd	(8.37)	(5,137.17)	15.26	(1,269.21)	(9.06)	132.71	11.62	(1,136.50)	
Bilcare Technologies Singapore Pte. Ltd.	4.10	2,512.58	8.87	(737.24)	10.81	(158.46)	9.16	(895.70)	
Bilcare Mauritius Ltd.	71.73	44,011.67	(176.26)	14,655.83	80.49	(1,179.61)	(137.79)	13,476.21	
Bilcare Research Swiss I AG	51.81	31,785.67	2.12	(176.43)	17.02	(249.47)	4.35	(425.89)	
Bilcare Research Swiss II AG	12.94	7,939.21	0.62	(51.77)	4.22	(61.91)	1.16	(113.68)	
Bilcare Research Holding AG	34.01	20,866.64	2.74	(228.07)	120.55	(1,766.78)	20.40	(1,994.85)	
Bilcare Research AG	21.62	13,265.75	(0.03)	2.17	65.73	(963.38)	9.83	(961.20)	
Bilcare Germany Management GmbH	(9.74)	(5,973.52)	(34.05)	2,831.37	(46.52)	681.77	(35.92)	3,513.14	
Bilcare Research Singapore Pte. Ltd.	(3.36)	(2,062.35)	8.45	(702.22)	(7.48)	109.59	6.06	(592.63)	
Bilcare Research Inc	14.92	9,153.35	25.64	(2,131.84)	12.75	(186.91)	23.71	(2,318.75)	
Bilcare Research Srl	13.13	8,058.02	(16.99)	1,413.03	44.32	(649.61)	(7.81)	763.42	
Bilcare Agency GmbH	(0.00)	(0.53)	0.12	(10.00)	(0.00)	0.02	0.10	(9.98)	
Films Germany Holding GmbH	3.11	1,908.19	(0.01)	1.04	10.99	(161.12)	1.64	(160.09)	
Bilcare Research GmbH	106.03	65,054.06	(128.05)	10,647.43	404.38	(5,926.54)	(48.27)	4,720.89	
Non Controlling Interest in the Subsidiaries									
Caprihans India Limited	(10.18)	(6,247.63)	5.69	(472.98)	0.47	(6.95)	4.91	(479.93)	
Total Eliminations/ Consolidation Adjustments	(313.56)	(192,384.40)	319.17	(26,537.91)	(609.01)	8,925.42	180.08	(17,612.49)	
Total	100.00	61,355.71	100.00	(8,314.77)	100.00	(1,465.57)	100.00	(9,780.34)	

Note: The above amounts/ percentage of net assets & net profit/(loss) in respect of Bilcare Ltd and its subsidiaries are determined based on the amounts of the respective entities included in consolidated Financial Statements before inter company eliminations/ consolidation adjustments.

Note

[illegible]

Bilcare Limited

Regd. Office: 1028, Shirol, Rajgurunagar, Pune - 410 505, India

Phone : +91 2135 304200 Fax: +91 2135 304370

Website: www.bilcare.com Email: investors@bilcare.com

CIN: L28939PN1987PLC043953

Notice

Notice is given that the 30th Annual General Meeting of the Members of Bilcare Limited will be held on Friday, the 29th day of September 2017, at 11.00 a.m. at the Registered Office of the Company at 1028, Shirol, Rajgurunagar, Pune - 410 505 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statement of the Company for the year ended 31 March 2017, together with the Report of the Board of Directors attached thereto and Auditors' Report thereon.
2. To appoint a director in place of Mrs. Nutan M. Bhandari [DIN 02198203], who retires by rotation and being eligible, seeks re-appointment.
3. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as may be applicable and pursuant to the recommendations of the Audit Committee, M/s. M G M & Company, (Chartered Accountants), Pune (Firm Registration No. 117963W), be appointed as statutory auditors of the Company, in place of retiring auditors M/s. R. L. Rathi & Co., (Firm Registration No. 108719W) Chartered Accountants, Pune, to hold office for a term of five years from the conclusion of this 30th Annual General Meeting (AGM) until the conclusion of the 35th Annual General Meeting, subject to ratification of the appointment by members at every Annual General Meeting, at such remuneration and reimbursement of out of pocket expenses, as may be decided by the Board of Directors of the Company."

SPECIAL BUSINESS

4. To appoint Mr. Surendranath Dhundiraj Gupte [DIN 07731748] as an Independent Director and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT, pursuant to the provisions of Sections 149, 152 and any other applicable provisions read with Schedule IV of the Companies Act, 2013 and the Rules thereof (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Surendranath Dhundiraj Gupte (DIN : 07731748), who was appointed as an Additional Director by the Board of the Directors of the Company with effect from 13th February 2017 and who holds office only upto the date of this Annual General Meeting pursuant to the provisions of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (Five) Consecutive years upto the conclusion of 35th Annual General Meeting of the Company to be held in the calendar year 2022."

5. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED that pursuant to the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14(a) of the Companies (Audit & Auditors) Rules 2014 including any statutory modifications or re-enactments thereof, for the time being in force and as per the recommendation of the Audit Committee and approved by the Board of Directors, the remuneration of Rs. 1,50,000/- (Rupees

One Lac Fifty Thousand only) plus taxes as applicable, conveyance and other out of pocket expenses at actuals, payable to M/s. Parkhi Limaye & Co., Cost Accountants (Firm Registration No: 000191) appointed as Cost Auditors for the financial year 2017-18 be and is hereby ratified and confirmed
RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) thereto or re-enactment thereof, for the time being in force) Mr. Mohan Harakchand Bhandari [DIN:00052777], be and is hereby re-appointed as the Chairman and Managing Director, not liable to retire by rotation, for a further period of 5 (Five) years with effect from 1st July, 2017 and that he shall not be paid any remuneration until the Board of Directors and Shareholders approve the same.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things which are necessary and incidental to give effect to the above Resolution."

7. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED THAT subject to the compliance of the provisions of the Companies Act, 2013 and provisions of Companies (Acceptance of Deposits) Rules, 2015 or other laws/rules/regulations, as applicable, consent of shareholders of the Company be and is hereby accorded to the Board of Directors of the Company including any committee thereof, for inviting accepting and renewal of deposits from public to such an extent that the deposits outstanding and the deposits to be accepted/renewed shall not exceed 25% of the aggregate of the Paid-up Share Capital, Free Reserves and Securities Premium Account of the Company as per the latest audited balance sheet.

FURTHER RESOLVED THAT the deposits to be accepted by the Company shall be unsecured deposits and shall carry the rate of interest, as may be decided by the Board of Directors of the Company."

By Order of the Board of Directors
For Bilcare Limited

Mohan H. Bhandari
Chairman & Managing Director

Pune : 11 August 2017

Notes:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the special business under item Nos. 4 to 7 of the notice is annexed herewith.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
3. The instrument appointing proxy should, however, be deposited at the Registered Office of the Company duly completed and signed not less than forty eight (48) hours before the commencement of the Meeting. Proxies submitted on behalf of limited companies, societies, etc. must be supported by appropriate resolutions/authority as applicable. A person can act as proxy on behalf of Members not exceeding 50 (Fifty) and holding in the aggregate not more than 10% (Ten percent) of the total share capital of the Company. In case, a proxy is proposed to be appointed by a Member holding more than 10% (Ten percent) of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.

4. Corporate Members are requested to send board resolution duly certified, authorising their representative to attend and vote on their behalf at the AGM.
5. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 23.
6. The Company's Share Transfer Books and the Register of Members will remain closed from Saturday, 23 September 2017 to Friday, 29 September 2017 (both days inclusive).
7. Members holding shares in dematerialised form are requested to intimate any change in their address, bank details, ECS details etc. to their respective Depositories Participants and those holding shares in physical form are requested to intimate the above mentioned changes to the Secretarial Department at the Registered Office of the Company/Registrar and Transfer Agent of the Company.
8. Equity Shares of the Company are under compulsory demat trading by all investors. Those Members who have not dematerialised their shareholding are advised to dematerialise their shareholding to avoid any inconvenience in future.
9. Members who hold shares in electronic form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio number/s in the Attendance Slip for attending the meeting to facilitate identification of Membership at the meeting.
10. Members are requested to bring their Attendance Slip alongwith the copy of Annual Report to the Meeting.
11. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names in the Register of Members of the Company will be entitled to vote.
12. In terms of the Articles of Association of the Company, read with Section 152 of the Companies Act, 2013, Mrs. Nutan M. Bhandari, Director of the Company is liable to retire by rotation at the ensuing AGM and being eligible, offer herself for re-appointment. The Board of Directors of the Company recommends her re-appointment.
13. Promoter Non-Executive Director, Mrs. Nutan M. Bhandari is holding 12,05,122 Equity Shares of Rs.10/- each of the Company.
14. Brief Profile of Directors proposed to be appointed/ re-appointed, names of Companies in which they hold Directorships and Memberships / Chairmanships of Board Committees, shareholding and relationships between Directors inter-se as stipulated under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, are provided in the Report on Corporate Governance forming part of the Annual Report.
15. Those Members who have not encashed/received their Dividend Warrants for the previous year(s), may approach to the Registrar & Transfer Agent of the Company for claiming unpaid / unclaimed Dividend.
16. Dividends which remain unclaimed/unencashed for a period of 7 (Seven) years will be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government under the provisions of Section 124(5) of the Companies Act, 2013. No claim by the Members shall lie for the unclaimed dividend once the same is transferred to IEPF.
17. Non-Resident Indian Members are requested to inform the Company/Depository Participant, immediately of:
 - (i) Change in their residential status on return to India for permanent settlement.
 - (ii) Particulars of their bank account maintained in India with complete name, branch, account type, MICR number, account number and address of the bank with pin code number, if not furnished earlier.
18. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number ("PAN") by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Transfer Agent of the Company.

19. Members, who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names, are requested to send the Share Certificate(s) to the Company/ Registrar and Transfer Agent of the Company for consolidation into a single folio.

20. Green initiative in Corporate Governance:

The Ministry of Corporate Affairs has taken a Green Initiative in the Corporate Governance by allowing paperless compliances by the Companies and has issued circulars stating that service of notice/ documents including Annual Report can be sent by e-mail to its Members. To further Company's environment friendly agenda and to participate in MCA's Green Initiative, members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

21. The Notice of the AGM alongwith the annual report for the year 2016-17 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for the physical copy of the same.

22. Road Map showing directions to reach the venue of the AGM is given at the end of this Notice.

23. Voting through electronic means:

- a) In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice.
- b) Mr. Shekhar Ghatpande, Practicing Company Secretary (Membership No. FCS 1659), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- c) The facility for voting through Ballot Paper shall be made available at the AGM and the Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through Ballot Paper.
- d) The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- e) The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
Tuesday, 26 September 2017, 9.00 A.M. IST	Thursday, 28 September 2017, 5.00 PM IST

- f) During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date of Friday, 22 September 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
- g) Instructions and other information relating to e-voting are as under:
 - i) The shareholders should log on to the e-voting website www.evotingindia.com.
 - ii) Click on Shareholders.
 - iii) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company
 - iv) Next enter the Image Verification as displayed and Click on Login.

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

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

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

Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

xviii) Note for Non – Individual Shareholders and Custodians

Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- xx) Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22 September 2017 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
- xxi) The Scrutinizer shall after the conclusion of voting at the Annual General Meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the Annual General Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- xxii) The voting rights of shareholders shall be in proportion to their shares of the paid equity capital of the Company as on 22 September 2017.
- xxiii) The results shall be declared on or after the Annual General Meeting of the Company. The results declared alongwith the Scrutinizers' Report shall be placed on the Company's website www.bilcare.com and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchange.

24. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.

Address of the Registrar and Transfer Agents:

Link Intime India Pvt. Ltd.,

(Unit: Bilcare Limited)

Block No. 202, 2nd Floor,

Akshay Complex Off Dhole Patil Road,

Pune-411 001, India

Telefax: +91-20-26163503

E-mail: pune@linkintime.co.in

EXPLANATORY STATEMENT

As required by Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out material facts relating to the business under items 4 to 7 of the accompanying Notice dated 11 August 2017.

Item No. 4

Mr. Surendranath Dhundiraj Gupte [DIN 07731748] is appointed as an Additional Director of the Company with effect from 13 February 2017. In terms of Section 161(1) of the Companies Act, 2013, Mr. Gupte holds office as additional director upto the date of this Annual General Meeting. The Company has received a notice in writing from a member alongwith deposit of requisite amount under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Independent Director of the Company. In terms of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 and read with rules under the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Schedule IV of the Companies Act, 2013 and in compliance with the listing agreement as amended from time to time, Mr. Gupte is proposed to be appointed as an Independent Director for 5 (five) consecutive years for a term up to the conclusion of 35th Annual General Meeting of the Company. Pursuant to Section 149(11), he is eligible for re-appointment on the conclusion of aforesaid tenure.

In the opinion of the Board, Mr. Gupte fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and is independent of the management. The Copy of the draft letter for appointment of Mr. Gupte as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Gupte as an Independent Director. Except Mr. Gupte, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are interested or concerned in the resolution set out at Item No.4.

Accordingly, an Ordinary Resolution as set out in Item No. 4 of the notice is recommended for your approval.

Item No. 5

The Board of Directors, at its meeting held on 11 August, 2017 as per the recommendation of the Audit Committee, approved the appointment of M/s. Parkhi Limaye & Co., Cost Accountants (Firm Registration No: 000191) appointed as the Cost Auditors, for the Financial year 2017-18 at a fee of Rs. 150,000/- plus applicable taxes and other out of pocket expenses, for conducting the audit of the cost accounting records of the Company for the financial year ending 31st March, 2018. Pursuant to section 148(3) of the Companies Act, 2013 read with Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014 members of the Company are required to ratify the remuneration to be paid to the Cost auditors of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out in Item No 5 of the notice for ratification of remuneration payable to the Cost Auditors of the Company for the year ending 31st March, 2018.

None of the Directors, Key Managerial Personnel of the Company and their relatives are in any way concerned or interested in the Resolution at Item No 5.

Accordingly, an Ordinary Resolution as set out in Item No. 5 of the notice is recommended for your approval.

Item No. 6

Mr. Mohan Harakchand Bhandari was re-appointed as Managing Director of the Company in the 25th Annual General Meeting held on 29 day of September 2012, on a remuneration of Rs. 1,000,000/- (Rupees Ten Lacs Only) per month. The term of the said appointment has expired on 30th June, 2017.

However, due to slowdown in the business and the losses incurred by the Company, Mr. Mohan Harakchand Bhandari waived his Remuneration and the Board of Directors with his consent have agreed not to pay any remuneration to him w.e.f. 1st April, 2013.

Mr. Mohan Harakchand Bhandari has successfully shouldered his responsibilities as the Chairman & Managing Director of the Company and considering that he is the promoter of the Company as well as the need for leveraging his experience and expertise during these crisis period it is proposed to re-appoint Mr. Mohan Harakchand Bhandari as the Chairman & Managing Director of the Company.

The Company has received a notice in writing from a member along with deposit of requisite amount under section 160 of the Companies Act, 2013, proposing his candidature for the office of Chairman and Managing Director of the Company.

Mr. Mohan Harakchand Bhandari satisfies all the eligibility conditions set out in Section 196(3) and in Part I of Schedule V to the Act for being eligible for re-appointment and has offered himself for re-appointment.

Except Mr. Mohan Harakchand Bhandari, being the appointee and Mrs. Nutan Bhandari being his spouse, none of the Directors, Key Managerial Persons, Managers of the Company or their relatives are interested or concerned in passing the Resolution at Item No. 6 of the Notice.

Accordingly, an Ordinary Resolution as set out in Item No. 6 of the notice is recommended for your approval.

Item No. 7

Considering the provisions of the Companies Act, 2013 and provisions of Companies (Acceptance of Deposits) Rules, 2015, if the Company decides to accept/renew the deposits from public, a resolution needs to be passed in the General Meeting of the members of the Company, permitting acceptance / renewal of deposits and approving the terms and conditions, subject to which such deposits shall be accepted / renewed.

In order to enable the Board to take a decision about acceptance/renewal of deposits, from time to time, depending on the requirement of the Company and prevalent rate of interest, the Board recommends that powers be vested with the Board of Directors to accept/ renew the deposits from public, upto the permitted limits.

The Company, before accepting deposits / renewing shall comply with all other formalities as prescribed by the Companies Act, 2013 and provisions of Companies (Acceptance of Deposits) Rules, 2015 as in force from time to time.

None of the Directors, Key Managerial Persons, Managers of the Company or their relatives are interested or concerned in the above resolution except to the extent of their Shareholding.

Accordingly, an Ordinary Resolution as set out in Item No. 7 of the notice is recommended for your approval.

ATTENDANCE SLIP

Sr No:

Registered Folio No/ DP ID & Client ID	
Name and address of the Member(s)	
Joint Holder 1 Joint Holder 2	
No. of Shares	

I/We record my/our presence at the `30th **Annual General Meeting**' of the Company to be held on Friday, 29 September 2017 at 11.00 a.m. at the Registered Office of the Company at 1028, Shirol, Rajgurunagar, Pune - 410 505.

Member's/ Proxy's name in Block

Member's/ Proxy's Signature

Note: Please fill in the name and sign this Attendance Slip and deposit the same with the Company Officials at the venue of the Meeting.

ELECTRONIC VOTING PARTICULARS

EVS (Electronic Voting Sequence Number)	*Sequence No.
170830051	

* Only Members who have not updated their PAN with the Company/ Depository Participant shall use sequence no. in the PAN field.

Notes :

1. Please read the instructions printed under the Notes to the Notice of the 30th Annual General Meeting of the Company to be held on Friday, 29 September 2017 at 11.00 a.m.
2. The remote e-Voting period starts from 9.00 a.m. IST on Tuesday, 26 September 2017 and ends at 5.00 p.m. IST on Thursday, 28 September 2017. The Voting module shall be disabled by Central Depository Services (India) Limited (CDSL) for voting thereafter.

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

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

CIN: L28939PN1987PLC043953

Name of the Company: Bilcare Limited

Registered Office: 1028, Shiroli, Rajgurunagar, Pune - 410 505

Name of the Member(s)	
Registered Address	
Email ID	
DP ID & Client ID / Folio No.	

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

- 1) _____ of _____ having e-mail id _____ or failing him
 2) _____ of _____ having e-mail id _____ or failing him
 3) _____ of _____ having e-mail id _____

and whose signatures are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the Thirtieth Annual General Meeting of the company, to be held on the Friday, the 29th day of September, 2017 At 11.00 a.m. at the Registered Office of the Company at 1028, Shiroli, Rajgurunagar, Pune - 410 505 and at any adjournment thereof in respect of such resolutions as are indicated below:

Description	For *	Against*
1. Receive, consider and adopt the audited Financial Statements of the Company together with the reports of Board of Directors and the Auditors thereon.		
2. Re-appointment of Mrs. Nutan M. Bhandari [DIN 02198203], who retires by rotation and being eligible, offers herself for re-appointment.		
3. Appointment of Statutory Auditors and authorizing Board to fix their remuneration.		
4. Appointment of Mr. Surendranath Dhundiraj Gupte [DIN 07731748] as an Independent Director.		
5. Ratification of Remuneration of Cost Auditor.		
6. Re-appointment of Mr. Mohan H. Bhandari (DIN : 00052777) as the Chairman and Managing Director of the Company.		
7. Acceptance / Renewal of Fixed Deposits.		

Signed this _____ day of _____ 2017.

Affix
Revenue
Stamp

Signature of shareholders

Signature of first proxy holder

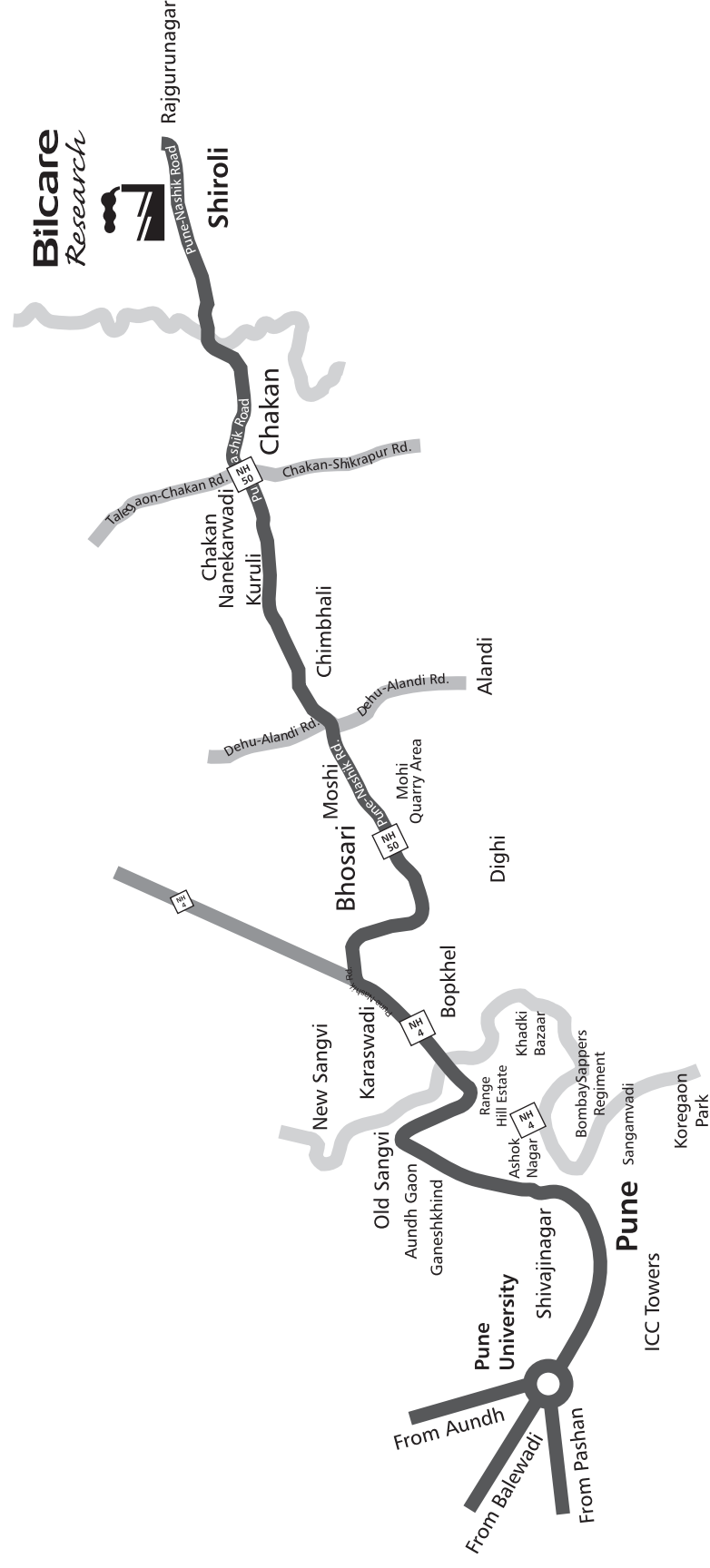
Signature of second proxy holder

Signature of third proxy holder

Note:

- *1. Please put 'x' in the appropriate column against the respective resolutions. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
2. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Road Map to AGM Venue





Bilcare Limited
1028, Shiroli, Rajgurunagar
Pune 410505, India.

investors@bilcare.com
www.bilcare.com