



25th Annual Report 2018-19

PARMAX PHARMA LIMITED
(CIN: L24231GJ1994PLC023504)
25th ANNUAL REPORT 2018-19

COMPANY INFORMATION

BOARD OF DIRECTORS:	Mr. Alkesh M. Gopani - Managing Director Mr. Alkesh R. Gosalia - Managing Director (Finance and Operations) Mr. Umang A. Gosalia - Whole-time Director Mr. Vipul M. Gopani - Director Mrs. Asha S. Daftary - Independent Director Mr. Pramay A. Chhatra - Independent Director Ms. Ami R. Shah - Independent Director
KEY MANAGERIAL: PERSONNEL	Mr. Keyur D. Vora (CFO) Mr. Yash J. Vora (CS as Compliance Officer)
AUDITORS:	M/s. B. A. Shah S.R. Mehta & Company Chartered Accountants, Rajkot
BANKERS:	HDFC Bank Kotak Mahindra Bank ICICI Bank Bank of India
REGISTERED OFFICE & FACTORY:	Plot No. 20, Survey No. 52, Rajkot-Gondal National Highway No. 27, Hadamtala, Tal. Kotda Sangani, Rajkot - 360311, Gujarat Contact Number: 02827 – 270 534 / 270 535 Email: - info@parmaxpharma.com Website: - www.parmaxpharma.com
REGISTRAR AND SHARE TRANSFER AGENT:	Purva Sharegistry (India) Pvt. Ltd., Unit no. 9, Shiv Shakti Ind. Estate, J. R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai - 400 011 Contact Number: 022-2301 2518/ 2301 6761 E-mail id: support@purvashare.com , busicomp@gmail.com ,

25th Annual General Meeting

On Friday, 27th September, 2019 at 01:00 p.m.

Plot No. 20, Survey No. 52, Rajkot-Gondal National Highway No. 27, Hadamtala, Rajkot-360311

NOTICE

Notice is hereby given that the 25th Annual General Meeting of the members of Parmax Pharma Limited will be held on Friday 27th day of September, 2019, at 1.00 p.m. at the Registered office of the Company situated at Plot no. 20, survey no. 52, Rajkot-Gondal National Highway no. 27, Hadamtala, Tal. Kotda Sangani, Dist. Rajkot – 360 311 Gujarat.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2019, the Audited Statement of Profit and Loss for the year ended on that date and the Reports of the Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Alkesh R. Gosalia (DIN: 01130615) who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:-

3. To consider and if thought fit, to pass with or without modification, the following Resolution as an **Special Resolution**:-

Re-appointment of Mr. Alkesh M. Gopani as a Managing Director of the Company and fixation of remuneration payable to him with effect from 1st April, 2019.

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and Schedule V to the Companies Act, 2013 ("the Act") read with Companies (Appointment and Remuneration to Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Rules made there under to the extent applicable, on the recommendation the Board of Directors of the Company, the consent of the Company be and is hereby accorded for appointment of Mr. Alkesh M. Gopani (holding DIN 00465670) as Managing Director of the Company for a period of two years from 1st April, 2019 – 31st March, 2021, upon the terms and conditions of appointment including remuneration as set out in the Statement annexed to the Notice, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit.

“RESOLVED FURTHER THAT the payment of remuneration amounting to Rs. 18 Lakhs per annum to Mr. Alkesh M. Gopani, as Managing Director of the company will effective from 1st April, 2019 for remaining duration of appointment.

“RESOLVED FURTHER THAT the Ministry of Corporate Affairs (MCA) through its notification dated 12 September 2018 under notified provisions of the Companies (Amendment) Act, 2017 (Amendment Act, 2017) and amended schedule V of Companies Act, 2013. Respectively to the same, the Central Government amends Schedule V of Companies Act, 2013 vide Notification dated 12th September, 2018 and amends Part I and Part II related to conditions to be fulfilled for the Appointments and Remuneration of a Managing or Whole-time director or a Manager without the approval of the Central Government but by the approval of members in the general meeting via special resolution.

“RESOLVED FURTHER THAT the Board of Directors and the Nomination & Remuneration Committee be and is hereby authorised to vary such terms of appointment & remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation, as the case may be, as specified under the relevant provisions of the Companies Act, 2013 and/or Schedule V.

RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Managing Director, the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Company may pay to the Managing Director, the above remuneration excluding commission amount payable on the minimum remuneration by way of salary, Perquisites and Other terms & Conditions as specified above and subject to receipt of the requisite approvals.

“RESOLVED FURTHER THAT If director draws or receives, directly or indirectly, by way of remuneration any such sums in excess prescribed by this section or without approval required under this section, he shall refund such sums to the company, within two years or such lesser period as may be allowed by the company, and until such sum is refunded, hold it in trust for the company. The company shall not waive the recovery of any sum refundable to it unless approved by the company by special resolution within two years from the date the sum becomes refundable and in accordance with the provisions of Schedule V of the Companies Act 2013.

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director and Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company.”

4. To consider and if thought fit, to pass with or without modification, the following Resolution as an **Special Resolution**:-

Recommendation for approval of change in designation of Mr. Alkesh R. Gosalia, Director to be as Managing Director (Finance and Operations) and fixation of remuneration payable to him with effect from 1st April, 2019.

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and Schedule V to the Companies Act, 2013 ("the Act") read with Companies (Appointment and Remuneration to Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Rules made there under to the extent applicable, on the recommendation the Board of Directors of the Company, the consent of the Company be and is hereby accorded for appointment of Mr. Alkesh R. Gosalia (holding DIN 01130615) as Managing Director of the Company for a period of five years from 15th February, 2019 – 14th February, 2024, upon the terms and conditions of appointment including remuneration as set out in the Statement annexed to the Notice, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit.

“RESOLVED FURTHER THAT the payment of remuneration amounting to Rs. 30 lakhs per annum to Mr. Alkesh R. Gosalia, as Managing Director (Finance and Operations) of the company will effective from 1st April, 2019 for remaining duration of appointment.

“RESOLVED FURTHER THAT the Ministry of Corporate Affairs (MCA) through its notification dated 12 September 2018 under notified provisions of the Companies (Amendment) Act, 2017 (Amendment Act, 2017) and amended schedule V of Companies Act, 2013. Respectively to the same, the Central Government amends Schedule V of Companies Act, 2013 vide Notification dated 12th September, 2018 and amends Part I and Part II related to conditions to be fulfilled for the Appointments and Remuneration of a Managing or Whole-time director or a Manager without the approval of the Central Government but by the approval of members in the general meeting via special resolution.

“RESOLVED FURTHER THAT the Board of Directors and the Nomination & Remuneration Committee be and is hereby authorised to vary such terms of appointment & remuneration specified above from time to time to

the extent the Board of Directors may deem appropriate, provided that such variation, as the case may be, as specified under the relevant provisions of the Companies Act, 2013 and/or Schedule V.

RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Managing Director, the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Company may pay to the Managing Director, the above remuneration excluding commission amount payable on the minimum remuneration by way of salary, Perquisites and Other terms & Conditions as specified above and subject to receipt of the requisite approvals.

“RESOLVED FURTHER THAT If director draws or receives, directly or indirectly, by way of remuneration any such sums in excess prescribed by this section or without approval required under this section, he shall refund such sums to the company, within two years or such lesser period as may be allowed by the company, and until such sum is refunded, hold it in trust for the company. The company shall not waive the recovery of any sum refundable to it unless approved by the company by special resolution within two years from the date the sum becomes refundable and in accordance with the provisions of Schedule V of the Companies Act 2013.

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director and Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company.”

5. To consider and if thought fit, to pass with or without modification, the following Resolution as an **Special Resolution**:-

Recommendation for approval of change in designation of Mr. Umang Alkesh Gosalia, Director to be as Whole-time Director of the Company and fixation of remuneration payable to him with effect from 1st April, 2019.

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and Schedule V to the Companies Act, 2013 ("the Act") read with Companies (Appointment and Remuneration to Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Rules made there under to the extent applicable, on the recommendation the Board of Directors of the Company, the consent of the Company be and is hereby accorded for appointment of Mr. Umang Alkesh Gosalia (holding DIN 05153830) as Whole-time Director of the Company for a period of five years from 15th February, 2019 – 14th February, 2024, upon the terms and conditions of appointment including remuneration as set out in the Statement annexed to the Notice, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit.

“RESOLVED FURTHER THAT the payment of remuneration amounting to Rs. 15 lakhs per annum to Mr. Umang Alkesh Gosalia, as Whole-time Director of the company will effective from 1st April, 2019 for remaining duration of appointment.

“RESOLVED FURTHER THAT the Ministry of Corporate Affairs (MCA) through its notification dated 12 September 2018 under notified provisions of the Companies (Amendment) Act, 2017 (Amendment Act, 2017) and amended schedule V of Companies Act, 2013. Respectively to the same, the Central Government amends Schedule V of Companies Act, 2013 vide Notification dated 12th September, 2018 and amends Part I and Part II related to conditions to be fulfilled for the Appointments and Remuneration of a Managing or Whole-time director or a Manager without the approval of the Central Government but by the approval of members in the general meeting via special resolution.

“RESOLVED FURTHER THAT the Board of Directors and the Nomination & Remuneration Committee be and is hereby authorised to vary such terms of appointment & remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation, as the case may be, as specified under the relevant provisions of the Companies Act, 2013 and/or Schedule V.

RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Managing Director, the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Company may pay to the Managing Director, the above remuneration excluding commission amount payable on the minimum remuneration by way of salary, Perquisites and Other terms & Conditions as specified above and subject to receipt of the requisite approvals.

“RESOLVED FURTHER THAT If director draws or receives, directly or indirectly, by way of remuneration any such sums in excess prescribed by this section or without approval required under this section, he shall refund such sums to the company, within two years or such lesser period as may be allowed by the company, and until such sum is refunded, hold it in trust for the company. The company shall not waive the recovery of any sum refundable to it unless approved by the company by special resolution within two years from the date the sum becomes refundable and in accordance with the provisions of Schedule V of the Companies Act 2013.

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director and Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company.”

*By order of the Board of Directors
For Parmax Pharma Limited*

Sd/-

Alkesh R. Gosalia

Managing Director (Finance and Operations)

Date: 27th August, 2019

Place: Rajkot

Notes :

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a member. PROXY in form no. MGT-11 to be effective should reach the registered office of the company not less than 48 hours before the time fixed for the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Proxies, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

3. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 21st September, 2019 to Friday, 27th September, 2019 (both days inclusive) for the purpose of Annual General Meeting of the Company.
4. The members are requested to intimate their change of address, if any, immediately to the Company & its Registrar And Transfer Agent (RTA) Viz. Purva Sharegistry (India) Pvt. Ltd., Unit no. 9, Shiv Shakti Ind. Estt., J .R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai-400 011 quoting their Folio No. or Client ID No.
5. Members desiring any information on Accounts are requested to write to the Company at least one week before the meeting so as to enable the management to keep the information ready. Replies will be provided at the meeting.
6. As a measure of economy, copies of Annual Report will not be distributed at the Annual General Meeting. Shareholders are requested to bring their copies of Annual Report and the attendance slip at the Annual General Meeting.
7. Nomination facility is available to the Share holders in respect of share held by them.
8. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the meeting.
9. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the special business under item numbers 3, 4 and 5 is annexed.
10. Information relating to the Directors proposed to be appointed and those retiring by rotation and seeking re-appointment at this Meeting, as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed to this Notice.

Name	Alkesh M Gopani	Alkesh R. Gosalia	Umang A. Gosalia
Date of Birth	18/06/1963	05/12/1957	23/04/1984
DIN No.	00465670	01130615	05173830
No. of Equity Shares held in the Company	2,89,210	2,54,800	1,00,000
Relationship with other Directors/ Manager/KMP	Brother of Mr. Vipul M Gopani	Father of Mr. Umang Gosalia	Son of Mr. Alkesh Gosalia
Education Qualification	MBA	CA (Final), B.Com	M.Sc. (Organic Chemistry)
Profile & Expertise in Specific functional Areas	Commerce graduate and MBA from Mumbai university having Reach business experience in trading, imports, & manufacture for Over 25 years.	C.A. final from ICAI and having Rich Business Experience in trading, imports, & manufacture for over 36 year	Pursing Ph.D. (Doctorate in Organic Chemistry) and having experience in chemistry & various types of organic reactions

<p>List of other Directorship /Committee membership in other Companies as on 31st March, 2019.</p>	<ul style="list-style-type: none"> - Master Securities Limited - Amity Steels Private Limited - Swastik Decoiling And Fabrication Pvt Ltd - Gopani Developers Private Limited - Gopani Metal Industries Private Limited - Alpvij Investments Private Limited - Gopani Steel Industries Private Limited <p>Committee membership in other Public Companies: None</p>	<p>Malwin Pharma Private Limited (Director)</p> <p>Committee membership in other Public Companies: None</p>	<p>None</p>
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11. Electronic copy of the Annual Report for 2018-19 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2018-19 is being sent by the permitted mode.

12. Any Shareholder of the Company interested in obtaining a physical copy of Annual Report may write to the Company Secretary at the registered office of the Company. The said Notice of the Annual General Meeting and Annual Report of the Company is also available for inspection by any member at the Registered Office of the Company for the year ended 31st March, 2019 and is uploaded on the Company’s website <http://www.parmaxpharma.com/> which may be accessed by the members.

13. Voting through electronic means:
The Company is pleased to offer e-voting facility to all its members to enable them to cast their vote electronically in terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 (including any statutory modification or re-enactment thereof for the time being in force). Accordingly, a member may exercise his vote by

electronic means and the Company may pass any resolution by electronic voting system in accordance with the above provisions.

Voting Process and other instructions regarding Remote e-voting:

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 24/09/2019 and ends on 26/09/2019. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 20/09/2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <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.
Dividend Bank Details OR Date of Birth (DOB)	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. <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).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company

opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) 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.
- (xviii) Shareholders can also use Mobile app - "m - Voting" for e-voting. m - Voting app is available on Apple, Android and Windows based Mobile. Shareholders may log in to m - Voting using their e-voting credentials to vote for the company resolution(s).
- (xix) 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, 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.
- (xx) Mr. Samsad A Khan, Practicing Company Secretary) [Membership No. 28719, (and failing him Mr. Amrish N Gandhi, Practicing Company Secretary) [Fellow Membership No. 8193] has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (xxi) The Scrutinizer shall, within a period not exceeding two working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any and submit forth with to the Chairman of the Company.

- (xxii) 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

CONTACT DETAILS	
Company	PARMAX PHARMA LIMITED
Registrar and Transfer Agent	M/s. Purva Sharegistry (India) Pvt. Ltd. Unit no. 9, Shiv Shakti Ind. Estt. J .R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai 400 011
e-voting Agency	Central Depository Services (India) Limited E-mail: helpdesk.evoting@cdslindia.com
Scrutinizer	CS Samsad Alam Khan, Practicing Company Secretary Email: admin@agskcs.com , amrishgandhi72@gmail.com Ph: 079-40323014

**By Order Of The Board Of Directors
For, Parmax Pharma Limited**

DATE: 27/08/2019
PLACE: HADAMTALA

Regd. Office:
Plot No. 20, Survey No. 52,
Rajkot-Gondal National Highway No. 27,
Hadamtala,
Tal. Kotda Sangani,
Dist. Rajkot – 360 311
Gujarat, India

Sd/-
Alkesh R. Gosalia
Managing Director
(Finance and Operations)
DIN: 01130615

DIRECTORS' REPORT

DEAR SHAREHOLDERS,

The directors are pleased to present their 25th Annual Report on the business and operations of the Company and the Audited financial accounts for the Year ended 31st March, 2019.

FINANCIAL RESULTS:

Particulars	(In Rs.)	
	For the year ended on 31 st March, 2019	For the year ended on 31 st March, 2018
Net Total Income	120608346	119488409
Less: Operating and Admin. Exps.	109324583	108542006
Profit before depreciation and Taxes	11283763	10946403
Less: Depreciation	10302507	10929861
Less: Extraordinary/Exceptional Items	0	0
Net Profit/(Loss) on sale of Fixed Assets	0	0
Profit before Tax (PBT)	981306	16542
Less: Taxes (including deferred tax and fringe benefit tax)	194259	11116
Profit after Tax (PAT)	786997	5426
Balance Available for appropriation	1841662	1049233
Which the Directors propose to appropriate as under:		
(i) Proposed Dividend	0.00	0.00
(ii) Corporate Dividend Tax	0.00	0.00
Surplus Carried to Balance Sheet	1841662	1054660
Earnings Per Equity Share		
Basic	0.21	0.00
Diluted	0.00	0.00

HIGHLIGHTS OF PERFORMANCE:

The company has posted a satisfactory performance for the year under review. The total revenue of the Company has increased from Rs. 11,94,88,409 to Rs. 12,06,08,346. The profit before tax of the Company has increased from Rs. 16,542 to Rs. 9,81,306. The net profit after tax has increased from Rs. 5,426 to Rs. 7,86,997. We remained resolute and relentless in our quest for strengthening our cost-competiveness, better management of working capital and operational excellence across all businesses.

DIVIDEND:

Keeping in view the financial results and in order to conserve financial resources for the future requirement of the fund, your directors do not recommend any dividend during the year under review

PUBLIC DEPOSITS:

The Company has accepted deposits of Rs. 25 Lakh from Relative of Directors and Promoters and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant

provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the relative of Director contravenes.

SUBSIDIARY/ JOINT VENTURE/ ASSOCIATE COMPANY:

As on 31st March, 2019, Your Company has NIL Subsidiary/Joint Venture/ Associate Company.

DEPOSITORY SYSTEM:

As members are aware, the company's shares are compulsorily tradable in the electronic form. As on March 31, 2019 almost 63.13% of the Company's total paid-up capital representing 23,62,060 shares were in dematerialized form. In view of the numerous advantages offered by the Depository system, members holding shares in physical mode are advised to avail of the facility of dematerialization on either of the Depositories.

EXTRACT OF ANNUAL RETURN AS PER SECTION 92 (3) OF COMPANIES ACT, 2013:

The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as “Annexure -A”.

BOARD MEETINGS HELD DURING THE YEAR:

Sr. No.	Date on which board Meetings were held	Total Strength of the Board	No. of Directors Present
1	30.05.2018	6	6
2	17.06.2018	6	5
3	14.08.2018	7	4
4	27.08.2018	7	4
5	22.09.2018	7	5
6	09.10.2018	7	3
7	11.11.2018	7	4
8	15.01.2019	7	5
9	14.02.2019	7	5
10	17.03.2019	7	5

Attendance of Directors at Board Meetings:

Sr. No.	Name of Directors	No. of Meeting Held	No. of Meeting Attended
1	Alkesh M Gopani	10	10
2	Alkesh R Gosalia	10	6
3	Umang A Gosalia	10	9
4	Vipul Gopani	10	3
5	Asha S Daftary	10	7
6	Pramay A Chhatra	10	7
7	Ami R. Shah	8	5

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

- In terms of Section 152 of the Companies Act, 2013, Mr. Umang Alkesh Gosalia (DIN: 005173830) is liable to retire by rotation at forthcoming AGM and being eligible offers himself for re-appointment.
- A brief resume of director being re-appointed with the nature of their expertise, their shareholding in the Company as stipulated under as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed to this Notice of the ensuing Annual General Meeting.
- The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- All the directors of the Company have confirmed that they are not disqualified from being appointed as directors in terms of Section 164 of the Companies Act, 2013.

MATTERS AS PRESCRIBED UNDER SUB-SECTIONS (1) AND (3) OF SECTION 178 OF THE COMPANIES ACT 2013:

The policy of the Company on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Sub section (3) of Section 178 of the Companies Act, 2013, adopted by the Committee, is appended in the Corporate Governance Report.

BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its own performance, the directors individually, as well as the evaluation of the working of its Committees. At the meeting of the Board all the relevant factors that are material for evaluating the performance of individual Directors, the Board and its various committees were discussed in detail. A structured questionnaire each for evaluation of the Board, its various Committees and individual Directors was prepared and recommended to the Board by Nomination & Remuneration Committee for doing the required evaluation after taking into consideration the input received from the Directors covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, execution and performance of specific duties, obligations and governance etc.

AUDITORS:**➤ Statutory Auditors**

Company had appointed M/s BA Shah SR Mehta & Co., Chartered Accountants for the purpose of carrying out Statutory Audit of the Company.

➤ Secretarial Auditor

Mr. Samsad Alam Khan, Practicing Company Secretaries is re-appointed to conduct the secretarial audit of the Company for the financial year 2018-19, as required under Section 204 of the Companies Act, 2013 and

Rules thereunder. Your Company has received consent from Mr. Samsad Alam Khan to act as the auditor for conducting audit of the Secretarial records for the financial year ending 31st March, 2019. The secretarial audit report for FY 2018-19 forms part of the Annual Report as ‘Annexure B’ to the Board’s report.

Directors Response to Secretarial Audit Report and Audit Report:-

Your Board of Directors would like to clarify the qualification remarks made in Secretarial Audit Report as under:-

Qualification/ Adverse Remark	Explanation :
<ol style="list-style-type: none"> 1. Company has not complied with the provisions of Section 74 of the Companies Act, 2013 regarding acceptance of deposits. 2. Payment of Remuneration to director is not as per the limit specified under the provision of section 197 under the Companies Act, 2013; 	<ol style="list-style-type: none"> 1. The Board is in process of complying with Section 74 of Companies Act, 2013 regarding Acceptance of deposits. 2. The Directors are working as full time directors and thereby the company is paying remuneration to directors for the same. Also, the Board has considered and approved the change in designation and approval of their remuneration is the Special Business of ensuing AGM. <p>However, Board assures to comply with the Act and Regulations.</p>

Directors Response to Audit Report:-

<p>In our opinion and to the best of our information and according to the explanations given to us, the aforesaid IND AS standalone 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 IND AS and other accounting principles generally accepted in India subject to Qualified opinion in Note no.9 for Over valuation of Stock by Rs.44,50,000/-</p>	<p>The Company is in to the business of Manufacturing of Bulk Drugs & Drug Intermediates, The Company has mainly two business models :</p> <p>Manufacturing of Products for its Principal(s) on contract manufacturing / job work basis where RMs validation process is provided by principal and Company’s own developed products, which are manufactured against receipt of orders. In both models the manufacturing process has different number of stages, different production parameters and different time cycle at end of the year different products are lying in different condition at different stages.</p> <p>The Company manufactured these products against Purchase Order (P.O.) raised by its customers and some of its material were lying in its finished form, which could not be dispatched due to certain issues with customers at the end of financial year hence due to these</p>
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	<p>factors valuation of Work-in Progress (WIP) becomes more complex and complicated, to have exact valuation / estimation of various WIP and semi finished stocks by the Auditors.</p> <p>Due to application of different methods by the Auditors and Company’s management for evaluation of Inventories, the estimated impact will be of Rs. 44,50,000/- in Profit and Loss account.”</p>
<p>The Company has accepted deposits of Rs. 25 Lakh from Relative of Directors and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the relative of Director is contravening.</p>	<p>The Board is in process of complying with Section 74 of Companies Act, 2013 regarding Acceptance of deposits.</p>
<p>Staff Professional tax amounts payable Rs. 1,83,520/- in respect of undisputed statutory dues were in arrears as at March 31, 2019 for a period of more than six months from the date on when they become payable.</p>	<p>As competent authority for collecting Professional Tax from the Company is Gram Panchayat and as per general practice prevailing they collect outstanding amount in the next year from the amount due hence Company will pay outstanding in due course.</p>

- **Internal Auditor**

The Board appointed M/s. B A Shah & Associates., Chartered Accountants (Firm Registration Number:- 109493W) hereby appointed as Internal Auditor of the company for the financial year 2019-20. The report prepared by the Internal Auditors is to be reviewed by the Statutory Auditors & Audit Committee.

- **Internal Financial Control System and their Adequacy:**

The details in respect of internal financial control and their adequacy are included in the Management Discussion & Analysis Report, which forms part of this report.

- **Particulars of Loans, Guarantees or Investments under Section 186:**

Details of Loans, Guarantees and Investments under the provisions of Section 186 of the Companies Act, 2013 are not applicable to the Company.

- **Audit Committee:**

The composition and the functions of the Audit Committee of the Board of Directors of the Company is disclosed in the Report on Corporate Governance, which is forming a part of this report.

- **Related Party Transactions:**

All the related party transactions entered into during the financial year were on an arm’s length basis and were in the ordinary course of business. Accordingly, the disclosure of related party transactions as required under Section 134(3) (h) of the Companies Act, 2013 in Form AOC 2 is attached in “Annexure C”.

- **Significant and Material Orders passed by the Regulators or Courts:**
There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.
- **Material changes:**
There are no material changes and commitments, that would affect financial position of the company from the end of the financial year of the company to which the financial statements relate and the date of the directors report.
- **Reserves:**
The Company has proposed to transfer Rs.7,86,996/- profit of the Company to the General Reserve for this year.
- **Employee Stock Option:** The Company has not issued any Employee Stock Option.
- **Cash Flow analysis:**
The Cash Flow Statement for the year under reference in terms of Regulation 34(2) (c) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 with the stock exchanges forms part of the Annual Report.
- **Conservation of energy, research and development, technology absorption, foreign exchange earnings and outgo:**
 - A) **Conservation of Energy:**

Your company is serious in conserving energy by reducing consumption of power by implementing closed monitoring over plan running and adequate maintenance of electric components of plants and other machinery. Company has not made any capital investment or not taken any other steps for conservation of energy or the clause is not applicable.
 - B) **Technology absorption:**
Your company has not made any efforts towards technology absorption and neither imported any technology nor made any expenditure on research and developments.
 - C) **Foreign Exchange earnings and outgo:**
Foreign Exchange inflow (Rs.): **NIL**
Foreign Exchange outflow (Rs.): **2,07,405/-**.
- **Corporate Governance:**
As per regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, report on "Corporate Governance" is attached and forms a part of Directors Report. A Certificate from the Practicing Company Secretary regarding compliance of the conditions of Corporate Governance as stipulated under the Listing Regulation is annexed to this Report.

MANAGEMENT DISCUSSION AND ANALYSIS:**➤ Economic Scenario:**

For the global economy, the year 2018 was difficult, with the world output growth falling from 3.8 per cent in 2017 to 3.6 per cent in 2018. Growth rate of world output is projected to fall further to 3.3 per cent in 2019 as growth of both advanced economies and emerging & developing economies are expected to decline. Growth of the Indian economy moderated in 2018-19 with a growth of 6.8 per cent, slightly lower than 7.2 per cent in 2017-18. Yet, India continued to be the fastest growing major economy in the world. India maintained its macroeconomic stability by containing inflation within 4 per cent and by maintaining a manageable current account deficit to GDP ratio. The current account deficit to GDP was higher in 2018-19 as compared to 2017-18, primarily due to higher oil prices, which were about 14 \$/bbl higher in 2018-19 vis-à-vis the previous year. However, the current account deficit started to narrow in the third quarter of the year. The manufacturing sector was characterized by higher growth in 2018-19 while the growth in agriculture sector witnessed tapering. Growth in investment, which had slowed down for many years, has bottomed out and has started to recover since 2017-18. In fact, growth in fixed investment picked up from 8.3 per cent in 2016-17 to 9.3 per cent in 2017-18 and further to 10.0 per cent in 2018-19. Net FDI inflows grew by 14.2 per cent in 2018-19. Capital expenditure of Central Government grew by 15.1 per cent in 2018-19 leading to increase in share of capital expenditure in total expenditure. Given the macroeconomic situation and the structural reforms being undertaken by the government, the economy is projected to grow at 7 per cent in 2019-20. (Source: Economic Survey 2018 -19, Ministry of Finance).

➤ Industry Review:**- Emerging trends**

Following are some notable trends that are expected to have an impact on the industry:

Oncology: Treatments for cancer have been advancing at an accelerated pace in recent years, offering notable improvements in clinical benefit, as well as increased specificity through selection, or through engineered cell or gene therapies. Advances in technology and the use of information will act as driving forces that will impact oncology treatment and costs over the next decade.

This would include advances in drugs and medical devices, real-world data with ability to link across datasets, pace of innovation in artificial intelligence and use of mobile apps for prevention to survivor support will drive better patient engagement. While each of these areas will see advances individually, they will also have combined influence on treatments of patients. It is expected that 70 to 90 oncology products will be launched in the next five years as compared to 57 oncology products launched in the past five years². The global market for oncology therapeutic medicines is estimated US\$ 100 Bn in 2018 and is expected to reach US\$ 140 to 150 Bn at a CAGR of 6% to 9% by 2023.*

Biosimilar products: In the next five years, biosimilars market will be driven by introduction of new competitors, market penetration of existing biosimilars and losses of exclusivity. Across developed

markets, biosimilar introductions in the US have lagged behind Europe. However by 2023, US policies are expected to encourage more biosimilar filings, greater clarity in FDA review process and legal framework surrounding biosimilars litigation leading to their approvals at a faster pace.

➤ **Review and Future Outlook of the Company:**

Medicine spending in India is expected to increase at 9-12 per cent CAGR between 2018-22 to US\$ 26-30 billion, driven by increasing consumer spending, rapid urbanization, and raising healthcare insurance among others. Going forward, better growth in domestic sales would also depend on the ability of companies to align their product portfolio towards chronic therapies for diseases such as such as cardiovascular, anti-diabetes, anti-depressants and anti-cancers that are on the rise.

The Indian government has taken many steps to reduce costs and bring down healthcare expenses. Speedy introduction of generic drugs into the market has remained in focus and is expected to benefit the Indian pharmaceutical companies. In addition, the thrust on rural health programmes, lifesaving drugs and preventive vaccines also augurs well for the pharmaceutical companies.

The Government of India plans to set up a US\$ 640 million venture capital fund to boost drug discovery and strengthen pharmaceutical infrastructure. The 'Pharma Vision 2020' by the government's Department of Pharmaceuticals aims to make India a major hub for end-to-end drug discovery.

➤ **Internal Control System:**

The Company has proper and adequate system of internal control, commensurate with the size and nature of its business. Regular Internal Audits and Checks carried out and also management reviews the internal control system and procedures to ensure orderly and efficient conduct of business and to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that transactions are authorized, recorded and reported correctly. The Company has well defined internal control system. The Company takes abundant care to design, review and monitor the working of internal control system. Internal audit in the organization is an independent appraisal activity and it measures the efficiency, adequacy and effectiveness of other controls in the organization. The Audit Committee, comprising Independent Directors, regularly reviews audit plans, significant audit findings, adequacy of internal controls, and compliance with Accounting Standards, among others.

➤ **Human Resources:**

The Company believes that its people are its most important asset and thus continuously strives to scale up its employee engagement through well structured systems and a visionary HR philosophy. The Company continues to lay emphasis on building and sustaining the excellent organization climate based on human performance. Performance management is the key word for the Company. Pursuit of proactive policies for industrial relations has resulted in a peaceful and harmonious situation in the Company. We are highly focused on developing our employees to perform with the same excellence for the challenges and huge business opportunities that are envisaged in future. The Company firmly believes that intellectual capital and human resources is the backbone of the Company's success.

➤ **Cautionary Statement:**

This Management Discussion and Analysis statement of the Annual Report has been included in adherence to the spirit enunciated in the code of corporate governance approved by the Securities and Exchange Board of India.

Statement in the Management Discussion and Analysis describing Company's objectives, projections, estimates, expectation may be forward-looking statements within the meaning of applicable securities laws and regulations. Actual result could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operation include economic conditions affecting demand/supply and price conditions in the Government regulations, tax laws and other status and other incidental factors. Further, the discussion following herein reflects the perceptions on major issues as on date and the opinion expressed here are subject to change without notice. The Company undertakes no obligations to publicly update or revise any of the opinions of forward looking statements expressed in this report, consequent to new information future events, or otherwise.

Readers are hence cautioned not to place undue reliance on these statements and are advised to conduct their own investigation and analysis of the information contained or referred to this statement before taking any action with regard to specific objectives.

RISK MANAGEMENT:**A. Risk Management Committee**

The Company has not constituted any risk management committee. However the Board as and when required reviews the Risk Management Policy.

B. Major risks affecting the existence of the company**Business Risk**

- Operating Environment
- Ownership Structure
- Competitive position
- Management, Systems and Strategy, governance structure

Financial Risk

- Asset Quality
- Liquidity
- Profitability
- Capital Adequacy

C. Steps taken to mitigate the risks:

Company has framed formal risk management policy. However Board of directors are constantly trying to avoid the risks by way of planning, developing strategies to remain in the market, reviewing government policies and procedures, and doing marketing activities to remain in the market.

CORPORATE SOCIAL RESPONSIBILITY:

This clause is not applicable.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, state the following:

- That in the preparation of the annual financial statements for the year ended March 31, 2019, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- That such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgement and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2019 and of the profit of the Company for the year ended on that date;
- That proper and sufficient care has been taken 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;
- That the annual financial statements have been prepared on a going concern basis.
- That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- That systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

KEY MANAGERIAL PERSONNEL:

Mr. Alkesh M Gopani, Managing Director (Executive), Mr. Alkesh R. Gosalia, Managing Director (Finance and Operations), Mr. Umang Gosalia, Whole-time Director, Mr. Keyur D Vora, Chief Financial Officer and CS Yash Vora, Company Secretary are the Key Managerial Personnel of the Company.

VIGIL MECHANISM/WHISTLE BLOWER POLICY:

Your Company is committed to highest standards of ethical, moral and legal business conduct. Accordingly, the Board of Directors have formulated a Whistle Blower Policy which is in compliance with the provisions of Section 177(10) of the Companies Act, 2013 and Regulation 22 of the SEBI (LODR), Regulations, 2015. It is framed for employees and Directors of the company to report to the management instances of unethical behaviour, actual or suspected fraud or violation of the company's code of conduct. This policy enables the employees or directors of Company to approach the Chairman of Audit Committee.

Further, the whistle blower policy is available at the website of our company at <http://www.parmaxpharma.com/policies.php>

THE CHANGE IN NATURE OF BUSINESS:

There is no material change in the business of the Company during the year under review.

PARTICULARS OF EMPLOYEES:

A statement containing the names and other particulars of employees in accordance with the provisions of section 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as "**Annexure – D**" to this report.

No employee has received remuneration in excess of the limits set out in rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 during FY 2018-19.

ACKNOWLEDGMENT:

The Directors wish to place on record their appreciation to the devoted services of the workers, staff and the officers who largely contributed to the efficient management of the Company in the difficult times. The Directors place on record their appreciation for the continued support of the shareholders of the Company. The Directors also take this opportunity to express their grateful appreciation for assistance and cooperation received from the bankers, vendors and stakeholders including financial institutions, Central and State Government authorities, other business associates, who have extended their valuable sustained support and encouragement during the year under review.

**By and order of Board of Directors
For, Parmax Pharma Limited**

DATE: 27th August, 2019

PLACE: HADAMTALA

Regd. Office:

Plot No. 20, Survey No. 52,
Rajkot-Gondal National Highway No. 27,
Hadamtala,
Tal. Kotda Sangani,
Dist. Rajkot – 360 311

Sd/-

**Alkesh R. Gosalia
Managing Director
(Finance and Operations)
DIN: 01130615**

Annexure A

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31.03.2019

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

I. Registration and other details:

CIN	L24231GJ1994PLC023504
Registration date	02/11/1994
Name of the Company	PARMAX PHARMA LIMITED
Category / Sub-Category of the Company	Company Limited by Shares
Address of the registered office and contact details	Plot No. 20, Survey No. 52, Rajkot-Gondal National Highway No. 27, Hadamtala, Tal. Kotda Sangani, Dist. Rajkot - 360 311 Gujarat, India
Whether listed company (Yes/No)	YES
Name, address and contact details of Registrar and Transfer Agent, if any	PURVA SHAREGISTRY (INDIA) PVT. LTD. No-9, Shiv Shakti Industrial Estate, Ground Floor, J. R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel, Mumbai - 400 011

II. Principal of business activities of the company:

All the Business Activities contributing 10% or more of the total turnover of the Company shall be stated:

Sr. No.	Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
1	(1S)-(+)-10-Camphor Sulfonyl Chloride	21001	22.95
2	Intermediate of Nebi-V	21001	22.47
3	Ormeloxifen Hydrochloride I.P.	21001	19.91

III. Particulars of holding, Subsidiary and Associate Companies:

Sr. No.	Name and address of the company	CIN/GLN	Holding/Subsidiary/ Associate	Applicable Section
1.	N.A.	N.A	N.A	N.A

IV. Shareholding pattern (Equity share capital breakup as percentage of Total Equity):
(i) Category-wise Shareholding:

Category of Share holder	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. PROMOTERS									
(1) INDIAN									
a) Individual/ HUF (Directors & HUF)	1151750	700	1152450	30.80	1151750	700	1152450	30.80	NIL
b) Central Govt.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) Bodies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Corporate	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Banks/FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Any Other (Director's Relative)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Subtotal A(1)	1151750	700	1152450	30.80	1151750	700	1152450	30.80	NIL
(2) FOREIGN									
a) NRI-individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Other	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) Bodies Corporate	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) Banks/FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Any Other	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub Total A(2)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total Shareholding of Promoter (A)=(A)(1)+ (A)(2)	1090050	700	1090750	29.15	1151750	700	1152450	30.80	NIL

B) Others (Non Institutions)									
B) Other									
Individuals									
Individual Shareholders holding nominal share capital up to Rs. 2 Lakh	25495	1370850	1396345	37.32	69010	1278440	1347450	36.02	-1.31
Individual Shareholders holding nominal share capital in excess of Rs. 2 Lakh	1104800	53500	1158300	29.53	1138210	68500	1206710	32.25	1.29
c) Bodies Corporate	NIL	1600	1600	0.04	NIL	1600	1600	0.04	NIL
e) Any Other									
Hindu Undivided Family	500	30000	30500	0.82	500	30000	30500	0.82	0.00
Clearing Members	105	NIL	105	0.00	90	NIL	90	0.00	NIL
NRI	2000	NIL	2000	0.05	2500	NIL	2500	0.07	+0.02
Sub Total B(2):-									
Total shareholding of others (B)	1132900	1455950	2588850	69.20	1210310	1378540	2588850	69.20	0.00
GRAND TOTAL									
A + B	2257605	1483695	3741300	100	2284650	1456650	3741300	100	No Change

(ii) Shareholding of Promoters:

Sl. No	NAME OF SHARE HOLDER	SHARE HOLDING AT THE BEGINING OF THE YEAR			SHARE HOLDING AT THE END OF THE YEAR			% CHANGE 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	Mahasukhlal Chimanlal Gopani	763040	20.39	NIL	748960	20.02	NIL	-0.38

2	Alkesh Gopani M	289210	7.73	NIL	289210	7.73	NIL	Nil
3	Vipul Mahasukh Gopani	100200	2.68	NIL	100200	2.68	NIL	Nil
4	Pravina Mahasukh Gopani*	0	0	NIL	14800	0.38	NIL	+0.38
	Total	1152450	30.80	NIL	1152450	30.80	NIL	Nil

***- 14,080 shares of Late Shri Mahasukhlal Chimanlal Gopani were transmitted in favor of Mrs. Pravina Mahasukh Gopani.**

(iii) Change in Promoter's Shareholding:

Sl. No.	Particulars	SHARE HOLDING AT THE BEGINING OF THE YEAR		Cumulative Shareholding during the year	
		No of Shares	% OF TOTAL SHARES OF THE COMPANY	No of Shares	% OF TOTAL SHARES OF THE COMPANY
1	At the beginning of the year	1152450	30.80	1152450	30.80
2	During the period many of shares sell by the promoters	Nil	Nil	1152450	Nil
3	At the End of the Year	1152450	30.80	1152450	30.80

(iv) Shareholding Pattern of top ten Shareholders (Other than directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	For Each of the Top 10 Shareholders	Shareholding At The Beginning Of The Year		Change in Shareholding (Nos. of Shares)		Shareholding at the end of the year		Date of Buying or Selling
		No of Shares	% Of Total Shares Of The Company	Increase	Decrease	No Of Shares	% Of Total Shares Of The Company	
1.	Gosalia Pradeep Ramniklal	250000	6.68	—	—	250000	6.68	

2.	Shah Jyotsnaben Ramniklal	250000	6.68	—	—	250000	6.68	
3.	Gosalia Meena Alkesh	170000	4.54	—	—	170000	4.54	
4.	Gosalia Nimit P	40000	1.07	—	—	40000	1.07	
5.	Gosalia Vandana P	40000	1.07	—	—	40000	1.07	
6.	Jayantibhai Savjibhai Dhol	20000	0.53	—	—	20000	0.53	
7.	Kusum Jain	18500	0.49	—	—	18500	0.49	
9.	Bhanjibhai Bhurabhai Ladani (HUF)	15000	0.40	—	—	15000	0.40	
10.	Babubhai Mohanbhai Bhalodi	15000	0.40	—	—	15000	0.40	
11	Prabhudas D Hansalpara	0	0.00	20010	—			Buy 11-05-2018
		—	—	4900	—	24910	0.67	Buy 15-06-2018
12	Rajesh N. Harde	0	0.00	8500	—			Buy 02-11-2018
		—	—	15000	—	23500	0.63	Buy 30-03-2018

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	SHARE HOLDING AT THE BEGINING of the year		Purchase/ (Sale) during the year	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. Alkesh R. Gosalia Director	254800	6.81	—	254800	6.81
2.	Mr. Alkesh Gopani Managing Director	289210	7.73	—	289210	7.73
3.	Mr. Vipul M Gopani Director	100200	2.68	—	100200	2.68
4.	Mr. Umang A Gosalia Director	100000	2.67	—	100000	2.67
5.	Mrs. Asha S Daftary Independent Director	NIL	NIL	NIL	NIL	NIL
6.	Mr. Pramay A Chhatra Independent Director	NIL	NIL	NIL	NIL	NIL

7.	Ms. Ami R. Shah (w.e.f. 17.06.2018) Independent Director	NIL	NIL	NIL	NIL	NIL
8.	Mr. Keyur Vora Chief Financial Officer	NIL	NIL	NIL	NIL	NIL
9.	CS Isha Shrotriya Company Secretary	NIL	NIL	NIL	NIL	NIL
10.	CS Yash J. Vora	NIL	NIL	NIL	NIL	NIL

IV. Indebtedness:

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

Particulars	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	2224232	13800000	NIL	16024232
ii) Interest Due but Not Paid	NIL	NIL	NIL	NIL
iii) Interest Accrued but not due	NIL	NIL	NIL	NIL
Total I + ii = iii	NIL	10249177	NIL	10249177
Change in Indebtedness during the financial year				
i) Addition	37219957	2033732	NIL	39253689
ii) Reduction	NIL	NIL	NIL	NIL
Net Change Indebtedness at the end of the financial year				
i) Principal Amount	37219957	15800000	NIL	21624233
ii) Interest Due but Not Paid	NIL	33732	NIL	33732
iii) Interest Accrued but not due	NIL	NIL	NIL	NIL
Total I + ii = iii	37219957	15833732	NIL	55277922

V. Remuneration of Directors and Key Managerial Personnel-

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

SN.	Particulars of Remuneration	Name of MD/WTD/Manager			Total
		Alkesh Gopani	Alkesh Gosalia*	Umang Gosalia*	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	16,80,000	10,80,000	27,60,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission - as % of profit - others, specify...	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL
	Total (A)	NIL	16,80,000	10,80,000	27,60,000
	Ceiling as per the Act (as per the Schedule V Part II Section II)	NIL	NIL	NIL	NIL

Mr. Alkesh Gosalia and

B. Remuneration to other directors

SI.	Particulars of Remuneration	Name of Directors				Total Amount
		Non-Executive Director Mr. Vipul M. Gopani	Non-Executive and Independent Director Mrs. Asha S. Daftary	Non-Executive and Independent Director Mr. Pramay A. Chhatra	Non-Executive and Independent Director Ms. Ami R. Shah*	
1	Independent Directors	Nil	Nil	Nil	Nil	Nil
	Fee for attending board committee meetings	Nil	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil	Nil	Nil
2	Other Non-Executive Directors	Nil	Nil	Nil	Nil	Nil
	Fee for attending board committee meetings	Nil	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil	Nil

Total (2)	Nil	Nil	Nil	Nil	Nil
Total (B)=(1+2)	Nil	Nil	Nil	Nil	Nil
Total Managerial Remuneration	Nil	Nil	Nil	Nil	Nil
Overall Ceiling as per the Act					

* Ms. Ami R. Shah has been appointed as Non-Executive and Independent Director w.e.f. 17th June, 2019

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

SN	Particulars of Remuneration	Key Managerial Personnel			
		Isha N. Shrotriya Company Secretary*	Yash J. Vora Company Secretary**	Keyur Vora CFO	Total
1	Gross salary	Rs. 1,58,980	Rs. 1,97,650	Rs. 6,52,400	Rs. 10,09,030
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Rs. 1,58,980	Rs. 1,97,650	Rs. 6,52,400	Rs. 10,09,030
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL
	- as % of profit	NIL	NIL	NIL	NIL
	others, specify...	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL
	Total	Rs. 1,58,980	Rs. 1,97,650	Rs. 6,52,400	Rs. 10,90,030

***Resigned from the post of Company Secretary with effect from 8th October, 2018**

****Appointed as Company Secretary with effect from 9th October, 2018**

VI. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

**By and order of Board of Directors
For, Parmax Pharma Limited**

**Place: Hadamtala
Date: 27.08.2019**

**Alkesh R. Gosalia
Managing Director
(Finance and Operations)
DIN: 01130615**

Annexure-B

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st March, 2019

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
PARMAX PHARMA LIMITED

Plot No. 20, Survey No. 52,
Rajkot-Gondal National Highway No. 27,
Hadamta, Rajkot - 360311
Gujarat, India

I, Samsad Alam Khan, Company Secretaries, have conducted the secretarial audit of the compliance of applicable statutory (provisions and the adherence to good corporate practices by **PARMAX PHARMA LIMITED [CIN: L24231GJ1994PLC023504]** 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 **PARMAX PHARMA LIMITED'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, 2018 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 **PARMAX PHARMA LIMITED** for the financial year ended on 31st March, 2018 according to the provisions of:

- I. The Companies Act, 2013 ('the Act') and the rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Byelaws framed there under;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.

- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (upto 14th May, 2015) and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (effective 15th May, 2015);
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 **(Not Applicable to the Company during the Audit Period)**;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable to the Company during the Audit Period)**;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not Applicable to the Company during the Audit period)**;
 - 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 **(Not Applicable as the Company is not registered as Registrar and Transfer Agents with SEBI)**;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not Applicable to the Company during the Audit Period)** and;
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not Applicable to the Company during the Audit Period)**.
- I. As informed to me the following other Laws specifically applicable to the Company as under:
- A. INDUSTRIAL & LABOUR LAWS AND ENVIORNMENT RELATED:**
- a) The Environment (Protection) Act, 1986
 - b) The Factories Act, 1948
 - c) The Minimum Wages Act, 1948
 - d) The Payment of Wages Act, 1936
 - e) Employee's State Insurance Act, 1948
 - f) Employees' Provident Fund and Miscellaneous Provisions Act, 1952

- g) The Payment of Bonus Act, 1965
- h) The Payment of Gratuity Act, 1972
- i) The Contract Labour (Regulation and Abolition) Act, 1970
- j) The Maternity Benefit Act, 1961
- k) The Child Labour (Prohibition and Regulation) Act, 1986
- l) The Industrial Employment (Standing Orders) Act, 1946
- m) The Apprentices Act, 1961

I have also examined compliance with the applicable clauses of the following:

- a) Secretarial Standards with respect to General and Board Meetings Minutes issued by The Institute of Company Secretaries of India (effective from 1st July, 2015).
- b) The Listing Agreements entered into by the Company with BSE Limited.
- c) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. (effective from 1st December, 2015)

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below.

- i. Payment of Remuneration to director is not as per the limit specified under the provision of section 197 under the Companies Act, 2013;*
- ii. Company has not complied with the provisions of Section 74 of the Companies Act, 2013 regarding acceptance of deposits.*

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. Changes in the composition of the Board of Directors that took place during the period 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 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 decisions of the board were unanimous and the same was 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 were no specific events / actions having a major bearing on the Company's affairs.

Place: Ahmedabad

Date: 27.08.2019

Samsad Alam Khan

Company Secretaries

CP No: 13972

Note: *This Report is to be read with Our Letter of even date which is annexed as "Appendix A" and forms an integral part of this report.*

'Appendix A'

To,
The Members,
PARMAX PHARMA LIMITED
8-B National Highway, Survey No -52,
Hadamtala, Gujarat- 360311

Our Secretarial Audit 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. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We 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. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we 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.

Place: Ahmedabad
Date: 27.08.2019

Samsad Alam Khan
Company Secretaries
CP No: 13972

Annexure-C

FORM NO. 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)

1. Details of contracts or arrangements or transactions at arm’s length basis:

SI	Names of related party and Nature of relationship	Nature of contracts/ arrangements / transactions	Duration of contracts/arrangements/ transactions	Salient terms of the contracts/arrangements/ transactions	Justification for entering into such contracts or arrangements	Dates of approval by the Board	Amount paid as advances, if any	Date of special resolution u/s 188
	NA			N.A.	N.A.			N.A.

2. Details of contracts or arrangements or transactions not at arm’s length basis:

SI	Names of related party and Nature of relationship	Nature of contracts/ arrangements / transactions	Duration of contracts/arrangements/ transactions	Salient terms of the contracts/arrangements/ transactions	Justification for entering into such contracts or arrangements	Dates of approval by the Board	Amount paid as advances, if any	Date of special resolution u/s 188
1	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

**By and order of Board Of Directors
For, Parmax Pharma Limited**

**DATE: 30/05/2019
Place: Hadamtala**

**Sd/-
Alkesh R. Gosalia
Managing Director (Finance and Operations)
DIN: 01130615**

ANNEXURE - D TO DIRECTORS' REPORT

PARTICULARS OF EMPLOYEES:-

(Pursuant to rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

1. There is no increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2018-19 , ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2018-19 .
2. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;

Sr. No.	Name of Director/KMP	Remuneration for FY 2018-19 (in Rs)	% increase in remuneration in FY 2018-19	Ratio of remuneration of director to median remuneration of employees
1.	Mr. Alkesh M Gopani Managing Director	Nil	–	–
2.	Mr. Alkesh R Gosalia Non Executive Director	Rs. 16,80,000/-	–	11.67:1
3.	Mr. Vipul M Gopani Non Executive Director	Nil	–	–
4.	Mr. Umang A Gosalia Non Executive Director	Rs. 10,80,000/-		7.5:1
5.	Mrs. Asha S Daftary Independent Director	Nil	–	–
6.	Mr. Pramay A Chhatra Independent Director	Nil	–	–
7.	Mr. Keyur D Vora Chief Financial Officer	Rs.6,60,000	–	–
8	CS Isha Shrotriya Company Secretary*	Rs. 3,30,000/-	NA	NA
9.	CS Yash Vora** Company Secretary	Rs. 3,60,000/-	NA	NA

*Resigned from the post of Company Secretary w.e.f. 8th October, 2018

**Appointed as a Company Secretary w.e.f 9th October, 2018

3. The percentage increase in the median remuneration of employees in the financial year: NA

4. There were total 107 number of permanent employees on the rolls of company for FY 2018-19;
5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: NIL

CORPORATE GOVERNANCE REPORT

1. COMPANY’S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company has always been committed to the principles of good corporate governance which inter alia includes protection of shareholders rights, enhancement of shareholder value, equitable treatment of all shareholders, stakeholders such as suppliers, customers and employees and to report financial information adequately and transparently. A continuous process of delegation of powers commensurate to accountability, coupled with trust, faith and transparency has been embedded in the day to day functioning. A system to effectively manage risks has been implemented. The Company has been disclosing detailed information on different issues concerned the Company’s performance from time to time.

This report sets out the compliance status of the Company with the requirements of corporate governance, as set out in Pursuant to Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year 2018-19.

BOARD OF DIRECTORS

A. Composition of Board of Directors as on 31-03-2019 is as under:-

Name of the Director	Category	Total No. of Other Directorship (In Public Companies)	Details of Committees in other Companies	
			Chairman	Member
Alkesh M. Gopani	Executive	1	NIL	NIL
Alkesh R. Gosalia	Executive	NIL	NIL	NIL
Umang A. Gosalia	Executive	NIL	NIL	NIL
Vipul M. Gopani	Non Executive, Non Independent	1	NIL	NIL
Asha S. Daftary	Independent	NIL	NIL	NIL
Pramay A. Chhatra	Independent	NIL	NIL	NIL
Ami R. Shah	Independent	NIL	NIL	NIL

B. Attendance of each director at the Board Meeting and Last Annual General Meeting:

During the financial year 2018-2019, the Board of Directors of your Company met 10 (Ten) times on 30/05/2018, 17/06/2018, 14/08/2018, 27/08/2018, 22/09/2018, 09/10/2018, 11/11/2018, 15/01/2019, 14/02/2019 and 17/03/2019.

The details of directors and their attendance at the board meetings and Last Annual General Meeting of the Company are as under:-

Name of Directors	No. of Board Meeting attended	Attendance at last AGM held on 22nd September, 2018
Alkesh M. Gopani	6	Yes
Alkesh R. Gosalia	10	Yes
Umang A. Gosalia	10	Yes
Vipul M. Gopani	3	Yes
Asha S. Daftary	6	No*
Pramay A. Chhatra	8	Yes
Ami R. Shah	5	No

*Mrs. Asha S. Daftary being chairperson of Audit Committee and Stakeholders Relationship Committee could not attend the Annual General Meeting of the Company due to her ill health.

AUDIT COMMITTEE

The Audit Committee, comprising Three Directors, all are Non-Executive Directors and all of them have financial and accounting knowledge. The constitution of Audit Committee also meets with the requirements under Section 177 of the Companies Act, 2013 and as per Regulation 18 of SEBI (LODR) Reg, 2015. Members are regularly present at the meetings.

a. The Composition of an Audit Committee as on 31.03.2019 and details of committee meetings attended by members are as under:-

- Mrs. Asha S. Daftary – Chairman
- Mr. Pramay A. Chhatra – Member
- Mr. Umang A. Gosalia – Member

There were four meetings held during the year dated 30/05/2018, 12/08/2018, 11/11/2018 and 14/02/2018.

Name of Members	Total Meetings held during the year	No. of meetings attended
Mrs. Asha S. Daftary	4	4
Mr. Pramay A. Chhatra	4	4
Mr. Umang A. Gosalia	4	4

b. Keeping in view the provisions of section 177 of the Act, and the provisions of the SEBI (LODR) Regulations, 2015, the terms of reference of the Audit Committee include the following:-

- I. Oversight of the Company’s financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- II. Recommending the appointment, remuneration and terms of appointment of statutory auditors, including cost auditors of the Company;
- III. Approving payment to statutory auditors, including cost auditors, for any other services rendered by them;
- IV. Reviewing with management the quarterly and annual financial statements before submission to the board, focusing primarily on;
 - Matters required to be included in the Directors’ Responsibility Statement to be included in the Board’s Report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013;
 - Changes, if any, in accounting policies and practices and reasons for the same;
 - Major accounting entries involving estimates based on the exercise of judgement by the management;
 - Compliance with listing and other legal requirements relating to financial statements;
 - Disclosure of any related party transactions; and
- V. Reviewing with the management, performance of statutory and internal auditors, external and Cost auditors, the adequacy of internal control systems, risk management systems.
- VI. Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- VII. Discussion with internal auditors any significant findings and follow up there on.
- VIII. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
- IX. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern;
- X. Approval of appointment of CFO (i.e. the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing qualifications, experience and background, etc. of the candidate;
- XI. Reviewing the Company’s financial and risk management policies.
- XII. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- XIII. to review the functioning of the Vigil Mechanism/Whistle blower mechanism

NOMINATION AND REMUNERATION COMMITTEE

A. The composition of the Nomination and Remuneration Committee as on 31.03.2019 and the details of the meetings attended by the Directors are given below:

Mrs. Asha S Daftary – Chairman
 Mr. Pramay A Chhatra – Member
 Mr. Umang A. Gosalia – Member

The Meetings of Nomination and Remuneration Committee were held on and 17/06/2018 and 14/02/2019.

Name of Members	Total Meetings held during the year	No. of meetings attended
Mrs. Asha S. Daftary	2	2
Mr. Pramay A. Chhatra	2	2
Mr. Umang A. Gosalia	2	2

B. Keeping in view the provisions of section 178 of the Act and the provisions of the SEBI LODR Regulations 2015, the terms of reference of the NOMINATION AND REMUNERATION COMMITTEE include the following.

- I. formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- II. formulation of criteria for evaluation of performance of independent directors and the board of directors;
- III. devising a policy on diversity of board of directors;
- IV. identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;
- V. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

During the period under review No sitting fee is payable to the Executive, Non Executive and Managing Director.

C. Details of shares of the Company held by Directors as on 31st March, 2019 are as under:

Name	No. of Shares held
Mr. Alkesh R Gosalia	254800
Mr. Alkesh Gopani	289210
Mr. Vipul M Gopani	100200
Mr. Umang A Gosalia	100000
Mrs. Asha S Daftary	NIL
Mr. Pramay A Chhatra	NIL

STAKEHOLDER RELATIONSHIP COMMITTEE (erstwhile Shareholders'/Investors' grievance committee):-

A. The Composition of Stakeholder Relationship Committee as on 31.03.2019 and details of committee meetings attended by Director are as under:-

- Mrs. Asha S Daftary – Chairman
- Mr. Pramay A Chhatra – Member
- Mr. Umang A. Gosalia – Member

The Meeting of Stakeholder Relationship Committee was held on 17/03/2019 and all the members were present in the meeting.

B. Keeping in view the provisions of section 178 of the Act, and the provisions of the SEBI LODR Regulations 2015 the terms of reference of the Stakeholders Relationship Committee are as follows :-

- I. Oversee and review all matters connected with the transfer of the Company’s securities;
- II. Approve issue of the Company’s duplicate share / debenture certificates;
- III. Consider, resolve and monitor redressal of investors’ / shareholders’ / security holders’ grievances related to transfer of securities, non-receipt of Annual Report, non-receipt of declared dividend etc.;
- IV. Oversee the performance of the Company’s Registrars and Transfer Agents;
- V. Recommend methods to upgrade the standard of services to investors;
- VI. Monitor implementation and compliance with the Company’s Code of Conduct for Prohibition of Insider Trading;
- VII. Carry out any other function as is referred by the Board from time to time and / or enforced by any statutory notification / amendment or modification as may be applicable.

C. Investor Grievance Redressal:-

Number of complaints received and resolved during the year as on 31st March, 2019 is as follows:-

Number of complaints as on 1st April, 2018	NIL
Number of complaints received during the year ended on 31st March, 2019	NIL
Number of complaints resolved up to 31st March, 2019	NIL
Number of complaints pending as on 31st March, 2019	NIL

Chairman/Managing Director and CFO Certification

The Chairman/Managing Director and CFO have issued certificate pursuant to the provisions of under Regulation 17(8) of the (LODR) Reg, 2015 certifying that the financial statements do not contain any untrue statement and these statements represent a true and fair view of the Company’s affairs. The said certificate is annexed and forms part of the Annual Report.

General Body Meetings

Details of last three Annual General Meetings are as under:

Year	Date	Time	Venue	No. of Special Resolutions Passed
2015-16	16/09/2016	3.00 P.M.	Plot No. 20, Survey No. 52, Rajkot-Gondal National Highway No. 27, Rajkot – 360311, Gujarat, India	
2016-17	23/09/2017	3.00 P.M.		--
2017-18	22/09/2018	1.00P.M.		1 1. Approval of Related Party transactions.

➤ No postal ballot was conducted during the year.

DISCLOSURES:

- a) Disclosure on materially significant related party transactions:
Full disclosure of related party transactions as per accounting standard 18 issued by The Institute of Chartered Accountants of India is given under Note No. 22(H) of Notes Forming part of accounts for the year ended on 31st March, 2019.

The Board has approved a policy for related party transactions which has been uploaded on the Company's website. The web-link as required under Listing Regulations is as under:
<http://www.parmaxpharma.com/policies.php>

- b) No. penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter related to capital Markets.
- d) Independent Directors are familiarised with their roles, rights and responsibilities in the Company as well as with the nature of industry and business model of the Company. The details of the familiarisation programmes can be accessed on the web link:
<http://www.parmaxpharma.com/policies.php>

Regulation 36(3) of SEBI (LODR) Regulations, 2015: Information relating to the Directors proposed to be appointed and those retiring by rotation and seeking re-appointment at this Meeting

Name	Alkesh M Gopani	Alkesh R. Gosalia	Umang A. Gosalia
Date of Birth	18/06/1963	05/12/1957	23/04/1984
DIN No.	00465670	01130615	05173830
No. of Equity Shares held in the Company	2,89,210	2,54,800	1,00,000
Relationship with other Directors/ Manager/KMP	Brother of Mr. Vipul M Gopani	Father of Mr. Umang Gosalia	Son of Mr. Alkesh Gosalia
Education Qualification	MBA	CA (Final), B.Com	M.Sc. (Organic Chemistry)
Profile & Expertise in Specific functional Areas	Commerce graduate and MBA from Mumbai university having Reach business experience in trading, imports, & manufacture for Over 25 years.	C.A. final from ICAI and having Rich Business Experience in trading, imports, & manufacture for over 36 year	Pursing Ph.D. (Doctorate in Organic (Chemistry) and having experience in chemistry & various types of organic reactions
List of other Directorship /Committee membership in other Companies as on 31st March, 2019.	<ul style="list-style-type: none"> - Master Securities Limited - Amity Interlink Steels Private Limited - Swastik Decoiling And Fabrication Pvt Ltd - Gopani Developers Private Limited - Gopani Metal Industries Private Limited - Alpvij Investments Private Limited - Gopani Steel Industries Private Limited Committee membership in other Public Companies: None	Malwin Pharma Private Limited (Director) Committee membership in other Public Companies: None	None

MEANS OF COMMUNICATIONS

a) Financial Results:

The Company has regularly published its quarterly, half yearly & annual results in newspapers & submitted to stock exchanges in accordance with the Listing Agreement requirements. Company ordinarily published its quarterly reports in newspaper. Our Website address is <http://www.parmaxpharma.com>.

b) Website:

The Company's website <http://www.parmaxpharma.com> contains a separate dedicated section namely “Investors Relations” where shareholders information is available. The Annual Report of the Company is also available on the website of the Company.

The Management Discussion and Analysis Report forms part of the report.

GENERAL SHAREHOLDERS’ INFORMATION:-

A. Annual General Meeting:-

Date: - 27th September, 2019

Venue:-Plot No. 20, Survey No. 52,
Rajkot-Gondal National Highway No. 27,
Hadamtala,
Tal. Kotda Sangani,
Dist. Rajkot – 360 311
Gujarat, India **Time:** - 1:00 P.M.

B. Financial Year: 2019-2020 (Tentative)

The financial year of the Company is 1st April to 31st March and financial results will be declared as per the following schedule.

Particulars	Tentative Schedule
Quarterly Unaudited Result	
Quarter Ending 30 th June, 2019	On 14 th August, 2019
Quarter Ending 30 th September, 2019	On or before 14 th November, 2019
Quarter Ending 31 st December, 2019	On or before 14 th February, 2020
Annual Audited Result	
Year ending 31 st March, 2020	Within 60 days from 31 March, 2020

C. Date of Book Closure:

The Share Transfer Book and Register of Members will remain closed from 21st September, 2019 to 27th September, 2019 inclusive).

D. Dividend: Nil

E. Listing at following Stock Exchanges:

Name of the Stock Exchange	Stock Code
The BSE Limited (BSE)	540359
ISIN for Equity Shares held in Demat form with NSDL and CDSL	INE240T01014

F. Listing Fees:

The Company has paid the listing fees to Bombay stock exchanges.

G. Registrar & Share Transfer Agents:

Name & Address : **PURVA SHAREGISTRY (INDIA) PVT. LTD.**
No-9, Shiv Shakti Industrial Estate, Ground Floor,
J. R. Boricha Marg, Opp. Kasturba Hospital,
Lower Parel, Mumbai - 400 011
Tele No. : 022-2301 6761 / 2301 8261
Fax No. : 022-2301 2517

H. Name of Company Secretary : CS Yash Vora**I. Income Tax PAN mandatory for Transfer of securities**

As per Regulation 40(7) read with Schedule VII of the Listing Regulations, for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the listed entity for registration of transfer of securities.

Further, the amendment in Regulation 40 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, vide Gazette notification dated June 8, 2018, has mandated that transfer of securities would be carried out in dematerialized form only.

Kindly find enclosed letter with respect to the amendment of Reg. 40 of SEBI (LODR) Reg., 2015 alongwith first reminder letter for KYC updation of physical shareholders as mandated by SEBI vide its circular no. SEBI/HO/MIRSD/DOS3/CIR/P/2018/115 dated July 16, 2018 and Stock Exchange. Shareholders holding shares in physical mode are requested to send us the letter duly signed and filled providing us requisite attachments for KYC updation.

J. SHARE HOLDING PATTERN AS ON 31ST MARCH, 2019 :

Sr. No.	Category	No. of Shares held	% of Share Holding
1.	Promoters	1152450	30.80
2.	Mutual Fund and UTI	0	0.00
3.	Bank, Financial Institution, Insurance Companies (Central/State Government Institution)	0	0.00
4.	Foreign Institutional Investors	0	0.00
5.	Private Corporate Bodies	1600	0.04
6.	Indian Public	2554160	68.27
	HUF	30500	0.82
7.	NRIs/OCBs	2500	0.07
8.	GDR	0	0.00
9.	Clearing Member	90	0.00
	Grand Total :-	3741300	100.00

K. Outstanding GDR/ADRs/ Warrant or any convertible instrument, conversion and likely impact on equity:-

NIL

L. DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2019

No. of Shares	Number of Shareholders	% of Total	In (Rs.)	% of total shareholding
UPTO 5,000	291	36.60	1062360	2.84
5,001 - 10,000	104	13.08	945000	2.53
10,001 - 20,000	80	10.06	1340840	3.58
20,001 - 30,000	209	26.29	5355100	14.31
30,001 - 40,000	21	2.64	777000	2.08
40,001 - 50,000	49	6.16	2420100	6.47
50,001 - 1,00,000	24	3.02	1771000	4.73
1,00,001 AND ABOVE	17	2.14	23741600	63.46

M. Registered Office Address for Correspondence**PARMAX PHARMA LIMITED**

Plot No. 20, Survey No. 52,
Rajkot-Gondal National Highway No. 27,
Hadamta,
Tal. Kotda Sangani,
Dist. Rajkot – 360 311
Gujarat, India Website: www.parmaxpharma.com
Email Id: info@parmaxpharma.com
Phone Number: - 02827 – 270534/270535

**By and order of Board Of Directors
For, Parmax Pharma Limited**

**Sd/-
Alkesh R. Gosalia
Managing Director (Finance and Operations)
DIN: 01130615**

**DATE: 27/08/2019
PLACE: Hadamtala**

DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT

Pursuant to Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Members,
PARMAX PHARMA LIMITED
HADAMTALA

I, Alkesh R. Gosalia, Managing Director (Finance and Operations), of PARMAX PHARMA LIMITED hereby declare that all the board members and senior executives one level below the executive directors including all functional heads have affirmed for the financial year ended 31st March, 2019, compliance with the code of conduct of the Company laid down for them.

**By and order of Board Of Directors
For, Parmax Pharma Limited**

**Sd/-
Alkesh R. Gosalia
Managing Director (Finance and Operations)
DIN: 01130615**

**DATE: 30/05/2019
PLACE: Hadamtala**

Chief Executive Officer (CEO) / Chief Financial Officer (CFO) Certification under Regulation 17(8) of the (LODR) Reg, 2015

To,
The Board of Director
Parmax Pharma Limited.
Hadamtala,
Rajkot.

We, Alkesh M. Gopani, Managing Director in terms of Companies Act, 2013 and **Keyur D. Vora, Chief Financial Officer** of the Company hereby certify to the Board that:

- A.** We have reviewed financial statements and the cash flow statement of PARMAX PHARMA LIMITED for the year ended 31st March, 2019 and to the best of their knowledge and belief :
1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. 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 their knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- C.** They accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
- D.** They have indicated to the auditors and the Audit committee:
1. that there are no significant changes in internal control over financial reporting during the year;
 2. that there are no significant changes in accounting policies during the year; and
 3. that there are no instances of significant fraud of which we have become aware.

Date: 30.05.2019

Place: Rajkot

Sd/-

Alkesh M. Gopani

Managing Director

Sd/-

Keyur D. Vora

Chief Financial Officer

CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,
The Members,
PARMAX PHARMA LIMITED

We have examined the compliance of the conditions of Corporate Governance by **M/s. PARMAX PHARMA LIMITED** (the Company) for the year ended 31st March 2019, as stipulated in regulation 17 to 27 and 23 (4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for the period from 1st April, 2018 to 31st March, 2019.

1. The Compliance of the conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of an opinion on the financial statements of the Company.
2. In our opinion and to the best of our information and according to our examination of the relevant records and the explanations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in clause 49 of Listing Agreement and regulation 17 to 27 and clauses (b) to (i) of Regulation 46 (2) and para C,D and E of Schedule V of the Listing Regulations for the respective periods of applicability as specified under the paragraph 1 above, during the year ended on March 31, 2019.
3. In our opinion and to the best of our information and according to the explanation given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (LODR) Regulations, 2015.
4. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Place: Ahmedabad
Date: 27th August, 2018

Samsad Alam Khan
Practicing Company Secretary
Membership No. A28719
Certificate of Practice No. 13972

AUDIT REPORT**TO THE MEMBERS OF PARMAX PHARMA LIMITED****1) Report on the Standalone IND AS Financial Statements**

We have audited the accompanying standalone IND AS financial statements of **Parmax Pharma Ltd.** (“the Company”), which comprise the Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

2) Management’s Responsibility for 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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (IND AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting the 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 IND AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3) 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 and the order issued u/s 143(11) of the Act.

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

4) Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid IND AS standalone 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 IND AS and other accounting principles generally accepted in India subject to Qualified opinion in Note no.9 for Over valuation of Stock by Rs.44,50,000/-

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2019; and
- (b) in the case of the Statement of Profit and Loss, of the **Profit** of the Company for the year ended on that date and
- (c) in the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013 we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit subject to above opinion;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d)** In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with Indian Accounting Standards referred to in Section 133 of the Companies Act 2013, read with rule 7 of the Companies (Accounts) Rules, 2014 subject to above Opinion;
 - e) On the basis of the written representations received from the directors as on March 31, 2019, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanation given to us:
 - i. There were no pending litigations which would impact the financial position of the Company.

- ii. The Company did not have any material foreseeable losses, in absence of any long term contracts.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
3. As required by the Companies (Auditor's Report) Order 2016 The order issued by the central Government in terms of section 143(11) of the Act we give Annexure A statement on the matters specified in Paragraph 3 and 4 of the order.

For B. A. SHAH S R MEHTA & CO.
Chartered Accountants
Firm Registration No: 128796W

Malay Shah
Partner
Membership No: 159526

Place: Rajkot
Date: 30.05.2019

Independent Auditor's Report of even date on the Standalone Financial Statements of Parmax Pharma Limited**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of **PARMAX PHARMA LIMITED**, as of March 31, 2019 in conjunction with our audit of the IND AS standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place : Rajkot
Date : 30.05.2019

For B. A. SHAH S.R. MEHTA & CO.
Chartered Accountants
Firm Registration No.: 128796W

MALAY SHAH
Partner
Membership No. 159526

BALANCE SHEET AS AT MARCH 31, 2019

Sr. No.	Particulars	Note No.	As at 31.03.2019 (Audited)	As at 31.03.2018 (Audited)
I.	Assets			
1	Non-current assets			
	(a) Property, Plant and Equipment		49178115	58626140
	(b) Capital work-in-progress		33288220	-
	(c) Investment Property		-	-
	(d) Goodwill		-	-
	(e) Other Intangible assets	1	-	-
	(f) Intangible assets under development		-	-
	(g) Biological Assets other than bearer plants		-	-
	(h) Financial Assets		-	-
	(i) Investments	2	2006000	6000
	(ii) Trade receivables		-	-
	(iii) Loans	3	1686813	780699
	(i) Deferred tax assets (net)	22	794625	238884
	(j) Other non-current assets	4	19806997	15492466
	Total Non-Current Assets		106760769	75144189
2	Current assets			
	(a) Inventories	5	39696524	32178226
	(b) Financial Assets		-	-
	(i) Investments		-	-
	(ii) Trade receivables	6	11460215	19720057
	(iii) Cash and cash equivalents	7	15674079	9576862
	(iv) Bank balances other than(iii) above			
	(v) Loans	8	23505599	29644061
	(vi) Others (to be specified)		-	-
	(c) Current Tax Assets (Net)		-	-
	(d) Other current assets		-	-
	Total Current Assets		90336417	91119206
	Total Assets		197097187	166263392

II.	EQUITY AND LIABILITIES			
1	Equity			
	(a) Equity Share capital	9	44511500	44511500
	(b) Other Equity	10	1841656	1054659
	Total Equity		46353156	45566159
2	LIABILITIES			
i.	Non-current liabilities			
	(a) Financial Liabilities		-	-
	(i) Borrowings	11	52590043	19598216
	(ii) Trade payables		-	-
	(iii) Other financial liabilities (other than those specified in item (b), to be specified		-	-
	(b) Provisions		-	-
	(c) Deferred tax liabilities (Net)		-	-
	(d) Other non-current liabilities		-	-
	Total of Non-Current Liabilities		52590043	19598216
ii.	Current liabilities			
	(a) Financial Liabilities		-	-
	(i) Borrowings		-	-
	(ii) Trade payables	12	91855912	96484319
	(iii) Other financial liabilities (other than those specified in item (c)		-	-
	(b) Other current liabilities	13	3239479	2131148
	(c) Provisions	14	3058593	2483551
	(d) Current Tax Liabilities (Net)		-	-
	Total of Current Liabilities		98153984	101099018
	Total Equity and Liabilities		197097187	166263392

Accounting policies 22
Other Explanatory notes 23

For **B A Shah S R Mehta & Co.**
Chartered Accountants
Firm Registration No : 128796W

For **PARMAX PHARMA LIMITED**

Malay Shah
Partner
Membership No. : 159526

Managing Director (A.M. Gopani) DIN : 00465670	Managing Director (A.R. Gosalia) DIN : 01130615	Whole-time Director (U. A. Gosalia) DIN : 05153830
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CFO (Keyur Vora)	Company Secretary (Yash Vora)
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Place: Rajkot
Date: 30.05.2019

Date: 30.05.2019

PARMAX PHARMA LIMITED

Statement of Profit and Loss Account

(in Rs.)

Sr. No.	Particulars	Note	Year Ended	Year Ended
			31.03.2019	31.03.2018
			(Audited)	(Audited)
I.	Revenue from operations	15	120126358	119015986
II.	Other income	16	481988	472423
III.	Total Income (I+II)		120608346	119488409
IV.	Expenses			
	(a) Cost of materials consumed	17	39233109	70645775
	(b) Purchase of stock-in-trade		-	-
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	18	12174762	-12830395
	(d) Employee benefits expense	19	20754610	21313498
	(e) Finance Costs	20	325496	335776
	(f) Depreciation and amortisation expense	1	10302507	10929861
	(g) Other expenses	21	36836606	29077352
	Total expenses (IV)		119627090	119471867
V	Profit/(Loss) from operations before exceptional items and tax (I-IV)		981256	16542
VI	Exceptional Items		-	-
VII	Profit/ (Loss) before tax (V-VI)		981256	16542
VIII	Tax expense:			
	(1) Current tax		750000	250000
	(2) Deferred tax		-555741	-238884
IX	Profit / (Loss) for the period from continuing operations (VII-VIII)		786996	5426
X	Profit/(loss) from discontinued operations		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII	Profit (Loss) for the period (IX+XII)		786996	5426
XIV	Other Comprehensive Income A. (i) Items that will not be reclassified to profit or loss (ii) Income tax relating to items that will not be reclassified to profit or loss B. (i) Items that will be reclassified to profit or loss (ii) Income tax relating to items that will be reclassified to profit or loss		-	-

Earnings per share (for continuing operation & discontinuing operation) (of Rs. 10/- each):			
(a) Basic		0.21	0.00
(b) Diluted		-	-
Accounting policies	22		
Other Explanatory notes	23		

For **B A Shah S R Mehta & Co.****Chartered Accountants**

Firm Registration No : 128796W

For **PARMAX PHARMA LIMITED****Malay Shah****Partner**

Membership No. : 159526

Managing Director

(A.M. Gopani)

DIN : 00465670

Managing Director

(A.R. Gosalia)

DIN : 01130615

Whole-time Director

(U. A. Gosalia)

DIN : 05153830

CFO

(Keyur Vora)

Company Secretary

(Yash Vora)

Place: Rajkot

Date: 30.05.2019

Date: 30.05.2019

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2019

(Amt. Rs.)

PARTICULARS	Period Ended on 31/03/2019	Period Ended on 31/03/2018
Cash & Cash Equivalents at the beginning of the year		
Cash on Hand	275,561	204,699
Balances with Scheduled Banks in Current & Deposit Account	9,301,301	1,506,559
	9,576,862	1,711,258
Cash & Cash Equivalents at the end of the year		
Cash on Hand	323,160	275,561
Balances with Scheduled Banks in Current & Deposit Account	15,350,919	9,301,301
	15,674,079	9,576,862
Net Increase / (Decrease)	6,097,217	7,865,604
<p>Note: The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard - 3 on Cash Flow Statement issued by the Institute of Chartered Accountants of India.</p>		

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 st MARCH , 2019

(Amt. Rs.)

PARTICULARS	Period Ended on 31/03/2019	Period Ended on 31/03/2018
(A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit After Extraordinary Item but Before Taxation:	981,256	16,542
<u>Adjustments for:</u>		
Depreciation	10,302,507	10,929,861
Provision for Current Tax	750,000	250,000
Provision for Deferred Tax Assets	(555,741)	(238,884)
Operating profit before Working Capital changes	10,533,763	10,696,403
<u>Adjustments for changes in Working Capital:</u>		
(Increase) / Decrease in Inventories	(7,518,298)	(14,543,031)
(Increase) / Decrease in Trade & Other Receivables	8,259,842	(18,515,375)
(Increase) / Decrease in Short term Loans and Advances	6,138,462	(13,040,110)
Increase / (Decrease) in Current Liabilities	(3,520,077)	75,659,947
Increase / (Decrease) in Tax Provisions	575,042	2,088,492
(Increase) / Decrease in Non Current Assets	(4,314,531)	(3,518,000)
(Increase) / Decrease in Long term Loans & Advances	(906,114)	(29,800)
Cash generated from Operations	(1,285,674)	28,102,123
Net Cash from Operating activities	(A) 9,248,089	38,798,526
(B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(34,142,702)	(42,307,981)
Net Cash from / (Used in) Investing activities	(B) (34,142,702)	(42,307,981)
(C) CASH FLOW FROM FINANCING ACTIVITIES		
Increase / (Decrease) in other Long Term Borrowings	32,991,827	11,375,056
(Increase) / Decrease in Non Current Investment	(2,000,000)	-
Net Cash (Used in) Financing activities	(C) 30,991,827	11,375,056
Net Increase in Cash & Cash Equivalents (A + B + C)	6,097,218	7,865,602
Cash & Cash Equivalents at the beginning of the year	9,576,862	1,711,258
Cash & Cash Equivalents at the end of the year	15,674,080	9,576,862

As per our report on even date,
For **B A Shah S R Mehta & Co.**
Chartered Accountants
Firm Registration No : 128796W

Malay Shah
Partner
Membership No. : 159526

Managing Director
(A.M. Gopani)
DIN : 00465670

Managing Director **Whole-time Director**
(A.R. Gosalia) (U. A. Gosalia)
DIN : 01130615 DIN : 05153830

CFO
(Keyur Vora)

Company Secretary
(Yash Vora)

Place: Rajkot
Date: 30.05.2019

Date: 30.05.2019

NOTES FORMING PART OF BALANCE SHEET AS AT 31.03.2019

	As at March 31,2019 Rs	As at March 31,2018 Rs
2. NON-CURRENT INVESTMENTAS		
Unquoted Investment	2,006,000	6,000
Total	<u>2,006,000</u>	<u>6,000</u>
3. LONG-TERM LOANS AND ADVANCES (Unsecured and considered good)		
Security deposits	1,686,813	780,699
Loans & Advances	-	-
Total	<u>1,686,813</u>	<u>780,699</u>
4. OTHER NON CURRENT ASSETS		
Miscellaneous Expenses	19,806,997	15,492,466
Total	<u>19,806,997</u>	<u>15,492,466</u>
5. INVENTORIES		
Raw material	14,677,503	12,511,122
Stores & Consumables	795,000	567,878
Work in Process	23,874,221	6,347,542
Finished goods	349,800	12,751,684
Total	<u>39,696,524</u>	<u>32,178,226</u>
6. TRADE RECEIVABLES (Unsecured and considered good)		
Outstanding for a period exceeding six months from the date they are due for payment	557	2,133,994
Others	11,459,658	17,586,063
Total	<u>11,460,215</u>	<u>19,720,057</u>
7. CASH AND CASH EQUIVALENTS		
Cash on hand	323,160	275,561
Balance with bank		
-In current account	15,350,919	9,301,301
Total	<u>15,674,079</u>	<u>9,576,862</u>
8. SHORT TERM LOANS AND ADVANCES (Unsecured and considered good)		
Advance to Suppliers (Expense)	1,882,485	2,075,400
Advance Recoverable in Cash or in kind or for Value to be received	21,623,114	27,568,661
Total	<u>23,505,599</u>	<u>29,644,061</u>

9. SHARE CAPITAL

AUTHORISED

6000000 Equity shares of RS.10/- each	60,000,000	60,000,000
	60,000,000	60,000,000
Issued, Subscribed and Fully paid-up		
5100800 Equity shares of Rs.10/- each, fully paid up	51,008,000	51,008,000
Less:		
Calls in Arrears / unpaid Allotment Money (13,59,500 Equity Shares)	13,595,000	13,595,000
	37,413,000	37,413,000
Add: Share Forfeiture (Partly Paid up 13,59,500 Equity Shares forfeited)	7,098,500	7,098,500
	44,511,500	44,511,500

Particulars	31.03.2019		31.03.2018	
	No. of Shares	Amount (in Rs.)	No. of Shares	Amount (in Rs.)
Reconciliation of Shares				
Fully Paid up Shares Outstanding At the Beginning of the Year	3,741,300	37,413,000	3,741,300	37,413,000
Partly Paid Shares Outstanding At the Beginning of the Year	-	-	-	-
<u>Add:</u>				
Shares Issued During the Year	-	-	-	-
Partly Paid up Shares converted into Fully Paid Up	-	-	-	-
Calls in Arrears received during the year	-	-	-	-
<u>Less:</u>				
Shares Bought back during the year	-	-	-	-
Fully Paid up Shares Outstanding At the End of the Year	3741300	37413000	3741300	37413000
Partly Paid Shares Outstanding At the End of the Year	-	-	-	-
Share Forfeited by the Company	1,359,500	7,098,500	1,359,500	7098500

(a) The Company has issued only one class of shares referred to as equity shares having nominal value of Rs.10/-. The holders of equity shares are entitled to one vote per share.

(b) Shareholders holding more than 5% shares based on legal ownership in the subscribed share capital of the Company is set out below :

Name of the shareholder	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	% held	No. of Shares	% held
Mahasukhlal Chimanbhai Gopani	748960	20.02%	763040	20.40%
Alkesh M Gopani	289210	7.73%	289210	7.73%
Alkesh R Gosalia	254800	6.81%	254800	6.81%
Pradip R Gosalia	250000	6.68%	250000	6.68%
Shah Jyotsana Ramniklal	250000	6.68%	250000	6.68%
Others	1948330	52.08%	1934250	51.70%
Total	3741300	100%	3741300	100%

10. RESERVES AND SURPLUS

Surplus/(Deficit) in the Statement of Profit and Loss

Opening balance	1,054,659	1,049,233
Add : Profit/(loss) for the year	786,996	5,426
Closing Balance	1,841,656	1,054,659
Less : Transferred	-	-
Total	1,841,656	1,054,659

11. LONG-TERM BORROWINGS

Secured

HDFC Bank Car Loan A/c (Creta)	-	403,191
HDFC Bank Loan A/C 224	39,177,621	
[Secured against all the Immovable property situated on the land admn. Sq. Mtr. 15903.91 ie. 19021.54 Sq. Yards of Plot No. 20, Survey No. 52/P Hadamtala Tal. Kotda Sangani, Dist. Rajkot]		
HDFC Bank Car Loan A/c (Terrano)	-	57,562
HDFC Bank Car Loan A/c	266,569	1,763,480
(Hypothicated against Mercedes Car)		
Sub - Total	<u>39,444,190</u>	<u>2,224,233</u>

Unsecured

From Directors	13,333,732	11,300,000
From Directors Relatives	2,500,000	2,500,000
From Corporate Bodies	-	5,600,000
Sub-Total	<u>15,833,732</u>	<u>19,400,000</u>

Less: Current maturities of long-term borrowings at the year end	2687879	2026017
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Total	<u>52,590,043</u>	<u>19,598,216</u>
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12. TRADE PAYABLES

Trade payables		
For Goods & Services	60,378,664	63,137,578
For Expenses	3,995,402	2,733,249
For Capital Expenditure	27,481,846	30,613,492
Total	<u>91,855,912</u>	<u>96,484,319</u>

13. OTHER CURRENT LIABILITIES

Other Current Liability	551,600	105,131
Current maturities of Long Term Debts	2,687,879	2,026,017
Total	<u>3,239,479</u>	<u>2,131,148</u>

14. SHORT TERM PROVISIONS

Provision for Taxes	1,000,000	7,670
Duties and Taxes	173,593	256,750
Provision for Expenses	1,885,000	2,219,131
Total	<u>3,058,593</u>	<u>2,483,551</u>

Notes forming part of Profit & Loss Account for the Year Ended 31.03.2019:

	For The year ended march 31,2019	For the year ended march 31, 2018
15. REVENUE FROM OPERATIONS		
Local	64,659,408	78,869,303
Labour Job Work	55,466,950	40,146,683
Total	120,126,358	119,015,986
16. OTHER INCOME		
Bank Interest Income	112,852	-
Credit card incentives A/c.	2,522	682
Credit Written Back A/c	106,100	103,729
Foreign Exchange Rate Diffrence (Gain/Loss) A/c.	-104	-
Income Tax	-	2,760
Interest Income on PGVCL Security Deposit	56,632	-
Rent Income	203,986	365,252
Total	481,988	472,423
17. COST OF MATERIALS CONSUMED		
Opening stock of Raw Material	12,511,122	7,263,148
	12,511,122	7,263,148
Add: Raw Material Purchase	58,926,169	71,428,568
Add: Opening of Stock in process	6,347,542	9,882,880
Add: Freight Exp.	-	632,993
Add: Rickshaw Fare Exp.	-	296,850
	77,784,833	89,504,439
Less: Closing stock of Raw Material	14,677,503	12,511,122
Less: Closing Stock S.I.P	23,874,221	6,347,542
	38,551,724	18,858,664
Total	39,233,109	70,645,775
18. (INCREASE)/DECREASE IN INVENTORIES		
Closing inventories		
Finished goods	349,800	12,751,684
Stores	795,000	567,878
Sub-Total	1,144,800	13,319,562
Purchase of Stores and Spares		-
Opening inventories		
Finished goods	12,751,684	-
Stores	567,878	489,167
Sub-Total	13,319,562	489,167
Total	12,174,762	(12,830,395)
19. EMPLOYEE BENEFITS EXPENSE		
Salary & Wages	20,364,610	20,928,543
Other Benefit	390,000	384,955
Total	20,754,610	21,313,498

20. FINANCE COSTS

Bank Charges & Commission	177,360	3,782
Motor Car Loan Interest	148,136	331,994
Total	325,496	335,776

21. OTHER EXPENSES
Manufacturing Expenses

Consumable Exp.	1,564,558	1,903,544
Canteen Exps.	799,146	617,331
ETP Maintainance Exp.	2,024,480	158,706
Electricity Exps.	9,221,874	7,467,782
Fuel Expenses	7,528,759	6,959,867
Hyderogenation Jobwork Charges	537,512	898,734
Boiler Repairs & Replacement Exps.	215,260	30,300
Plant Repairs & Maintainance Exps.	2,913,648	2,259,137
Safety Equipmet Exp.	198,942	220,985
Freight Inward Expense (R.M)	628,257	-
Local Transportation & Rickshaw Fare Exp.	440,412	-
Sample Testing Charges	618,700	740,090
Sundry Factory Exps.	300,784	360,934
	26,992,332	21,617,410

Administration & Selling Exps.

Adv. Exp.	243,156	232,418
Audit Fees	216,250	50,000
Air Conditioner Repairs and maintainance	69,361	21,100
Books & Periodicals Exp.	5,300	-
Building Repairs and maintainance	93,810	132,539
Computer Repairs & Maintenance Exp	83,080	73,144
Charity & Donation Exp.	94,300	131,350
Co. Professional Tax Exp.	2,400	2,400
Corporate Social Responsibility Exp.	134,000	-
Conveyance Expense	-	64,455
Credit card charges A/c.	-	25,140
Discount & Remission	-202	11,648
Electric Maintainance Exps.	313,335	378,383
Freight outward Exp	173,715	88,280
Food & Beverages Exps.	122,843	90,162
Foreign Travelling Expenses (Others)	-	118,868
Travelling Expense (Others)	181,845	412,227
Director Travelling Expense (Domestic - Foreign)	746,714	527,508
Furniture & Fixtures Repairing Exps.	63,560	91,571
Garden Exps.	132,230	109,525
GST Expenses	175,788	144,001
Insurance Exp	250,376	182,341
Interest Exp	-	10,951
Krishi Kalyan Cess 0.5%	-	7,388
Land Revenue Exp.	17,100	-
Legal Fees Exp.	181,000	-
Professional Fees Exp.	908,563	410,394
License Application/ Renewal Fees A/c	148,558	69,869

Laboratory Repairing Exps.	413,654	758,429
Loading & Forwarding	-	857
Membership & Subscription Exps.	80,700	87,800
Motor Car Fuel Exp.	670,287	-
Motor Car Insu. Premium A/c.	165,974	-
Motor Car Repairing Exps.	506,711	547,287
Postage & Courier Exp	83,640	74,642
Packaging and Forwarding Expenses	702,322	368,740
Stationary Printing & Xerox Exp	297,687	343,984
Swachh Bharat Cess	-	7,423
Tea-Coffee Exp	453,726	387,960
Telephone Exp	96,881	139,334
Telephone Repairing Exp.	11,342	-
Security Expense	264,000	-
Staff Medical Exps.	73,642	-
Staff Cloth Exps.	25,569	-
Staff Training and Coaching Expenses	680,000	830,000
Staff Travelling Allowance & Conveyance Exp.	237,325	-
Staff Welfare Expense	134,180	-
Provident Fund Expenses	12,920	13,288
Stock Exchange Fees	250,000	250,000
Sundry Expenses	288,410	247,763
Sundry Repairs Exp.	12,300	-
Vehicle Fuel Expenses	250	2,470
Weigh Scale Exp.	25,672	14,300
Round Off	-	3
	9,844,274	7,459,942

Notes forming Part of Financial Statements for the year Ended 31st March,2019
22 SIGNIFICANT ACCOUNTING POLICIES
1. IND AS 1 Presentation of Financial Statements :

These financial statements have been prepared under historical cost convention from books of accounts maintained on an accrual basis (unless otherwise stated hereinafter) in conformity with accounting principles generally accepted in India and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India and referred to Section 133 read with Rule 7 of the Companies (Accounts) rules, 2014 except as required by IND AS 19 - Employee benefits. The accounting policies applied by the company are consistent with those used in previous year.

The preparation of financial statements in conformity with GAAP requires that the management of the company makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosure relating to contingent liabilities as of the date of the financial statements.

2. IND AS 16 Property , Plant and Equipment :

Fixed Assets are stated at historical cost less accumulated depreciation and impairment losses, such cost being exclusive of excise duty/GST. The cost of an asset comprises its purchase price and directly attributable cost of bringing the assets to working condition for its intended use. Expenditure for additions and improvements are capitalized as and when incurred.

Depreciation :

Depreciation for the year on all assets is provided for on written down value method. (i) On carrying amount of fixed Asset brought forward from earlier year, at the rates derived from estimates of useful

lives made by management as mentioned in following table, (ii) on Fixed assets added during the year, at the rates derived from useful lives stated in schedule II to Companies Act, 2013.

Sr. No.	Major Head	Asset Included	Useful life
1	Building	Building	30 Years
2	Plant and Machinery	All Plant and Machinery	15 Years
3	Furniture and Fixtures	All Furniture and Fixtures	10 Years
4	Office Equipment	All office Equipment	5 Years
5	Vehicles	All Motor car	10 Years
6	Computer and data processing units	All Computer related Items	6 Years

3. Financial Liabilities :

Initial Recognition and Measurement: Financial Liabilities are initially recognized at fair value plus any transaction costs, (if any) which are attributable to acquisition of the financial liabilities.

4. Current/ Non Current Classification :

An asset is classified as current if:

- (a) It is expected to be realized or sold or consumed in the Company's normal operating cycle;
- (b) It is held primarily for the purpose of trading;
- (c) It is expected to be realized within twelve months after the reporting period; or
- (d) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non current.

A Liability is classified as current if:

- (a) It is expected to be realized or sold or consumed in the Company's normal operating cycle;
- (b) It is held primarily for the purpose of trading;
- (c) It is expected to be realized within twelve months after the reporting period; or
- (d) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other liability are classified as non current.

5. Share Capital:

Ordinary Shares are classified as equity. Incremental costs directly attributable to the issue of new Ordinary shares or share options are recognized as a deduction from equity, net of any tax effects.

6. Investments :

Long term Investments are stated at cost. Provision for diminution in the value if long term investment is made only when such decline is not temporary.

7. IND AS 18 Revenue :

Revenue is recognized only when it is probable that the economic benefits associated with the transaction will flow to the entity. Sales are exclusively of VAT, Excise Duty and Service Tax and GST.

8. Purchase :

Purchase of Raw Material where Cenvat credit and VAT credit and GST Credit is available are exclusive of Excise duty and VAT, GST.

9. IND AS 2 Inventories :

The cost of inventories shall comprise all costs of purchase, costs of conversion and other costs

incurred in bringing the inventories to their present location and condition.

Raw Material & Stores : Lower of Cost or Net Realisable Value

Semi Finished Goods/WIP Stock : At RM Cost + Conversion Cost

Finished Goods : Lower of Cost or Net Realisable Value

Company has maintained WIP stock records at Raw Material Cost however Conversion Cost as per Ind AS-2 Inventories has not been maintained/made available by company to verify and quantify VALUE OF W I P Stocks and its impact on true and correctness of Financial Statements prepared in accordance with Indian Accounting Standards, prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.

Attention is drawn to Management's estimation on the impact of audit qualification based on SEBI AUDIT REPORT under Regulation 33 of SEBI (LODR) dated 30.05.2019 overvaluation of WIP Stock by Rs.44,50,000/-

Based on above estimation Valuation of WIP Stocks is overvalued by Rs. 44,50,000/- and same will have impact of reducing Profit to the extent of Rs.44,50,000/-

10. IND AS 12 Income Tax:

Current year tax is provided based on the taxable income computed in accordance with the Income Tax Act 1961.

Deferred Tax is recognized, subject to consideration of prudence, on timing differences, representing the difference between the taxable income/loss and accounting income/loss that originated in one period and are capable of reversal in one or more subsequent periods. Deferred Tax assets and liabilities are measured using tax rules and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets Viz. unabsorbed depreciation and carry forward losses are recognised if there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

In accordance with IND AS 12, " Income Tax ", issued by The Institute of Chartered Accountants of India, the company has recognised deferred tax liabilities for the current year. The company has started generating cash profits and based on the future projections, the management is certain that the company shall be able to avail setoff of the carried forward losses against taxable profits.

Deferred Tax Asset as on 01.04.2018	238884
Add:	
Provision for Deferred tax Asset during the financial year on account of depreciation	555741
Deferred Tax Asset as on 31.03.2019	794625

11. IND AS 19 Employment Benefits :

Employees Benefits are accounted on cash basis Though Accounting Standard IND AS 19 issued by the Institute of Chartered Accountants of India is mandatory, the firm has not made Provision for Leave Encashment Benefit and payment of gratuity on retirement of employee as the quantum of liability is not ascertainable due to the availability of leave encashment benefit and availment of leave any time during the service period. There were no share based payments made to any of the employees.

12. IND AS 24 Related Party Disclosures:

Sr. No.	Name of Person / Entity	Relation	Nature of Transaction	Amount Involved
1	Alkesh R. Gosalia	Director	Salary	16,80,000
2	Umang A. Gosalia	Director	Salary	10,80,000
3	Alkesh R. Gosalia	Director	Accepted Loan	10,00,000
4	Alkesh R. Gosalia	Director	Payment of Interest	16,866
5	Umang A. Gosalia	Director	Accepted Loan	10,00,000
6	Umang A. Gosalia	Director	Payment of Interest	16,866
7	Pradeep R. Gosalia	Brother of Director	Salary	7,80,000
8	Nimit P. Gosalia	Nephew of Director	Salary	3,00,000
9	Malwin Pharma Pvt Ltd	Alkesh Gosalia is Common Director	Received from Malwin Pharma Pvt Ltd	29,00,000
10	Malwin Pharma Pvt Ltd	Alkesh Gosalia is Common Director	Payment made to Malwin Pharma Pvt Ltd	2,43,02,868
11	Malwin Pharma Pvt Ltd	Alkesh Gosalia is Common Director	Deposit with Electricity board transferred in Co.'s name and other sums	10,14,896

13. IND AS 108 Operating Segment:

The company has only one principal place of business and operates in only one type of business hence segment reporting is not made.

14. IND AS 20 Accounting for Government grants and disclosure of Government assistance

The Govt. Grants subsidies or export incentives received by the company are properly accounted.

15. IND AS 23 Borrowing Cost:

Borrowing costs that are attributable to acquisition or construction of qualified as part of the cost such assets. A Qualifies asset is one that takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

16. IND AS 17 Leases :

The company has not entered in to any lease transaction during the financial year, hence the clause is not applicable.

17. IND AS 36 Impairment of Assets :

The carrying values of assets/cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased such reversal of impairment loss is recognised in the Statement of Profit and Loss, except in case of re-valued assets.

In opinion of management , there are no indication of impairment of assets as on 31.03.2019 so no effect of impairment is required to be given in books of accounts.

18. IND AS 37 Provisions Contingent Liabilities and Contingent Assets :

Provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

19. IND AS 8 Accounting Policies, Changes In Accounting Estimates and Errors :

The preparation of financial statements requires, estimates and assumptions to be made that affect the application of accounting policies and the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed at each Balance Sheet date. Revisions in the estimates are recognized in the periods in which the results are known/materialize.

20. IND AS 33 Earnings Per Share (EPS):

Particulars	As at March 31,2019	As at March 31,2018
Basic/ weighted average number of equity shares		
outstanding during the year	3741300	3741300
Profit/(loss) for the year	786996	5426
Nominal value of equity share (Rs.)	10	10
Basic and diluted EPS (Rs.)	0.21	0.00

21. IND AS 21 effects of Changes in Foreign Exchange Rates :

Foreign currency transactions are accounted for at the rates prevailing on the date of transaction. Difference arising out of foreign exchange rates is dealt with in the Profit & Loss account. Current assets and current liabilities relating to foreign currency transactions remaining unsettled at the end of the year are translated at the closing rates and profit or loss arising there from, if any, is dealt with in the Profit & Loss account.

22. Management Remuneration :

Disclosures with respect to the remuneration of directors and employees as required under section 197 of Companies Act, 2013 and Rule 5(1) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 has been provided in the following table :

S N.	Particulars of Remuneration	Name of MD/WTD/Manager			Yash Vora	Total
		Alkesh Gosalia*	Umang Gosalia*	Keyur Vora		
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	16,80,000	10,80,000	6,52,400	1,98,650	36,10,050
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL	NIL
4	Commission - as % of profit - others, specify...	NIL	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total	16,80,000	10,80,000	6,52,400	1,98,650	36,10,050

23. Miscellaneous Expenditure :

In the current year, company have incurred Product Development Expenses for research and development of a product which is classified under Miscellaneous expenditure under non current assets. Company have not charged any such miscellaneous Expenditure in the Profit and loss account of during the year.

23. Other Explanatory Notes :

- 1) The Company has not received any memorandum (as required to be filed by the suppliers with the notified authority under the Micro, Small and Medium Enterprises Development Act, 2006) claiming their status as on 31st March, 2018 as micro, small or medium enterprises. Consequently the amount paid/payable to these parties could not be ascertained.
- 2) Balance with Parties are subject to reconciliation / confirmation with / by them. In absence of such confirmations, balances are as per books are taken and relied upon by the auditors.
- 3) Payments received / made through third parties are subject to confirmation.
- 4) Wherever any supporting are not made available in respect of any expenses / entries, the same is relied upon the information's and explanations given by the management to the auditors.
- 5) Fixed Assets are stated as certified by the Management of the company. The Auditors neither verify the same nor were any details as to physical verification of the same made available to the Auditors
- 6) Previous Year's figure has been re-grouped/re-arranged wherever necessary.

For B A Shah S R Mehta & Co.,

For Parmax Pharma Limited

Chartered Accountants
Firm Registration No : 128796W

Managing Director A.M. Gopani
DIN : 00465670

Managing Director (F & O) A. R. Gosalia
DIN : 01130615

Whole-time Director
U. A. Gosalia
DIN : 05153830

Malay Shah
Partner
Membership No: 159526

CFO Keyur Vora
Company Secretary Yash Vora

Place: Rajkot
Date: 30.05.2019

Date: 30.05.2019

Note: 1 Assets

F.Y. 2018-19											
Nature of fixed Assets	Depriciation Rate	Gross Block				Depriciation/Amortisation				Net Block	
		As At 01.04.2018	Addition during the year	Disosal/ Deducation	As at 31.03.2019	As at 01.04.2018	Provided during the year	Disposal/ Deducation	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
(A) TANGIBLE ASSETS:											
AHU PLANT		40000		-	40000	6637	6039	-	12676	27324	33363
AIR CONDITIONER		535431		-	535431	86606	81237	-	167843	367588	448825
BORWELL		219944		-	219944	99129	54451	-	153580	66364	120815
BUILDING (FACTORY)		9152246		-	9152246	819443	791616	-	1611059	7541187	8332803
CCTV CAMERA SYSTEM		105000		-	105000	37826	26399	-	64225	40775	67174
COMPOUND WALL A/C		1916900		-	1916900	182105	164805	-	346910	1569990	1734795
COMPUTER		188706	119152	-	307858	53996	90411	-	144407	163451	134710
COOLING TOWER		235000		-	235000	38990	35478	-	74468	160532	196010
DEEPPWEL PUMP		140000		-	140000	57840	37030	-	94870	45130	82160
DISPLAY SIGN BOARD		199200		-	199200	18028	32792	-	50820	148380	181172
EFFLUENT TREATMENT PLANT		2271634		-	2271634	376551	343010	-	719561	1552073	1895083
ELECTRIC INSTALLATION		2945222		-	2945222	739000	571191	-	1310191	1635031	2206222
ELECTRIC TRANSFORMER & SWITCH GEAR A/C.		1050000		-	1050000	249191	207329	-	456520	593480	800809
ELECTRONIC WEIGHING SCALE		95000	2900	-	97900	22546	19384	-	41930	55970	72454
FACTORY EQUIPMENT		118216		-	118216	21397	17524	-	38921	79295	96819
FIRE EXTINGUISHERS		9170	16900	-	26070	1521	3169	-	4690	21380	7649
FURNITURE & FITTINGS		2523154		-	2523154	599555	498020	-	1097575	1425579	1923599
GENERATOR SET		480000		-	480000	86880	71155	-	158035	321965	393120
GODOWN		80000		-	80000	6967	6938	-	13905	66095	73033
HYDRAULIC EQUIPMENTS		15000		-	15000	2489	2265	-	4754	10246	12511
LAB EQUIPMENT		1641008	273834	-	1914842	347090	354414	-	701504	1213338	1293918
LAND AND SITE DEVELOPMENT		1953440	100000	-	2053440	-	-	-	-	2053440	1953440
LAWN MOVER		12000		-	12000	1991	1812	-	3803	8197	10009
MISC. FIXED ASSETS		3850		-	3850	697	571	-	1268	2582	3153
MONO BLOCK PUMP A/C.		240000		-	240000	39820	36233	-	76053	163947	200180
MOTOR CAR CHEVROLET CRUZE		250000		-	250000	71569	55724	-	127293	122707	178431
MOTOR CAR HYUNDAI CRETA		700000		-	700000	200392	156027	-	356419	343581	499608
MOTOR CAR MERCEDES BENZ		2500000		-	2500000	715688	557241	-	1272929	1227071	1784312
MOTOR CAR NISSAN TERRANO		450000		-	450000	128824	100303	-	229127	220873	321176
MOTOR CAR SWIFT DZIRE		150000		-	150000	42941	33434	-	76375	73625	107059
OFFICE EQUIPMENT		70948		-	70948	34668	16351	-	51019	19929	36280
PLANT AND MACHINERY		35541303	208754	-	35750057	5390269	5472100	-	10862369	24887688	30151034
REFRIGERATOR		43984	18352	-	62336	6485	9555	-	16040	46296	37499
RM STORE STACK		110000		-	110000	14932	17207	-	32139	77861	95068
RO WATER PURIFIER		610000	94600	-	704600	101209	106360	-	207569	497031	508791
STAFF QUARTERS		1970000		-	1970000	171554	170852	-	342406	1627594	1798446
STORAGE EQUIPMENT		571847		-	571847	103504	84770	-	188274	383573	468343
TEA VENDING MACHINE		8000		-	8000	1327	1208	-	2535	5465	6673
TELEPHONE		372399	19990	-	392389	49899	61388	-	111287	281102	322500
TESTING MACHINE & PARTS		6000		-	6000	995	906	-	1901	4099	5005
TOOLS		39181		-	39181	7092	5808	-	12900	26281	32089
TOTAL (A)		69563783	854482	-	70418265	10937643	10302507	-	21240150	49178115	58626140
(B) INTANGIBLE ASSETS:											
TOTAL (B)		-	-	-	-	-	-	-	-	-	-
C) CAPITAL WORK-IN-PROGRESS (at cost):											
TOTAL (C)		-	33288220	-	33288220	-	-	-	-	33288220	-
TOTAL (A+B+C)		69563783	34142702	-	103706485	10937643	10302507	-	21240150	82466335	58626140

PARMAX PHARMA LIMITED

CIN: L24231GJ1994PLC023504

Registered Office: Plot No. 20, Survey No. 52, Rajkot-Gondal National Highway No. 27,
Hadamtala, Tal. Kotda Sangani, Dist. Rajkot – 360 311, Gujarat, IndiaE-mail: info@parmaxpharma.com**ATTENDANCE SLIP**

(To be handed over at the entrance of the meeting hall)

25th Annual General Meeting on Friday of 27th September, 2019

Name of Shareholder	
Address	
Ledger Folio No./DP Id/Client Id	
No. of shares held	
Name of Proxy	

I certify that I am the registered shareholder/proxy for the registered shareholder of the company

I hereby record my presence at the 25th Annual General Meeting held on 27th September, 2019 at 1:00 p.m. at the registered office of the company at Plot No. 20, Survey No. 52, Rajkot-Gondal National Highway No. 27, Hadamtala, Tal. Kotda Sangani, Dist. Rajkot – 360 311, Gujarat, India.

Signature of Shareholder/Proxy

PARMAX PHARMA LIMITED

CIN: L24231GJ1994PLC023504

Registered Office: Plot No. 20, Survey No. 52, Rajkot-Gondal National Highway No. 27,
Hadamtala, Tal. Kotda Sangani, Dist. Rajkot – 360 311, Gujarat, IndiaE-mail: info@parmaxpharma.com**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]**

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

I/We, being the member(s) of _____ shares of the above named company. Hereby appoint

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25th Annual General Meeting of the company, to be held on the Friday 27th of September, 2019 at 01: 00 p.m. at **PARMAX PHARMA LIMITED**, Plot No. 20, Survey No. 52, Rajkot-Gondal National Highway No. 27, Hadamtala, Tal. Kotda Sangani, Dist. Rajkot – 360 311, Gujarat, India and at any adjournment thereof in respect of such resolutions as are indicated below:-

Note:

1) 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.

2) The proxy need not be a member of the company

Resolutions to be passed at the Annual General Meeting:

Sl. No.	Resolution(S)	Vote	
		For	Against
1.	To receive, consider and adopt the Audited Balance Sheet as at 31 st March 2019, the Audited Statement of Profit and Loss for the year ended on that date and the Reports of the Directors' and Auditors' thereon		
2.	To appoint a Director in place of Mr. Alkesh R. Gosalia (DIN: 01130615) who retires by rotation and, being eligible, offers himself for re-appointment.		
3.	Re-appointment of Mr. Alkesh M. Gopani as a Managing Director of the Company and fixation of remuneration payable to him with effect from 1st April, 2019.		
4.	Recommendation for approval of change in designation of Mr. Alkesh R. Gosalia, Director to be as Managing Director (Finance and Operations) and fixation of remuneration payable to him with effect from 1 st April, 2019		
5.	Recommendation for approval of change in designation of Mr. Umang Gosalia, Director to be as Whole-time Director and fixation of remuneration payable to him with effect from 1 st April, 2019		

Signed this _____ day of _____ 2019

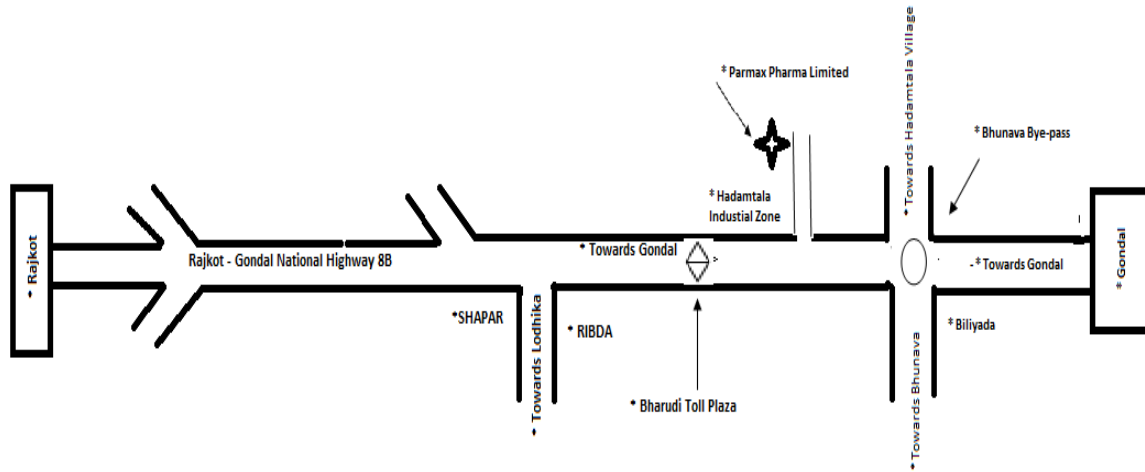
Signature of Shareholder _____

Signature of Proxy holder _____

Affix Revenue Stamps

Note:

- 1)** Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2)** The Proxy, to be effective should be deposited at the Registered Office of the Company not less than FORTY EIGHT HOURS before the commencement of the meeting.
- 3)** A Proxy need not be a member of the Company.
- 4)** In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 5)** The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.



* Route-map of venue for holding 25th Annual General Meeting of Parmax Pharma Limited

If Undelivered please return to,
Parmax Pharma Limited

**Registered office of the Company situated at Plot no. 20, survey no. 52, Rajkot-Gondal
National Highway no. 27, Hadamtala, Tal. Kotda Sangani, Dist. Rajkot – 360 311 Gujarat**

Contact Number: 02827 – 270 534 / 270 535

Email: - info@parmaxpharma.com

Website: - www.parmaxpharma.com