



FINANCIAL STATEMENT FOR THE YEAR ENDED
MARCH 31, 2019

ZUVENTUS HEALTHCARE LTD.

Financial Statements together with the Independent Auditors Report
for the Fiancial Year 2018-19

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Chartered Accountants

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INDEPENDENT AUDITORS' REPORT

To the Members of Zuventus Healthcare Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Zuventus Healthcare Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2019, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2019, and profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's Director's report, but does not include the financial statements and our auditors' report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

M.



BSR & Co. (a partnership firm with
Registration No. BA61223) converted into
BSR & Co., LLP (a Limited Liability Partnership
with LLP Registration No. AAB-8181)
with effect from October 14, 2013

Registered Office:
5th Floor, Lodha Excelus
Apollo Mills Compound
N. M. Joshi Marg, Mahalaxmi
Mumbai - 400 011, India

Management's Responsibility for the Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or



conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government in terms of section 143 (11) of the Act, we give in the "Annexure A" 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 purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under section 133 of the Act.



Annexure A to the Independent Auditors' Report – 31 March 2019

With reference to the Annexure referred to in paragraph 1 in Report on Other Legal and Regulatory Requirements of the Independent Auditors' Report to the members of the Company on the Ind AS financial statements for the year ended 31 March 2019, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a regular program of physical verification of its fixed assets by which its fixed assets are verified in a phased manner over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its fixed assets. The discrepancies noticed on such verification between the physical count and the book records were not material and have been properly dealt with in the books of account.
- (c) According to the information and explanations given to us and the records examined by us including the registered title deeds, we report that, the title deeds, comprising of all of immovable properties of land and buildings which are freehold, are held in the name of the Company. In respect of immovable properties of land and buildings that have been taken on lease and disclosed as property, plant and equipment in the Ind AS financial statements, the lease agreements are in the name of the Company, where the Company is the lessee in the agreement.
- (ii) The inventory, except goods in transit, has been physically verified by management during the year. The discrepancies noticed on such verification between the physical stock and the book records were not material and have been properly dealt with in the books of account. In our opinion, the frequency of such verification is reasonable and adequate in relation to the size of the Company and the nature of its business. In respect of stocks lying with third parties at the year end, written confirmations from major parties have been obtained.
- (iii) The Company has not granted any loans, secured or unsecured, to Companies, Firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly paragraph 3(iii) (a), (b) and (c) of the Order are not applicable to the Company
- (iv) The Company has not granted any loans, or provided any guarantees or security to the parties covered under Section 185 of the Act during the year. The Company has complied with the provisions of Section 186 of the Act, in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- (v) The Company has not accepted any deposits in accordance with the provisions of Sections 73 to 76 of the Act and the rules made there under. Accordingly paragraph 3(v) of the Order is not applicable to the Company



Annexure A to the Independent Auditors' Report – 31 March 2019 (continued)

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under section 148 of the Act, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the records.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Goods & Service Tax, cess and any other statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities, except amount in connection with certain employee related dues as more fully described in note 39 to the financial statements. As explained to us, the Company do not have dues on account of Sales Tax, Service Tax, Value Added Tax and Duty of Excise.

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods & Service Tax, Cess and any other statutory dues were in arrears as at 31 March 2019, for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us there are no dues of Income tax, Sales Tax, Duty of Excise, Duty of Customs, Service Tax, Value Added Tax, Employee State Insurance, Provident Fund and Goods & Service tax which have not been deposited by the Company on account of disputes except as disclosed in Enclosure 1 to this Annexure.

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to its bankers. The Company did not have any dues to any Financial Institutions, Government or any outstanding debentures during the year.

(ix) The Company has not raised any moneys by way of initial public offer and further public offer (including debt instruments). In our opinion, and according to the information and explanation given to us, the moneys raised by way of term loans have been applied for the purposes for which they were obtained. Accordingly paragraph 3(xi) is not applicable to the Company.

(x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we have been informed of any such case by the Management.



Annexure A to the Independent Auditors' Report – 31 March 2019 (continued)

- (xi) According to the information and explanations given to us, the managerial remuneration is paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) The Company is not a Nidhi Company and therefore the Nidhi Rules, 2014 are not applicable to it. Accordingly paragraph 3(xii) of the order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with section 177 and 188 of the Act and the details, as required by the applicable accounting standards have been disclosed in the Ind AS financial statements.
- (xiv) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partially convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.
- (xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with them during the year. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.
- (xvi) In our opinion and according to the information and explanations given to us, the Company is not required to register under section 45-IA of the Reserve Bank of India Act, 1934.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022



Nirav Patel

Partner

Membership No. 113327

UDIN: 19113327AAAAAY4717

Place: Mumbai

Date: July 16, 2019

Annexure A to the Independent Auditors' Report – 31 March 2019 (continued)

Enclosure 1

Name of the Statute	Nature of the dues	Amount Disputed (Rs. In million)	Amount paid under protest (Rs. In million)	Period to which the amount relates	Forum where dispute is pending
The Provident Fund Act, 1972	Provident Fund	53.62	20.00	FY 2010-11	High Court, Mumbai
The Maharashtra Value Added Tax Act, 2002	Value added tax	0.35	0.00	FY 2009-10	Joint Commissioner of Sales Tax (Appeal-2), Pune Div., Pune
The Central Sales Tax Act, 1956	Central sales tax	0.95	0.05	FY 2009-10	Joint Commissioner of Sales Tax (Appeal-2), Pune Div., Pune
The Central Sales Tax Act, 1956	Central sales tax	1.98	0.52	FY 2010-11	Joint Commissioner (Appeals)- 2
The Maharashtra Value Added Tax Act, 2002	Value added tax	1.29	0.15	FY 2011-12	Joint Commissioner of Sales Tax (Appeal-2), Pune Div., Pune
The Tamil Nadu Value Added Tax Act, 2006	Value added tax	15.58	2.66	FY 2015-16	Appellate Deputy Commissioner (CT), Central Div. Chennai
Finance Act, 1994	Service Tax	105.43	0.00	FY 2016-17	Office of the Commissioner of Central Goods and Service Tax and Central Excise
The Income Tax Act, 1961	Income tax	5.53	5.53 #	AY 2012-13	Income Tax Appellate Tribunal, Pune
The Income Tax Act, 1961	Income tax	6.11	6.11 #	AY 2013-14	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income tax	8.27	8.27 #	AY 2014-15	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income tax	105.40	83.87 #	AY 2016-17	Commissioner of Income Tax (Appeals)

* FY and AY stand for Financial Year and Assessment Year respectively.

paid by way of adjustment against income tax refund / minimum alternate tax credit entitlement / in cash.



Annexure B to the Independent Auditors' report on the financial statements of Zuventus Healthcare Limited for the period ended 31 March 2019.

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date

Opinion

We have audited the internal financial controls with reference to financial statements of Zuventus Healthcare Limited ("the Company") as of 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2019, based on the internal financial controls with reference to financial statements 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 (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 with reference to financial statements were established and maintained and whether 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of



such internal financial controls, 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 judgement, 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 with reference to financial statements.

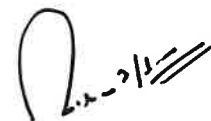
Meaning of Internal Financial controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements include 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022



Nirav Patel
Partner

Membership No. 113327
UDIN: 19113327AAAAAY4717

Place: Mumbai
Date: July 16, 2019

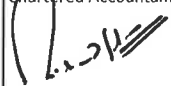
ZUVENTUS HEALTHCARE LIMITED
Balance Sheet as at March 31, 2019

Rs. in Millions

Particulars	Note	March 31, 2019	March 31, 2018
Assets			
Non-current assets			
Fixed assets			
Property, plant and equipment	2	2,247.51	2,189.58
Capital work-in-progress	3	83.22	87.61
Intangible assets	4	5.49	4.25
Financial assets			
i) Investments	5	535.98	463.53
ii) Loans	6	54.12	51.91
iii) Other financial assets	7	2.59	5.59
Deferred Tax Assets			
Deferred tax assets (net)	34	-	13.60
Income tax assets (net)	35	103.51	75.99
Other non-current assets	8	40.95	74.13
Total non-current assets		3,073.37	2,966.19
Current Assets			
Inventories	9	884.33	955.45
Financial assets			
i) Trade receivables	10	811.50	640.48
ii) Cash and cash equivalents	11	5.42	64.30
iii) Bank balances other than (ii) above	12	5.01	0.56
iv) Other financial assets	13	6.11	5.98
Other current assets	14	304.77	312.04
Total current assets		2,017.14	1,978.81
Total assets		5,090.51	4,945.00
Equity and liabilities			
Equity			
Equity share capital	15	200.55	200.55
Other equity			
Reserves and surplus	16	2,626.07	2,227.71
Total equity		2,826.62	2,428.26
Liabilities			
Non-Current Liabilities			
Financial liabilities			
i) Borrowings	17	359.01	588.70
ii) Other financial liabilities	18	34.25	34.25
Provisions	19	189.41	193.12
Deferred Tax Liabilities (Net)	34	57.56	-
Total Non-current liabilities		640.23	816.07
Current liabilities			
Financial liabilities			
i) Borrowings	20	89.44	158.11
ii) Trade payables			
Total outstanding dues to Micro and Small Enterprises		0.48	-
Total outstanding dues to others	21	494.55	541.89
iii) Other financial liabilities	22	589.53	654.25
Provisions	23	373.09	271.31
Other current liabilities	24	62.94	35.56
Current tax liabilities (net)	35	13.63	39.55
Total current liabilities		1,623.66	1,700.67
Total liabilities		2,263.89	2,516.74
Total equity and liabilities		5,090.51	4,945.00

The notes referred to above form an integral part of the financial statement.
As per our report of even date attached.

For B S R & Co. LLP
Firm Registration: 101248W/W-100022
Chartered Accountants



Nirav Patel
Partner
Membership No. 113327
UDIN: 19113327AAAAAY4717

For and on behalf of the Board of Directors
of Zuventus Healthcare Ltd
CIN U85320PN2002PLC018324



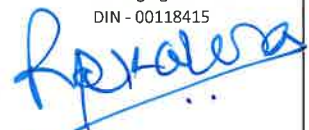
Satish Mehta
Chairman
DIN - 00118691



P. K. Guha
Managing Director
DIN - 00118415



Sheetal Kulkarni
Company Secretary
Membership No. A31277



R. P. Kalera
Chief Financial Officer

Place: Mumbai
Date: July 16, 2019

Place: Pune
Date: July 16, 2019



ZUVENTUS HEALTHCARE LIMITED

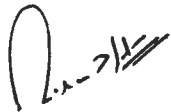
Statement of Profit & Loss for the year ended March 31, 2019

Rs. in Millions

Particulars	Note	March 31, 2019	March 31, 2018
Revenue :			
Revenue from operations	25	7,488.64	6,523.86
Other income	26	94.67	24.58
Total Income		7,583.31	6,548.44
Expenses :			
Cost of materials consumed	27	1,007.44	674.80
Purchases of stock-in-trade		1,659.00	1,656.47
Changes in inventories of finished goods, work-in-progress and traded goods	28	150.88	9.81
Excise duty		-	26.50
Employee benefit expenses	29	1,721.87	1,525.31
Other expenses	30	2,031.68	1,947.52
Depreciation and amortization expense	31	173.87	148.05
Finance cost	32	96.02	103.21
Total Expenses		6,840.76	6,091.67
Profit before taxation		742.55	456.77
Tax expense	33		
Current tax		183.48	116.79
Deferred tax		41.85	11.41
Profit for the year		517.22	328.57
Other comprehensive income (OCI)			
<i>Items that will not be reclassified subsequently to profit or loss</i>			
Remeasurements of post-employment benefit obligations		(15.63)	(8.05)
Income tax relating to these items		5.46	2.81
Net other comprehensive income not to be reclassified subsequently to profit or loss		(10.17)	(5.24)
Total comprehensive income for the year		507.05	323.33
Earnings per equity share:			
Basic	40	25.79	16.38
Diluted		25.79	16.38
Face value per share : Rs. 10 (March 31, 2018 : Rs. 10)			

The notes referred to above form an integral part of the financial statement.
As per our report of even date attached.

For B S R & Co. LLP
Firm Registration: 101248W/W-100022
Chartered Accountants



Nirav Patel
Partner
Membership No. 113327
UDIN: 19113327AAAAAY4717

For and on behalf of the Board of Directors
of Zuventus Healthcare Ltd
CIN U85320PN2002PLC018324



Satish Mehta
Chairman
DIN - 00118691



P. K. Guha
Managing Director
DIN - 00118415



Sheetal Kulkarni
Company Secretary
Membership No. A31277



R. P. Kalera
Chief Financial Officer

Place: Mumbai

Date: July 16, 2019

Place: Pune

Date: July 16, 2019



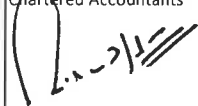
ZUVENTUS HEALTHCARE LIMITED
Statement of Changes in Equity for the year ended March 31, 2019

A. Equity Share Capital	Note	Rs. in millions
As at April 1, 2017	15	200.55
Changes in equity share capital		-
As at March 31, 2018	15	200.55
Changes in equity share capital		-
As at March 31, 2019	15	200.55

Other equity	Note	Reserves and Surplus		Equity contribution from holding company	Other comprehensive income	Total other equity
		General Reserve	Retained earning			
As at April 1, 2018		161.67	1,798.88	3.83	-	1,964.38
Profit for the year		-	328.57	-	-	328.57
Items of other comprehensive income recognised directly in retained earnings		-	(5.24)	-	-	(5.24)
Issue of share options by holding company to the employees of the company	29	-	-	0.35	-	0.35
Dividend paid	16	-	(50.14)	-	-	(50.14)
Dividend distribution tax	16	-	(10.21)	-	-	(10.21)
As at March 31, 2018		161.67	2,061.86	4.18	-	2,227.71
Profit for the year		-	517.22	-	-	517.22
Items of other comprehensive income recognised directly in retained earnings		-	(10.17)	-	-	(10.17)
Issue of share options by holding company to the employees of the company	29	-	-	0.11	-	0.11
Dividend paid	16	-	(90.25)	-	-	(90.25)
Dividend distribution tax	16	-	(18.55)	-	-	(18.55)
As at March 31, 2019		161.67	2,460.11	4.29	-	2,626.07

For description of nature and purpose of reserves, refer Note 16
The notes referred to above form an integral part of the financial statement.
As per our report of even date attached.

For B S R & Co. LLP
Firm Registration: 101248W/W-100022
Chartered Accountants

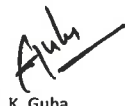


Nirav Patel
Partner
Membership No. 113327
UDIN: 19113327AAAAAY4717

For and on behalf of the Board of Directors
of Zuventus Healthcare Ltd
CIN U85320PN2002PLC018324



Satish Mehta
Chairman
DIN - 00118691



P. K. Guha
Managing Director
DIN - 00118415



Sheetal Kulkarni
Company Secretary
Membership No. A31277



R. P. Katera
Chief Financial Officer

Place: Mumbai
Date: July 16, 2019

Place: Pune
Date: July 16, 2019



ZUVENTUS HEALTHCARE LIMITED		
Cash Flow Statement for the year ended March 31, 2019.		
	Rs. in Millions	
Particulars	March 31, 2019	March 31, 2018
Cash flow from operating activities :-		
Profit before taxation	742.55	456.77
Adjustment for:		
Depreciation and amortisation expenses	173.87	148.05
Finance cost	96.02	103.21
Employee share based expenses	0.11	0.35
Interest from bank and others	(7.28)	(0.91)
Provision for doubtful debts written back	(6.45)	-
Change in fair value of investment in preference shares	(72.45)	(12.94)
Profit/(loss) on sale of property, plant and equipment	0.99	0.07
Operating profit before working capital changes	927.36	694.60
Working capital adjustments:		
- (Increase) in other assets	11.08	(170.39)
- Increase/(decrease) in other liabilities	27.36	(18.07)
- (Increase)/decrease in other financial assets	(3.37)	(13.17)
- Increase/(decrease) in other financial liability	(34.66)	55.37
- Increase/(decrease) in trade payables	(46.87)	98.16
- (Increase) in trade receivables	(164.57)	(34.59)
- (Increase) in inventories	71.12	(6.35)
- Increase/(decrease) in provisions	82.45	7.49
Cash generated from operating activities	869.90	613.05
Income taxes paid (net)	(198.44)	(45.26)
Net cash inflow from operating activities (A)	671.46	567.79
Cash flows from investing activities		
Acquisition of property, plant and equipment, intangibles and capital work-in-progress	(249.35)	(454.63)
Proceeds from sale of property, plant and equipment	0.78	0.06
Sale of Investment	0.01	-
Interest received from banks and others	(0.41)	0.85
Net cash outflow from investing activities (B)	(248.97)	(453.72)
Cash flows from financing activities		
Proceeds from long-term borrowings	9.62	206.27
Repayment of long-term borrowings	(219.65)	(121.93)
Interest paid	(93.87)	(103.70)
Dividend payment (including dividend distribution tax)	(108.80)	(60.34)
Net cash (outflow)/inflow from financing activities (C)	(412.70)	(79.70)
Net increase in cash and cash equivalents (A+B+C)	9.79	34.37
Cash and cash equivalent at 1 April (refer below)	(93.81)	(128.18)
Cash and cash equivalent at 31 March (refer below)	(84.02)	(93.81)
Components of cash and cash equivalent:		
	March 31, 2019	March 31, 2018
Cash on hand (refer note no. 11)	0.15	0.19
Balances with bank in current accounts (refer note no. 11)	5.27	63.55
Demand deposit (refer note no. 11)	-	0.56
Bank overdrafts used for cash management purpose (refer note no. 20)	(89.44)	(158.11)
Total cash and cash equivalent*	(84.02)	(93.81)

*Cash and cash equivalent includes bank overdrafts that are repayable on demand and form an integral part of the Company's cash management.



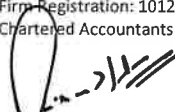
ZUVENTUS HEALTHCARE LIMITED
Cash Flow Statement for the year ended March 31, 2019.

Rs. in Millions

Changes in liabilities arising from financial activities	March 31, 2019	March 31, 2018
Long term borrowings:		
Opening balance	799.56	715.22
Amount borrowed during the year	9.62	206.27
Amount repaid during the year	(219.65)	(121.93)
Closing balance (Refer Note 17)	589.53	799.56
Finance cost		
Opening balance	6.38	6.87
Finance cost during the year	96.02	103.21
Amount paid during the year	(97.46)	(103.70)
Closing balance (Refer Note 22)	4.94	6.38

The notes referred to above form an integral part of the financial statement.
As per our report of even date attached.

For B S R & Co. LLP
Firm Registration: 101248W/W-100022
Chartered Accountants


Nirav Patel
Partner
Membership No. 113327
UDIN: 19113327AAAAAY4717

For and on behalf of the Board of Directors
of Zuventus Healthcare Ltd
CIN U85220PN2002PLC018324


Satish Mehta
Chairman
DIN - 00118691


P. K. Guha
Managing Director
DIN - 00118415


Sheetal Kulkarni
Company Secretary
Membership No. A31277


R. P. Kalera
Chief Financial Officer

Place: Mumbai

Date: July 16, 2019

Place: Pune

Date: July 16, 2019



ZUVENTUS HEALTHCARE LIMITED

Notes to the financial statements

For the year ended March 31, 2019

(Currency - Rs. in millions unless otherwise specified)

1 General Information :

Zuventus Healthcare Limited (hereinafter referred to as "Company") is a Company limited by shares, incorporated and domiciled in India. The Company has its own manufacturing facility in Jammu, Sikkim and Bangalore. The Company is engaged in developing, manufacturing and marketing a broad range of pharmaceutical products in India.

A. Basis of preparation

a. Statement of compliance

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

The financial statements were authorised for issue by the Company's Board of Directors on July 16, 2019.

Details of the Company's accounting policies are included in Note B.

b. Functional and presentation currency

The financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts disclosed in the financial statements and notes have been rounded-off to the nearest millions, unless otherwise indicated.

c. Basis of Measurement

The Financial statements have been prepared on historical cost basis except for the following items:

Items	Measurement Basis
Certain Financial assets and liabilities	Fair Value
Equity settled share based payment arrangements	Fair Value
Net defined benefit (asset) / liability	Fair Value of plan assets less present value of defined benefit

d. Use of estimates and judgements

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

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

Assumptions and estimation uncertainties

Information about assumptions and estimations uncertainties that have a significant risk resulting in a material adjustment in the year ending March 31, 2019 is included in following notes:

Note B. c. Useful lives of property, plant, equipment and intangibles;

Note 23 - Recognition and measurement of provisions and contingencies : key assumptions about the likelihood and magnitude of an outflow of resources;

Note 34 - Recognition of deferred tax assets: availability of future taxable profit against which tax credit can be used;

Note 37 - Impairment of financial instruments;

Note 38 - Measurement of fair value of optionally convertible and redeemable preference shares; key assumptions for earning growth rate and discount rate

Note 39 - Contingent liability;

Note 44 - Measurement of defined benefit obligations: key actuarial assumptions;

e. Measurement of fair values

A number of the Company accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to measurement of fair values. The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework including Level 3 fair value, and reports directly to the head of treasury.

The team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

