

30th ANNUAL REPORT
2014 - 2015



GENNEX LABORATORIES LIMITED
(GENNEX You Can Trust)



BOARD OF DIRECTORS

Mr. Arihant Baid	–	<i>Managing Director</i>
Mr. T.M. Gopalakrishnan	–	<i>Whole-time Director</i>
Mr. Y. Ravinder Reddy	–	<i>Independent Director</i>
Ms. Sadhana Bhansali	–	<i>Independent Director</i>
Mr. Dipankar Dasgupta	–	<i>Independent Director</i>

CHIEF FINANCIAL OFFICER

Mr. Laxmipat Baid

STATUTORY AUDITORS

M/s. Laxminiwas & Jain
Chartered Accountants
5-4-726, Nampally Station Road
Hyderabad – 500 001.

REGISTERED OFFICE & WORKS

Sy. No. 133, Bollaram, Jinnaram Mandal
Medak District – 502 325
Telangana.
Website: www.gennexlab.com
CIN: L24230TG1990PLC011168

CORPORATE OFFICE

‘Akash Ganga’, 3rd Floor
Plot # 144, Srinagar Colony
Hyderabad – 500 073.

BANKERS

State Bank of Hyderabad
Overseas Branch, Somajiguda
Hyderabad – 500 082.

REGISTRAR & SHARE TRANSFER AGENTS

R&D Infotech Pvt. Ltd.
1st Floor, 7A, Beltala Road
Naresh Mitra Sarani
Kolkata – 700 026.



NOTICE

Notice is hereby given that the 30th Annual General Meeting of the Members of GENNEX LABORATORIES LIMITED will be held on Wednesday, September 30, 2015 at 11:00 a.m. at Registered office of the company situated at Sy.No. 133, IDA Bollaram, Jinnaram Mandal, Medak District - 502 325, Telangana, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Financial Statements for the Financial Year ended 31st March, 2015 together with the Reports of the Directors and Auditors thereon and in this regard pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT the audited accounts of the Company containing the Balance Sheet and the Statement of Profit & Loss for the year ended 31st March, 2015 together with their annexures and the reports of the Auditors and Directors thereon be and are hereby received, considered, approved and adopted.”

2. To appoint a Director in the place of Mr. ARIHANT BAID (DIN 01171845), who retires by rotation and being eligible, offers himself for re-appointment and in this regard to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. ARIHANT BAID (DIN 01171845) be and is hereby re-appointed as a Director liable to retire by rotation.”

3. Appointment of Auditors

To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT, pursuant to third proviso to Section 139 and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder and pursuant to the resolution passed by the members at the Annual General Meeting held on September 30, 2014, the appointment of M/s. Laxminiwas & Jain, Chartered

Accountants (Firm Registration No. 001859S), Hyderabad be and is hereby ratified as the Auditors of the Company to hold office from the conclusion of this meeting to the conclusion of next Annual General Meeting to be held in the calendar year 2016 and that the Board of Directors be and is hereby authorized to pay such remuneration, as may be determined by the Board of Directors, payable to them in addition to reimbursement of all out-of-pocket expenses in connection with audit of the accounts of the Company for the Financial Year ending March 31, 2016."

FURTHER RESOLVED THAT the Board of Directors of the Company be and are hereby authorized to fix the Remuneration of the Auditors”.

SPECIAL BUSINESS:

4. Re-appointment of Mr. ARIHANT BAID (DIN 01171845), as Managing Director of the Company:

To consider and if thought fit, to pass with or without modification, the following resolution as SPECIAL RESOLUTION

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and Articles of Association of the Company and subject to approvals, if any, as may be required from the Financial Institutions and other authorities concerned, Mr. ARIHANT BAID (DIN: 01171845) be and is hereby re-appointed as Managing Director of the Company for a further period of three years with effect from May 18, 2015, on the following remuneration:

Salary: ₹ 200,000/- Per Month in the scale of ₹ 200,000 - 250,000

Perquisites: As mutually agreed between the Managing Director and the Company, but restricted to 75% of the salary. In



addition to this, and subject to the ceiling on the overall remuneration mentioned below, Mr. ARIHANT BAID, Managing Director will be entitled to the reimbursement of actual medical expenses incurred in India or abroad including hospitalization, nursing home and surgical charges for himself and his family.

Commission: At 2 % of the net profit of the Company.

FURTHER RESOLVED THAT in addition to the above remuneration, Mr. ARIHANT BAID, Managing Director will be eligible for contribution to PF, Superannuation Fund or Annuity to the extent these are not taxable, gratuity at a rate not exceeding half a month's salary for each completed year of service and encashment of leave at the end of his tenure.

FURTHER RESOLVED THAT the overall remuneration i.e. the aggregate of salary, perquisites and commission payable to Mr. ARIHANT BAID, Managing Director in any one financial year shall not exceed the limits prescribed under Section 196, 197 and other applicable provision of the Companies Act, 2013 read with its Schedule V as in force from time to time.

FURTHER RESOLVED THAT where in any financial year during Mr. ARIHANT BAID's tenure as the Managing Director, the Company has no profits or its profits are inadequate, the remuneration payable to him for the said financial year will be restricted to the limits prescribed in Section II of Part II of the Schedule V to the Companies Act, 2013 or amendments, if any, thereof for the time being in force.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter or vary the scope of remuneration of Mr. ARIHANT BAID, Managing Director including the monetary value thereof, to the extent recommended by the Nomination and Remuneration Committee from time to time as may be considered appropriate, subject to the overall limits specified by this resolution and the Companies Act, 2013.

FURTHER RESOLVED THAT the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to the above resolutions.

5. Re-appointment of Mr. T.M. GOPALAKRISHNAN (DIN 03137458), as Whole Time Director of the Company

Consider and if thought fit, to pass with or without modification, the following resolution as SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and Articles of Association of the Company and subject to approvals, if any, as may be required from the Financial Institutions and other authorities concerned, Mr. T.M. GOPALAKRISHNAN (DIN: 03137458) be and is hereby re-appointed as Whole Time Director of the Company for a further period of three years with effect from May 18 ,2015, on the following remuneration:

Salary: ₹ 101,250/- Per Month in the scale of ₹ 101,250-1,50,000

Perquisites: As mutually agreed between the Whole Time Director and the Company, but restricted to 75% of the salary. In addition to this, and subject to the ceiling on the overall remuneration mentioned below, Mr. T.M. GOPALAKRISHNAN, Whole Time Director will be entitled to the reimbursement of actual medical expenses incurred in India or abroad including hospitalization, nursing home and surgical charges for himself and his family.

Commission: At 2 % of the net profit of the Company.

FURTHER RESOLVED THAT in addition to the above remuneration, Mr. T.M. GOPALAKRISHNAN, Whole Time Director will be eligible for contribution to PF, Superannuation Fund or Annuity to the



extent these are not taxable, gratuity at a rate not exceeding half a month's salary for each completed year of service and encashment of leave at the end of his tenure.

FURTHER RESOLVED THAT the overall remuneration i.e. the aggregate of salary, perquisites and commission payable to Mr. T.M. GOPALAKRISHNAN, Whole Time Director in any one financial year shall not exceed the limits prescribed under Section 196, 197 and other applicable provision of the Companies Act, 2013 read with its Schedule V as in force from time to time.

FURTHER RESOLVED THAT where in any financial year during Mr. T.M. GOPALAKRISHNAN's tenure as the Whole Time Director, the Company has no profits or its profits are inadequate, the remuneration payable to him for the said financial year will be restricted to the limits prescribed in Section II of Part II of the Schedule V to the Companies Act, 2013 or amendments, if any, thereof for the time being in force.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter or vary the scope of remuneration of Mr. T.M. GOPALAKRISHNAN, Whole Time Director including the monetary value thereof, to the extent recommended by the Nomination and Remuneration Committee from time to time as may be considered appropriate, subject to the overall limits specified by this resolution and the Companies Act, 2013

FURTHER RESOLVED THAT the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to the above resolutions.

6. Appointment of Mr. DIPANKAR DASGUPTA as an Independent Director

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

“RESOLVED that pursuant to the provisions of Sections 149, 150, 152, 161 and

any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. DIPANKAR DASGUPTA (DIN 05312364), a Non-Executive Additional Director of the Company whose term expires at the ensuing Annual General Meeting of the company and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years from 30th Annual General Meeting to the conclusion of 35th Annual General Meeting.”

7. To consider, and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 143(8) and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s. Sibsankar & Associates, Chartered Accountants (Firm Registration No. 323691E) as Branch Auditors to hold office from the conclusion of this meeting until the conclusion of the 32nd Annual General Meeting to be held for the financial year 2016-17 on such remuneration as may be determined by the Board of Directors.

By Order of the Board of Directors
for **Gennex Laboratories Limited**

Arihant Baid
Managing Director
(DIN 01171845)

Place:Hyderabad
Date :August 14, 2015



NOTES

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed herewith.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE AT A POLL INSTEAD OF HIMSELF/HERSELF AND THAT A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETE AND SIGNED, NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING. A BLANK PROXY FORM IS ENCLOSED. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN (10) % OF THE TOTAL SHARE CAPITAL OF THE COMPANY.
3. Corporate Members intending to send their respective authorized representative are requested to send a duly certified copy of the Board/Governing Body resolution authorizing such representative to attend and vote at the Annual General Meeting.
4. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. Pursuant to the provisions of Section 91 of the Companies Act, 2013 and Listing Agreement, the Register of Members and Share Transfer Books of the Company will remain closed from 26th September, 2015 to 30th September, 2015 (both days inclusive).
6. Details under Clause 49 of the Listing Agreement with the Stock Exchanges in respect of the Directors seeking appointment at the Annual General Meeting, forms integral part of the Notice. The Directors have furnished the requisite declarations for their appointment.
7. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members who are holding shares in physical forms are requested to notify changes in their respective address/Bank Mandate/ National Electronic Clearing Service (NECS) details, if any, to Company's Registrar i.e. R&D Infotech (P) Ltd., 1st Floor, 7A, Beltala Road, Naresh Mitra Sarani, Kolkata – 700 026. Beneficial owners holding shares in electronic form are requested to intimate change in address/ Bank Mandate/ National Electronic Clearing Service (NECS) details, if any, to their respective Depository Participants (DP). Members are requested to register/ update their e-mail addresses with the Registrar in case of shares held in physical form and with their respective Depository Participants in case shares are held in electronic form.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to submit their PAN details to the Registrar.
9. Electronic copy of the Annual Report for the Financial Year 2014-15 along with the Notice of the 30th Annual General Meeting of the Company (including Attendance Slip and Proxy Form) is being sent to all the members whose email IDs are registered with the Registrar/Depository Participant(s) 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 the Financial Year 2014-15 along with Notice of the 30th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent by other permissible modes.
10. Members may also note that the Notice of the 30th Annual General Meeting and the Annual Report for the Financial Year 2014-15 will also be available on the Company's website www.gennexlab.com and on the website of the Registrar www.rdinfortech.org for download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Hyderabad for inspection during normal business hours on all working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by any permissible mode free of cost. For any communication, the shareholders may also send requests to the Company's investor email investorrelations@gennexlab.com id:
 11. Pursuant to the provisions of Section 72 of the Companies Act 2013, the member(s) holding shares in physical form may nominate, in the prescribed manner, a person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders. Member(s) holding shares in demat form may contact their respective Depository Participant for availing this facility
 12. All documents referred to in the Notice and explanatory statement are open for inspection at the Registered Office of the Company during normal business hours on all working days.
 13. The Register of Director and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, and Register of Contracts or Arrangements in which Directors are interested under section 189 will be made available for inspection by members of the Company at the meeting.

By Order of the Board of Directors
for **Gennex Laboratories Limited**

Arihant Baid
Managing Director
(DIN 01171845)

Place:Hyderabad
Date :August 14, 2015



Voting through electronics means:

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an Electronic Voting System from a place other than venue of the AGM (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL).

The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://www.evoting.nsdl.com> or www.gennexlab.com

Voting either through electronic voting system or ballot or polling paper will be available at the meeting for the members attending the meeting who have not casting their vote by remote e voting. Members who have cast their vote by remote e voting prior to the AGM may also attend the meeting but shall not be entitled to cast their vote at the AGM.

The procedure to login to e-Voting website is given below:

1. Open the attached PDF file “e-Voting.pdf” giving your Client ID (in case you are holding shares in demat mode) or Folio No. (in case you are holding shares in physical mode) as password, which contains your “User ID” and “Password for e-voting”. Please note

that the password is an initial password. You will not receive this PDF file if you are already registered with NSDL for e-voting.

2. Launch internet browser by typing the URL <https://www.evoting.nsdl.com/>
3. Click on “Shareholder - Login”.
4. Put User ID and password as initial password noted in step (1) above and Click Login. If you are already registered with NSDL for e-voting then you can use your existing user ID and password. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com
5. Password Change Menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof
6. Home page of remote “e-Voting” opens. Click on e-Voting: Active Voting Cycles
7. Select EVEN (E-Voting Event Number) of GENNEX LABORATORIES LIMITED. Members can cast their vote online from September 27, 2015 (9:30 am) till September 29, 2015 (5:00 pm).
8. Now you are ready for “e-Voting” as “Cast Vote” page opens.
9. Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm”, when prompted.
10. Institutional shareholders (i.e., other than Individuals, HUF, NRI, etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail rbhattad@gmail.com with a copy marked to evoting@nsdl.co.in

General instructions:

- a. The e-voting period commences on September 27, 2015 (09.30 am) till September 29, 2015 (5:00 pm). During this



period shareholders of the Company may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

- b. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 23rd September, 2015 may obtain the login ID and password by sending a request at evoting@nsdl.co.in.
- c. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- d. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- e. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2015.
- f. Mr. B. Ramesh Kumar, Practicing Chartered Accountant has been appointed by the Company to act as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- g. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- h. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least

two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

- i. The results declared along with the Scrutinizer's Report shall be placed on the Company's website viz., www.genexlab.com and on the website of NSDL and BSE after AGM.

All the documents referred to in the accompanying Notice and the Statement pursuant to Section 102 (1) of the Companies Act, 2013, will be available for inspection at the Registered Office of the Company during business hours on all working days up to date of declaration of the result of the 30th Annual General Meeting of the Company.

Other information:

- Login to e-voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go through 'Forgot Password' option available on the site to reset the same
- Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder
- It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential
- In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-222-990.

Members holding Equity Shares in Electronic Form and Proxies thereof, are requested to bring their DP ID and Client ID for identification



Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”)

Item No. 4

Mr. ARIHANT BAID was appointed as the Managing Director of the Company for a period of three (3) years with effect from 18/05/2012 on the terms and conditions and remuneration as approved by the Members at the Annual General Meeting held on 30th September 2012. As such, the present term of office of Mr. ARIHANT BAID shall expire on 17/05/2015. Mr. ARIHANT BAID has been associated with the Company since 2012 and currently holds overall responsibility for the working of the Company. Keeping in view the contribution made by Mr. ARIHANT BAID for the growth of the Company, the Board of Directors of the Company and the Remuneration Committee have recommended the reappointment of Mr. ARIHANT BAID for a period of three (3) years effective from 18th May 2015, who shall be liable to retire by rotation, with terms and conditions as mentioned in the above Resolution No 4.

Item No. 5

Mr. T.M Gopalkrishnan was appointed as the Whole Time Director of the Company for a period of three (3) years with effect from 18/05/2012 on the terms and conditions and remuneration as approved by the Members at the Annual General Meeting held on 30th September 2012. As such, the present term of office of Mr. T.M. Gopalkrishnan shall expire on 17/05/2015. Mr. T.M. Gopalkrishnan has been associated with the Company since 2012 and Mr. Tiruvarur Muralidharan Gopalakrishnan has 30 years of wide experience in Pharmaceutical Industry and has vast chemical knowledge. He has the educational qualification of M.Tech. in Chemical Engineering. The Directors recommend passing of the resolution set out in Item 6 of the Notice. Excepting Mr. T.M. Gopalakrishnan, no other Director is concerned or interested in this resolution. Keeping in view the contribution made by Mr. Tiruvarur Muralidharan Gopalakrishnan for the growth of the Company, the Board of Directors of the Company and the Remuneration Committee have recommended the reappointment of Mr. T.M. Gopalakrishnan for a period of three (3) years effective from 18th May 2015, who shall be liable to retire by rotation with terms and conditions as mentioned in the above Resolution No. 5.

Item No.6

Mr. DIPANKAR DASGUPTA was appointed as Additional Director of the Company by the Board at their meeting held on October 1, 2014. The Company has received a notice in writing from a

Member, along with the requisite deposit of money proposing, his candidature for the office of Director of the Company under Section 160 of the Companies Act, 2013. The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. DIPANKAR DASGUPTA as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. DIPANKAR DASGUPTA as an Independent Director pursuant to the provisions of Section 149 read with Schedule IV of the Act for the approval by the shareholders of the Company. In terms of provisions of Section 149(13) of the Act, Mr. DIPANKAR DASGUPTA shall not be liable to retire by rotation. Except Mr. DIPANKAR DASGUPTA, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, in the resolution set out.

Item No. 7

Members had, at the 29th Annual General Meeting held on 30th September 2014, approved the appointment of M/s. Sibsankar & Associates, Chartered Accountants (Firm Registration No. 323691E) as Branch Auditors of ‘Gennex Laboratories Limited’, to audit the branch offices for the Three (3) financial years 2014-15, 2015-16 and 2016-17. Rule 3(7) of Companies (Audit and Auditors) Rules, 2014 states that the appointment of the auditor shall be subject to ratification by the members at every Annual General Meeting till the expiry of the term of the Auditor. In view of the above, the appointment of M/s. Sibsankar & Associates, Chartered Accountants, as the Branch Auditors of ‘Gennex Laboratories Limited’ from the conclusion of this Meeting until the conclusion of the Annual General Meeting to be held for the financial year 2016-17 is being placed for members’ ratification. The Board commends the passing of the Ordinary Resolution at Item No. 7 of the accompanying Notice for approval by the Members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested in the passing of the above resolution.

By Order of the Board of Directors

Arihant Baid
Managing Director
(DIN 01171845)

Place: Hyderabad
Date : August 14, 2015

**Annexure A**

Details of the Directors seeking Re-Appointment in the forthcoming Annual General Meeting (in pursuance of Clause 49 of the Listing Agreement)

Name of the Director	ARIHANT BAID	TIRUVARUR MURALIDHARAN GOPALAKRISHNAN	DIPANKAR DASGUPTA
Date of Birth	25/05/1986	09/07/1951	18/10/1957
Date of Appointment	18/05/2012	18/05/2012	01/10/2014
Relationship with Directors	None	None	None
Expertise in Specific Functional Area	He has rich experience in managing business relating to pharmaceuticals, Biotechnology and Education sectors	He has 33 years of wide experience in Pharmaceutical Industry and has vast chemical knowledge	He has 8 years of experience in Financial Industry, Marketing, Promotion, Sales and Business Development
Qualification	BBA (MIB)	M.Tech. Chemical Engineering	University Degree in Economics
Board Memberships as on March 31, 2015	1. India Securities Broking Pvt. Ltd. 2. Regent Finance Corporation Pvt. Ltd. 3. Regent Commodities Broking Pvt. Ltd. 4. Pincha Estate Development Pvt. Ltd. 5. Falma Laboratories Pvt. Ltd. 6. VAB Realty Pvt. Ltd. 7. Premier Industrial & Commercial Credit Pvt. Ltd 8. Prudential Holdings Pvt. Ltd. 9. Premier Fiscal Services Pvt. Ltd. 10.VAB Natural Resources Pvt. Ltd.	NIL	1. Discovery Skill Development P. Ltd. 2. Discovery Online Tuition Pvt. Ltd. 3. Discovery Knowledge Systems Ltd. 4. Regent Capital P. Ltd.
Chairman/Member of the committee of the Board of Directors as on March 31,2015	NIL	NIL	NIL
Number of Shares held in the Company as on March 31, 2015	100	100	NIL



DIRECTORS' REPORT

Your Directors are pleased to present the 30th Annual Report and the Audited Financial Statements for the Financial Year ended 31st March, 2015.

1. Financial Results *(Rs. in Lakhs)*

	31.03.2015	31.03.2014
Total Revenue	3208.27	3520.10
Profit before finance cost, depreciation and tax expense	220.95	183.82
Finance cost	47.63	32.03
Profit before depreciation and tax expense	173.32	151.79
Depreciation	88.61	81.99
Profit before tax expense	84.71	69.80
Tax expense	19.30	49.18
Net Profit for the year	65.41	20.62
Profit brought forward from earlier year	508.90	488.28
Profit available for appropriation	574.31	508.90
Surplus in Statement of Profit and Loss	65.41	20.62

State of the Company's Affairs

Your Directors wish to present the details of Business operations done during the year under review:

During the year under review your Company has recorded total revenue of ₹ 3208.27 lakhs as against Rs.3520.10 lakhs in the previous year, and the company has recorded the Profit before finance cost, depreciation and tax expenses ₹ 220.95 lakhs (2014-15) as against ₹ 183.82 lakhs (2013-14).

In the current year the Net profit is ₹ 65.41 Lakhs against the previous year ₹ 20.62 lakhs.

Your Directors are hopeful of better performance with increased revenue in the next year.

Listing of Equity Shares

The Company's Equity shares are listed at the following Stock Exchanges:

- BSE Limited, Phiroze JeeJeebhoy Towers, Dalal Street, Mumbai - 400 001; and

The Company has paid the Annual Listing Fee to the said Stock Exchanges for the Financial Year 2014-15.

Performance and financial position of each of the subsidiaries, associates and joint venture

Report on the performance and financial position of each of the subsidiaries, associates and joint venture companies of the Company is prepared and same is enclosed as Annexure -1 to this Report.

Number of Meetings of the Board of Directors

During the year ended March 31, 2015, five Board Meetings were held.

The dates on which the Board meetings were held are 30.05.2014, 14.08.2014, 01.10.2014, 15.11.2014 and 14.02.2015.

Directors Responsibility Statement as required under Section 134 of the Companies Act, 2013

Pursuant to the requirement under Section 134 of the Companies Act, 2013, with respect to the Directors' Responsibility Statement, the Board of Directors of the Company hereby confirms:

- that in the preparation of the Annual Accounts, the applicable accounting standards have been followed;
- that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2015 and of Profit and Loss Account of the Company for that period;
- that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;



- iv. that the Directors have prepared the Annual Accounts for the Financial Year ended March 31, 2015 on a going concern basis;
- v. that the Directors have laid down Internal Financial Controls to be followed by the company and that such Internal Financial Controls are adequate and were operating effectively; and
- vi. that the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Statement on Declaration given by Independent Directors under Sub-Section (6) of Section 149

The Independent Directors have submitted the declaration of independence, as required pursuant to section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as provided in sub-section(6).

Nomination and Remuneration Committee

The Nomination and Remuneration Committee consists of the following Directors namely Mr. Y Ravinder Reddy, Chairman, Ms. Sadhana Bhansali, Mr. Dipankar Dasgupta.

- Brief description of terms of reference:
 - 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 for their appointment and removal;
 - carry on the evaluation of every Director's performance;
 - formulation of the criteria for determining qualifications, positive attributes and independence of a Director;
 - recommend to the Board a policy relating to the remuneration of the Directors, key managerial personnel and other employees;
 - formulation of criteria for evaluation of Independent Directors and the Board;
 - devising a policy on Board diversity; and
 - any other matter as the Board may decide from time to time.

Nomination and Remuneration policy

The objectives of the Policy

1. To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial positions and to determine their remuneration.
2. To determine remuneration based on the Company's size and financial position and trends and practices on remuneration prevailing in peer companies.
3. To carry out evaluation of the performance of Directors.
4. To provide them reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
5. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

Particulars of Loans, Guarantees or Investments under Section 186

The company has not given any Loans, Guarantees, and made Investments during the Financial Year ended on March 31, 2015 in compliance with the provisions of Section 186 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014.

Particulars of Contracts or Arrangements with Related Parties Referred to in Sub-Section (1) of Section 188

During the year under review there are no contracts / arrangements / transactions entered by the Company during the financial year with related parties and do not attract the provisions of Section 188 of the Companies Act, 2013.

Transfer of Amount to Reserves

The Company doesn't propose to transfer any amount to the general reserve for the Financial Year ended 31st March, 2015.



Dividend

The Board of Directors of the Company could not recommend Dividend for the financial year ended March 31, 2015.

Extracts of Annual Return

The Extracts of Annual Return is prepared in Form MGT-9 as per the provisions of the Companies Act, 2013 and Rule 12 of Companies (Management and Administration) Rules, 2014 and the same is enclosed as Annexure - 4 to this Report.

The conservation of energy, technology absorption, foreign exchange earnings and outgo pursuant to provisions of Section 134(3)(m) of the Companies Act, 2013 (Act) read with the Companies (Accounts) Rules, 2014

Information with respect to conservation of energy, technology absorption, foreign exchange earnings and outgo pursuant to Section 134(3)(m) of the Act read with Companies (Accounts) Rules, 2014 is prepared and the same is enclosed as Annexure - 5 to this Report.

Risk Management Committee

Philosophy

The Board has constituted Risk Management Committee to formulate a Risk Management Policy for dealing with different kinds of risks attributable to the operations of the Company outlining different kinds of risks and risk mitigating measures to be adopted. The Board shall be responsible for framing, implementing and monitoring the risk management plan of the Company.

The Committee had formulated a Risk Management Policy for dealing with different kinds of risks which it faces in day to day operations of the Company. Risk Management Policy of the Company outlines different kinds of risks and risk mitigating measures to be adopted by the Board. The Company has adequate Internal Control Systems and procedures to combat the risk. The Risk management procedure will be reviewed by the Audit Committee and Board of Directors on a Quarterly basis at the time of review of Quarterly Financial Results of the Company.

Mechanism for Evaluation of Board

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

- A. Criteria for evaluation of Board of Directors as a whole
 - i. The frequency of meetings;
 - ii. The length of meetings;
 - iii. The administration of meeting;
 - iv. The number of committees and their roles;
 - v. The flow of information to and between Board members;
 - vi. The quality and quantity of information; and
 - vii. The Disclosure of Information to the stakeholders.
- B. Criteria for evaluation of the Individual Directors
 - i. Ability to contribute and monitor Corporate Governance practices;
 - ii. Ability to contribute by introducing best practices to address top management issues;
 - iii. Participation in long term strategic planning;
 - iv. Commitment to the fulfillment of Director obligations and fiduciary responsibilities;
 - v. Guiding strategy;
 - vi. Monitoring management performance and development;
 - vii. Statutory compliance & Corporate Governance;
 - viii. Attendance and contribution at Board / Committee meetings;
 - ix. Time spent by each of the member; and
 - x. Core competencies.

**Directors**

Mr. ARIHANT BAID was appointed as the Managing Director of the Company for a period of three (3) years with effect from 18.05.2012 on the terms and conditions and remuneration as approved by the Members at the Annual General Meeting held on 30th September 2012. As such, the present term of office of Mr. ARIHANT BAID shall expire on 17.05.2015. Mr. ARIHANT BAID has been associated with the Company since 2012 and currently holds overall responsibility for the working of the Company. Keeping in view the contribution made by Mr. ARIHANT BAID for the growth of the Company, the Board of Directors of the Company and the Remuneration Committee have recommended the reappointment of Mr. ARIHANT BAID for a period of three (3) years effective from 18th May 2015.

Mr. T.M Gopalakrishnan was appointed as the Whole Time Director of the Company for a period of three (3) years with effect from 18.05.2012 on the terms and conditions and remuneration as approved by the Members at the Annual General Meeting held on 30th September 2012. As such, the present term of office of Mr. T.M. Gopalakrishnan shall expire on 17.05.2015. Mr. T.M Gopalakrishnan has been associated with the Company since 2012. Keeping in view the contribution made by Mr. T.M. Gopalakrishnan for the growth of the Company, the Board of Directors of the Company and the Remuneration Committee have recommended the reappointment of Mr. T.M. Gopalakrishnan for a period of three (3) years effective from 18th May 2015.

Mr. DIPANKAR DASGUPTA was appointed as Additional Director of the Company by the Board at its meeting held on October 1, 2014. The Company has received a notice in writing from a Member, along with the requisite deposit of money, proposing his candidature for the office of Director of the Company under Section 160 of the Companies Act, 2013. The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. DIPANKAR DASGUPTA as an Independent Director

Details of Directors or Key Managerial Personnel who were Appointed or have resigned during the Year

The shareholders of the Company have re-appointed Mr. Y. RAVINDER REDDY and appointed Ms. SADHANA BHANSALI as Independent Directors of the Company for a period of 5 years with effect from September 30, 2014.

The Board of Directors has appointed Mr. DIPANKAR DASGUPTA as Additional Director on 01.10.2014

Mr. Laxmipat Baid has been designated as Chief Financial Officer of the Company pursuant to provisions of Section 203 of the Companies Act, 2013.

Deposits

The Company has not accepted any deposits from the public in terms of Section 73 of the Companies Act, 2013.

Statutory Auditors

At the Annual General Meeting held on September 30th, 2014, Laxminiwas & Jain, Chartered Accountants (Firm Registration No. 001859S), Hyderabad, were appointed as Statutory Auditors of the Company to hold office for a period of three years i.e., till the conclusion of the Annual General Meeting to be held in the calendar year 2017. In terms of the first proviso to Section 139 of the Companies Act, 2013 the appointment of the auditors shall be placed for ratification at every Annual General Meeting. Accordingly, the said appointment of Laxminiwas & Jain, Chartered Accountants, Hyderabad, as Statutory Auditors of the Company is placed for ratification by the Shareholders. In this regard, the Company has received a certificate from the Auditors to the effect that if their appointment is ratified, it would be in accordance with the provisions of Section 141 of the Act. The Auditors have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.



Qualification by Statutory Auditor

Information & Explanation in respect of Qualification / Reservation or Adverse remarks contained in Independent Auditor's Report under Paras: Basis for Qualified opinion, Emphasis of Matter and Other Matters:

Balance in Advances, Deposits, Unsecured loans, other Liabilities, Trade Receivables, Trade Payables and Advances against Suppliers are subject to confirmation by respective parties.

Board's Response:

As pointed out by the Statutory Auditors, the company has not obtained confirmation of balances of Advances, Deposits, Unsecured Loans, other liabilities, Trade Receivables, Trade Payables and advance against Suppliers. The Company has made best of its efforts to obtain the same before signing the accounts for current financial year as well as for last financial year. Further, the management of the company confirms that balances shown in the books are true and correct as per their knowledge

Internal Auditors

The Board of Directors of the Company has appointed Mr. Laxmipat Baid to conduct Internal Audit of the Company for the Financial Year ended 31st March, 2015.

Audit Committee

There is no such incidence where Board has not accepted the recommendation of the Audit Committee during the year under review.

Corporate Governance

A separate report on Corporate Governance and Management Discussion and Analysis is annexed as part of the Annual Report along with the Auditor's Certificate on its compliance.

Vigil Mechanism

The Board of Directors have adopted Whistle Blower Policy. The Whistle Blower Policy aims for conducting the affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior. All permanent employees of the Company are covered under the Whistle Blower Policy.

A mechanism has been established for employees to report concerns about unethical behavior, actual or suspected fraud, or violation of Code of Conduct and Ethics. It also provides for adequate safeguards against the victimization of employees who avail of the mechanism and allows direct access to the Chairperson of the Audit Committee in exceptional cases.

Secretarial Audit Report

As per the provisions of Section 204 of the Companies Act, 2013, the Board of Directors have appointed M/s. BSS & Associates, Company Secretaries, as Secretarial Auditors to conduct Secretarial Audit of the company for the Financial Year ended on March 31, 2015.

Secretarial Audit Report issued by Mr. S. Srikanth, Partner of M/s BSS & Associates, Company Secretaries, in Form MR-3 is enclosed as Annexure - 3 to this Annual Report.

The following qualification was observed by the Secretarial Auditor in his Report to which the Board has shared the following explanations:

Qualification: The Company has not appointed Company Secretary as required under the Provisions of section 203 of the Companies Act, 2013 and Clause 47(a) of the Listing Agreement entered with Stock Exchange(s).

Response: The company is in the process to appoint a suitable person as Company Secretary of the company to comply the provisions under section 203 of the Companies Act, 2013.

Statement of particulars of appointment and remuneration of managerial personnel

The Statement of particulars of Appointment and Remuneration of Managerial personnel as per Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is enclosed as Annexure - 2 to this Annual Report.

Insurance

All properties and insurable interests of the Company including building, plant and machinery and stocks have been fully insured.



Details in respect of adequacy of Internal Financial Controls with reference to the Financial Statements

1. The Company has set Internal Control Systems to maintain accurate and complete accounting records, to safeguard its assets, to prevent and detect any frauds and errors.
2. The Company has appointed Internal Auditors to observe the Internal Controls, whether the work flow of organization is being done through the approved policies of the Company. In every Quarter during the approval of Financial Statements, Internal Auditors will present the Internal Audit Report and Management Comments on the Internal Audit observations; and
3. The Board of Directors of the Company have adopted various policies like Related Party Transactions Policy, Fixed Assets Policy, Whistle Blower Policy, Policy to determine Material Subsidiaries and such other procedures for ensuring the orderly and efficient conduct of its business for 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.

The names of companies which have become or ceased to be company's subsidiaries, joint ventures or associate companies during the year: -NIL-

Change in the nature of business

There is no change in the nature of business of the Company.

The details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

No Significant and material orders passed by the regulators or courts or tribunals impacting

the going concern status and company's operations in future.

Material changes and commitments

There are no Material changes and commitments in the business operations of the Company from the Financial Year Ended 31st March, 2015 to the date of signing of the Directors' Report.

Policy on Sexual Harassment

The Company has adopted policy on Prevention of Sexual Harassment of Women at Workplace in accordance with The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the Financial Year ended 31st March, 2015, the Company has not received any Complaints pertaining to Sexual Harassment.

Acknowledgement

The Directors take this opportunity to place on record their sincere thanks to the Banks and Financial Institutions, Insurance Companies, Central and State Government Departments and the Shareholders for their support and co-operation extended to the Company from time to time. Directors are pleased to record their appreciation of the sincere and dedicated services of the employees and workmen at all levels.

On behalf of the Board of Directors
for **Gennex Laboratories Limited**

Arihant Baid
Managing Director
DIN: 01171845

T.M. Gopalakrishnan
Whole Time Director
DIN: 03137458

Place: Hyderabad
Date: August 14, 2015

**Annexure-1**

Performance and financial position of each of the Subsidiaries, Associates and Joint Ventures
(Pursuant to Rule 8 of Companies (Accounts) Rules, 2014)

Part- A- Subsidiaries: NIL

₹ in thousands

S. No.	Name of the Subsidiary	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turn-over	Profit/(Loss) before Taxation	Tax Expense/(Benefit)	Profit/(Loss) after Taxation	Proposed Dividend
1	—	—	—	—	—	—	—	—	—	—	—	—

Part B- Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013
related to Associate Companies and Joint Ventures

₹ in thousands

S. No.	Name of Associates/Joint Ventures	Latest Audited Balance Sheet Date	Shares of Associate/Joint Ventures held by the Company on the year end		Description of how there is significant influence	Reason why the Associate/Joint Venture is not consolidated	Net worth attributable to Shareholding as per the latest Audited Balance Sheet	Profit/(Loss) for the year		
			No.	Amount of Investment in Associates/Joint Ventures				Extent of holding %	i. Considered in consolidation	ii. Not considered in consolidation
1.	Deccan Remedies Ltd.	2014	55,00,000	70,00,000	44.27%	Based on the % of holding over this investee company significant influence but not control over this	As the group has only ability to exercise significant influence but not control over this	55,002.99	NA	NIL

1. Names of Associates or Joint Ventures which are yet to commence operations**2. Names of Associates or Joint Ventures which have been liquidated or sold during the year**

S.No.	Name of the Company and Address
	Deccan Remedies Ltd. Regd. Office: Survey No. 75 (A) Kothur (B) Village Zaheerabad Mandal Medak Dist. - 502 228 Telangana.

S.No.	Name of the Company and Address
	NA



Annexure-2

Statement of particulars as per Rule 5 of Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014

i. the ratio of the remuneration of each Director to the median remuneration of the employees of the company for the Financial Year:

S. No.	Name of the Director	Ratio of the remuneration to the median remuneration of the employees
1	Mr. Arihant Baid Managing Director	12.34
2	Mr. T.M. Gopalakrishnan Whole Time Director	5.47
3	Mr. Y. Ravinder Reddy	NA
4	Ms. Sadhana Bhansali	NA
5	Mr. Dipankar Dasgupta	NA

* Mr. Y Ravinder Reddy, Ms. Sadhana Bhansali, and Mr. Dipankar Dasgupta were paid sitting fees for attending the Meetings.

ii. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the Financial Year

S. No.	Name of the Director	Percentage increase in remuneration
1	Mr. Arihant Baid** Managing Director	NIL
2	Mr. T.M. Gopalakrishnan Whole Time Director	32.79
3	Mr. Y. Ravinder Reddy Independent Director	NA
4	Ms. Sadhana Bhansali Independent Director	NA
5	Mr. Dipankar Dasgupta Independent Director	NA
6	Mr. Laxmipat Baid*** Chief Financial Officer	15.36

*Mr. Y. Ravinder Reddy, Ms. Sadhana Bhansali, and Mr. Dipankar Dasgupta were paid sitting fees for attending the Meetings.

**There was no increase in Remuneration paid to Mr. Arihant Baid, Managing Director during the Financial Year ended 31st March, 2015.

***Mr. Laxmipat Baid appointed as CFO of the company on 14.02.2015.

iii. The percentage increase in the median remuneration of employees in the financial year.

9.27%

iv. The number of permanent employees on the rolls of company.

There are 67 permanent employees on the rolls of the Company as on 31st March, 2015.

v. The explanation on the relationship between average increase in remuneration and company performance

S. No.	Average increase in remuneration	Company Performance
1	6.95%	Net profit of the Company is increased by 218.19%

vi. Comparison of the remuneration of the Key Managerial Personnel against the performance of the company

S. No.	Remuneration of Key Managerial Personnel	Performance of the Company for the year ended
1	₹ 33,42,890	₹ 65.41 Lakhs (Net Profit)

vii. Variations in the market capitalisation of the company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer.

S. No.	Particulars	As at Mar 31, 2015	As at Mar 31, 2014
1	Market Capitalisation	BSE ₹ 226,440,370	BSE ₹ 123,972,940
2	Price Earnings Ratio	BSE 34.42	BSE 49.00



Market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer:

The Company came with an Initial Public Offer in February 9, 1996 at the price of ₹ 10/- per equity share. As on 31st March, 2015 the Market Quotation of the Company Share Price (Closing Price) is as follows:

BSE Limited: ₹ 1.79

viii. 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.

-NA-

ix. Comparison of the each remuneration of the Key Managerial Personnel against the performance of the company.

S. No.	Name	Remuneration of Key Managerial Personnel	Performance of the company for the year ended 31st March, 2015
1	Mr. Arihant Baid, Managing Director	₹ 2,428,800	₹ 65.41 Lakhs (Net Profit)
2	Mr. Laxmipat Baid Chief Financial Officer***	₹ 914,090	₹ 65.41 Lakhs (Net Profit)

x. The key parameters for any variable component of remuneration availed by the Directors.

Only Salary and allowances are paid on the performance of the Company upon recommendation of Nomination and Remuneration Committee.

xi. The ratio of the remuneration of the highest paid Director to that of the employees who are not Directors but receive remuneration in excess of the highest paid Director during the year. -N.A.-

xii. The Remuneration paid to Key Managerial Personnel is as per the Remuneration policy of the Company.



Statement of Particulars of Employees Pursuant to the Provisions of Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name & Designation	Remuneration Received	Nature of Employment	Qualifications and experience of the employee	Date of commencement of employment	Age	Last employment held before joining the company	Percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule (2) of Rule 5	Whether is a relative of any Director or Manager of the Company
1	Arihant Baid, Managing Director	Rs. 24,28,800	Contractual	BBA (MIB)	18/05/2015	29 years	-Nil-	100 Equity Shares	None
2	T.M. Gopalakrishnan Whole Time Director	₹ 14,22,773	Contractual	M.Tech. Chem. Engg. 33 years	18/05/2012	64 years	Suven Life Science	100 Equity Shares	None
3	Laxmipat Baid Chief Financial Officer ***	₹ 135,140	Permanent	B.Com. C.A. - Inter 28 years	24/02/2006	60 years	Siddha Canvas Products P Ltd.	100 Equity Shares	None

Notes:

- Gross Remuneration includes salary, taxable allowances, commission, value of perquisites as per the Income-tax Rules, 1962 and Company's contribution to provident fund/superannuation fund.



MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report on the Business of the Company as applicable and to the extent relevant is given below:

Overview & Operations of the Company

Gennex Laboratories Limited is in the business of Manufacturing of Bulk Drugs, Intermediates and Biotech Products. The Company is having a professionally managed team at every stage of its operations.

Strengths

Multipurpose and Multi product production facilities having ISO 9001:2008 and TUV Certificate 44 100 124194-E3 further the Company has obtained ISO 14001 and OSHAS 18000.

- The Management depth and ability to manage client relationships.
- Enhanced presence in the international market.

Opportunities & Threats

Large number of Pharmaceutical companies losing their drug patents, thereby increasing the scope of outsourcing to countries that offer a low cost manufacturing base.

The Pharma sector is expected to witness further consolidation by way of mergers and acquisitions this augurs for growth of the Industry. This would result in better price realization and growth.

The Indian Pharma Industry will have to meet the following challenges:

- i. Multinational Companies are setting up large plants in India.
- ii. Competition in the global market that offer low manufacturing base.

- iii. Uncertainties on account of global socio economic environment.

Outlook for the Company

Your Company is on the verge of completion of the expansion plans undertaken. Your Company has planned its business strategy taking the ground realities into account. The Company has introduced new products which are very competitive and beneficial to the Company.

Risks and concerns

Any Government policy intervention or any change in the Pharma sector benefits and unforeseen adverse market conditions are issues of concern and may put pressure on the performance of the Company.

Internal Control System and their adequacy

The Company has Internal Control System which is adequate and commensurate with the size of the Company.

Cautionary Statement

Statement in this "Management Analysis Report" be considered to be forward looking statements within the meaning of applicable securities laws or regulations. Actual result could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand supply conditions, increased installed capacity, price bulk drugs and its availability, cyclical demands and pricing in the Company's market, changes in Government regulations, tax regimes, besides other factors such as litigations and labour negotiations.



Annexure-3

Form No. MR-3

Secretarial Audit Report

For the Financial Year ended 31st March, 2015

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

To,
The Members,
GENNEX LABORATORIES LIMITED,
CIN: L24230TG1990PLC011168,
Sy. No. 133, IDA Bollaram, Jinnaram,
Medak District - 502 325.
Telangana.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. GENNEX LABORATORIES LIMITED (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of M/s. GENNEX LABORATORIES 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, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2015, 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended on March 31, 2015 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the Companies Act, 1956 (to the extent applicable) and the rules made thereunder;

2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. 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.
5. 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;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 - Not applicable to the Company during the Financial Year under review;
 - d. Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999/ Securities Exchange Board of India (Share Based Employee Benefit) Regulations, 2014 (effective 28th October 2014) - Not applicable to the Company during the Financial Year under review;
 - e. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not applicable as the Company has not issued any debt securities;
 - f. 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 to Issue and Share Transfer Agent during the Financial Year under review;

- g. Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - Not applicable as the Company has not delisted/proposed to delist its equity shares from any Stock Exchange during the Financial Year under review; and
- h. Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - Not applicable as the Company has not bought back / proposed to buyback any of its securities during the Financial Year under review.

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

- i. Secretarial Standards issued by the Institute of Company Secretaries of India - Not notified during the audit period and hence not applicable.
- ii. The Listing Agreements entered into by the Company with the Stock Exchanges.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above. However, the Company has not appointed Company Secretary as required under the Provisions of section 203 of the Companies Act, 2013 and Clause 47(a) of the Listing Agreement entered with Stock Exchange(s). As per information provided by the company, the company is in the process to appoint the suitable person as Company Secretary of the company, and the pending forms to be filed with Stock Exchange and MCA. We further report that, on examination of the relevant documents and records and based on the information provided by the Company, its officers and authorized representatives during the conduct of the audit, and also on the review of Quarterly Compliance Reports by respective Department Heads/Chief Financial Officer/

Whole-time Director taken on record by the Board of Directors of the Company. In our opinion, there are adequate systems and processes and control mechanism exist in the Company to monitor and ensure compliance with applicable general laws including Industrial Laws, Environmental Laws, Competition Law, Human Resources and Labour laws.

We further report that, that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this audit since the same have been subject to review by Statutory Financial Auditor and other designated professionals.

We further report that, the Board of Directors of the Company is duly constituted. The 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 was given to all Directors to schedule the Meetings of the Board and its Committees. Agenda and detailed notes on agenda were sent to all the Directors at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications as may be required on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman of the Meeting, the decisions of the Board were unanimous and there were no dissenting views. We further report that, there are adequate systems and processes in the Company commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, during the audit period no event has occurred during the year which has a major bearing on the Company's affairs.

S. Srikanth

B S S & Associates
Company Secretaries
ACS: 22119 CP: 7999

Place: Hyderabad
Date: August 14, 2015



To,
The Members,
GENNEX LABORATORIES LIMITED,
CIN: L24230TG1990PLC011168,
Sy. No. 133, IDA Bollaram, Jinnaram,
Medak District - 502 325.
Telangana.

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

1. Maintenance of Secretarial records 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 process 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. Wherever 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 procedure 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.

S. Srikanth

B S S & Associates
Company Secretaries
ACS: 22119 CP: 7999

Place: Hyderabad
Date: August 14, 2015



INDEPENDENT AUDITORS' REPORT

To
The Members of
Gennex Laboratories Limited

Report on the Financial Statements

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters in section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of 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 internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

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

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

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

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

Basis for Qualified Opinion:

The balances of Loans and Advances, Deposits, Unsecured loans, Other Current/liabilities, Trade Receivables and Trade Payables are subject to confirmations as indicated in Note No. 33.3. The impact of the same is unascertained.



Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matters described in the Basis for Qualified opinion paragraph, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a. In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2015;
- b. In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c. In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of matter

We draw attention to Note No. 33.4 to the financial statement which describes pending registration formalities for land acquired. Our opinion is not Qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the order") issued by the Central Government of India in terms of Sub-Section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the order to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a. We have obtained all the information and explanations which to the best of knowledge and belief were necessary for the purpose of our audit.
 - b. In our opinion, proper Books of Accounts, as required by law, have been kept by the Company so far as appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit & Loss, and the Cash Flow

Statement dealt with by this Report are in agreement with the books of account.

- d. In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of written representations received from the Directors, as on March 31, 2015, and taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2015, from being appointed as a Director in the terms of Section 164(2) of the Act.
- f. With respect to the other matters to be included in Auditors Report in accordance with Rule 11 of Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us.
 - i. The Company has disclosed the impact of pending litigation on its financial position in its financial statements,
 - ii. In our opinion and as per information and explanations given to us, the Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses. and
 - iii. There has been no delay in transferring the amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Laxminiwas & Jain
Chartered Accountants
Firm Regn. No. 001859S
Sharada G Patil
Partner
Membership No. 015332

Place : Hyderabad
Date: 30th May, 2015



ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date]

1. a. According to the information and explanations furnished to us, the company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b. According to the information and explanations furnished to us, all the assets have not been physically verified by the Management during the year but there is a regular programme of verification, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
2. a. According to the information and explanations furnished to us, the inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable.
- b. In our opinion, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- c. According to the information and explanations furnished to us, the Company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
3. According to the information and explanations given to us, the company has not granted any loans secured or Unsecured to Companies, firms or other Parties covered in the register maintained under section 189 of the Companies Act, 2013.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to the purchases of inventory and fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls.
5. According to the information and explanations given to us, During the year the Company has not accepted any deposits in terms of Directives issued by the Reserve Bank of India and provision of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under.
6. We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules made by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013 and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
7. a. According to the information and explanations given to us and the records of the company examined by us, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund,, employees' state insurance, income tax, sales tax, wealth tax, service tax, customs duty, excise duty, Value Added tax, cess and any other material statutory dues applicable to it.
- b. According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added



- tax or cess were in arrears as at 31st March, 2015 for a period more than six months from the date they became payable.
- c. According to the information and explanations given to us, there are no dues of Wealth Tax, Service Tax, Customs Duty, Excise Duty and Cess which are not deposited on account of dispute except Income Tax of ₹ 56.67 Lacs, (under the Income Tax Act, 1961) and Sales Tax of ₹ 111.04 Lacs for which appeal/Petition are pending before Appellate Authorities/ courts.
- d. In our opinion and according to information and explanations given to us amounts required to be transferred to investor education and protection fund in accordance with relevant provision of Companies Act, 1956 (1 of 1956) and Rules made there under have been transferred to such fund within time.
8. In our opinion, the company has no accumulated losses as at 31.03.2015 and it has not incurred any cash losses in the financial year ended on that date or in the immediately preceding financial year .
9. According to the information and explanations given to us, the company has not defaulted in repayment of dues to Financial Institutions, Bank and Debenture Holders as at Balance Sheet date.
10. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from Banks or Financial Institutions during the year.
11. According to information and explanations given to us, the term loans were applied for the purpose for which the loans were obtained.
12. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

For **Laxminiwas & Jain**
Chartered Accountants
Firm Regn. No. 001859S

Hyderabad
30th May, 2015

Sharada G Patil
Partner
Membership No. 015332



Annexure - 4

Form No. MGT-9 EXTRACT OF ANNUAL RETURN as on the financial year ended on December 31, 2014 [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:					
i) CIN	L24230TG1990PLC011168				
ii) Registration Date	29/03/1990				
iii) Name of the Company	GENNEX LABORATORIES LIMITED				
iv) Category / Sub-Category of the Company	Company limited by shares / Indian Non-Government Company				
v) Address of the Registered Office and contact details	Sy. No.133, IDA Bollaram, Jinnaram Mandal, Medak Dist- 502 325, Telangana, India. Contact No.+91-08458 279406 / 279516				
vi) Whether listed Company	Yes, Listed				
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	R&D Infotech Pvt. Ltd., 1st Floor, 7A, Beltala Road, Naresh Mitra Sarani, Kolkata - 700 026.				
II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY					
All the business activities contributing 10% or more of the total turnover of the company shall be stated:-					
Sl.No	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company		
1	Pharmaceutical Products	21002	100%		
III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -					
S No	Name and Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1	Deccan Remedies Limited, 402, Moghal Mascot. Opp. Nafees Manzil, AC Guards, Hyderabad - 500 004 Telangana	U72200TG1994PLC016962	Associate	44.27%	Section 2(6)



IV SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Shareholding

S No	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A	Promoters									
(a)	Individuals / HUF	48,000	200	48,200	0.04	48,000	200	48,200	0.04	-
(b)	Central Government	-	-	-	-	-	-	-	-	-
(c)	State Government(s)	-	-	-	-	-	-	-	-	-
(d)	Bodies Corporate	35,488,500		35,488,500	28.05	30,361,991		30,361,991	24.00	
(e)	Banks/FI	-	-	-	-	-	-	-	-	-
(f)	Any Other (Specify)	-	-	-	-	-	-	-	-	-
(2)	Sub - Total (A) (1):-	35,536,500	200	35,536,700	28.09	30,409,991	200	30,410,191	24.04	4.05
	Foreign									
(a)	NRIs-Individuals	-	-	-	-	-	-	-	-	-
(b)	Other - Individuals	-	-	-	-	-	-	-	-	-
(c)	Bodies Corporates	-	-	-	-	-	-	-	-	-
(d)	Banks/FI	-	-	-	-	-	-	-	-	-
(e)	Any other	-	-	-	-	-	-	-	-	-
	Sub - Total (A) (2):-	-	-	-	-	-	-	-	-	-
	Total Shareholding of Promoter (A) = (A) (1)+(A)(2)	35,536,500	200	35,536,700	28.09	30,409,991	200	30,410,191	24.04	4.05
B	Public Shareholding									
1	Institutions									
(a)	Mutual Funds	-	-	-	-	-	-	-	-	-
(b)	Banks/FI	-	-	-	-	-	-	-	-	-
(c)	Central Government	-	-	-	-	-	-	-	-	-
(d)	State Government(s)	-	-	-	-	-	-	-	-	-
(e)	Venture Capital Funds	-	-	-	-	-	-	-	-	-



ii) Shareholding of Promoters

Sl. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total Shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total Shares	
1	Premier Fiscal Services (P) Ltd., *	25,000,000	19.76	25,000,000	25,000,000	19.76	25,000,000	-
2	VAB Ventures Limited	9,787,560	7.74	-	3,334,780	2.64	-	(5.10)
3	India Securities Broking Pvt. Ltd.,	80,390	0.06	-	1,375,391	1.09	-	1.09
4	Glaxo Finance Pvt. Ltd.,	660,120	0.52	-	611,000	0.48	-	(0.04)
5	Vinod Baid	47,000	0.04	-	47,000	0.04	-	-
6	Prudential Investment Ltd.,	39,820	0.03	-	39,820	0.03	-	-
7	VAB Capital Advisories Pvt. Ltd.,	1,000	0.00	-	1,000	0.00	-	-
8	Vinod Baid	1,000	0.00	-	1,000	0.00	-	-
9	Arihant Baid	100	0.00	-	100	0.00	-	-
10	T M Gopalakrishnan	100	0.00	-	100	0.00	-	-
	Total	35,536,600	28.09		30,410,191	24.04		(4.05)



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

Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1	Premier Fiscal Services (P) Ltd.				
		25000000	19.76	---	---
	At the beginning of the Year				
	At the end of the year (or on the date of separation, if separated during the year)			25000000	19.76

Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
2	VAB Ventures Ltd.,				
		9,787,560	7.74	---	---
	At the beginning of the Year				
	Sale on 26.09.2014	(1,000,000)	(0.79)	8,787,560	6.95
	Sale on 10.11.2014	(25,000)	(0.03)	8,762,560	6.93
	Sale on 12.11.2014	(29,681)	(0.03)	8,732,879	6.90
	Sale on 13.11.2014	(181,564)	(0.14)	8,551,315	6.76
	Sale on 14.11.2014	(70,906)	(0.06)	8,480,409	6.70
	Sale on 17.11.2014	(300,000)	(0.23)	8,180,409	6.47
	Sale on 18.11.2014	(100,000)	(0.08)	8,080,409	6.39
	Sale on 19.11.2014	(284,018)	(0.22)	7,796,391	6.17
	Sale on 20.11.2014	(315,982)	(0.25)	7,480,409	5.92
	Sale on 25.11.2014	(5,000,000)	(3.95)	2,480,409	1.96
	Purchase on 31.03.2015	854,371	0.68	3,334,780	2.64
	At the end of the year (or on the date of separation, if separated during the year)			3,334,780	2.64



Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
3	India Securities Broking Pvt Ltd.,				
	At the beginning of the Year	80,390	0.06	---	---
	Sale on 30.06.2014	(80,390)	(0.06)	0	0
	Purchase on 30.09.2014	630,133	0.50	630,133	0.50
	Purchase on 31.12.2014	362,594	0.29	992,727	0.79
	Purchase on 31.03.2015	382,664	0.30	1,375,391	1.09
	At the end of the year (or on the date of separation, if separated during the year)			1,375,391	1.09

Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
4	Glaxo Finance Pvt Ltd.,				
	At the beginning of the Year	660,120	0.52	---	---
	Sale on 30.06.2014	(53,946)	(0.04)	606,174	0.48
	Purchase on 31.03.2015	4,826	0.00	611,000	0.48
	At the end of the year (or on the date of separation, if separated during the year)			611,000	0.48

Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
5	Vinod Baid				
	At the beginning of the Year	47,000	0.04	---	---
	At the end of the year (or on the date of separation, if separated during the year)			47,000	0.04

Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
6	Prudential Investment Ltd.,				
	At the beginning of the Year	39,820	0.03	---	---
	At the end of the year (or on the date of separation, if separated during the year)			39,820	0.03



Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
7	VAB Capital Advisors Private Ltd.,	1000	0.00	---	---
	At the beginning of the Year				
	At the end of the year (or on the date of separation, if separated during the year)			1000	0.00

Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
8	Vinod Baid	1000	0.00	---	---
	At the beginning of the Year				
	At the end of the year (or on the date of separation, if separated during the year)			1000	0.00

Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
9	Arihant Baid	100	0.00	---	---
	At the beginning of the Year				
	At the end of the year (or on the date of separation, if separated during the year)			100	0.00

Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
10	T M Gopalakrishnan	100	0.00	---	---
	At the beginning of the Year				
	At the end of the year (or on the date of separation, if separated during the year)			100	0.00



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

Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
1	Alchemist Holdings Ltd.,	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
	At the beginning of the Year	6212720	4.91	---	---
	At the end of the year (or on the date of separation, if separated during the year)			6212720	4.91
Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
2	Basics Softsolutions Private Ltd.,	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
	At the beginning of the Year	5944060	4.70	---	---
	At the end of the year (or on the date of separation, if separated during the year)			5944060	4.70
Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
3	Ganesh Visual Aid Private Ltd.,	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
	At the beginning of the Year	5607450	4.43	---	---
	At the end of the year (or on the date of separation, if separated during the year)			5607450	4.43
Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
4	Alchemist Capital Ltd.,	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
	At the beginning of the Year	5559580	4.39	---	---
	At the end of the year (or on the date of separation, if separated during the year)			5559580	4.39
Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
5	Endogram Leasing and Trading Company Pvt. Ltd.	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
	At the beginning of the Year	4926020	3.89	---	---
	At the end of the year (or on the date of separation, if separated during the year)			4926020	3.89



Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
6	Sunita Talwar	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
	At the beginning of the Year	4502790	3.56	---	---
	At the end of the year (or on the date of separation, if separated during the year)			4502790	3.56
Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
7	Sumita Talwar	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
	At the beginning of the Year	4239208	3.35	---	---
	At the end of the year (or on the date of separation, if separated during the year)			4239208	3.35
Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
8	Sanjay Kumar	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
	At the beginning of the Year	3726850	2.95	---	---
	At the end of the year (or on the date of separation, if separated during the year)			3726850	2.95
Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
9	Rajababu Sampatrao Bandela	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
	At the beginning of the Year	3427580	2.71	---	---
	At the end of the year (or on the date of separation, if separated during the year)			3427580	2.71
Sl.No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
10	Pragya Mercantile Pvt. Ltd.,	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
	At the beginning of the Year	--	--	---	---
	At the end of the year (or on the date of separation, if separated during the year)			2,700,000	2.13



V. INDEBTEDNESS

in INR '000s

Indebtedness of the Company including interest outstanding/accrued but not due for payment		Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the Beginning of the Financial Year					
i) Principal Amount		46.85	26.68	-	73.53
ii) Interest due but not paid		-	-	-	-
iii) Interest accrued but not due		0.26	-	-	0.26
Total (i+ii+iii)		47.11	26.68	-	73.79
Change in Indebtedness during the financial year					
Addition					
Reduction		15.82	3.81	-	19.63
Net Change					
Indebtedness at the end of the Financial year					
i) Principal Amount		31.29	22.87	-	54.16
ii) Interest due but not paid		-	-	-	-
iii) Interest accrued but not due		0.27	-	-	0.27
Total (i+ii+iii)		31.56	22.87	-	54.43

v) Shareholding of Directors and Key Managerial Personnel

Sl. No	For each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
At the beginning of the Year					
Directors					
1	Arihant Baid	100	00	100	00
2	T M Gopalakrishnan	100	00	100	00
3	Y Ravinder Reddy	00	00	00	00
4	Sadana Bhansali	00	00	00	00
5	Dipankar Dasgupta	00	00	00	00
6	Laxmiapat Baid (CFO)	100	00	100	00



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

Sl.No	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
		Arihant Baid	T M Gopalakrishnan	
1	Gross Salary			
a)	Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	2,400,000	1,058,400	3,458,400
b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	28,800	364,373	393,173
c)	Profits in lieu of salary under section 17(3) Income-Tax Act, 1961	-	-	-
2	Stock option	-	-	-
3	Sweat Equity	-	-	-
4	Commission			
	- as % of profit	-	-	-
	- others, specify...	-	-	-
5	Others, Please specify	-	-	-
	Total (A)	2,428,800	1,422,773	3,851,573
	Ceiling as per the Act	-	-	-



B. Remuneration to Other Directors		Name of Directors			
Sl.No	Particulars of Remuneration	Y Reddy Ravinder	Sadhana Bhansali	Dipankar Dasgupta	Total Amount
1	Independent Directors				
	Fee for attending board/committee meetings	1,500	1,500	1,500	4,500
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	1,500	1,500	1,500	4,500
2	Other Non-Executive Directors				
	Fee for attending board/committee meetings	NIL	NIL	NIL	NIL
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	1,500	1,500	1,500	4,500
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-
C. Remuneration paid to Key Managerial Personnel other than MD, Whole time Directors					
Sl. No	Particulars of Remuneration	Key Managerial Personnel		Total Amount Rs.	
		CFO			
		Laxmipat Baid			
1	Gross Salary				
a)	Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	867,240		867,240	
b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	46,850		46,850	
c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-		-	
2	Stock option	-		-	
3	Sweat Equity	-		-	
4	Commission	-		-	
	- as % of profit	-		-	
	- others, specify...	-		-	
5	Others, Please specify	-		-	
	Total	914,090		914,090	



VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

A.COMPANY

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)
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

B.DIRECTORS

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)
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

C. OTHER OFFICERS IN DEFAULT

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)
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

Annexure - 5

The conservation of energy, technology absorption, foreign exchange earnings and outgo pursuant to the provisions of section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014:

A. CONSERVATION OF ENERGY:

- | | | |
|---|---|--------|
| 1. The steps taken or impact on conservation of energy | : | -N.A.- |
| 2. The steps taken by the Company for utilizing alternate sources of energy | : | -N.A.- |
| 3. The Capital investment on energy conservation equipments | : | -N.A.- |

B. TECHNOLOGY ABSORPTION:

- | | | |
|---|---|--------|
| i. The Efforts made towards technology absorption | : | -NIL- |
| ii. The Benefits derived like product improvement, cost reduction, product development or import substitution | : | -NIL- |
| iii. Details of technology imported during the past 3 years: | | |
| No technology has been imported during the past 3 years. | | |
| a. The details of technology import | : | -NIL- |
| b. The year of import | : | -NIL- |
| c. Whether the technology has been fully absorbed | : | -NIL- |
| d. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof | : | -NIL- |
| iv. The expenditure incurred on Research and Development: | | -N.A.- |

C. FOREIGN EXCHANGE EARNINGS AND OUT-GO:

- | | | |
|---|--|--|
| 1. The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows: | | |
|---|--|--|

(₹ in Thousands)

Particulars	:	March 31, 2015
Used	:	92.83
Earned	:	771.27



REPORT ON CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges in India, compliance with the requirements of Corporate Governance is set out below:

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Gennex Laboratories Limited ("GLL"/the "Company") is committed to implement sound Corporate Governance practices with a view to bring about transparency in its operations and maximize shareholder value. The Company's core philosophy on the code of Corporate Governance is to ensure:

- Fair and transparent business practices;
- Accountability for performance;
- Compliance of applicable statute;
- Transparent and timely disclosure of financial and management information;
- Effective management control and monitoring of executive performance by the Board; and
- Adequate representation of Promoter, Executive and Independent Directors on the Board.

2. BOARD OF DIRECTORS:

The Board of Directors along with its Committees provides leadership and guidance to the Company's management and supervises the Company's performance. As at March 31, 2015, the Board of Directors ("Board") comprises of Four Directors, of which 2 are Non-Executive Directors. The Company has Executive Chairman and 3 (Three) Independent Directors, comprise half of the total strength of the Board.

The composition and category of the Board of Directors is as follows:

S. No.	Name of the Director	Designation	Category
1	Mr. Arihant Baid	Managing Director	Executive Director (Promoter)
2	Mr. T. M. Gopalakrishnan	Whole Time Director	Executive Director (Non Promoter)
3	Mr. Y. Ravinder Reddy	Director	Independent Director
4	Ms. Sadhana Bhansali	Director	Independent Director (Woman Director)
5	Mr. Dipankar Dasgupta**	Director	Independent Director

** Mr. Dipankar Dasgupta has been appointed as Additional Director on 01.10.2014

Other Directorships:

The number of directorships and memberships in the committees of Other Companies held by the Directors as on March 31, 2015 are as under:

Name of the Director	No. of Other Directorships*	In other public Companies** Membership	Chairmanship
Mr. Arihant Baid	10	—	—
Mr. T. M. Gopalakrishnan	NIL	—	—
Mr. Y. Ravinder Reddy	4	—	—
Ms. Sadhana Bhansali	1	1	—
Mr. Dipankar Dasgupta	4	—	—

* Includes directorships in the companies incorporated under the Companies Act, 1956.

** Includes only Audit and Shareholders Grievances Committee

**Board Meetings:**

During the year ended March 31, 2015, five Board Meetings were held as against the minimum requirement of four meetings. The maximum time gap between any of two consecutive meetings did not exceed four months.

The dates on which the Board meetings were held are 30.05.2014, 14.08.2014, 1.10.2014, 15.11.2014 and 14.02.2015.

Attendance of Directors at the meetings:

The details of the attendance of the Directors at the Board meetings held during the year ended March 31, 2015 and at the last Annual General Meeting (AGM) are given below:

Name of Director	No. of Board Meetings		Attendance at AGM held Sept 30, 2014
	Held	Attended	
Mr. Arihant Baid	5	5	Yes
Mr. T.M. Gopalakrishnan	5	5	Yes
Mr. Y. Ravinder Reddy	5	5	Yes
Mr. U.C. Bhandari**	5	2	No
Ms. Sadhana Bhansali	5	2	No
Mr. Dipankar Dasgupta***	5	2	No

** Mr.U.C. Bhandari has resigned from the Board from 30.09.2014

*** Mr. Dipankar Dasgupta been appointed as Additional Director on 01.10.2014

3. COMMITTEES OF THE BOARD:

The Company currently has the following Committees of the Board:

- a. Audit Committee;
- b. Nomination and Remuneration Committee; and
- c. Stakeholders Relationship, Grievance and Share Transfer Committee.

a. Audit Committee**Composition:**

- The Audit Committee was constituted by the Board with 2 Independent Directors and 1 Executive Director with Independent Director as its Chairman.
- The Head of Finance and Accounts, Statutory Auditors and Internal Auditors attend the Audit Committee meetings on invitation and the Company Secretary acts as the Secretary of the Committee.
- The minutes of the meetings of the Audit Committee are circulated to all the members of the Board.

Audit Committee meetings :

- Four Audit Committee Meetings were held during the year ended March 31, 2015. The maximum time gap between any of the two meetings was not more than four months.
- The Audit Committee meetings were held on 30th May 2014, 14th August 2014, 15th November 13, 2014 and 14th February, 2015.



Composition of the Audit Committee and the details of meetings held and attended by its members are given below:

Name of Director	Designation	No. of Meetings	
		Held	Attended
Mr. Y. Ravinder Reddy	Chairman	4	4
Ms. Sadhana Bhansali	Member	4	2
Mr. T.M. Gopalakrishnan	Member	4	4
Mr. U.C. Bhandari**	Member	4	2

** Resigned from the Board on 30.09.2014

Terms of Reference:

The terms of reference of the Audit Committee are as under:

1. Overseeing 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;
2. Recommendation for appointment, remuneration and terms of appointment of Auditors of the company;
3. Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;
4. Reviewing, with the management, the Annual Financial Statements and Auditor's Report thereon before submission to the Board for approval, with particular reference to:
 - a. Matters required to be included in the Director's 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
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Qualifications in the draft audit report
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the Auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;



10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of Internal Financial Controls and Risk Management Systems;
12. Reviewing, with the management, performance of statutory and Internal Auditors, adequacy of the Internal Control Systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with Internal Auditors of any significant findings and follow up thereon;
15. 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;
16. 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;
17. 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;
18. To review the functioning of the Whistle Blower Mechanism;
19. 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 the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee;
21. Recommendation for appointment, remuneration and terms of appointment of Auditors of the company;
22. Review and monitor the Auditor's independence and performance and effectiveness of audit process;
23. Examination of the Financial Statement and the Auditors' Report thereon;
24. Approval or any subsequent modification of transactions of the company with related parties;
25. Scrutiny of inter-corporate loans and investments;
26. Valuation of undertakings or assets of the company, wherever it is necessary;
27. Evaluation of Internal Financial Controls and Risk Management Systems;
28. Monitoring the end use of funds raised through public offers and related matters;
29. The Audit Committee may call for the comments of the Auditors about Internal Control Systems, the scope of audit, including the observations of the Auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the Internal and Statutory Auditors and the management of the company;
30. The Audit Committee shall have authority to investigate into any matter in relation to the items specified (as mentioned at S.No. 21 to 28 above) or referred to it by the Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the company; and
31. The Auditors of a company and the key managerial personnel shall have a right to be heard in the meetings of the Audit Committee when it considers the Auditor's Report but shall not have the right to vote.



b) Nomination and Remuneration Committee

Composition:

- The Nomination and Remuneration Committee was constituted by the Board with 3 Independent Directors with Independent Director as its Chairman.
- The minutes of the meetings of the Nomination and Remuneration Committee are circulated to all the members of the Board.

Composition of the Committee is given below:

Name of the Director	Designation
Mr. Y. Ravinder Reddy	Chairman
Ms. Sadhana Bhansali***	Member
Mr. U.C. Bhandari**	Member
Mr. Dipankar Dasgupta	Member

** Mr. U.C. Bhandari Resigned from 30.09.2014

*** Ms. Sadhana Bhansali Appointed on 30.09.2014

Brief description of terms of reference

- 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 their appointment and removal;
- carry on the evaluation of every Director's performance;
- formulation of the criteria for determining qualifications, positive attributes and independence of a Director;
- recommend to the Board a policy, relating to the remuneration of the Directors, key managerial personnel and other employees;
- formulation of criteria for evaluation of Independent Directors and the Board;
- devising a policy on Board diversity; and
- any other matter as the Board may decide from time to time.

Nomination and Remuneration Committee meetings

- During the period from April 1, 2014 to March 31, 2015, Nomination and Remuneration Committee Meetings were held on 3 times 14.08.2014, 01.10.2014 and 14.02.2015.

Composition of the Nomination and Remuneration Committee and the details of meetings held and attended by its members are given below:

Name of the Director	Designation	Number of Meetings	
		Held	Attended
Mr. Y Ravinder Reddy	Chairman	3	3
Ms. Sadhana Bhansali	Member	3	2
Mr. U.C. Bhandari**	Member	3	1
Mr. Dipankar Dasgupta***	Member	3	1

** Mr.U.C. Bhandari Resigned from the Board on 30.09.2014

***Mr. Dipankar Dasgupta has been appointed as Additional Director on 01.10.2014



Nomination and Remuneration policy

- The compensation of the Executive Directors comprises of fixed component and commission. The compensation is determined based on the remuneration prevailing in the industry and the performance of the Company. The remuneration package of the Executive Directors is periodically reviewed and suitable revision is recommended to the Board by the committee.
- The Non-Executive Directors are paid sitting fees for attending meetings of Board/Committee.

Details of remuneration to all the Directors

Following are the details of sitting fees paid to the Directors for attending Board and Committee Meetings for the year ended March 31, 2015:

Name of the Director	Amount ₹
Mr. Arihant Baid	NIL
Mr. T. M. Gopalakrishnan	NIL
Mr. Y. Ravinder Reddy	NIL
Mr. U.C. Bhandari	3,000
Ms. Sadhana Bhansali	3,000
Mr. Dipankar Dasgupta	3,000

The Remuneration paid to the Managing and Whole-time Directors during the year is as follows:

Name of the Director and Designation	Salary ₹	Bene-fits	Bonuses	Pension	Commi-ssion	Service Contracts	Notice Period	Total ₹
Mr. Arihant Baid Managing Director	2,400,000	—	—	—	—	Appointed for a period of 3 years w.e.f. 18th May, 2015	As per the Rules of the Company	2,400,000
Mr. T.M. Gopalakrishnan Whole Time Director	1,065,000	—	8,400			Appointed for a period of 3 years w.e.f. 18th May, 2015	As per the rules of the Company	1,073,400

There were no severance fees, stock option plan or performance linked incentive for the Executive/Non-Executive Directors. The appointment of Managing Director is made for a period of 3 years on the terms and conditions contained in the respective resolutions passed by the Members in the General Meetings.

**Shares held by Non-Executive Directors**

The number of equity shares of the Company held by Non-Executive Directors, as on March 31, 2015 are as follows:

Name of the Director	No. of Equity Shares (face value of ₹ 1 each) held in the Company
Mr. Y. Ravinder Reddy	-NIL -
Ms. Sadhana Bhansali	-NIL -
Mr. Dipankar Dasgupta	-NIL-

c. Stake Holders Relationship, Grievance and Share Transfer Committee**Composition**

The Committee consists of the following Directors:

Name of the Director	Designation
Mr. Y. Ravinder Reddy	Chairman
Ms. Sadhana Bhansali	Member
Mr. T.M. Gopalakrishnan	Member

Terms of Reference

- Stakeholders Relationship, Grievance and Share Transfer Committee oversees and reviews all matters connected with the securities transfers and also looks into redressing of shareholders complaints like transfer of shares, non-receipt of annual reports/dividends etc.
- The Committee oversees the performance of the Registrar and Transfer agents and recommends measures for overall improvement in the quality of investor services.

Name and designation of Compliance Officer:

Mr. K.VL.N. Bhaswanth, Chief Operating Officer & Compliance Officer

Email-id for Investor Grievances: investorrelations@gennexlab.com

Number of Shareholders complaints received so far.:

- During the year ended March 31, 2015, the Company has received and resolved 218 complaints and there were no pending complaints as at the year end.
- Number of complaints not resolved to the satisfaction of shareholders is Nil.

4. GENERAL BODY MEETINGS:

The details of date, location and time of the last three Annual General Meetings held are as under:

Financial Year ended March 31	Date	Time	Venue
2014	30.09.2014	11.30 a.m.	Sy. No. 133, IDA Bollaram, Jinnaram Mandal Medak Dist - 502 325
2013	30.09.2013	11.30 a.m.	Sy. No. 133, IDA Bollaram, Jinnaram Mandal Medak Dist - 502 325
2012	29.09.2012	11.30 a.m.	Sy. No. 133, IDA Bollaram, Jinnaram Mandal Medak Dist - 502 325



- Special Resolutions passed during the previous three Annual General Meetings:
 - i. 29th Annual General Meeting – September 30, 2014
 - a. Authorisation to the Board of Directors to borrow monies beyond the paid-up capital and free reserves pursuant to Section 180(1)(c) of the Companies Act, 2013.
 - b. Authorisation to the Board of Directors to create mortgage/charge/pledge/Hypothecation on the properties of the Company for securing loans etc., pursuant to Section 180(1)(a) of the Companies Act, 2013
 - ii. 28th Annual General Meeting - September 30 , 2013: No Special Resolutions were passed
 - iii. 27th Annual General Meeting - September 29, 2012
 - 1. Appointment of Managing Director:

Special Resolution was passed pursuant to the provisions of Sections 198, 269, 309, 310 and 311, Schedule XIII, and other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modifications or reenactment thereof, for the time being in force) and subject to such sanctions and approvals as may be necessary, approval of the Company be and is hereby accorded to the appointment of Mr. Arihant Baid, as a Managing Director of the Company for a period of Three years, with effect from 18th May, 2012.
 - 1. Appointment of Whole Time Director:

Special Resolution was passed pursuant to the provisions of Sections 198, 269, 309, 310 and 311, Schedule XIII, and other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modifications or reenactment thereof, for the time being in force) and subject to such sanctions and approvals as may be necessary, approval of the Company be and is hereby accorded to the appointment of Mr. Tiruvarur Muralidharan Gopalakrishnan, as a Whole-time Director of the Company for a period of Three years, with effect from 18th May, 2012
 - iv. Special resolution passed last year through postal ballot: Nil
- 5. DISCLOSURES:
 - a. Related party transactions

During the year ended March 31, 2015, there were no materially significant Related Party Transactions, which had potential conflict with the interests of the Company at large. The transactions with related parties are disclosed in the Notes to the Annual Accounts.
 - b. Details of non-compliance etc.,

A Statement of Compliance with all Laws and Regulations as certified by the Managing Director and Whole Time Director is placed at periodic intervals for review by the Board. There were instances of delayed compliance with listing agreement, penalty imposed on the company by Stock Exchange, the same were paid and communicated with Bombay Stock Exchange, during the last three years.
 - c. Disclosure of Accounting Treatment:

The Company has followed the accounting standards in the preparation of its financial statements.
 - d. Whistle Blower policy

The Board of Directors of the Company had adopted the Whistle Blower Policy. Employees can report to the Management concerned unethical behavior, act or suspected fraud or violation of the Company's Code of Conduct policy.



The Audit Committee reviews periodically the functioning of Whistle Blower Mechanism.

No employee has been denied access to the Audit Committee. A copy of the Whistle Blower Policy is also hosted on the website of the Company: www.gennexlab.com

The chairman of the Audit Committee had not received any complaint during the Financial Year ended 31st March, 2015.

e. Board Disclosures - Risk Management

The Company has constituted Risk Management Committee and Risk Management Policy which has been adopted by the Board of Directors. Currently, the Company's Risk Management approach comprises of the following:

- Governance of Risk
- Identification of Risk
- Assessment and control of Risk

The risks have been prioritized through a company-wide exercise. Members of Senior Management have undertaken the ownership and are working on mitigating the same through co-ordination among the various departments, insurance coverage, security policy and personal accident coverage for lives of all employees.

The Company had appointed a Risk Officer and also put in place the risk management framework, which helps to identify various risks cutting across its business lines. The risks are identified and are discussed by the representatives from various functions.

The details of Risks identified and mitigation measures undertaken are presented to the Board of Directors and the Audit Committee on a quarterly basis. The Board and the Audit Committee provides oversight and review the risk management policy periodically.

A detailed note on the risks is included in the Management Discussion and Analysis annexed to the Directors' Report.

f. Code of Conduct

The Board has laid down a Code of Conduct covering the ethical requirements to be complied with covering all the Board members and Senior Management Personnel of the Company. An affirmation of compliance with the code is received from them on an annual basis.

g. CEO and CFO Certification

The Managing Director and the CFO have given a Certificate to the Board as contemplated in Clause 49 of the Listing Agreement and is separately annexed.

h. Proceeds from public issues, rights issues, preferential issues, etc.

During the year ended March 31, 2015, there were no proceeds from public issues, rights issues, preferential issues, etc.

i. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause.

The Company has complied with all the mandatory requirements of the Clause 49 of the Listing Agreement. Separate persons to the post of Managing Director and Reporting of Internal Auditors to the Audit Committee have been adopted from non-mandatory requirements.



j. Details about familiarization of programme.

Senior management personnel of the Company make presentations to the Board Members on a periodical basis, briefing them on the operations of the Company, plans, strategy, risks involved, new initiatives, etc. and seek their opinions and suggestions on the same. Also, the Directors are briefed on their specific responsibilities and duties that may arise from time to time. Any new Director who joins the Board is presented with a brief background of the Company, its operations and is informed of the important policies of the Company including the Code of Conduct for Directors and Senior Management Personnel and the Code of Conduct for Prevention of Insider Trading, Policy on Related Party Transactions, Policy on Remuneration, Policy on material events as per Clause 36 of the Listing Agreement, Policy on material subsidiaries, Whistle Blower Policy, Risk Management Policy and Corporate Social Responsibility Policy.

The Statutory Auditors and Internal Auditors of the Company have made a presentation to the Board of Directors with regard to provisions of Companies Act, 2013 and amended Clause-49 of the Listing Agreement and its impact on the Company. Further Statutory Auditors and Senior Management will make a presentation to the Board of Directors on regulatory changes while approving the Quarterly Financial Results.

Website: www.gennexlab.com Investor Relations

k. Related Party Transactions policy.

In terms of Clause 49 of the Listing Agreement, the Board of Directors of the Company have adopted a policy to determine Related Party Transactions.

The policy is placed on the website of the company [http: www.gennexlab.com](http://www.gennexlab.com)

6. MEANS OF COMMUNICATION

a. Quarterly Results

The quarterly results of the Company are published in accordance with the requirements of the Listing Agreement, in widely circulated newspapers namely Business Standard (English daily) and Andhra Prabha (Telugu daily).

b. News releases, presentations, etc.

Official news releases along with Quarterly Results are displayed on the Company's website: www.gennexlab.com

The Company presentations made to the investors/ analysts are placed on the Company's website: www.gennexlab.com

c. Management Discussion and Analysis (MDA) Report

The report on MDA is annexed to the Directors' Report and forms part of this Annual Report.

7. GENERAL SHAREHOLDER INFORMATION

- | | |
|----------------------------|---|
| a. Annual General Meeting: | 30th Annual General Meeting |
| Date: | 30.09.2015 |
| Time: | 11:00 a.m. |
| Venue: | Registered office of the company
Sy.No. 133, IDA Bollaram,
Jinnaram Mandal, Medak District – 502 325, |
| b. Dates of Book Closures: | 26.09.2015 to 30.09.2015 (both days inclusive) |
| c. Dividend Payment Date: | -NIL- |



d. Listing on Stock Exchanges: Company’s equity shares are listed at:

Name and Address of the Stock Exchange	Scrip Code
BSE Limited, PhirozeJeeJeebhoy Towers, Dalal street, Mumbai-400 001.	531739

The listing fee for the year 2014-15 has been paid to the above Stock Exchange.

e. Market Price Data: High and low during each month from April 1, 2014 to March 31, 2015.

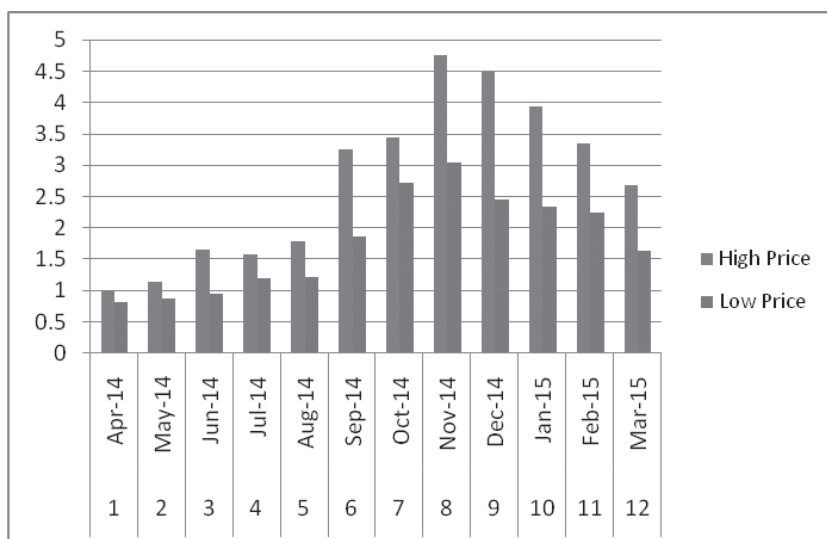
f. **Bombay Stock Exchange**

Amount in Rs.

Month	High Price	Low Price
1 Apr-14	1.00	0.81
2 May-14	1.14	0.88
3 Jun-14	1.66	0.96
4 Jul-14	1.58	1.2
5 Aug-14	1.79	1.21
6 Sep-14	3.25	1.87
7 Oct-14	3.44	2.72
8 Nov-14	4.75	3.05
9 Dec-14	4.48	2.46
10 Jan-15	3.94	2.34
11 Feb-15	3.34	2.24
12 Mar-15	2.69	1.64

The Company has not issued any GDRs/ADRs/Warrants or any other Convertible Instruments.

g. GENNEX Shares' Price movements during the year 2014-15 as compared with SENSEX as depicted below:



- h. Registrar & Share Transfer Agents:
(for Shares held in both Physical and Demat mode)

M/s.R&D Infotech Private Limited
1st Floor, 7A, Beltala Road,
Kolkata - 700 026. West Bengal.
Phone No. 033 - 2419 2641/2642

- i. Share transfer System and Dematerialization of Shares:

SEBI vide its Circular No. CIR/MIRSD/8 /2012, dated July 5, 2012 has reduced the time-line for registering the transfer of shares to 15 days, the Physical share transfers are processed and the Share Certificates are returned to the Shareholders within a maximum period of 15 days from the date of receipt, subject to the documents being valid and complete in all respects.

Any transferee who wishes to dematerialize the shares may approach a Depository Participant along with a duly filled Demat Request Form, who shall, on the basis of the Share Certificate, generate a demat request and send the same to the Registrar and Share Transfer Agents (RTA). On receipt, the Depository Registrar confirms the request. All requests for Dematerialization of shares are processed and the confirmation is given to the respective Depositories, i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), within 21 days of receipt.

- j. Distribution of Shareholding as on 31st March, 2015

Shareholding of Nominal value of		Shareholders		Share Amount	
₹	₹	Number	% of Total	(in ₹)	% to Total
Upto	5,000	1,365	18.59	330,375	0.26
5,001	- 10,000	3,209	43.70	3,152,585	2.49
10,001	- 20,000	703	9.57	1,260,378	1.00
20,001	- 30,000	359	4.89	988,389	0.79
30,001	- 40,000	195	2.66	725,487	0.57
40,001	- 50,000	407	5.54	2,012,916	1.59
50,001	- 1,00,000	534	7.27	4,528,662	3.58
1,00,001	and above	571	7.78	113,504,208	89.72
Grand Total		7,343	100.00	126,503,000	100.00

k. Shareholding Pattern as on 31st March, 2015

Category	No. of shares held	Percentage of shareholding
1 Promoters/Directors/Associates	30,410,191	24.04
2 Mutual Funds and UTI		
3. Banks, Financial Institutions, Insurance Companies (Central/State Government Institutions/ Non-Government Institutions)		
4 FIIs		
5 Private Corporate Bodies	44,540,975	35.21
6 Indian Public	51,551,834	40.75
7 NRIs/OCBs		
8 Others		
TOTAL	126,503,000	100.00



l. Dematerialization of Shares and Liquidity

The Company's shares are available for dematerialisation with both the Depositories, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

124441570 equity shares were dematerialised representing 98.37 % of the total paid up equity share capital of the Company as on March 31, 2015.

ISIN: INE509C01026

m. Plant Location : Sy.No. 133, IDA Bollaram
Jinnaram Mandal
Medak District - 502 325
Telangana (India)

n. Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity

The Company has not issued any GDRs/ADRs and there are no outstanding warrants or any Convertible instruments.

o. Address for Correspondence : Gennex Laboratories Limited
"AKASH GANGA", 3rd Floor
Plot No. 144, Srinagar Colony
Hyderabad - 500 073.
Telangana
Email: investorrelations@gennexlab.com
Website: www.gennexlab.com

On behalf of the Board of Directors
For **Gennex Laboratories Limited**

Place: Hyderabad
Date : August 14, 2015

Arihant Baid
Managing Director

DECLARATION

As provided under Clause-49 of the Listing Agreement with the Stock Exchanges, the Board of Directors and the Senior Management Personnel have confirmed compliance with the Code of Conduct and Ethics for the Financial Year Ended March 31, 2015.

For **Gennex Laboratories Limited**

Place: Hyderabad
Date : August 14, 2015

Arihant Baid
Managing Director



AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of
GENNEX LABORATORIES LIMITED

We have examined the compliance of conditions of Corporate Governance by GENNEX LABORATORIES LIMITED ("the Company") for the Year Ended on March 31, 2015, as stipulated in Clause 49 of the Listing Agreement of the company with Stock Exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the review of 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 opinion on the Financial Statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the abovementioned Listing Agreement.

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

For **Laxminiwas & Jain**
Chartered Accountants
Firm Regn. No. 001859S

Sharada G Patil
Partner
Membership No. 015332

Place: Hyderabad
Date : August 14, 2015



CEO AND CFO CERTIFICATE

We hereby certify that :

- a. we have reviewed Financial Statements and the Cash Flow statement for the Financial Year ended 31st March, 2015 and that to the best of our knowledge and belief:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of Internal Control Systems of the company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the Auditors and the Audit Committee that there are no:
 - i. significant changes in internal control over financial reporting during the year;
 - ii. significant changes in accounting policies during the year requiring disclosure in the notes to the Financial Statements; and
 - iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company's Internal Control System over financial reporting.

For Gennex Laboratories Limited

Place: Hyderabad
Date : August 14, 2015

Arihant Baid Managing Director	Laxmipat Baid Chief Financial Officer
--	---

**BALANCE SHEET AS AT 31ST MARCH, 2015**

	Note No.	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
A EQUITY AND LIABILITIES			
1 Shareholders' funds			
a. Share Capital	2	126,503,000	126,503,000
b. Reserves and Surplus	3	<u>128,755,197</u>	<u>127,363,380</u>
		<u>255,258,197</u>	<u>253,866,380</u>
2 Non-Current Liabilities			
a. Long-term borrowings	4		
- Secured		2,182,642	3,128,750
- Unsecured		1,597,542	2,287,059
b. Deferred Tax liabilities (net)	5	7,758,917	12,699,745
c. Long-term provisions	6	—	—
		<u>11,539,101</u>	<u>18,115,554</u>
3 Current Liabilities			
a. Short-term borrowings	7		
- Secured		33,955,302	26,032,335
- Unsecured		689,517	380,966
b. Trade payables	8	67,561,465	76,573,342
c. Other current liabilities	9	18,494,028	17,148,109
d. Short-term provisions	10	<u>4,546,000</u>	<u>3,774,000</u>
		<u>125,246,312</u>	<u>123,908,753</u>
TOTAL		<u>392,043,610</u>	<u>395,890,686</u>
B ASSETS			
1 Non-Current Assets			
a. Fixed Assets	11		
i. Tangible Assets		147,019,789	161,067,670
ii. Intangible Assets		—	—
		<u>147,019,789</u>	<u>161,067,670</u>
b. Non-Current investments	12	70,100,000	70,100,000
c. Other non-current assets	13	<u>1,823,954</u>	<u>1,508,273</u>
		<u>71,923,954</u>	<u>71,608,273</u>
2 Current Assets			
a. Inventories	14	12,679,357	18,815,447
b. Trade receivables	15	61,903,634	48,457,123
c. Cash and Cash equivalents	16	5,564,815	3,683,407
d. Short-term loans and advances	17	92,709,040	92,057,583
e. Other current assets	18	<u>243,021</u>	<u>201,183</u>
		<u>173,099,867</u>	<u>163,214,743</u>
TOTAL (1+2)		<u>392,043,610</u>	<u>395,890,686</u>

Significant Accounting Policies and Notes on Financial Statement 1 to 33

Per our report attached
For **Laxminiwas & Jain**
Chartered Accountants
Firm Regn. No. 001859S
Sharada G Patil
Partner
Membership No. 015332
Place: Hyderabad
Date : 30th May, 2015

For and on behalf of the Board
Arihant Baid
Managing Director

Laxmipat Baid
Chief Financial Officer

T.M. Gopalakrishnan
Whole Time Director



PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2015

	Note No.	Year Ended 31st March, 2015 ₹	Year Ended 31st March, 2014 ₹
INCOME			
I Revenue from Operations	19	318,969,538	349,894,928
II Other Income	20	1,857,243	2,115,274
III Total Revenue (I + II)		<u>320,826,781</u>	<u>352,010,202</u>
IV Expenses:			
Raw Material Consumed	21	195,523,747	223,795,638
Purchase of Stock-in-trade		7,349,526	7,762,204
Change in Inventories	22	924,662	(374,574)
Manufacturing Expenses	23	33,922,133	37,696,289
Employee Benefits Expenses	24	33,623,397	30,719,278
Other Expenses	25	27,387,935	34,041,444
Total Expenses		<u>298,731,400</u>	<u>333,640,279</u>
V Profit before Interest, Depreciation & Tax		<u>22,095,381</u>	<u>18,369,922</u>
VI Finance Cost	26	4,763,495	3,202,699
VII Depreciation Expense	11	8,860,679	8,198,815
VIII Exceptional Items	27	—	(11,785)
IX Profit before Tax		<u>8,471,207</u>	<u>6,980,193</u>
X Tax Expense			
Tax for earlier year		(638,420)	(978,484)
Current Tax		(3,760,000)	(3,100,000)
Deferred Tax		2,467,936	(839,496)
XI Net Profit after Tax		<u>6,540,723</u>	<u>2,062,213</u>
XII Earning Per Share (having a face value of Rs. 1 each)			
- Basic and Diluted		0.052	0.016

Significant Accounting Policies and Notes on Financial Statement 1 to 33

Per our report attached

For **Laxminiwas & Jain**
Chartered Accountants
Firm Regn. No. 001859S

Sharada G Patil
Partner
Membership No. 015332
Place: Hyderabad
Date : 30th May, 2015

For and on behalf of the Board

Arihant Baid
Managing Director

Laxmipat Baid
Chief Financial Officer

T.M. Gopalakrishnan
Whole Time Director



	31.03.2015 (₹ in Lacs)	31.03.2014 (₹ in Lacs)
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and extraordinary items:	84.71	69.80
Adjustment for:		
Depreciation	88.61	81.99
Finance Charges	47.63	32.03
Loss on Fixed Assets	0.00	-0.12
Interest Received	-4.20	-5.15
Operating Profit before Working Capital Changes	216.75	178.55
Adjustment for:		
Trade and Other Receivables	-144.55	-312.26
Inventories	61.36	5.25
Trade Payables	-75.54	210.16
Cash generated from operations	58.02	81.70
Adjustments for:		
Interest/Other Income Received	0.00	0.00
Prior Period Adjustments	-6.38	-9.78
Income-tax	-31.00	-23.00
Net Cash from Operating Activities	20.64	48.92
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	-24.35	-96.62
Purchase of Investments	0.00	0.00
Sale of Assets	0.00	1.09
Interest/Other Income received	4.20	5.15
Net Cash used in Investing Activities	-20.15	-90.38
C. CASH FLOW FROM FINANCING ACTIVITIES		
Bank borrowings	69.77	80.16
Finance Charges	-47.63	-32.03
Issue of Equity Shares/Warrants	0.00	0.00
Increase/(Decrease) in Unsecured Loans	-3.81	-3.22
Net Cash from Financing Activities	18.33	44.91
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENT(A+B+C)	18.82	3.45
Cash and Cash Equivalents as on 01.04.2014	36.83	33.38
Cash and Cash Equivalents as on 31.03.2015	55.65	36.83

Per our report attached
For **Laxminiwas & Jain**
Chartered Accountants
Firm Regn. No. 001859S
Sharada G Patil
Partner
Membership No. 015332
Place: Hyderabad
Date : 30th May, 2015

For and on behalf of the Board
Arihant Baid
Managing Director

Laxmipat Baid
Chief Financial Officer

T.M. Gopalakrishnan
Whole Time Director



NOTE 1. SIGNIFICANT ACCOUNTING POLICIES:

NOTE 1 : Significant Accounting Policies

1. ACCOUNTING POLICIES:

a BASIS OF ACCOUNTING:

Financial Statement are prepared under historical cost convention and in accordance with the normally accepted accounting standards.

b FIXED ASSETS:

a) **FIXED ASSETS :** Fixed Assets are stated at Cost less depreciation and inclusive of expenses upto Commissioning /putting the assets to use.

b) **DEPRECIATION:**

Depreciation is systematically allocated over the useful life of the asset as specified in Schedule-II of Companies Act, 2013.

c INVESTMENTS:

Investments are valued at Cost. Provision for diminution in the value of Long Term Investments is made only if, such a decline is other than temporary in the opinion of the Management.

d. REVENUE RECOGNITION:

All the Items of Income and Expenditure are accounted on accrual basis except as stated otherwise.

e. FOREIGN EXCHANGE TRANSACTIONS:

Foreign Currency Transactions are recorded at the exchange rates prevailing on the date of transaction.

Monetary items (Assets & Liabilities) denominated in foreign currency are translated into rupees at the Exchange rates prevailing on the Balance Sheet date. Exchange Differences in translation of foreign currency assets and liabilities and realised gains and losses on foreign exchange translations are recognised in the Profit and Loss Account.

f. VALUATION OF INVENTORIES:

i. Stores & Spares are valued at cost or at net realisable value, whichever is lower.

Cost is arrived at Weighted Average basis.

ii. Raw Material, Semi finished goods, finished goods are valued at cost or market value whichever is lower. Cost is arrived at FIFO method.

iii. Obsolescence and Damaged materials are valued at realisable value.



g. CENTRAL EXCISE:

Central Excise account is treated as current account by making adjustment of the debit and credit given to/taken from the department including relief.

h. EMPLOYEE BENEFITS:

a. Provident Fund is administered through Regional Provident Fund Commissioner. The contribution to the Provident Fund is charged against revenue.

b. Gratuity Liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on Projected Unit Credit Method. The company has created an approved gratuity fund, which has taken a group gratuity cum insurance policy with Life Insurance Corporation of India (LIC) for future payment of gratuity to the employees.

c. Leave Encashment is accounted for on actuarial basis.

i. SEGMENT REPORTING:

Segments are identified having regard to the dominant source and nature of risks and returns and the internal organisation and management structure. Revenues, Expenses and assets which relates to the enterprise as a whole and are not attributable to segments are included under "Unallocable Corporate Expenses/Revenues"

j. TAXES ON INCOME:

Deferred Tax is recognised, subject to the consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

k. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS:

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.

Contingent Liabilities are not recognized but are disclosed, while Contingent Assets are neither recognized nor disclosed, in the Financial Statements.

l. Pursuant to enactment of Companies Act, 2013, the company has applied the estimate useful life as specified in Schedule II

Accordingly the unamortised carrying value is being depreciated / amortised over the revised / remaining useful life.

The written down value net off Deferred Tax amounting to Rs.51.48 Lakhs of Fixed Asset whose lives has expired as at 01.04.2014 has been adjusted, in opening balance of Profit and Loss Account.



Gennex Laboratories Limited

	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
2 SHARE CAPITAL		
AUTHORISED CAPITAL		
Equity Shares		
160,000,000 Equity Shares of ₹ 1/- each		
(Previous Year 160,000,000 Equity Shares of ₹ 1/- each)	160,000,000	160,000,000
Total	160,000,000	160,000,000
2.1 ISSUED, SUBSCRIBED & PAID-UP		
Equity Shares		
126,503,000 Equity Shares of ₹ 1/- each		
(Previous Year 126,503,000 Equity Shares of ₹ 1/- each)	126,503,000	126,503,000
Total	126,503,000	126,503,000
2.2.1 All Equity Shares issued by the company carry equal voting and participatory rights.		
2.2.2 The details of share holders holding more that 5% shares:		
	As at 31st March, 2015	As at 31st March, 2014
	No. of Shares	No. of Shares
	%	%
	Held	Held
Premier Fiscal Services (P) Ltd (Pledge with Bank of India)	25,000,000	25,000,000
VAB Ventures Ltd.	—	9,787,560
Overskud Multi Asset Management P. Ltd.	—	8,100,000
	19.76	19.76
	0.00	7.74
	0.00	6.40
2.2.3 The reconciliation of the no. of shares outstanding is set out below:		
Equity Shares at the beginning of the year	126,503,000	126,503,000
Equity Shares at the end of the year	126,503,000	126,503,000
	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
3 RESERVES AND SURPLUS		
Share Premium	60,000,000	60,000,000
Investment Subsidy	2,000,000	2,000,000
General Reserve	7,222,892	7,222,892
Capital Reserve (Forfeit of warrant)	7,250,000	7,250,000
Retained Profit on Fixed Assets net of defer tax	(5,148,906)	—
Balance in Profit & Loss		
Balance at the beginning of the year	50,890,488	44,828,274
Add: Profit for the year	6,540,723	2,062,214
Balance at the Closing of the year	57,431,211	50,890,488
Total	128,755,197	127,363,380



	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
4 LONG TERM BORROWINGS		
4.1 Loan - Secured (Secured against the hypothecated assets procured out of Loan)		
Tata Capital Financial Services Ltd.	—	—
Magma Fincorp Ltd.	—	—
ICICI Bank	2,182,642	3,128,750
Total	<u>2,182,642</u>	<u>3,128,750</u>
4.2 Unsecured		
Sales Tax Deferment	1,597,542	2,287,059
Total	<u>1,597,542</u>	<u>2,287,059</u>
4.3 Sales Tax deferment availed till the current account period is due for repayment after 12 months from Balance sheet as under:		
Year of Repayment		
2015-16	—	689,517
2016-17	425,358	425,358
2017-18	171,099	171,099
2018-19	174,207	174,207
2019-20	277,545	277,545
2020-21	394,431	394,431
2021-22	154,902	154,902
Total	<u>1,597,542</u>	<u>2,287,059</u>
5 DEFERRED TAX (LIABILITY)/ASSETS		
a. Diff. between Book & Tax Depreciation (Liability)	8,874,795	13,782,231
b. Others	<u>(1,115,878)</u>	<u>(1,082,486)</u>
Total	<u>7,758,917</u>	<u>12,699,745</u>
Net Deferred Tax Liability/(Assets)	<u>7,758,917</u>	<u>12,699,745</u>
6 LONG TERM PROVISIONS		
Provision for leave encashment	—	—
Total	<u>—</u>	<u>—</u>

**Gennex Laboratories Limited**

	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
7 SHORT TERM BORROWINGS		
a. Secured		
From Banks - Secured		
State Bank of Hyderabad	33,009,194	24,187,119
(The due to State Bank of Hyderabad - Secured by means of Hypothecation of Stocks of Raw Material, Semi Finished & Finished Goods, Stores & Spare parts and Book-debts and First Charge on the Fixed Assets of the Company and personal guarantee of One Director)		
Loan - Secured (Secured against the hypothecated assets procured out of Loan)		
Tata Capital Financial Services Ltd.	—	581,911
Magma Fincorp Ltd.	—	392,055
ICICI Bank	946,108	871,250
Total	33,955,302	26,032,335
b. Unsecured		
Sales Tax Deferment	689,517	380,966
Total	689,517	380,966
8 TRADE PAYABLES		
Trade Payable	67,561,465	76,573,342
Total	67,561,465	76,573,342
8.1 Dues to Micro, Small and Medium enterprises has been determined to be ₹Nil to the extent such parties have been identified on the basis of information available with the company.		
9 OTHER CURRENT LIABILITIES		
Creditors for Capital Goods	455,264	1,801,245
Advances from Customers	272,000	264,232
Other Liabilities	17,766,764	15,082,632
Total	18,494,028	17,148,109
9.1 Other liabilities consist of PF, ESI, TDS and TCS payable etc.		
10 SHORT-TERM PROVISIONS		
Provision for Current Tax	3,760,000	3,100,000
Provision for Leave Encashment	786,000	674,000
Total	4,546,000	3,774,000



NOTE 11
FIXED ASSETS

Particulars	GROSS BLOCK			DEPRECIATION			NET BLOCK			
	Cost as on 01-04-2014 ₹	Additions during the year ₹	Sale or adjustment ₹	Total as on 31-03-2015 ₹	As on 01-04-2014 ₹	Adjustments ₹	For the year 2014-15 ₹	Total Up to 31-03-2015 ₹	As on 31-03-2015 ₹	As on 31-03-2014 ₹
Land	84,181,540	—	—	84,181,540	—	—	—	—	84,181,540	84,181,540
Building	16,978,278	—	—	16,978,278	6,090,493	1,263,172	1,049,176	8,402,841	8,575,437	10,887,785
Plant & Machinery	121,988,319	1,951,557	—	123,939,876	71,955,721	115,969	5,035,662	77,107,352	46,832,524	50,032,598
Furniture & Fixtures	23,761,118	483,039	—	24,244,157	16,880,125	6,242,656	1,135,505	24,258,286	(14,129)	6,880,993
Motor Vehicles	12,679,116	—	—	12,679,116	3,594,363	—	1,640,336	5,234,699	7,444,417	9,084,754
Total	259,588,371	2,434,596	—	262,022,967	98,520,702	7,621,797	8,860,679	115,003,178	147,019,789	161,067,670
Previous Year	250,459,337	9,661,734	532,700	259,588,371	90,756,921	435,035	8,198,815	98,520,701	161,067,670	

**Gennex Laboratories Limited**

	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
12 NON CURRENT INVESTMENTS		
Unquoted		
1000 Equity Shares of ₹ 100/- each fully paid up in Progressive Effluent Treatment Limited	100,000	100,000
5500000 Equity Shares of ₹ 10/- each fully paid up in Deccan Remedies Limited	70,000,000	70,000,000
Total	<u>70,100,000</u>	<u>70,100,000</u>
13 OTHER NON CURRENT ASSETS		
Loans,Advances to Related Parties	—	—
Security Deposit	1,660,977	1,489,147
Prepaid Expenses	162,977	19,126
Total	<u>1,823,954</u>	<u>1,508,273</u>
14 INVENTORIES (As valued and certified by Management)		
Stores & Spares	1,052,470	956,302
Packing Material	242,637	225,261
Coal & Diesel	255,274	115,204
Raw Materials	4,579,455	10,044,497
Finished Goods	3,076,442	1,662,912
Work-in-process	3,473,079	5,811,271
Total	<u>12,679,357</u>	<u>18,815,447</u>
15 TRADE RECEIVABLES		
Unsecured and Considered Good		
Outstanding for more than 6 months	470,169	496,930
Others	61,433,465	47,960,193
Total	<u>61,903,634</u>	<u>48,457,123</u>
16 CASH AND CASH EQUIVALENTS		
a. Cash on hand	1,493,444	324,669
b. Cheques on hand	—	—
c. Balances with Banks		
i. In Current Accounts	136,765	226,886
ii. In Deposit Accounts (Margin Money against LCs/BG)	3,934,606	3,131,852
Total	<u>5,564,815</u>	<u>3,683,407</u>



	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
17 SHORT TERM LOANS & ADVANCES		
(Unsecured, Considered good, recoverable in cash or in kind for value to be received)		
a. Loans and advances to related parties Unsecured, considered good	—	—
b. Loans and advances to employees Unsecured, considered good	9,035,544	7,084,364
c. Prepaid Expenses Unsecured, considered good	369,753	450,438
d. Balances with Government Authorities Unsecured, considered good		
i. CENVAT credit receivable	6,458,716	4,166,411
ii. Balances with Central Excise Deptt	23,963	1,358
iii. VAT credit receivable	5,082,796	4,281,186
iv. Advance Licence Fee receivable	—	32,000
v. Service Tax	1,004,311	1,147,014
e. Advances to Contractors, Suppliers Unsecured, considered good	341,709	49,506,750
f. Advances recoverable cash or in kind	70,392,248	25,388,062
Total	<u>92,709,040</u>	<u>92,057,583</u>
 18 OTHER CURRENT ASSETS		
Advance Income Tax/TDS	41,765	51,481
Accrued Interest	201,256	149,702
Total	<u>243,021</u>	<u>201,183</u>

**Gennex Laboratories Limited**

	Year ended 31st March, 2015	Year ended 31st March, 2014
	₹	₹
19 Revenue from Operation		
Sale of Products	333,246,794	360,833,192
Other Operating Revenues	332,790	364,012
	333,579,584	361,197,204
Less: Excise Duty	14,610,046	11,302,276
Net Revenue from Operation	318,969,538	349,894,928
20 Other Income		
Interest Income (TDS ₹ 41,765; Previous Year ₹ 51,481)	419,909	514,732
Insurance Claim Received	224,705	61,491
Sundry Balances Written Back (Net)	30,087	—
Miscellaneous Income	60,066	—
Exchange Rate Fluctuation	60,328	1,287,665
Duty Draw Back	1,062,148	251,386
Total	1,857,243	2,115,274
21 Raw Material Consumed		
Opening Stocks	10,044,497	11,158,439
Add: Purchases	190,058,705	222,681,696
Total	200,103,202	233,840,135
Less: Closing Stocks	4,579,455	10,044,497
Consumption	195,523,747	223,795,638
22 Changes in Inventories (other than RM)		
Opening Stocks		
Work in Progress	5,811,271	1,626,904
Finished Goods	1,662,912	5,472,705
Total	7,474,183	7,099,609
Closing Stocks		
Work in Progress	3,473,079	5,811,271
Finished Goods	3,076,442	1,662,912
Total	6,549,521	7,474,183
Changes in Stock	924,662	(374,574)
23 Manufacturing Expenses		
Stores, Spares & Others	6,605,404	7,505,523
Packing Material	6,793,856	7,034,203
Power & Fuels	17,797,644	18,576,898
Repairs & Maintenance - Buildings	974,344	732,805
Repairs & Maintenance - Plant & Machinery	900,647	1,280,630
Repairs & Maintenance - Others	596,388	414,116
Job Work Charges	253,850	2,152,114
Total	33,922,133	37,696,289



	Year ended 31st March, 2015 ₹	Year ended 31st March, 2014 ₹
23.1 Stores and Spares Consumption		
Opening Stocks	956,302	628,254
Add: Purchases	6,701,572	7,833,571
Less: Closing Stocks	1,052,470	956,302
Total	<u>6,605,404</u>	<u>7,505,523</u>
23.2 Packing Material Consumption		
Opening Stocks	225,261	292,529
Add: Purchases	6,811,232	6,966,935
Less: Closing Stocks	242,637	225,261
Total	<u>6,793,856</u>	<u>7,034,203</u>
24 EMPLOYEE BENEFITS EXPENSE		
Salaries and Wages	29,976,661	27,550,704
Contributions to Provident and other funds	1,597,968	1,471,097
Gratuity	100,000	438,395
Staff Welfare expenses	1,948,768	1,259,082
Total	<u>33,623,397</u>	<u>30,719,278</u>
25 OTHER EXPENSES		
Pollution Expenses	2,321,376	1,732,273
Consultancy & Legal Expenses	1,674,482	3,163,869
Rent & Facilities	1,311,521	1,523,961
Electricity Charges	869,232	649,499
Security Charges	664,269	526,061
Printing & Stationery	715,206	516,403
Communication Expenses	1,320,102	942,123
Insurance	582,630	585,474
Travelling & Conveyance Exp.	6,760,870	6,330,726
Selling Expenses	5,148,259	8,431,775
Carriage Outwards	3,407,501	5,359,074
Auditors' Remuneration	193,900	177,381
Vehicle Maintenance	259,389	307,146
Sales Tax	9,058	11,350
Miscellaneous Expenses	2,150,140	1,701,060
Sundry Balances Written Off (Net)	—	2,083,269
Total	<u>27,387,935</u>	<u>34,041,444</u>

**Gennex Laboratories Limited**

	Year ended 31st March, 2015 ₹	Year ended 31st March, 2014 ₹
26 FINANCE COST		
Interest on Working Capital	2,974,077	1,915,789
Interest on Term Loan	424,445	177,033
Bank Charges	1,364,973	1,109,877
Total	<u>4,763,495</u>	<u>3,202,699</u>
27 EXCEPTIONAL ITEMS		
Profit/Loss on Fixed Assets	—	(11,785)
28 EARNING PER SHARE		
Net Profit the basic EPS	6,540,723.04	2,062,213.06
Weighted Average No. of Shares	126,503,000	126,503,000
Annualized Basic Earning per share	0.05	0.02
29 AUDITORS REMUNERATION		
i. Audit Fees	112,360	84,270
ii. Tax Audit Fees	—	28,090
iii. Certification & Other	79,440	62,921
iv. Audit Fees - Branch	2,100	2,100
Total	<u>193,900</u>	<u>177,381</u>
30 CONTINGENT LIABILITY		
i. Income-tax where appeals/petitions are pending with Various Authorities	*56.67	*56.67
ii. Sales Tax where Appeal is pending	*111.04	*14.57
*Company is hopeful of complete relief, hence no provision is made.		
31 Additional information pursuant to paragraphs 5 (viii) of part II of Schedule VI to the Companies Act, 1956 are as follows:		
A. C.I.F. value of imports by the Company (Excluding imported items purchased locally)		
Raw Materials	3,684,639	6,450,567
B. Expenditure in foreign currency during the year:		
a. Foreign Travel Expenses	2,713,631	614,690
b. Sales Commission	2,798,709	6,285,885
c. Bank Charges	86,444	245,261
C. Details of consumption of imported and indigenous items		
	Year ended 31st March, 2015 ₹	Year ended 31st March, 2015 %
Imported		
Raw Material	3,684,639	2%
	(6,351,190)	3%
Indigenous		
Raw material	191,839,108	98%
	(217,444,448)	97%
Stores, Spares Parts & Components	6,605,404	100%
	(7,505,523)	100%
Total	<u>202,129,151</u>	<u>(231,301,161)</u>

Note: Figures/percentages in brackets relates to the previous year.



D. Segment Details

The Company is engaged in manufacture of Bulk Drugs & Intermediates which in the context of Accounting Standard- 17 issued by the Institute of Chartered Accountants of India is considered as a single segment.

The geographic segments individually contributing 10 percent or more of the Company's revenues and segment assets are shown separately:

Geographic Segment	Revenues for the	Segment Assets
	Year ended 31st March, 2015	As at 31st March, 2015
Dubai	28.74	0.00
	(44.79)	(29.57)
Germany	29.99	—
	(118.44)	(0.95)
Netherland	11.33	—
	(271.65)	—
Iran	225.30	28.10
	(521.12)	(66.60)
Peru	126.78	—
	(166.45)	(18.93)
Colombia	—	—
	(210.86)	—
Spain	141.91	—
	(20.10)	—
Guatemala City	200.76	13.27
	(96.43)	—
El Salvador	36.84	28.64
	(47.12)	—
Export Others	254.28	26.87
	(180.40)	(25.99)
India	2133.77	522.16
	(1,821.45)	(342.53)

Note: Figures in brackets relates to the previous year.

Particulars	Year ended	Year ended
	31st March, 2015	31st March, 2014
	₹	₹
E. Earning in Foreign Currency on F.O.B. basis		
Export of Goods	99,374,255	154,266,821

32 RELATED PARTY TRANSACTIONS (Accounting Standard-18)

Name & Relationship	Nature of Transaction	Amount (₹)
1 Mr. Arihant Baid Managing Director	Remuneration	2,400,000

33 EMPLOYEES BENEFITS:

33.1 Company has obtain Group Gratuity Scheme with LIC and contributing the same. The assumption taken are discount rate @ 8% and salary escalation @ 4 % etc.



33.2 Defined Contribution Plan:

Contribution to defined contribution plan, recognized as expenses for the year are as under:

Employer's Contribution to Provident/Pension Fund - ₹ 1,038,908/-

The Company contributes applicable rates of salary of all eligible employees towards Provident Fund managed by the Central Government.

Leave Encashment:

The Company has provided a sum of ₹ 786,000/- towards Leave encashment based on actuarial valuation.

33.3 Balance in Advances, Deposits, Unsecured loans, other Liabilities, Trade Receivables, Trade Payables and advances against suppliers are subject to confirmation by respective parties.

33.4 Fixed Assets includes land for which Registration formalities are yet to be completed.

33.5 The Company's Lease Agreement in respect of Building at Srinagar Colony. The Lease Rentals payable are charged as "Lease Rental Charges" under "Other Expenses" in Note No - 25. This leasing arrangement is for longer period and renewable by mutual consent on mutually agreeable terms. Future lease rental payable are as under:

(₹ in Lakhs)

Particulars	as at March 31, 2015*
Payables:	
Not later than one year	13.53
Later than one year but not later than 3 years	17.80
Later than 3 years	0.00

* The above figures are given without discounting at present value

33.6 Investment includes ₹ 70,000,000 in Shares of Deccan Remedies Limited for the Company's expansion plans.

33.7 There are no amounts due and outstanding to be credited to Investor Education and Protection Fund.

33.8 In accordance with the Accounting Standards (AS-28) on "Impairment of Assets" the management during the year carried out exercise of identifying the assets that may have been impaired in respect of each cash generating unit. On the basis of this review carried out by the management there was no impairment loss on the fixed assets during the year ended 31st March, 2015.

33.9 Investment Subsidy received from Andhra Pradesh Government is shown under Reserve and Surplus.

Per our report attached

For and on behalf of the Board

For **Laxminiwas & Jain**
Chartered Accountants
Firm Regn. No. 001859S

Arihant Baid
Managing Director

Sharada G Patil
Partner
Membership No. 015332
Place: Hyderabad
Date : 30th May, 2015

Laxmipat Baid
Chief Financial Officer

T.M. Gopalakrishnan
Whole Time Director





GENNEX LABORATORIES LIMITED

Regd. Office: Sy. No. 133, IDA Bollaram Jinnaram Mandal, Medak Dist.- 502 325. Telangana
Corporate Office: "Akash Ganga", 3rd Floor, Plot # 144, Srinagar Colony, Hyderabad - 500 073. Telangana

PROXY FORM

I/We of
being a member/members of GENNEX LABORATORIES LTD. hereby appoint
..... of
failing him of as my/our Proxy
to attend and vote for me/us on my/our behalf at the 30th Annual General Meeting of the company
to be held on Wednesday, the 30th September, 2015 at 11.00 A.M. at the Registered Office of the
Company at Sy.No.133., IDA Bollaram, Jinnaram Mandal, Medak Dist – 502 325 (Telangana).

Signed this day of 2015.

Signature(s) of the Shareholder(s)

Folio No.

No. of Shares

Distinctive Nos.....



- Note: 1. This form must be deposited at the Registered Office of the Company not later than 48 hours before the time for holding the meeting.
2. A PROXY NEED NOT BE A MEMBER.

GENNEX LABORATORIES LIMITED

Regd. Office: Sy. No. 133, IDA Bollaram Jinnaram Mandal, Medak Dist.- 502 325. Telangana
Corporate Office: "Akash Ganga", 3rd Floor, Plot # 144, Srinagar Colony, Hyderabad - 500 073. Telangana

ADMISSION SLIP

Regd. Folio No. No. of Shares

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company.
I hereby record my presence at the 30th Annual General Meeting of the Company to be held on
Wednesday, the 30th September, 2015 at 11.00 A.M. at the Registered Office of the Company at
Sy.No.133., IDA Bollaram, Jinnaram Mandal, Medak District – 502 325 (Telangana).

Name of the Proxy (if any) in block letters

Signature of the Member/Proxy

Note: Please fill this Admission Slip and hand it over at the entrance. Shareholders who come to attend the meeting are requested to bring the copies of the Annual Report also with them.



If undelivered, please return to:
GENNEX LABORATORIES LIMITED
“AKASH GANGA”, 3rd Floor, Plot No. 144,
Srinagar Colony, Hyderabad - 500 073.
Telangana, INDIA.