



**Standard Medical &
Pharmaceuticals Limited**

**33rd
Annual Report
2016-2017**



STANDARD MEDICAL & PHARMACEUTICALS LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS:

Mr. Srinivasa Raju Godavarthi	-	Managing Director
Mr. Dedi Reddy Surender	-	Director
Mr. S Basu Thakur	-	Director
Mrs. A. Sailaja	-	Director
Mr. V. Rajagopal Reddy	-	Independent Director
Mr. A. Siva Kumar Reddy	-	Independent Director

COMMITTEES OF THE BOARD:

Audit Committee:

Mr. V. Rajagopal Reddy	-	Chairman
Mr. A. Siva Kumar Reddy	-	Member
Mr. Dendi Reddy Surender	-	Member

Stakeholders' Relationship Committee:

Mr. Srinivasa Raju Godavarthi	-	Chairman
Mr. S. Basu Thakur	-	Member

Nomination & Remuneration Committee: - N.A

Registered Office:.

6-3-456/C, Flat No.206, 2nd Floor, G-8 Amrutha Ville Apts, Right Wing,
Opp. Yashoda Hospital, Rajbhavan Road, Somajiguda, Hyderabad – 500082
Phone : 040-40272617 Email: smplhohyd@gmail.com

Corporate Identification Number - L24239AP1983PLC004152

Statutory Auditors:

M/s. Chanamolu & Co.,
Chartered Accountants, G-8 Amrutha Ville Apts, Right Wing,
Opp. Yashoda Hospital, Rajbhavan Road, Somajiguda, Hyderabad – 500082

Secretarial Auditors:

L.D. Reddy & Co. Company Secretaries
Plot No. 6-2-1/2, Flat NO. 504, Afzal Commercial Complex,
Lakdi-ka-pool, Hyderabad - 500004

Registrar and Share Transfer Agent

XL Softech Systems Ltd
3, Sagar Society, Road No.2,
Banjara Hills, Hyderabad - 500 034
Phone No(s): 040-23545913/14/15.
Email: xlfield@rediffmail.com



NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Thirty Third Annual General Meeting of the Members of STANDARD MEDICAL & PHARMACEUTICALS LIMITED, will be held on Monday, the 25th September, 2017 at 11.00 A.M at Krishna's Residency, 6-2-1/2, Lakdi-ka-pool, Hyderabad – 500004 to transact the following items of Business.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Statement of Profit & Loss for the year ended on 31st March, 2017 and the Balance Sheet as on that date together with the Reports of the Directors and Auditors thereon.
2. To appoint a Director in the place of Mrs. A. Sailaja who retires by rotation and being eligible, offers herself for reappointment:
3. To reappoint M/s. Chanamolu & Co., Chartered Accountants as Statutory Auditors of the company, to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time and other applicable rules, if any as may be applicable and pursuant to the recommendations of the Audit Committee, consent be and is hereby accorded to reappoint M/s. Chanamolu & Co., Chartered Accountants, (Firm Registration No.010000S) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting, until the conclusion of the next Annual General Meeting of the company and to authorize the Board to fix their remuneration for the financial year ending 31st March, 2018.

By Order of the Board
For Standard Medical & Pharmaceuticals Ltd.

Place : Hyderabad
Date : 14th August, 2017

Srinivasa Raju Godavarthi
Managing Director
DIN NO. 0167606



NOTES:

- a. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
- b. A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight (48) hours before the commencement of the Meeting. All alterations/corrections made in the form of Proxy should be initialed by the Member. A blank proxy form (MGT-11) is enclosed.
- c. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- d. Members / Proxies are requested to bring the Attendance Slip sent herewith duly filled in for attending the Meeting
- e. Shareholders are requested to bring their copy of Annual Report to the Meeting. Any member desirous of having a copy of Annual Report may apply to the Company and copies thereof will be available for reference at the venue of the Meeting.
- f. Members seeking further information about the accounts are requested to write at least 7 days before the date of the meeting so that it may be convenient to get the information ready at the meeting.
- g. Additional information pursuant Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS - 2 in respect of Director seeking re-appointment as mentioned under items no. 2 contained in the notice of Annual General Meeting is provided hereunder. The said Director has furnished necessary consents / declarations for her re-appointment.



Name of the Director	A Sailaja
Date of Birth	01-07-1955
Date of Appointment	24.03.2015
Relationship with Directors of the Company	Wife of Mr. A Siva Kumar Reddy, Independent Director
Qualification	Post Graduate
Board Membership of other companies as on March 31, 2017	1. Adala Farms Private Limited 2. Bluegum Plantations (AP) Pvt. Ltd.
Chairman / Member of the Committees of the Board of Directors as on March 31, 2017	NIL
Chairman / Member of the Committee of Directors of other Companies in which he is a Director as on March 31, 2017	NIL
Audit Committee	NIL
Stakeholders' Relationship Committee	NIL
Nomination and Remuneration Committee	NIL
CSR Committee	NIL
No. of shares held in the company as on 31.03.2017	22570

- h. The Register of Members and Share Transfer Books will remain closed from 18th day of September, 2017 to 25th day of September, 2017 (both days inclusive).
- i. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- j. The members are requested to intimate their PAN number, e-mail ids and any change in their address with pin code either to the Company or to the Registrar & Share Transfer Agent.
- k. Members are requested to furnish or update their e-mail IDs with the Registrar for sending the soft copies of the Annual Report of the Company as required vide circular no. 17/2011 dated April 21, 2011 and circular no.18/2011 dated April 29, 2011 issued by the Ministry of Corporate Affairs and to avail remote e-voting facility in respect of the resolutions which would be passed at the General Meetings of the Company.
- l. Non-Resident Indian Members are requested to inform the Registrar and Share Transfer Agent,:



-
-
- i) Change in their residential status on return to India for permanent settlement.
 - ii) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
 - m. As part of the “Green Initiative”, the Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company unless the Members have registered their request for a hard copy of the same.
 - n. Members may also note that the Notice of 33rd Annual General Meeting and Annual Report for the year 2016-2017 is also available on the website of the Company www.smlindia.co.in for their download.
 - o. The Company has appointed M/s L D Reddy & Co., Practicing Company Secretary, Hyderabad as Scrutinizer for conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.
 - p. In compliance with provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide the members' the facility to exercise their right to vote at the 33rd AGM by electronic means and the business shall be transacted through e-voting services provided by CDSL. The e-voting facility will be available at the link www.evoting.india.com during the below mentioned voting period.
 - q. The voting period is from 9.00 A.M. on 22nd September, 2017 to 5.00 P.M. on 24th. September, 2017. During this period shareholders' of the Company as on the cut-off date of 18th September, 2017, may cast their vote electronically.
 - r. The e-voting module shall be disabled by CDSL for voting thereafter.
 - s. At the venue of AGM, voting shall be done through ballot papers and the members attending AGM who have not casted their vote by remote e-voting shall be entitled to cast their vote through Ballot papers.

INSTRUCTIONS FOR EXERCISE OF VOTING RIGHTS BY ELECTRONIC MEANS

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on and ends on . During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
-
-



- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) Now Enter your User ID.
- a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none">• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v)

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is



to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant on which you choose to vote.
- (xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.



- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com

By Order of the Board
For Standard Medical & Pharmaceuticals Ltd.

Srinivasa Raju Godavarthi
Managing Director
DIN NO. 0167606

Place : Hyderabad
Date : 14th August, 2017

DIRECTORS' REPORT

To

The Members of

Standard Medical & Pharmaceuticals Limited,

Your Directors take pleasure in presenting this 33rd Annual Report together with the Audited Accounts for the year ended 31st March, 2017 and the Report of the Auditors thereon.

1. FINANCIAL RESULTS

A statement of the financial and operational results of your Company for the year under review is furnished hereunder:

Rs. in Lakhs

Particulars	2016-2017	2015-2016
Other Income	3.45	5.23
Total Expenditure	3.58	6.07
(Loss) for the year		
before exceptional Items.	(0.12)	(0.84)
Exceptional Items	--	--
Net Loss after Tax	(0.12)	(0.84)



2. REVIEW OF OPERATIONS AND FUTURE OUTLOOK

During the year, total other income of the company was Rs. 3.45 lakhs and the net loss was Rs. 0.12 lakhs. The company could not earn any business income as there were no operations due to non availability of investible funds. However, the expenditure under various heads has been reduced and kept under control by taking necessary measures.

3. DIVIDEND AND RESERVES

In view of considerable accumulated losses, no dividend is declared and not transferred any amount to Reserves.

4. CHANGE IN THE NATURE OF BUSINESS, IF ANY

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

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

There are no Material changes and commitments in the business operations of the Company from the Financial Year ended 31st March, 2017 to the date of signing of the Director's Report.

6. INTERNAL CONTROL SYSTEM

The Company has adequate internal control systems and procedures designed to effectively control the business and operations of the company. The internal control systems are designed to ensure that the financial and other records are reliable for the preparation of financial statements and for maintaining assets. The Company has well designed Standard Operating Procedures considering the essential components of internal control as stated in the Guidance Note on Audit of Internal Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. Independent Internal Auditors conduct audit covering a wide range of operational matters and ensure compliance with specified standards. Planned periodic reviews are carried out by Internal Audit. The findings of Internal Audit are reviewed by the top management and by the Audit Committee of the Board of Directors.

Based on the deliberations with Statutory Auditors to ascertain their views on the financial statements including the Financial Reporting System and Compliance to Accounting Policies and Procedures, the Audit Committee was satisfied with the adequacy and effectiveness of the Internal Controls and Systems followed by the company.

7. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

As per the provisions of the Companies Act, 2013, Smt. A Sailaja will retire by rotation at the ensuing AGM and being eligible offered herself for re-appointment. The Board recommends her re-appointment subject to the approval of the members of the Company at the ensuing Annual General Meeting.

The information on the particulars of Director eligible for appointment in terms of Regulation 36 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 has been provided in the notes to the notice convening the Annual General Meeting.



There was no other change in the Directors and Key Managerial Persons of the Company.

8. DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SUB-SECTION (6) OF SECTION 149:

The Company has complied the provisions of Section 149(6) of the Companies Act, 2013 .The Company has also obtained declarations from the Independent Directors pursuant to Section 149(7) of the Companies Act, 2013.

9. EVALUATION OF THE BOARD'S PERFORMANCE:

In compliance with the Companies Act, 2013, and Regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the performance evaluation of the Board and Directors individually was carried out during the year under review based on the criteria set by the Board of Directors. The evaluation is done with specific focus on the performance and effective functioning of the Board and individual Directors.

AUDIT COMMITTEE

Audit Committee comprises of Mr. V. Rajagopal Reddy as Chairman and Mr. Dendi Reddy Surender and Mr. A Siva Kumar Reddy as members. The details of terms of reference of the Committee members, dates of meeting held and attendance of the Directors are given separately in the Corporate Governance Report. All the recommendations made by Audit Committee were accepted by Board.

STAKEHOLDER RELATIONSHIP COMMITTEE

Stakeholder Relationship Committee comprises of Mr. Srinivasa Raju Godavarthi as Chairman and Mr. S Basu Thakur as Member. The details of terms of reference of the Committee member, dates of meeting held and attendance of the Directors are given separately in the Corporate Governance Report.

NOMINATION & REMUNERATION COMMITTEE:

No separate remuneration committee was constituted as none of the Directors is paid any remuneration.

10. CODE OF CONDUCT

Directors, Key Managerial Personnel and senior management of the Company have confirmed compliance with the Code of Conduct applicable to the Directors and employees of the Company and the declaration in this regard made by the Managing Director is attached as **Annexure 'C'** which forms a part of this Report of the Directors. The Code of Conduct is available on the Company's website www.smplindia.co.in.

11. 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.



12. STATUTORY AUDITORS:

At the 32nd Annual General Meeting of the Members of the Company held on 28th day of September, 2016, M/s Chanamolu & Co., Chartered Accountants, Hyderabad, were appointed as the Statutory Auditors of your company to hold the office till the conclusion of the ensuing AGM to be held in 2017.

The Audit Committee and the Board of Directors recommends re-appointment of M/s. Chanamolu & Co., Chartered Accountants, (Firm Registration No. 010000S) as the statutory Auditors of the Company in relation to the financial year 2017-2018 till the conclusion of the next Annual General meeting. The appointment proposed is within the time frame for transition under the sub-section (2) of Section 139 of the Companies Act, 2013.

13. SECRETARIAL AUDITOR:

M/s. L.D. Reddy & Co. Practicing Company Secretaries, was appointed to conduct the secretarial audit of the Company for the financial year 2016-17, as required under Section 204 of the Companies Act, 2013 and Rules thereunder. The secretarial audit report for financial year 2016-17 forms part of the Annual Report as **Annexure 'A'** to the Board's report.

14. PUBLIC DEPOSITS:

During the year under review, your company has not accepted any deposits in the nature of public deposits and there are no unclaimed deposits as on date.

15. EXTRACT OF THE ANNUAL RETURN:

The details forming part of the extract of the Annual Return in Form MGT-9 in accordance with Section 92(3) of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 is given in Annexure 'B'

16. VIGIL MECHANISM

In terms of the provisions of Section 177 (9) & (10) of Companies Act, 2013 and Regulation 22 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formalized the process and adopted 'Whistle Blower Policy' within the Company, whereby employees and other stakeholders can report matters such as generic grievances, corruption, misconduct, illegality and wastage/misappropriation of assets to the Company.

The policy safeguards the whistle blowers to report concerns or grievances and also provides direct access to the Chairman of the Audit Committee. The Vigil Mechanism and Whistle Blower Policy may be accessed on company's at www.smplindia.co.in

17. LISTING & TRADING

The Company's shares are listed on the Bombay Stock Exchange Ltd. (BSE Ltd.) with scrip code : 511042. However, trading in the shares has been suspended since the company is not regular in payment of annual listing fee in view of the losses and strained Cashflows.



18. CORPORATE GOVERNANCE

Your Company has endeavored to adhere to high standards of Corporate Governance and ensured its compliance both in spirit and law to ensure ethical corporate behavior and fairness to all stakeholders, customers, vendors and investors.

A report on corporate governance practices along with a certificate from the Practicing Company Secretary, M/s. L D Reddy & Co., confirming compliance of conditions of Corporate Governance as stipulated under Regulation 34 of SEBI (LODR) Regulations, 2015 is annexed and forms part of the Directors' Report.

19. MANAGEMENT DISCUSSION AND ANALYSIS:

In accordance with the provisions of Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Management Discussion and Analysis is provided below.

Industry Overview

Medical diagnostic devices, equipments, hospital products and consumables play a significant role in delivering cost effective and efficient healthcare solutions. The healthcare industry will continue to grow in a rapid pace through innovation of technology in the areas of biotechnology and pharmaceuticals.

Company's Performance:

During the year, the company has not transacted any business due to non availability of investible funds.

Future Outlook

Your company has been in the field of marketing and trading of hospital products & consumables, therefore significant opportunities are available in revamping the business in future.

Your company is hopeful of restarting its operations afresh.

20. SHARE CAPITAL:

During the year under review, there is no change in the authorized share capital, issued, subscribed and paid up capital of the Company.

21. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:

The meetings of the Board are scheduled at regular intervals to decide and discuss on business performance, policies, strategies and other matters of significance.

During the year ended March 31, 2017, Four (4) Board Meetings were held. The dates on which the Board meetings were held are 30/05/2016, 13/08/2016, 14/11/2016 and 14/02/2017. The intervening gap between any two consecutive Board Meetings was within the period prescribed by the provisions of the Companies Act, 2013.



Detailed information regarding the meetings of the Board and committees is included in the report on Corporate Governance, which forms part of the Board's Report.

22. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

The Company has not given any loans or guarantees and the company has not made any investments covered under the provisions of Section 186 of the Companies Act, 2013.

23. PARTICULARS OF CONTRACS OF ARRANGEMENTS WITH RELATED PARTY TRANSACTIONS.

All transactions entered into by the Company with related parties were in the ordinary course of business and at Arm's Length basis. There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large. The details of the transactions with related parties are given in the financial statements.

24. E- DISPATCH OF ANNUAL REPORTS

While adhering to the Green Initiative measures, as suggested by the MCA, we have resolved to dispatch the Annual Reports electronically to such shareholders who have registered and updated their e-mail IDs., with the Registrar & Transfer Agents of the Company. Annual Report, in physical form shall be dispatched to other shareholders.

25. PARTICULARS OF EMPLOYEES

None of the Employees is in receipt of remuneration exceeding the limits as prescribed under Section 197 of the Companies Act, 2013 read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel Rules, 2014.

26. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars of conservation of energy, technology absorption prescribed under Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, are not applicable to your company and the company has neither earned nor expended any Foreign Exchange.

27. CORPORATE SOCIAL RESPONSIBILITY

Since your Company does not fall within any of the parameters specified under the provisions of Section 135 of the Companies Act, 2013 read with Rules made there under, reporting pursuant to Section 134(3) (o) is Not Applicable.

28. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS:



With regard to the Statutory Auditors' observation on 'Emphasis of Matters' regarding preparation of accounts on principles applicable to the going concern read with relevant notes forming part of the financial statements (Note No. 1.3) are self-explanatory and there do not call for further explanation.

29. DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

During the year under review, the company has no women employees and therefore the relevant provisions are not applicable to the company.

30. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, the Board of Directors of the company hereby confirms that:

- a) In the preparation of the annual accounts for the financial year ended 31st March, 2017, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year ended 31st March, 2017 and of the Loss of the company for the year ended on that date.
- c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- d) The directors had prepared the annual accounts on a going concern basis; and
- e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

31. ACKNOWLEDGEMENT:

Your Directors express their gratitude to the members, bankers, customers and other business constituents for their continued faith, assistance and support extended to the Company. Your Directors also sincerely appreciate the high degree of professionalism, commitment and dedication displayed by employees and their contributions to the Company.

By Order of the Board
For Standard Medical & Pharmaceuticals Ltd.

Srinivasa Raju Godavarthi
Managing Director
DIN NO. 0167606

Place : Hyderabad
Date : 14th August, 2017



ANNEXURE - A

Form No. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2017

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the
Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Standard Medical & Pharmaceuticals Limited
Hyderabad

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Standard Medical & Pharmaceuticals 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 the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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 31st March, 2017 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of remittance of dividend, foreign direct investment and external commercial borrowings.
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;



-
-
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the Company during audit period);
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999/Securities and Exchange Board of India (Share Based Employee Benefits) regulations, 2014; (Not applicable to the Company during the audit period).
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during audit period);
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during audit period); and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during audit period).
 - i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- vi. As per information provided to us there are no laws which specifically apply to the type of activities undertaken by the Company.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. the Listing Agreements entered into by the Company with BSE Limited;

We further report that: -

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
- Adequate notice of at least seven days is given to all Directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent generally seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.



- Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

We further report that: -

- The company has not paid listing fee and therefore the scrip is under suspension in BSE• Some Statutory Payments are not made in time

For L.D.Reddy& C o.,
Company Secretaries

Date : 14.08.2017
Place : Hyderabad

L. Dhanamjay Reddy
(Proprietor)
CP. No.3752

SECRETARIAL AUDIT REPORT 'Annexure A'

To,
The Members
Standard Medical & Pharmaceuticals Limited

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process 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. Where ever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of 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.

For L.D.Reddy& C o.,
Company Secretaries

Date : 14.08.2017
Place : Hyderabad

L. Dhanamjay Reddy
(Proprietor)
CP. No.3752



Annexure – B
Form No. MGT-9
Extract of Annual Return
as on the financial year ended 31st March, 2017
[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN	L24239AP1983PLC004152
Registration Date	27/09/1983
Name of the Company	Standard Medical & Pharmaceuticals Limited
Category / Sub-Category of the Company	Company Limited by Shares / Indian Non-Government Company
Address of the Registered office and contact details	Flat No. G-8, Amrutha Ville Apts, Right Wing, Opp: Yashoda Hospital, Rajbhavan Road, Somajiguda, Hyderabad – 500082
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	XL Softech Systems Ltd., 3, Sagar Society, Road No.2, Banjara Hills, Hyderabad - 500 034. Phone : 040 23545913/14/15 Fax: 040 23553214, email: xlfield@gmail.com

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:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Marketing and Trading in Hospital Products	N.A.	0%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
			NIL		



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

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year 01.04.2016				No. of Shares held at the end of the year 31.03.2017				% Change during the year
	D e m a t	Physical	Total	%of Total Shares	D e m a t	Physical	Total	%of Total Shares	
Promoter									
<i>Indian</i>									
Individual/ HUF		157680	157680	1.45		157680	157680	1.45	0%
Central Govt									
State Govt(s)									
Bodies Corp		451060	451060	4.16		451060	451060	4.16	0%
Banks / FI									
Any Other- Director		28120	28120	0.26		28120	28120	0.26	0%
Sub-total(A)(1):-		636860	636860	5.87		636860	636860	5.87	0%
<i>Foreign</i>									
NRIs-Individuals									
Other-Individuals									
Bodies Corp.									
Banks / FI									
Any Other....									
Sub-total (A)(2):-									
Public Shareholding									
<i>Institutions</i>									
Mutual Funds									
Banks / FI		1173287	1173287	10.82		1173287	1173287	10.82	0%
Central Govt									
State Govt(s)									
Venture Capital Funds									
Insurance Companies									
FIs									
Foreign Venture Capital Funds									
Others (specify)									
Sub-total (B)(1)		1173287	1173287	10.82		1173287	1173287	10.82	0%
2. Non Institutions									
Bodies Corp.									
(i) Indian		146307	146307	1.34		146307	146307	1.34	0%
(ii) Overseas									



Individuals								
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	8889246	8889246	81.97		8889246	8889246	81.97	0%
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh								
Others(Specify) Trusts NRI's								-
Sub-total (B)(2)	9035553	9035553	83.31		9035553	9035553	83.31	0%
Total Public Shareholding (B)=(B)(1)+ (B)(2)	10208840	10208840	94.13		10208840	10208840	94.13	0%
C. Shares held by Custodian for GDRs & ADRs								
Grand Total (A+B+C)	10845700	10845700	100		10845700	10845700	100	0%

ii. Shareholding of Promoters

Sr 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	Harvins Constructions Pvt. Ltd.	387310	3.57	NIL	387310	3.57	NIL	0
2	Kabini Finance and Investments Ltd.	44500	0.41	NIL	44500	0.41	NIL	0
3	Prabhakar Investments Pvt. Ltd.	19250	0.18	NIL	19250	0.18	NIL	0
4	A Raghava Reddy & Relatives	185800	1.71	NIL	185800	1.71	NIL	0
	Total	636860	5.87	NIL	636860	5.87	NIL	0



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

Sr no		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				
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):			No Change	
	At the End of the year				

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

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Canara Bank	611120	5.635	611120	5.635
2	Administrator of Specified Undertaking of	480000	4.426	480000	4.426
3	T Jaychandran	104400	0.963	104400	0.963
4	State Bank of Mysore	77234	0.712	77234	0.712
5	3A Capital Services Ltd.	63674	0.587	63674	0.587
6	Sachin S Harlalka	36842	0.340	36842	0.340
7	Laser Financial & Project Consultants P. Ltd.	31200	0.288	31200	0.288
8	H N Budhrani	23350	0.215	23350	0.215
9	Ramkumar Rathi	22600	0.208	22600	0.208
10	Arunkumar Devidutta Bajaj	19450	0.179	19450	0.179



V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	174868463	-	174868463
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not	-	-	-	-
Total (i+ii+iii)	-	174868463	-	174868463
Change in Indebtedness during the financial year				
- Addition	-	-	-	-
- Reduction				
Net Change	-	-	-	=
Indebtedness at the end of the financial year				
i) Principal Amount	-	174868463	-	174868463
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	174868463	-	174868463

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
	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961		
	Stock Option		NIL
	Sweat Equity		NIL
	Commission		NIL
	- as % of profit		
	- others, specify...		
	Others, please specify		NIL
	Total (A)		
	Ceiling as per the Act		



B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	Independent Directors · Fee for attending board committee meetings · Commission · Others, please specify					
	Total (1)					
	Other Non-Executive Directors · Fee for attending board committee meetings · Commission · Others, please specify			NIL		
	Total (2)					
	Total (B)=(1+2)					
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

C. Remuneration to Key Managerial Personnel Other Than MD /Manager /WTD

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



VII. PENALTIES / P UNISHMENT/ C OMPOUNDING OF OFFENCES:

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
A. Company					
Penalty					
Punishment					
Compounding					
B. Directors					
Penalty			NIL		
Punishment					
Compounding					
C. Other Officers In Default					
Penalty					
Punishment					
Compounding					

By Order of the Board
For Standard Medical & Pharmaceuticals Ltd.

Place : Hyderabad
Date : 14th August, 2017

Srinivasa Raju Godavarthi
Managing Director
DIN NO. 0167606

**Annexure - C
DECLARATION ON CODE OF CONDUCT**

In terms of the requirement of Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Code of Conduct as approved by the Board of Directors of the Company and displayed at the Company's website www.smplindia.co.in all the members of the Board and the senior management personnel had affirmed compliance with the Code for the year ended March 31, 2017.

Place : Hyderabad
Date : 30.05.2017

SRINIVASA RAJU GODAVARTHI
Managing Director



REPORT ON CORPORATE GOVERNANCE

The present Corporate Governance Report is being issued for the financial year commencing from 1st April, 2016 to 31st March, 2017.

The Company's philosophy on Code of Corporate Governance:

Your Company believes that Good Corporate Governance helps in retaining shareholders' and other stakeholders' confidence while dealing with all the shareholders, customers and others, apart from enhancing the image of the Company.

Your Company's philosophy on Corporate Governance is guided by strong emphasis on integrity, accountability, fairness and transparency and therefore your Company remains committed to these basic tenets towards achieving excellence in Corporate Governance. Your Company pursues best corporate practices and timely disclosures to enhance the long term value and aspirations of all shareholders and other stakeholders.

BOARD OF DIRECTORS

I) Composition of Board

The Board of Directors comprises of 6 Directors

- i) One (1) Managing Director
- ii) Two (2) Non-Executive Directors
- iii) One (1) Women Non-Executive Director
- iv) Two (2) Independent Directors

1/3 of Board constitutes Independent Directors. There is no resignation by any of the Independent Directors.

The composition of the Board including the Independent Directors is in conformity with Clause 49 of the listing agreement, companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The constitution of Board of Directors and their attendance particulars are as follows:



S.No.	Name	Designation	Attendance Particulars	
			Board Meetings	Last AGM held on 28.09.2016
1	Mr. Srinivasa Raju Godavarthi	Managing Director	4	Yes
2	Mr. Dendi Reddy Surender	Non-Executive Director	4	Yes
3	Mr. S Basu Thakur	Non-Executive Director	4	Yes
4	Mrs. A Sailaja	Women Non-Executive Director	3	No
5	Mr. V Rajagopal Reddy	Independent Non-Executive Director	4	Yes
6	Mr. A Sivakumar Reddy	Independent Non-Executive Director	2	No

No. of Board Meetings:

During the financial year under review, Four (4) Board Meetings were held i.e. on 30/05/2016, 13/08/2016, 14/11/2016 and and 14/02/2017.

Directorship or Committees in which Directors hold Membership/Chairmanship:

The particulars of other Directorships and Committees in which Directors hold Membership / Chairmanship are provided in the table below.

S.No.	NAME OF THE DIRECTOR	Other Directorships	Committees	
			Membership	Chairmanship
1.	Mr. Srinivasa Raju Godavarthi	1	Nil	1
2.	Mr. Dendi Reddy Surender	3	1	NIL
3.	Mr. S Basu Thakur	NIL	1	NIL
4.	Mrs. A Sailaja	2	NIL	NIL
5.	Mr. V Rajagopal Reddy	NIL	Nil	1
6.	Mr. A Sivakumar Reddy	NIL	1	NIL

II. Code of Conduct:

In compliance with Regulation 17 of SEBI Listing Regulations, the Board has laid down a Code of Business Conduct and ethics for all Board members and Senior Managerial personnel of the Company. The Code of Conduct is available on the web site of the Company at www.smplindia.co.in

All the Board Members and Senior Managerial Personnel have affirmed compliance with the Code of Conduct and a declaration to that effect signed by the Managing Director is forming part of this report.



Pursuant to the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted a “Code of Conduct for Prevention of Insider Trading”. This Code is applicable to all the Directors and designated employees of the Company

Familiarisation programme for Independent Directors

The Independent Directors (IDs) inducted into the Board are given an orientation to familiarise with the Company's business operations, company structure, Board constitution, procedures, matters and major risks and risk management strategy. The company also familiarised the independent directors with their roles, rights, responsibilities in the company.

Meeting of Independent Directors (IDs)

Further, the Independent Directors at their meeting held on 31.03.2017 reviewed the performance of Board, Managing Director and of Non Executive Directors.

III. COMMITTEES OF THE BOARD:

Audit Committee:

The Constitution and attendance particulars of the Audit Committee are as follows:

Name	Directorship	Designation in Audit Committee	No. of Meetings held	No. of Meetings attended
Mr. V Rajagopal Reddy	Independent Non-Executive Director	Chairman	4	4
Mr. A Sivakumar Reddy	Independent Non-Executive Director	Member	4	3
Mr. Dendi Reddy Surender	Non-Executive Director	Member	4	3

Terms of reference:

The terms of reference to the Audit Committee, inter alia covers all the matters specified in Section 177 of the Companies Act, 2013, besides other terms as may be referred by the Board of Directors, from time to time. The Audit Committee has also powers inter alia to investigate any activity within its terms of reference and to seek information from any employees of the Company and seek legal and professional advice

During the financial year, four (4) meetings were held i.e., on 30.05.2016, 13.08.2016, 14.11.2016 and 14.02.2017.

The Committee, inter alia, has reviewed the financial statements including Auditors' Report for the year ended March 31, 2017 and has recommended its adoption. In addition, the Committee has also reviewed Unaudited quarterly results for June 30, 2016, quarterly and half yearly results for September 30, 2016 and quarterly results for December 31, 2016 which were subjected to a Limited Review by the Statutory Auditors of the Company and audited financial results for the Quarter and year ended March 31, 2017.



Nomination and Remuneration Committee:

No separate Nomination and Remuneration committee was constituted since none of the Directors is paid any remuneration.

Stakeholders Relationship Committee:

The Committee comprises of the following Directors

<u>Name</u>		<u>Designation</u>
Mr. Srinivasa Raju Godavarthi, Managing Director	-	Chairman
Mr. S Basu Thakur, Director	-	Member

Mr. Srinivasa Raju Godavarthi is the compliance officer.

There are no complaints or Transfer of Shares pending as on March 31, 2017.

IV. GENERAL BODY MEETINGS:

The details of location and time of last three Annual General Meetings are given below:-

Year	Location	Date	Time	Special Resolutions passed through e-voting & Physical Ballot voting
2013-2014	Central Court Hotel, Lakdi-ka-pool, Hyderabad	25th Sept, 2014	3.30 P.M	Appointment of Independent Directors Authorization to Board on the Borrowing Powers of the Company
2014-2015	Central Court Hotel, Lakdi-ka-pool, Hyderabad	25th Sept, 2015	3.30 P.M	Appointment of Women Director & Non-Executive Director
2015-2016	Krishna's Residency, Lakdi-ka-pool, Hyderabad	28th Sept, 2016	10.00 A.M	Appointment of Managing Director & Non-Executive Director

Postal Ballot:

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

None of the business proposed to be transacted in the ensuing Annual General Meeting require passing of resolution through Postal Ballot.

V. DISCLOSURES:

- During the financial under review, there were no transactions of material nature has been entered into by the Company with its Promoters, Directors or the Management, their successors, relatives etc., that may have potential conflict with the interest of the Company at large.
- The details of Non-compliance by the Company: Except for suspension of the trading in the shares of the Company by the Bombay Stock Exchange Ltd., Mumbai due to non-payment of Annual Listing Fees, there were no instances of



Non-compliance or penalty, strictures passed on the Company by any Stock Exchange or SEBI or any Statutory Authority on any matter related to the Capital Markets during the last three years.

- c) The Company affirms that no personnel has been denied access to the Audit Committee during the financial year ended 31st March, 2017.

I. WHISTLE BLOWER POLICY :

The company has put in place a mechanism of reporting illegal or unethical behavior. Employees are free to report violations of laws, rules, regulations or unethical conduct to their immediate supervisor/notified persons. The reports received from any employee will be reviewed by the audit committee. It is affirmed that no person has been denied access to the audit committee in this respect.

The Directors and senior management are to maintain confidentiality of such reporting and ensure that the whistle blowers are not subjected to any discriminatory practice.

II. REVIEW OF COMPLIANCES REPORT:

In accordance with the listing agreement, the Board periodically reviewed the Compliance Reports of all the applicable laws and taken necessary steps to rectify any non-compliance thereto.

The Company is preparing its financial statements in line with the accounting standards issued by the Institute of Chartered Accountants of India and the company has not raised any fresh funds from the public or through Rights or Preferential Issue.

III. MANAGING DIRECTOR /CFO CERTIFICATION:

In accordance with the provisions of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Managing Director of the Company, has furnished the requisite certificate to the Board of Directors, Audit Committee and the Auditors.

The Company has complied with all mandatory requirements specified in regulation 17 to 27 and clause(b) to (i) of sub regulation (2) of regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

XI MEANS OF COMMUNICAITON:

Website: Comprehensive information about the Company, its business and operations and investors information can be viewed at the Company's website www.smplindia.co.in

Financial Results: The quarterly and half yearly results of the Company were published in the News Papers namely, Financial Express & Nava Telangana. These are also submitted to the Stock Exchange in accordance with the Listing Agreement.



Annual Report: Annual report containing interalia audited Annual Accounts, Directors' Report, Auditors' Report and other important information is circulated to members and also placed on the website of the company's at www.smplindia.co.in

Corporate Filing: Announcements, Quarterly Results, Shareholding Pattern etc of the Company are regularly filed by the Company with BSE Ltd. and are also available on the website of the Company.

IV. GENERAL SHAREHOLDERS INFORMATION:

The Thirty Third Annual General Meeting of the company will be held on Monday, the 25th September, 2017 at 11.00 A.M. at Krishna's Residency, Lakdi-ka-pool Hyderabad -500004.

Financial Year:

The financial year of the company under review is from 1st April, 2016 to 31st March, 2017.

Date of Book Closure:

The Company's Share Transfer Books will remain closed from Monday, the 18th September, 2017 to Monday, the 25th September, 2017 (both days inclusive) for the purpose of Annual General Meeting for the Financial Year ended 31st March, 2017.

Listing on Stock Exchanges:

The Company's shares are listed on the BSE Limited. However, trading in the shares has been suspended since the company is not regular in payment of annual listing fee in view of the losses and strained Cashflows. Scrip Code : 511042
The Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai -400 001.

Market Price Data : Not available

Shareholding Pattern:

Category	No. of Shares	% of Shareholding
Promoters	636860	5.87
Individuals	8889246	81.97
Mutual Funds	--	--
FII's/NRI's/OCBs	--	--
Bodies Corporate	146307	1.34
Trusts	--	--
Financial Institutions / Banks	1173287	10.82
Total	10845700	100%



Dematerialization of Shares:

The Company's Equity Shares are included in the list of Companies whose scrips have been mandated by SEBI for settlement only in dematerialized form by all investors. The Company is perusing with NSDL & CDSL in this regard.

Registrar and Transfer Agents:

The Company has appointed M/s XL Softech Systems Ltd as Registrar and Transfer Agents.

Any query relating to shares and requests for transactions such as transfers, transmissions and nomination facilities, duplicate share certificates, change of address may please be taken up with the company's registrar and share Transfer agent at the address given below:

XL Softech Systems Ltd.,
3, Sagar Society,
Road No.2, Banjara Hills,
Hyderabad - 500 034.
Phone : 040 23545913/14/15
Fax: 040 23553214
email: xlfield@gmail.com

Investor Correspondence:

For any further assistance, the company may please be contacted at the following address:

Standard Medical & Pharmaceuticals Ltd.
Flat No. G-8, Amrutha Ville Apts, Right Wing,
Opp: Yashoda Hospital, Rajbhavan Road,
Somajiguda, Hyderabad – 500082
Ph: 040 - 23418836, Email: smplhohyd@gmail.com



**THE MANAGING DIRECTOR AND THE CHIEF FINANCIAL OFFICER
CERTIFICATION**

To
The Board of Directors
Standard Medical & Pharmaceuticals Limited
Hyderabad

Dear Sirs,

We have reviewed the financial statements and the cash flow statement for the year ended 31st March 2017 and certify to the best of our knowledge and belief that:

These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

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;

No transactions entered into by the Company during the above said period which is fraudulent, illegal or violative of the company's code of conduct. 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.

We have indicated to the auditors that:

Significant changes in internal control over financial reporting during the year;

Significant changes in accounting policies during the period and that the same have been disclosed in the notes to the financial statements; and

Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Place: Hyderabad
Date: 30.05.2017

Srinivasa Raju Godavarthi
Managing Director



AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

The Members of
Standard Medical & Pharmaceuticals Limited
Hyderabad

We have examined the compliance of conditions of Corporate Governance by M/s. Standard Medical & Pharmaceuticals Limited for the year ended on 31st March, 2017 as stipulated in Clause 49 of listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance (as stipulated in Clause 49 of the Listing Agreement), issued by the Institute of Chartered Accountants of India and was limited to 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 above mentioned Listing Agreement.

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

for CHANAMOLU & CO.,
Chartered Accountants
Firm Registration No.010000S

Place : Hyderabad
Date : 30.05.2017

G MURALI
Partner
M.No. 234971



Independent Auditors' Report on Financial Statements

To the Members of STANDARD MEDICAL & PHARMACEUTICALS LIMITED.

Report on the financial Statements

We have audited the accompanying standalone financial statements of STANDARD MEDICAL & PHARMACEUTICALS LIMITED ('the Company'), which comprise the balance sheet as at 31 March 2017, 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.

Managements Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are Free from material misstatement.

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



of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us the said accounts read with other notes to accounts and accounting policies give the information required subject to Note No.1.3 in the Notes Forming Part of the Financial Statements regarding preparation of accounts on principles applicable to the going concern, give a true and fair view in conformity with the accounting principles generally accepted in India:

- a. In the case of Balance Sheet of the state of the affairs of the Company as at 31st March 2017;
- b. In the case of Statement of Profit & Loss of the Loss of the Company for the year ended on that date; and
- c. In the Cash Flow statement of the Cash Flow for the year ended on that date.

Emphasis of Matters

We draw attention to the following matters in the Notes to the financial statements: Note No.1.3 in the Notes forming part of the financial statements which indicates that the Company has accumulated losses and its net worth has been fully eroded, the Company has incurred a net loss/net cash loss during the current and previous year(s) and the Company's current liabilities exceeded its current assets as at the balance sheet date. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. However, the financial statements of the Company have been prepared on a going concern basis for the reasons stated in the said Note.

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2017 ('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 B statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;



-
-
- d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e) on the basis of the written representations received from the directors as on 31 March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section 164 (2) of the Act; and
- f) With reference to the adequacy of the internal financial controls over financial reporting of the company and operating effectiveness of such controls, refer to our separate report in Annexure A.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in the standalone financial statements as regards its holding and dealings in Specified Bank Notes as defined in the Notification S.O. 3407(E) dated November 8, 2016 of the Ministry of Finance, during the period from November 8, 2016 to December 30, 2016. Based on audit procedures performed and the representations provided to us by the management we report that the disclosures are in accordance with the books of account maintained by the Company and as produced to us by the

for CHANAMOLU & CO.,
Chartered Accountants
Firm Registration No.010000S

Place : Hyderabad
Date : 30.05.2017

G MURALI
Partner
M.No. 234971



ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF STANDARD MEDICAL & PHARMACEUTICALS LIMITED

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

We have audited the internal financial controls over financial reporting of **STANDARD MEDICAL & PHARMACEUTICALS LIMITED** ("the Company") as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected



depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

for CHANAMOLU & CO.,
Chartered Accountants
Firm Registration No.010000S

Place : Hyderabad
Date : 30.05.2017

G MURALI
Partner
M.No. 234971



Annexure-B to the Auditors' Report

The Annexure-B referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the Year ended 31 March 2017, we report that:

1. a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b. The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
 - c. The company does not have immovable properties during the financial year.
2. The company does not have inventories during the financial year hence this clause is not applicable.
3. The Company has not granted any loans to bodies corporate covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
4. The company has not given loans, made investments, guarantees and security under the provisions of Section 185 and 186 of the Companies Act, 2013.
5. The Company has not accepted any deposits from the public.
6. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
7. a. According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, duty of excise income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.
 - b. According to the information and explanations given to us, there are no material dues of wealth tax, duty of customs and cess which have not been deposited with the appropriate authorities on account of any dispute.



8. The Company did not have any outstanding dues to financial institutions, banks or debenture holders during the year.
9. The Company did not have any term loans outstanding during the year.
10. According to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the course of our audit.
11. The company has not paid or provided managerial remuneration to managerial persons.
12. The company is not Nidhi Company and the Nidhi Rules, 2014 not applicable to it. Accordingly the provisions of Clause 3(Xii) of order not applicable to the company.
13. The company has entered transactions with the related parties and complied with Section 188 and 177 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc as required by the accounting standards.
14. The company has not made any preferential allotment / private placement of shares or fully or partly convertible debentures during the year under review. Accordingly the provisions of Clause 3(xiv) of order not applicable to the company.
15. The company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly the provisions of Clause 3(xv) of order not applicable to the company.
16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly the provisions of Clause 3(xv) of order not applicable to the company.

for CHANAMOLU & CO.,
Chartered Accountants
Firm Registration No.010000S

Place : Hyderabad
Date : 30.05.2017

G MURALI
Partner
M.No. 234971



BALANCE SHEET AS AT MARCH 31, 2017

	Particulars	Note No.	As at 31st March, 2017 (Rupees)	As at 31st March, 2016 (Rupees)
I	EQUITY & LIABILITES			
1	Shareholders' Funds			
	a) Share Capital	2	108457000	108457000
	b) Reserves and Surplus	3	(285204796)	(285192451)
	Sub -Total :		(176747796)	(176735451)
2	Non - Current Liabilities			
	a) Long-Term Borrowings	4	174868463	174868463
	Sub -Total :		174868463	174868463
3	Current Liabilities			
	a) Other Current Liabilities	5	1969288	1765260
	b) Short-Term Provisions	6	-	214615
	Sub -Total :		1969288	1979875
	TOTAL:		89955	112887
II	ASSETS			
1	Non-Current Assets			
	a) Fixed Assets			
	Tangible Assets	7	79955	79955
	b) Non-Current Investments	8	10000	10000
	Sub -Total :		89955	89955
2	Current Assets			
	a) Cash and Cash equivalents	9	0	2932
	b) Short-Term Loans and Advances	10	-	20000
	Sub -Total :		0	22932
	TOTAL		89955	112887
	Significant Accounting Policies	1		
			-	-

As per our report of even data

for and on behalf of the Board

for CHANAMOLU & CO.,
Chartered Accountants
Firm Regn No.010000S

Sd/-
SRINIVASARAJU GODAVARTHI
Managing Director

G MURALI
Partner
M.NO.234971

Sd/-
Dendi Reddy Surender
Director

Place : Hyderabad
Date : 30th May, 2017



STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2017

	Particulars	Note No.	For the Year ended 31st March, 2017	For the Year ended 31st March, 2016
			(Rupees)	(Rupees)
I	Revenue from Operations			
II	Other Income	11	345278	522965
III	Total Revenue (I+II)		345278	522965
IV	Expenses:			
	Employee Benefits Expense	12	-	167605
	Other Expenses	13	357623	439513
	Total Expenses		357623	607118
V	Profit / (Loss) Before Exceptional Items and Tax (III-IV)		(12345)	(84153)
VI	Exceptional Items		-	-
VII	Profit / (Loss) Before Tax (V-VI)		(12345)	(84153)
VIII	Less: Provision for Tax		-	-
IX	Profit / (Loss) for the Year (VII-VIII)		(12345)	(84153)
X	Earnings per Equity Share: Basic & Diluted		(0.0001)	(0.0008)
	Significant Accounting Policies	1		

As per our report of even data

for and on behalf of the Board

for CHANAMOLU & CO.,
Chartered Accountants
Firm Regn No.010000S

Sd/-
SRINIVASARAJU GODAVARTHI
Managing Director

G MURALI
Partner
M.NO.234971

Sd/-
Dendi Reddy Surender
Director

Place : Hyderabad
Date : 30th May, 2017



CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017

	For the year ended 31st March, 2017 (Rs. in Lacs)	For the year ended 31st March, 2016 (Rs. in Lacs)
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit / (Loss) before Tax	(0.12)	(0.84)
Adjustments for :		
Depreciation	-	-
Exceptional Items	-	-
Operating Profit / (Loss) before Working Capital Changes	(0.12)	(0.84)
Adjustments for :		
Increase in Other Current Liabilities	2.04	1.57
Decrease in Short-term Provisions	(2.15)	-
Decrease in Short- term Loans & Advances	0.20	-
Net Cash from Operating Activities (A)	(0.03)	0.73
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Long Term Investments (Net)	-	-
Net cash flow from investing activities (B)	-	-
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Decrease in Long-Term Borrowings	-	(4.74)
Increase in Share Capital	-	3.89
Net Cash from Financing Activities (C)	-	(0.85)
Net Increase / (Decrease) in Cash and Cash equivalents (A+B+C)	(0.03)	(0.12)
Cash and Cash equivalents at the beginning of the year	0.03	0.15
Cash and Cash equivalents at the end of the year	0.00	0.03

As per our report of even data

for and on behalf of the Board

for CHANAMOLU & CO.,
Chartered Accountants
Firm Regn No.010000S

Sd/-
SRINIVASARAJU GODAVARTHI
Managing Director

G MURALI
Partner
M.NO.234971

Sd/-
Dendi Reddy Surender
Director

Place : Hyderabad
Date : 30th May, 2017



NOTES FORMING PART OF FINANCIAL STATEMENTS

1 SIGNIFICANT ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION The Financial Statements of the Company have been prepared in accordance with the accounting principles generally accepted in India. The Company has prepared these Financial Statements to comply in all material respects with the Accounting Standards issued by the Institute of Chartered Accountants of India and relevant provisions of the Companies Act, 2013. The financial statements have been prepared on an accrual basis and under the historical cost convention.

The Accounting Policies adopted in the Financial Statements are consistent with those of previous year.

1.2 USE OF ESTIMATES

The Preparation of financial statements in conformity with generally accepted accounting principles in India requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although, these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring adjustments to the carrying amounts of assets or liabilities in future periods.

1.3 GOING CONCERN CONCEPT

Although, the accumulated losses of the Company together with the Loss for the year ended 31st March, 2017 exceeded its Capital and Reserves, since the company with its future plans, is hopeful of turning around, the accounts have been prepared on a going concern concept.

1.4 REVENUE RECOGNITION

All Incomes and expenditure are accounted on accrual basis.

1.5 FIXED ASSETS AND DEPRECIATION

Land is valued at cost.

Depreciation is provided on straight line basis over the estimated useful lives of the Assets as per the rates prescribed in Schedule II of the Companies Act, 2013.

The Assets retired from active use and held for disposal are stated at their estimated net realizable values or net book values, whichever is less. Where there is no disposable value, depreciation has been provided to the full extent of the asset value.

1.6 IMPAIRMENT OF ASSETS

The company determines whether there is any indication of impairment of the carrying amount of its assets. If any such indication exists, the recoverable amount of such assets are estimated and impairment loss is recognized



wherever the carrying amount of the assets exceeds its recoverable amount.

1.7 INVESTMENTS

Investments, which are long term in nature, are stated at cost after providing for decline in value, if any, other than temporary.

1.8 EMPLOYEE BENEFITS

- i) The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees on retirement, death while in employment or on termination of employment with an amount equivalent to 15days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The Gratuity plan of the entity is an unfunded plan. The company accounts for the liability for future Gratuity benefits on the basis of an independent actuarial valuation.
- ii) Leave encashment is not categorized as a retirement benefit, as the company is in the practice of paying the leave encashment benefit every year.

1.9 DEFERRED INCOME TAXES:

Eventhough, the Company has unabsorbed Depreciation and carry forward losses, deferred tax asset has not been recognized in the books of accounts since generation of sufficient future taxable income in near future is uncertain.



Notes to Accounts

All amounts are in Indian Rupees unless otherwise stated.

Particulars	As at 31.03.2017	As at 31.03.2016
2 SHARE CAPITAL		
Authorised :		
1,40,00,000 Equity Shares of Rs.10/- each	140000000	140000000
10,00,000 Unclassified Shares of Rs. 10/- each	10000000	10000000
Total	150000000	150000000
Issued, Subscribed and Paid-up:		
1,08,45,700 Equity Shares of Rs.10/- each Subscribed and called up in full.	108457000	108457000
Total	108457000	108457000
a) Reconciliations of number of shares:		
Shares outstanding as at 1st April, 2016/1st April, 2015	10845700	10845700
Shares outstanding as at 1st April, 2017/1st April, 2016	10845700	10845700
b) List of share holders holding more than 5% of the total number of shares issued by the company:		
- Canara Bank	611120	611120
3 Reserves & Surplus		
a) Capital Reserve (Central Subsidy)	2304400	2304400
b) Share Premium	1965450	1965450
c) General Reserve	12020000	12020000
d) Surplus / (Deficit) in Statement of Profit & Loss		
Opening Balance	(301482301)	(301398148)
Add: Profit / (Loss) for the year	(12345)	(84153)
Closing Balance	(301494646)	(301482301)
Total	(285204796)	(285192451)



Notes to Accounts

All amounts are in Indian Rupees unless otherwise stated.

Particulars	As at 31.03.2017	As at 31.03.2016
4 LONG TERM BORROWINGS		
Loans and Advances from Companies (Unsecured)	174868463	174868463
Total	174868463	174868463
In respect of loans and Advances from companies there are no specific terms and conditions as to repayment of the above Loans and Advances.		
5 OTHER CURRENT LIABILITIES		
Outstanding Expenses	1969288	1765260
Total	1969288	1765260
6 SHORT-TERM PROVISIONS		
Provision for Gratuity	-	214615
Total	-	214615

7	FIXED ASSET							
	Tangible Assets: (Amount in Rupees)							
DESCRIPTION	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As at 31-03-2015	Additions	As at 31-03-2016	As at 31-03-2015	For the Year	As at 31-03-2016	As at 31-03-2016	As at 31-03-2015
Land	79955	-	79955	-	-	-	79955	79955
TOTAL	79955	-	79955	-	-	-	79955	79955



Notes to Accounts

All amounts are in Indian Rupees unless otherwise stated.

Particulars	As at 31.03.2017	As at 31.03.2016
8 NON-CURRENT INVESTMENTS		
a) Trade, Quoted-at Cost - fully paid-up :		
b) Trade, Unquoted -at cost - fully paid-up : 200 Equity Shares of Rs.10/- each of Universal Research Centre and Hospitals	2000	2000
c) Non-Trade at cost-fully paid-up 1000 Equity Shares of Rs. 10/- each of Saraswat Co-operative Bank Limited	10000	10000
Total	12000	12000
Less: Provision for Diminution in value of Investments	2000	2000
Total	10000	10000
9 CASH AND CASH EQUIVALENTS		
Balances with Scheduled Banks in Currents Accounts	-	318
Cash on Hand	-	2614
Total	-	2932
10 SHORT-TERM LOANS & ADVANCES (Unsecured, Considered Good)		
Rent Deposit	-	20000
Total	-	20000



Notes to Accounts

All amounts are in Indian Rupees unless otherwise stated.

Particulars	As at 31.03.2017	As at 31.03.2016
11 OTHER INCOME		
Balances in Parties Accounts Written back/ Written off (Net)	302615	481082
Miscellaneous Income	42663	41883
Total	345278	522965
12 EMPLOYEE BENEFIT EXPENSE		
Salaries, Wages and Bonus	-	165600
Other Benefits	-	2005
Total	-	167605
13 OTHER EXPENSES		
Rent	95000	120000
Printing & Stationery	-	1778
Postage, Telephones & Trunk Calls	11855	17012
Travelling and Conveyance	1407	18266
Legal and Professional charges	25000	17000
Remuneration to Auditors		
- Audit Fee	20000	20000
Miscellaneous & Other Expenses	204361	245457
Total	357623	439513



14. Balances of Sundry Creditors, Loans and Advances payable or receivable are subject to confirmations to be obtained from the parties.
15. Related Party Transactions: As required by Accounting Standard –AS.18 “Related Party Disclosures” issued by the Institute of Chartered Accountants of India, details of transactions and list of related parties with whom transactions have taken place during the year are as follows:

	For the year ended 31.03.2017	For the year ended 31.03.2016
a) Key Management Personnel		
Sri S. Basu Thakur, Managing Director		
Remuneration Rs :	--	1,65,600

- b) There are no Loans and Advances in the nature of Loans to Subsidiaries, Associates etc. as required to be disclosed under Clause 32 of listing agreement.
16. The company is engaged in the Business of Marketing/Trading of Hospital Products. There are no other reportable segments.
17. Disclosure required by the AS-15 (Revised) - Employee Benefits.
The Company adopted the revised Accounting Standard - 15 Employee Benefits. The details of the components of net benefit expenses recognized in the Statement of profit and loss with regard to gratuity and amounts recognized in the Balance Sheet are given below.



Expenses Recognized in Statement of Profit & Loss Account:	2016-2017 Rs.	2015-2016 Rs.
Current Service Cost	NIL	NIL
Interest cost on benefit obligation	NIL	NIL
Expected return on plan assets	NIL	NIL
Net Actuarial (gain). Loss recognized in the year	NIL	NIL
Past Services Cost	NIL	NIL
Net Benefit expenses	NIL	NIL
Actual return on plan assets	N.A	N.A
Change in present value of the defined benefit obligation		
Opening defined benefit obligation	NIL	2,14,615
Interest cost	NIL	NIL
Current services cost	NIL	NIL
Benefits paid	NIL	NIL
Actuarial (gains)/losses on obligation	NIL	NIL
Past Service Cost	NIL	NIL
Closing defined benefit obligation	NIL	2,14,615
Actuarial Assumptions		
Salary Rise	N.A.	N.A.
Discount Rate	N.A.	N.A.
Attrition Rate	N.A.	N.A.
Mortality Rate	N.A.	N.A.
Retirement Age	N.A.	58 ears

18. The company has no dues to Micro, Small and Medium Enterprises as at the Balance Sheet date.
19. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the Current year's classification / disclosure.
20. Specified Bank Notes Disclosure (SBNs)
In Accordance with the MCA Notification G.S.R. 308(E) dated March 30, 2017 details of Specified bank Notes (SBN) and other denomination notes (ODN) held and transacted during the period from November 8, 2016 to December 30, 2016 is given below;



Amount in Rs.

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	-	-	-
(+) Permitted receipts	-	-	-
(-) Permitted payments	-	-	-
(-) Amount deposited in Banks	-	-	-
Closing cash in hand as on 30.12.2016	-	-	-

As per our report of even data

for and on behalf of the Board

for CHANAMOLU & CO.,
Chartered Accountants
Firm Regn No.010000S

Sd/-
SRINIVASARAJU GODAVARTHI
Managing Director

G MURALI
Partner
M.NO.234971

Place : Hyderabad
Date : 30th May, 2017

Sd/-
Dendi Reddy Surender
Director



Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L24239AP1983PLC004152
Name of the company: STANDARD MEDICAL & PHARMACEUTICALS LIMITED
Registered office: FLAT NO G8, AMRUTHA VILLE APTS, RIGHT WING
OPP: YASHODA HOSPITAL, RAJBHAVAN ROAD,
SOMAJIGUDA, Hyderabad, Telangana – 500082.

Name of the member(s):

Registered Address:

E-mail Id:

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

1. Name :

Address :

E-mail Id :

Signature:, or failing him/her

2. Name :

Address:

E-mail Id :

Signature:, or failing him/her

3. Name :

Address:

E-mail Id :

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33rd Annual General Meeting of the Company, to be held on Monday, 25th September, 2017 at 11.00 A.M at Krishna Residency, 6-2-1/2, Lakdi-ka-pool, Hyderabad-500004, Telangana and at any adjournment thereof in respect of such resolutions as are indicated below:



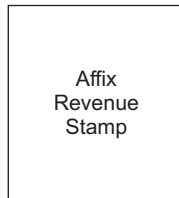
Resolution No.

1. Approval of financial statements for the year ended 31.03.2017
2. Appointment of Mrs. A. Sailaja as Director of the company.
3. Appointment of statutory auditors and fixation of their remuneration

Signed this day of..... 2017

Signature of shareholder

Signature of Proxy holder(s)



Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the

STANDARD MEDICAL & PHARMACEUTICALS LIMITED
FLAT NO G8, AMRUTHA VILLE, RIGHT WING,
OPP: YASHODA HOSPITAL, RAJBHAVAN ROAD, SOMAJIGUDA,
HYDERABAD -500082

ATTENDANCE SLIP

(Please present this slip at the Meeting venue)

I hereby record my presence at the 33rd Annual General Meeting of the members of the Company to be held on Monday, 25th September, 2017 at 11.00 A.M. at Krishna Residency, 6-2-1/2, Lakdi-ka-pool, Hyderabad-500004, and Telangana and at any adjourned meeting thereof.

Shareholders'/Proxy's Signature _____

Shareholders'/Proxy's full name _____
(In block letters)

Folio No./ Client ID _____

No. of shares held _____

Note:

Shareholders attending the meeting in person or by proxy are required to complete the attendance slip and hand it over at the entrance of the meeting hall

If undelivered please return to :

Standard Medical & Pharmaceuticals Limited

Flat No : G-8, Amrutha Ville Apts,
Right Wing Opp : Yashoda Hospital,
Rajbhavan Road, Somajiguda
Hyderabad TS 500082 India.