

**INDEPENDENT AUDITORS REPORT**

To the Members of  
**Kopran Lifesciences Limited**

**Report on the Financial Statements**

We have audited the accompanying financial statements of **Kopran Lifesciences Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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



## Opinion


In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) in the case of the Statement of Profit and Loss, of the Loss for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

## Report on Other Legal and Regulatory Requirements.

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
  - a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
  - c. The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report is in agreement with the books of account ;
  - d. In our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement complies with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 read with the General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013;
  - e. On the basis of written representations received from the Directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section(1) of section 274 of the Act.

For NGS & Co. LLP  
Chartered Accountants  
Firm Registration No. 119850W

  
Ashok A Trivedi  
Partner  
Membership No. 042472  
June 05, 2014



Annexure to the Independent Auditors' Report  
(Referred to in Paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section in our report of even date')

(i) The Company does not have any fixed assets. Therefore, provisions of clause 4(i) of the order are not applicable to the company.

(ii) The Company does not have any inventory. Therefore, provisions of clause 4(ii) of the order are not applicable to the company.

(iii) As informed and according to the information and explanation given to us, the Company has not granted/ taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Therefore, the provisions of clause 4(iii) of the Order are not applicable to the Company.

(iv) According to the information and explanation given to us, there are no transactions of purchase of inventories and fixed assets and sale of goods and services during the year. Therefore, provisions of clause 4(iv) of the Order are not applicable to the company.

(v) According to the information and explanation given to us, the Company has not entered into contracts or arrangements referred to in section 301 of the Act. Therefore, provisions of clause 4(v) of the order are not applicable to the company.

(vi) According to the information and explanation given to us, the Company has not accepted any deposits from the public within the meaning of sections 58A and 58AA of the Act and the Companies (Acceptance of Deposits) Rules, 1975. Therefore, provisions of clause 4(vi) of the order are not applicable to the company.

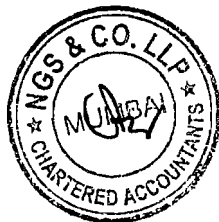
(vii) In our opinion and according to the information and explanation given to us, the Company has an internal audit system commensurate with the size and nature of its business.

(viii) To the best of our knowledge and according to the information and explanation given to us, the Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Act, in respect of Company's products. Therefore, provisions of clause 4(vi) of the order are not applicable to the company.

(ix) (a) According to the information and explanation given to us, the Company is regular in depositing the undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and other material statutory dues, as applicable, with the appropriate authorities.

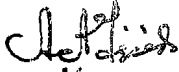


- (b) No undisputed amounts payable in respect of Provident Fund, Investor Education and Protection Fund, Employee's State Insurance, Income-Tax, Sales-Tax, Service Tax, Wealth Tax, Customs Duty, Excise Duty, cess and other material statutory dues applicable to the Company were in arrears as at March 31, 2014 for a period of more than six months from the date they became payable.
- (c) According to the information and explanation given to us, there are no dues in respect of income tax, sales tax, wealth tax, service tax, customs duty, excise duty and cess that have not been deposited with the appropriate authorities on account of any dispute.
- (x) The Company has been registered for a period of less than five years and therefore we are not required to comment on whether or not the accumulated losses at the end of the financial year is fifty per cent or more of its net worth and whether it has incurred cash losses in such financial year and in the immediately preceding financial year.
- (xi) According to the information and explanation given to us, the Company has no dues payable to a financial institution or a bank or debenture holders during the year.
- (xii) According to the information and explanation given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Therefore, provisions of clause 4(xii) of the order are not applicable to the company.
- (xiii) In our opinion and according to the information and explanation given to us and having referred to the nature of company business activity, the Company is not a chit fund or a nidhi/ mutual benefit fund/ society. Therefore, provisions of clause 4(xiii) of the order are not applicable to the company.
- (xiv) According to the information and explanation given to us, the Company is not dealing in or trading in shares, securities, debentures and other investments. Therefore, provisions of clause 4(xiv) of the order are not applicable to the company.
- (xv) According to the information and explanation given to us, the Company has not given any guarantees for loans taken by others from banks or financial institutions. Therefore, provisions of clause 4(xv) of the order are not applicable to the company.
- (xvi) According to the information and explanation given to us, the Company did not have any terms loans outstanding during the year. Therefore, provisions of clause (xvi) of the order are not applicable to the company.
- (xvii) According to the information and explanations given to us and on overall examination of the Balance Sheet and Cash Flow Statement of the Company, we report that no funds raised on short-term basis have been used for long-term investment.



- (xviii) According to the information and explanation given to us, during the year covered under audit, the Company has not made any preferential allotment of shares to parties or companies covered in the register maintained under section 301 of the Act. Therefore, the provisions of clause 4(xviii) of the Order are not applicable to the company.
- (xix) According to the information and explanation given to us, during the year covered by our audit report, the company has not issued any secured debentures.
- (xx) During the year covered by our audit report, the Company has not raised any money by public issues during the year.
- (xxi) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

**For NGS & Co. LLP**  
Chartered Accountants  
Firm Registration No. 119850W

  
**Ashok A Trivedi**  
Partner  
Membership No. 042472  
June 05, 2014



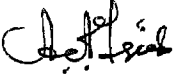
**Kopran Lifesciences Limited**  
**Balance Sheet as at March 31, 2014**

(Amount in Rs.)

Particulars	Note No.	As at March 31, 2014	As at March 31, 2013
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
Share Capital	2	500,000	500,000
Reserve and Surplus	3	(80,223)	(61,816)
<b>Current Liabilities</b>			
Other Current Liabilities	4	11,236	24,472
		<b>431,013</b>	<b>462,656</b>
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash and Cash Equivalents	5	431,013	462,656
		<b>431,013</b>	<b>462,656</b>
See accompanying Notes to Accounts forming part of the Financial Statements	1-13		

As per our report of even date attached

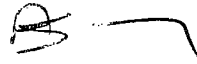
For NGS & Co. LLP  
Chartered Accountants

  
**Ashok A. Trivedi**  
Partner  
Membership No. 042472  
Mumbai  
June 05, 2014



For and on behalf of the Board of Directors

  
Director

  
Director

**Kopran Lifesciences Limited**

**Statement of Profit and Loss for the year ended March 31, 2014**

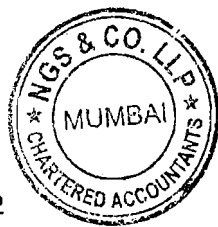
(Amount in Rs.)

Particulars	Note No.	Year ended March 31, 2014	Year ended March 31, 2013
<b>Revenue</b>			
Revenue from operation		-	-
<b>Total Revenue</b>		-	-
<b>Expenses</b>			
Other expenses	6	18,407	11,542
<b>Total Expenses</b>		<b>18,407</b>	<b>11,542</b>
<b>Loss Before Tax</b>		(18,407)	(11,542)
<b>Less : Tax Expenses</b>		-	-
<b>Loss After Tax</b>		(18,407)	(11,542)
Earnings Per Equity Share (Equity Share of Face value Rs.10/- each)			
Basic and diluted		(0.37)	(0.23)
See accompanying Notes to Accounts forming part of the Financial Statements	1-13		


As per our report of even date attached

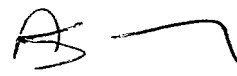
For NGS & Co. LLP  
Chartered Accountants

  
Ashok A. Trivedi  
Partner  
Membership No. 042472  
Mumbai  
June 05, 2014



For and on behalf of the Board of Directors

  
Director

  
Director

## Kopran Lifesciences Limited

### Notes to Accounts forming part of the Financial Statements

#### Note 1: Significant Accounting Policies

##### a) CORPORATE INFORMATION

Kopran Lifesciences Limited (The Company) is a limited company domiciled in India and incorporated under the provision of the Companies Act, 1956. It is a wholly owned subsidiary of Kopran Limited.

##### b) BASIS OF PREPARATION

Financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) under the historical cost convention on accrual basis in compliance with all material aspects with the Accounting Standards (AS) notified under the Companies Act, 1956 ('The Act') read with general circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and the relevant provisions of the Companies Act, 1956 (to the extent applicable) and Companies Act, 2013 (to the extent notified).

##### c) USE OF ESTIMATES

Preparation of financial statements in conformity with IGAAP requires the management to make judgments, estimates and assumptions that affect the reported amount 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 differences between the actual results and estimates which are recognized in future periods.

##### d) EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

##### e) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS:

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized, but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

##### f) TAXATION

Tax expense comprise of current and deferred tax. Current income tax is measured at the amounts expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961. Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income arising in the current year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantially enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the company has carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.







Particulars		As at March 31, 2014		As at March 31, 2013	
		Number	%	Number	%
Equity Shares of Rs.10/- each fully paid up		50,000	100%	50,000	100%
M/s Koproan Limited		50,000	100%	50,000	100%
<b>Total</b>		<b>50,000</b>	<b>100%</b>	<b>50,000</b>	<b>100%</b>

(d) Details of Share holders holding more than 5% shares in the company

Particulars		As at March 31, 2014		As at March 31, 2013	
		Number ('in Rs.)	Number ('in Rs.)	Number ('in Rs.)	Number ('in Rs.)
Equity Shares of Rs.10/- each fully paid up		50,000	500,000	50,000	500,000
M/s Koproan Limited		50,000	500,000	50,000	500,000
<b>Total</b>		<b>50,000</b>	<b>500,000</b>	<b>50,000</b>	<b>500,000</b>

(c) Shares held by holding company

The company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. In the event of liquidation of company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distributions will be in proportion to the number of equity shares held by shareholder.

(b) Terms/ rights attached to equity shares.

Reconciliation of the shares outstanding at the beginning and at the end of the reporting year		As at March 31, 2014		As at March 31, 2013	
		Number ('in Rs.)	Number ('in Rs.)	Number ('in Rs.)	Number ('in Rs.)
Outstanding at the beginning of the year		50,000	500,000	50,000	500,000
Add: Shares issued during the year		-	-	-	-
At the end of the year		<b>50,000</b>	<b>500,000</b>	<b>50,000</b>	<b>500,000</b>

(a)

Share Capital		As at March 31, 2014		As at March 31, 2013	
		Number	Amount	Number	Amount
Authorised		1,00,000	1,00,00,000	1,00,000	1,00,00,000
Issued, Subscribed and fully paid up		50,000	50,00,000	50,000	50,00,000
50,000 Equity Shares of Rs. 10/- each		50,000	50,00,000	50,000	50,00,000

Note 2:

Koproan Lifesciences Limited  
Notes to Accounts forming part of the Financial Statements  
(Amount in Rs.)

**Kopran Lifesciences Limited**

Notes to Accounts forming part of the Financial Statements

<b>Note 3: Reserves and Surplus</b>	<b>As at March 31,2014</b>	<b>As at March 31,2013</b>
<b>Deficit in Statement of Profit and Loss</b>		
As per last Balance sheet	(61,816)	(50,274)
Add: Deficit for the year	(18,407)	(11,542)
<b>Total</b>	<b>(80,223)</b>	<b>(61,816)</b>

<b>Note 4: Other Current Liabilities</b>	<b>As at March 31,2014</b>	<b>As at March 31,2013</b>
Other Payables	11,236	24,472
<b>Total</b>	<b>11,236</b>	<b>24,472</b>

<b>Note 5: Cash and Cash Equivalents</b>	<b>As at March 31,2014</b>	<b>As at March 31,2013</b>
Balances with bank In current Accounts	431,013	462,656
<b>Total</b>	<b>431,013</b>	<b>462,656</b>

<b>Note 6: Other Expenses</b>	<b>2013-14</b>	<b>2012-13</b>
Statutory Audit Fees	11,236	11,236
Legal & Professional Charges	6,742	-
Miscellaneous Expenses	429	306
<b>Total</b>	<b>18,407</b>	<b>11,542</b>



## Notes to Accounts forming part of the Financial Statements

7) Estimated amount of contracts remaining to be executed on capital account and not provided for Rs.Nil (2013: Rs.NIL)

8) Contingent Liabilities not provided Rs. Nil (2013: Rs. Nil)

### 9) Deferred Tax

In accordance with the Accounting Standard 22 on 'Accounting for Taxes on Income' notified by the Companies Accounting Standard Rules 2006, deferred tax assets arising on account of timing difference comprising of unabsorbed business losses have not been recognized due to lack of virtual certainty of its realisation.

### 10) Related Party disclosures

As required under Accounting Standard 18 "Related Party Disclosure" disclosures of transactions with the related parties are as below:

#### List of Related Parties

Holding Company - Kopran Limited

During the year following transactions were carried out with the related parties in the ordinary course of business:

Nature of Transactions	(Amount in Rs.)	
		Holding Company
Advance given	-	(4,00,000)
Repayment of Advances given	-	(4,00,000)
Loan taken	-	(306)
Repayment of Loan Taken	-	(306)
Balance outstanding as at March 31	-	(-)

### 11) Computation of Earnings Per Share

Particulars	March 31, 2014	March 31, 2013
Loss after tax	(18,407)	(11,524)
Weighted average number of equity shares	50,000	50,000
Earnings per share of Rs.10/- each - Basic and Diluted (Rs.)	(0.37)	(0.23)



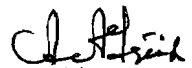
12) The Company has not received any intimation from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence the disclosure, if any, relating to amounts unpaid as at the year-end together with interest paid/payable as required under the said Act have not been given.

13) Previous year figures :

Previous Year figure have been recast / restated wherever considered necessary.

As per our report of even date

For NGS & Co. LLP  
Chartered Accountants



Ashok A. Trivedi

Partner

Membership No. 042472

Mumbai

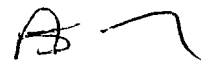
June 05, 2014



For and on behalf of the Board of Directors of  
Kopran Lifesciences Limited



Director



Director

Particulars		For the year ended March 31, 2014 Rs.	For the year ended March 31, 2013 Rs.
<b>A. Cash Flow from Operating Activities</b>			
Net Profit Before Tax and Extraordinary Items		(18,407)	(11,542)
Operating Profit before Working Capital Changes		(18,407)	(11,542)
Adjustment for :			
Increase in Current Liabilities		(13,236)	11,236
<b>Net Cash flow from operating activities</b>	<b>A</b>	<b>(31,643)</b>	<b>(306)</b>
<b>B. Cash Flow from Investing Activities</b>			
Advances (Given) / repaid by holding company		-	-
<b>Net Cash flow from Investing Activities</b>	<b>B</b>	<b>-</b>	<b>-</b>
<b>Cash Flow from Financing Activities</b>			
Proceeds from Issue of Share Capital		-	-
<b>Net Cash flow from Financing Activities</b>	<b>C</b>	<b>-</b>	<b>-</b>
<b>Net (decrease) / increase in Cash and Cash equivalents</b>	<b>(A+B+C)</b>	<b>(31,643)</b>	<b>(306)</b>
Cash and Cash Equivalents at the beginning of the year		462,656	462,962
Cash and Cash Equivalents at the end of the year		431,013	462,656

The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the AS 3 on Cash Flow Statement

As per our Report of even date attached

For NGS & Co. LLP

Chartered Accountants

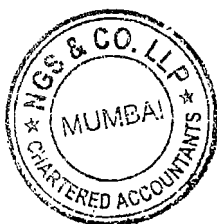
  
Ashok A. Trivedi

Partner

Membership No. 042472

Mumbai

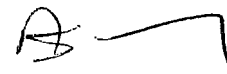
June 05, 2014



For and on behalf of the Board of Directors



Director



Director