

23RD ANNUAL GENERAL MEETING

On Friday the
28th Day of September, 2018
at 09.30 AM at
8-2-326/5, Road No. 3, Banjara Hills,
Hyderabad - 500034

Contents

1. Board of Directors & Corporate Information
2. Notice
3. Board's Report
4. Annexure to Board's Report
5. Auditors' Report on Standalone Financial Statements
6. Standalone Balance Sheet
7. Standalone Profit & Loss Account
8. Standalone Cash Flow Statement
9. Schedules forming part of the Standalone Financials.
10. Auditors' Report on Consolidated Financial Statements
11. Consolidated Balance Sheet
12. Consolidated Profit & Loss Account
13. Consolidated Cash Flow Statement
14. Schedules forming part of the Consolidated Financials.
15. Attendance Slip.
16. Proxy Form.
17. Route Map to the Venue of the Meeting.

OUR BOARD OF DIRECTORS

Shri. Rajeev Sindhi
Managing Director
(DIN:00184701)

Shri. K V Muralidhar Reddy
Director
(DIN:01881121)

Shri. Viswanath Chibrolu
Nominee Director
(DIN: 01556254)

KEY MANAGERIAL PERSONNELS

Shri. Ramakanta Tripathy
Chief Financial Officer

Smt. J R Nagajayanthi
Company Secretary
(M No. FCS 7184)

OUR AUDITORS:

STATUTORY AUDITOR

M/s Walker Chandiok and CO LLP
7th Floor, Block III,
White House, Kundan Bagh,
Begumpet,
Hyderabad 500 016,

M/s K. N. MURTHY & CO.
A- 418, Majestic Mansion,
Shyamlal Buildings, Begumpet,
Hyderabad - 500016,
Telangana

SECRETARIAL AUDITOR

M/s V. S. S & Associates
Company Secretaries
33-6-419/1 1st Floor, Street No 3,
Himayath nagar,
Hyderabad 500029

OUR BANKERS

State Bank of India
SME Branch, Hyderabad

Oriental Bank of Commerce
SD Road Branch, Hyderabad

ICICI Bank Ltd,
Khairatabad Branch, Hyderabad

REGISTERED OFFICE:

8-2-326/5, 4th Floor,
Plot No. 1, Road No.3,
Banjara Hills, Hyderabad,
Telengana - 500 034
Ph. 040-23357047 - 51 / 23354824

OUR RTAs

❖ ForEquity:

Satellite Corporate Services Pvt. Ltd.
B-302 Sony Apartment
Opp. St. Jude High School
90 Feet Road. Jarimari
Sakinaka, Mumbai - 400 072

❖ For Debt securities:

Satellite Corporate Services Pvt. Ltd.
B-302 Sony Apartment
Opp. St. Jude High School
90 Feet Road. Jarimari
Sakinaka, Mumbai - 400 072

OUR TRUSTEE

CATALYST TRUSTEESHIP LIMITED

Regd. Off: GDA House, 1st Floor, Plot No.
85, Bhusari Colony (Right), Kothrud,
Pune - 411308.

Corp. Off: Office No. 83 - 87, 8th floor,
'Mittal Tower', 'B' Wing, Nariman
PointMumbai - 400021
Tel: +91 22 49220506

NOTICE

Notice is hereby given that the 23rd Annual General Meeting of **M/s. SANDOR MEDICAIDS PRIVATE LIMITED** will be held on Friday the 28th Day of September, 2018 at 09.30 AM at its registered office situated at # 8-2-326/5, Road No. 3, Banjara Hills, Hyderabad - 500034 to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2018 and the Reports of the Board of Directors and the Auditors thereon;

2. To consider and adopt the Consolidated audited financial statements of the Company for the financial year ended March 31, 2018 and the Report of the Auditors thereon;

SPECIAL BUSINESS:

3. APPROVAL FOR MATERIAL RELATED PARTY TRANSACTIONS:

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

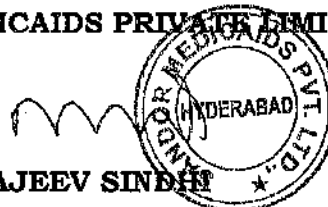
“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to enter into the related party transactions by the Company with the respective related parties for an amount not exceeding the maximum amount specified herein below:

Sl. No.	Name of the related entity	Relationship	Nature of transaction:	Amount proposed for the year 2018-19
1	M/s Sandor Life Sciences Private Limited	GROUP COMPANY WITH COMMON DIRECTOR	Rent; sale and purchase done in the ordinary course of business	Rs. 6,00,00,000/-
2	M/s Sandor Animal Biogenics Private Limited	GROUP COMPANY WITH COMMON DIRECTOR	Rent; sale and purchase done in the ordinary course of business	Rs. 3,00,00,000/-
3	Sandor Dialysis Services Bangladesh Private Limited	WHOLLY OWNED SUBSIDIARY; COMMON DIRECTOR	sale and purchase done in the ordinary course of business;	3,00,00,000/-
4	Sandor Medicaids Bangladesh Private Limited	SUBSIDIARY WITH COMMON DIRECTOR	sale and purchase done in the ordinary course of business;	50,00,000/-

5	Harmonica Healthcare	PROPRIETORY CONCERN OWNED BY RELATIVE OF DIRECTOR	Rent; sale and purchase done in the ordinary course of business;	Rs. 6,00,00,000/-
6	Sandor Associates	PROPRIETORY CONCERN OWNED BY DIRECTOR	Rent; sale and purchase done in the ordinary course of business	Rs. 1,00,00,000/-
7	Sandor Tescon Aqua Private Limited	SUBSSIDIARY WITH COMMON DIRECTOR	sale and purchase done in the ordinary course of business	Rs. 1,50,00,000/-
8.	Sandor Orthopedics Private Limited	ASSOCIATE COMPANY WITH COMMON DIRECTOR	Rent sale and purchase done in the ordinary course of business	Rs. 2,00,00,000
9	V Phore Labs Private Limited	GROUP COMPANY WITH COMMON DIRECTOR	sale and purchase done in the ordinary course of business	Rs. 1,00,00,000

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby, authorized to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings, as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company.”

**For and behalf of the Board of Directors
SANDOR MEDICAIDS PRIVATE LIMITED**



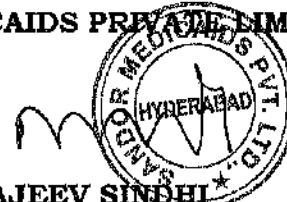
RAJEEV SINDHI
Managing Director
DIN: 00184701

Date: 21.09.2018
Place: Hyderabad

NOTES:

1. A member entitled to attend and vote at the meeting is also entitled to appoint proxy to attend and vote on his / her behalf and such proxy need not be a member of the company. The proxies, in order to be effective should be deposited at the registered office of the company, duly completed and signed, not later than 48 hours before the commencement of the meeting.
2. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other member. A Proxy form is annexed to this Notice. Proxies submitted on behalf of Limited Companies, Societies, etc., must be supported by an appropriate resolution / authority, as applicable.
3. For the convenience of Members and proper conduct of the meeting, entry to the meeting venue will be regulated by attendance slip. Members / Proxies are requested to duly fill the attendance slips and hand it over at the entrance of the meeting to attend the meeting.
4. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. Corporate Shareholders 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.
6. An explanatory statement pursuant to section 102 of the Companies Act, 2013 is annexed herewith.
7. Route map to the venue of the meeting is annexed herewith.

**By Order of the Board
SANDOR MEDICAIDS PRIVATE LIMITED**



RAJEEV SINDHI
MANAGING DIRECTOR
DIN: 00184701

Place: Hyderabad
Date: 21.09.2018

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**ITEM NO.3:**

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings between the related parties of the Company. The provisions of Section 188(1) of the Companies Act, 2013 that govern the Related Party Transactions, requires that for entering into any contract or arrangement as mentioned herein below with the related party, the Company must obtain prior approval of the Board of Directors and if the transaction is over and above the threshold limits provided under the Companies (Meetings of Board and its Powers) Rules, 2014, the approval of members by way of Ordinary resolution would be required.:

1. Sale, purchase or supply of any goods or materials;
2. Selling or otherwise disposing of, or buying, property of any kind;
3. Leasing of property of any kind;
4. Availing or rendering of any services;
5. Appointment of any agent for purchases or sale of goods, materials, services or property;
6. Such related party's appointment to any office or place of profit in the company, its subsidiary company or associate company and
7. Underwriting the subscription of any securities or derivatives thereof, of the Company.

Keeping in the view the last year's transaction limits and the growing needs of the subsidiaries the company is required to extend support to the subsidiaries.

In the light of provisions of the Companies Act, 2013, the Board of Directors of your Company has approved the proposed transactions along with annual limit that your Company may enter into with the related parties.

Based on the last year turnover of the company, actual quantum of related party transactions entered into during the financial year 2016-17, the consent of shareholders is being sought to enter into related party transactions and if necessary, to enhance the limits for entering into transactions with related parties for the Financial Year 2017-18.

THE PARTICULARS OF THE TRANSACTION PURSUANT TO THE PROVISIONS OF SECTION 188 AND THE COMPANIES (MEETINGS OF BOARD AND ITS POWERS) RULES, 2014 ARE AS UNDER:

Sl. No.	Name of the related party	Relationship	Name of related party	Nature of transaction:	Actual amount incurred during the FY 2017-18	Proposed for the year 2018-19 (In Rs.)
1	M/s Sandor Life Sciences Private Limited*	Group company with common Director	Mr. Rajeev Sindhi (Common Director)	Rent; sale and purchase done in the ordinary	RENT : 57,79,200 SERVICE SALE :59,15,488	6,00,00,000

				course of business	SHARE SERVICES : SALARIES 46,50,625 OTHERS 47,09,341	
2	M/s Sandor Animal Biogenics Private Limited	Group company with common Director	Mr. Rajeev Sindhi (Common Director) & Mrs. Gunjan Sindhi Relative of Director is also a Director	Rent; sale and purchase done in the ordinary course of business	RENT: RS.72,600 PURCHASE 1,48,18,088 SHARE SERVICES: SALARIES 89,67,113 OTHERS 36,22,562	3,00,00,000
3	*Sandor Dialysis services Bangladesh Private Limited	Wholly owned subsidiary; common Director	Mr. Rajeev Sindhi (common Director)	sale and purchase done in the ordinary course of business;	SALE 1,38,63,058 SHARE SERVICES: 11,60,000	3,00,00,000
4	*Sandor Medicaids Bangladesh Private Limited	Subsidiary with common Director	Mr. Rajeev Sindhi (Common Director)	sale and purchase done in the ordinary course of business;	SALE PURCHASE SHARE SERVICES:	50,00,000
5	Harmonica Healthcare	Proprietary concern owned by relative of Director	Mrs. Gunjan Sindhi (Relative of Director is Proprietor)	Rent; sale and purchase done in the ordinary course of business;	RENT: RS.1,45,200 SALE 33,93,240	6,00,00,000/-
6	Sandor Associates	Proprietary concern owned by Director	Mr. Rajeev Sindhi (Proprietor To Entity)	Rent; sale and purchase done in the ordinary course of business	RENT : RS.72,600	1,00,00,000
7	*Sandor Tescon Aqua Private Limited	Subsidiary company with common Director	Mr. Rajeev Sindhi (Common Director)	sale and purchase done in the ordinary course of business	RENT: RS.60,000 SALE 27,604 PURCHASE 3,79,686 SHARE SERVICES: 1,90,125	1,50,00,000
8	Sandor Orthopedics Private Limited	Associate company with common Director	Mr. Rajeev Sindhi (Common Director)	Rent sale and purchase done in the ordinary course of business	RENT: RS.1,20,000 SALE PURCHASE 8,58,18,362 SHARE SERVICES: 5,28,803	2,00,00,000
9	V Phone Labs Private Limited	Group company with common Director		sale and purchase done in the ordinary course of business	PURCHASE 20,27,200	1,00,00,000

*Pursuant to the notification No G.S.R. 464(E) dated 5th June 2015 by Ministry of Corporate Affairs, states that section 188 of the companies act 2013 shall not apply to related party mentioned under sub-clause (viii) of clause (76) of section 2. (i.e. to any company which is- a holding, subsidiary or an associate company of such company; or - a subsidiary of a holding company to which it is also a subsidiary); Nevertheless, the company, as good corporate governance measure seeks to approach shareholders for their consent.

Nature, material terms, monetary value and particulars of the contract or arrangement: The details are as mentioned below:

- (a) Leasing/ subleasing/ rent for office sharing of property: The Company has entered into lease agreements with respective related parties for leasing/ subleasing/ office sharing of the property. The rent of which is fixed keeping in view the prevailing market price at Arm's length basis.
- (b) Sale and purchase (of goods and services) in the ordinary course of business: The Company sells certain medical equipment, devices to its group company and provides certain support services by leveraging its existing know how and professional expertise. The amount being charged for the said services are fixed after considering all the relevant factors and are on arms length basis and are carried out in ordinary course of business.

Any other information relevant or important for the Board/Members to take a decision:

The Sale and purchase (of goods and services) in the ordinary course of business being extended by the Company to its associate companies in relation to business enhancement and for building up robust practices and processes are towards the benefit of all the companies. The Board of Directors is authorized to negotiate, finalize and execute the deeds, agreements and documents as and when they are entered into by the company.

The Copies of the above mentioned Lease agreements are available for inspection by the members at the Registered Office of the Company during the normal business hours (10 am to 6 PM) on all working days (except Saturdays) up to the date of Annual General Meeting of the Company.

Mr. Rajeev Sindhi, Managing Director (DIN: 00184701) being common director on the Board of related parties and being relative of related party is interested in the resolution to that extent and to the extent of his shareholding in the Company.

Other directors and other KMP are not interested in the resolution.

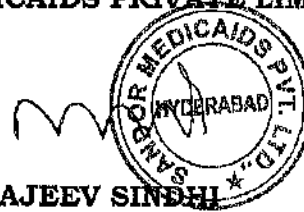
Sandor

Medicaids Pvt. Ltd.

CIN No: U51101TG1995PTC021905

The Board recommends that approval be accorded to enter into the above stated Related Party Transactions as mentioned in the Item No. 3 of the notice calling this meeting by passing an Ordinary Resolution.

By Order of the Board
SANDOR MEDICAIDS PRIVATE LIMITED



RAJEEV SINDEL

MANAGING DIRECTOR

DIN: 00184701

Place: Hyderabad

Date: 21st September 2018

DIRECTOR'S REPORT

To,
The Dear Members,

The Board of Directors of your company hereby submits the report of the business and operations of your company (the company or SMPL) along with the audited financial statements for the financial year ended March 31, 2018. The consolidated performance of the company and its subsidiaries has been referred to wherever required.

RESULTS OF OPERATIONS:

FINANCIAL RESULTS:

The Company's financial performance for the year under review is given below:
(Rs. In Lacs)

Particulars	Financial Year ended		Financial Year ended	
	31.03.2018	31.03.2017	31.03.2018	31.03.2017
	Standalone		Consolidated	
Revenue from Operations	17,299.49	17,504.56	18,600.01	17,606.71
Other Income	183.15	360.45	181.29	332.15
Total Revenue	17,482.64	17,865.00	18,781.30	17,938.86
Finance Costs	946.48	750.61	993.21	791.49
Depreciation	206.10	149.02	453.22	241.96
Total Expenditure	17,236.09	17,306.31	18,837.49	17,826.52
Profit/Loss Before Tax	246.60	558.70	(56.18)	112.34
Less: Tax Expenses	95.20	112.20	113.49	118.66
Net Profit /Loss After Tax	151.40	444.70	(169.68)	(6.33)
Earnings per share:				
Basic	6.59	26.61	(6.35)	(1.42)
Diluted	6.59	19.82	(6.35)	(1.42)

STATEMENT OF AFFAIRS:

Your company primarily focuses on selling marketing and distribution high end medical products, equipments and life saving drugs and Healthcare services. We continue to execute our business operations under the same units as last year.

Standalone:

During the financial year under review, your company has achieved total revenue of Rs. 17,482.64 Lakhs as against the previous year revenue of Rs. 17,865.00 lakhs and recorded net profit of Rs. 151.40 lakhs for financial year 2017-18 when compared to a net profit of Rs. 444.70 lakhs during the previous year.

Consolidated:

The consolidated financial statements of your Company for the financial year 2017-18, are prepared in compliance with applicable provisions of the Companies Act,

2013, Indian Accounting Standards (Ind AS) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as prescribed by the Securities and Exchange Board of India (SEBI). The consolidated financial statements have been prepared on the basis of audited financial statements of the Company, its subsidiary companies, as approved by their respective Board of Directors.

DIVIDEND:

The Board of Directors does not recommend any dividend for the financial year 2017-18.

TRANSFER OF UNCLAIMED DIVIDEND AND TRANSFER OF AMOUNT TO IEPF:

As the company did not declare any dividend or pay any dividend during the year, the provisions of Section 125(2) of the Companies Act, 2013 do not apply. Further company does not have any amount required to be transferred to Investor Education Protection Fund.

SHARE CAPITAL:

The paid-up Equity Share Capital as on 31st March, 2018 was Rs. 219.33 lacs. During the year under review, the Company has not issued shares with differential voting rights nor granted stock options nor sweat equity

Rights issue of shares:

Company has not made any allotment during the year.

Buy back of securities:

The Company has not bought back any of its securities during the year under review.

Sweat equity:

The Company has not issued any Sweat Equity Shares during the year under review.

Bonus Shares:

No Bonus Shares were issued during the year under review.

Employees Stock Option Plan:

The Company has not provided any Stock Option Scheme to the employees.

Shares with differential voting rights:

The Company has not issued any Equity Shares with differential voting rights during the financial year under review

TRANSFER TO RESERVES:

During the year under review, the company has transferred to Reserves and surplus account:

Sr. No	Particulars	Amt. In Rs.
a.	Securities Premium Reserve Account:	9,025,045
b.	Debenture Redemption Reserve	292,464,496
c.	Profit transferred to Reserves and Surplus	(1,859,354)
	TOTAL ADDITION MADE TO RESERVES AND SURPLUS	299,630,187

PARTICULARS OF LOANS, GUARANTEES, SECURITY & INVESTMENTS:

During the year under review, the Company has not entered into any transaction covered under Section 185 and Section 186 of the Companies Act, 2013 in respect of loans, guarantees and security.

The company has made investment in following body corporate:

Name of the subsidiary	Amount invested (INR/BDT)	Total holding as on date
Sandor Dialysis Services Bangladesh Private Limited	BDT 77,113,230	99.99%
Sandor Medicaids (Bangladesh) Private Limited	BDT 1,65,336	90%
Sandor Orthopedics Private Limited	INR 3,60,00,000	60%
Sandor Tescon Aqua Private Limited	INR 51,000	51%

*1 Bangladeshi Taka/ BDT = as per the exchange rate prevailing on the date of investment

FIXED DEPOSITS:

The company has not accepted any fixed deposits and, as such, no amount of principal or interest was outstanding as of the Balance Sheet date.

MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate and on the date of this report during the year under review.

RELATED PARTY TRANSACTIONS:

The details of the related party transactions as required under IND AS are set out in relevant notes to the financial statements forming part of this Annual Report.

Particulars of contracts or arrangements with related parties referred to in section 188(1) of the companies Act 2013 in the prescribed **Form AOC-2** pursuant to Section 134 (3) (h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is set out as **ANNEXURE 1** to this Report.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

The company has two foreign subsidiaries namely M/s Sandor Dialysis Services Private Limited and M/s Sandor Medicaids (Bangladesh) Private Limited incorporated at Bangladesh. M/s Sandor Dialysis Services Private Limited started its commercial operation from November 2016. M/s Sandor Medicaids (Bangladesh) Private Limited is yet to begin its operation.

In addition, the Company has two Indian Subsidiaries namely:

1) **M/s SANDOR ORTHOPEDICS PRIVATE LIMITED**, company acquired 60% of paid up equity capital w.e.f. 16.10.2017 and

2) **M/s SANDOR TESCON AQUA PRIVATE LIMITED**, the company acquired 51% of the paid-up capital in this company in April 2016.

The Company, along with its subsidiaries aims to provide efficient and cost effective healthcare solutions in the form medical devices, equipments, drugs pharmaceutical products and services to hospitals and clinics. The details of subsidiaries and Associates Company are given below:

Name of the entity	Status	Shareholding held by the company
Sandor Dialysis Services Bangladesh Private Limited	Overseas Wholly owned subsidiary	99.99%
Sandor Medicaids Bangladesh Private Limited	Overseas Subsidiary	90%
Sandor Tescon Aqua Private Limited	Indian Subsidiary	51%
Sandor Orthopedics Private Limited	Indian Subsidiary	60%

During the year, the Board of Directors ('the Board') reviewed the affairs of the subsidiaries. In accordance with Section 129 (3) of the Companies Act, 2013, we have prepared consolidated financial statements of the Company, which forms part of this Annual Report. Further, a statement containing the salient features of the financial statement of our subsidiaries in the prescribed Format **AOC-1** is appended as **ANNEXURE 2** to the Board's report. The statement also provides the details of performance and financial positions of each of the subsidiaries.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

DIRECTORS:

The company as on date has three Board of Directors* namely:

- | | | |
|-----------------------------|---|-------------------|
| 1. Mr. Rajeev Sindhi | - | Managing Director |
| 2. Mr. Viswanath Chibrolu | - | Director |
| 3. Mr. K V Muralidhar Reddy | - | Director |

**Mr. Samarth Sindhi appointed on 07.11.2017 and resigned on 22.05.2018*

Inductions & Resignations:

Mr. Rajeev Sindhi and Mr. K V Muralidhar Reddy, the promoter directors of the company, had, in their individual capacity invested in Arm Infosoft Private Limited and Marvel Infravannuvues Private Limited respectively. These companies become non- operational for business reasons and did not file statutory returns for three years. The Government of India initiated action against companies that failed to file returns. It struck off such companies from the register of companies and disqualified all directors associated with such companies. Consequently, Mr. Rajeev Sindhi and Mr. Muralidhar Reddy were also disqualified from being a director in any company.

During the intermittent period when both Mr. KV Muralidhar Reddy and Mr. Rajeev Sindhi were disqualified and the number of board of directors fell below the required minimum number, Mr. Samarth Sindhi, aged 24 years and the eldest son of Mr. Rajeev Sindhi, the Promoter of Sandor group was appointed as Member of Board of Director.

Mr. Rajeev Sindhi approached Delhi High Court for obtaining stay on his disqualification and NCLT for the revival of stuck off company. The Honorable Delhi High Court issued a stay on disqualification of Mr. Rajeev Sindhi. Mr. Rajeev Sindhi also approached NCLT Delhi for the revival of struck off company. Similarly, Mr. KV Muralidhar Reddy approached Registrar of Companies, Hyderabad and got his disqualification removed. Both the directors were reinstated on board.

Both directors were reinstated on board w.e.f 13.03.2017 followed by resignation of Mr. Samarth Sindhi on 22nd May 2018.

KEY MANAGERIAL POSITION:

There were no inductions or resignations of any of the Key managerial personnel during the year.

DETAILS OF BOARD OF DIRECTORS & SUB COMMITTEE MEETINGS CONDUCTED DURING THE YEAR:

BOARD OF DIRECTORS MEETINGS:

During the year under review, board meetings were held. The maximum time gap between any two consecutive meetings was within the period prescribed under companies Act, 2013. The board meeting dates are as follows:

The time interval between any two meetings did not exceed four months.

The names of the Directors on the Board, their attendance at Board Meetings held during the year is given below:

Date of Board meeting	Mr. Rajeev Sindhi DIN-00184701 Promoter Managing Director	Mr. K V Muralidhar Reddy DIN: 01881121 Promoter Director	Mr. Viswanath Chibrolu DIN: 01556254 Nominee Director	Mr. Samarth Sindhi DIN: 07971051 Additional Director	Whether requisite quorum was present.
29.05.2017	Yes	Yes	-	-	Yes
10.08.2017	Yes	Yes	Yes	-	Yes
07.11.2017**	-	-	Yes	-	Yes
07.11.2017	-	Yes	Yes	Yes	Yes
14.12.2017	-	-	Yes	Yes	Yes
13.03.2017	-	-	Yes	Yes	Yes

*As the number of Director's fall below the required quorum, as per section 174 (2) of the companies Act, 2013, presence of Mr. Viswanath Chibrolu considered as the quorum.

**Mr. Samarth Sindhi appointed on 07.11.2017 and resigned on 22.05.2018

MEETINGS OF THE SUB COMMITTEES OF THE BOARD OF DIRECTORS:**CSR Committee:**

The company as on date has one Committee namely the CSR committee. The Board of Directors of the Company in their meeting held on September 18, 2017 had constituted the Corporate Social Responsibility (CSR) Committee in terms of Section 135 of the Companies Act 2013. During the year under review, the CSR committee held one meeting on 12th November 2016 where in the committee adopted the CSR policy, which was approved by the Board of Directors in their meeting held on 12th November 2016.

Date of CSR Committee meeting	Mr. Rajeew Sindhi DIN-00184701 Promoter Managing Director	Mr. K V Muralidhar Reddy DIN: 01881121 Promoter Director	Mr. Viswanath Chibrolu DIN: 01556254 Nominee Director	Whether requisite quorum was present.
10.08.2018	Yes	Yes	Yes	Yes

DETAILS OF GENERAL BODY MEETINGS HELD DURING THE YEAR:

During the financial year 2017-18 the company conducted the following General Body Meetings:

Type of meeting	Date Of meeting	Members entitled to attend	Number of members attended
22 nd Annual General Meeting	18 th September 2017	9	5

Company Secretary is the Secretary to the Board of Directors, General Meetings & Committee meetings.

DIRECTORS RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:-

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- 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 and of the losses of the company for that period;
- 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;
- The directors had prepared the annual accounts on a going concern basis; and

- v. The Directors are in the process of laying down internal financial controls to be followed by the company for preparation of financial statements in a manner that such internal financial controls are adequate and were operating effectively. Internal financial control means the policies and procedures adopted by the Company 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.
- vi. 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.

AUDITORS:**Statutory Auditors:**

M/s Walker Chandio & Co. LLC, Chartered Accountants, Hyderabad were appointed as statutory auditor of the Company at the 21st Annual General Meeting held on 19th September 2016 to hold office for a period of 5 years commencing from the conclusion of 21st Annual General Meeting till the conclusion of 26th Annual General Meeting of the Company subject to ratification at every subsequent Annual General Meeting of the Company. However ratification of appointment of Statutory Auditors by the members at every Annual General Meeting is done away vide notification dated May 07, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for the ratification of appointment of Auditors in the 23rd Annual General Meeting, who were appointed in the 21st Annual General Meeting.

M/s. K N Murthy & Co., Chartered Accountant, Hyderabad were appointed as statutory auditor of the Company at the 22nd Annual General Meeting held on 18th September 2017 to hold office for a period of 5 years commencing from the conclusion of 22nd Annual General Meeting till the conclusion of 27th Annual General Meeting of the Company subject to ratification at every subsequent Annual General Meeting of the Company. However ratification of appointment of Statutory Auditors by the members at every Annual General Meeting is done away vide notification dated May 07, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for the ratification of appointment of Auditors in the 23rd Annual General Meeting, who were appointed in the 22nd Annual General Meeting.

Auditors Report:

The Auditors' Report issued by the Statutory Auditors for the financial year ended 31st March 2018 forms part of this Report and does not contain any Audit qualification.

The Statutory Auditors of the Company have not reported any fraud as specified under the second proviso of Section 143(12) of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) for the time being in force).

Secretarial Auditor:

M/s.VSS & Associates, (CP No. 10456: M No. A21692) Practicing Company Secretaries, Hyderabad was appointed to conduct the secretarial audit of the

Company for the Financial Year 2017-18, as required under Section 204 of the Companies Act, 2013 and Rules there under. The secretarial audit report for FY 2017-18 forms part of the Annual Report as **ANNEXURE 3** to the Board's report.

The Secretarial Audit Report is self explanatory and does not contain any qualification, reservation or adverse remark.

EXTRACT OF ANNUAL RETURN:

In accordance with Section 134(3) (a) of the Companies Act, 2013, an extract of the annual return in the prescribed format is appended as **ANNEXURE - 4** to the Director's report.

HUMAN RESOURCES:

Your company as on 31st March 2018 has 277 employees. People are our most valuable asset and they play a vital role in the growth of your Company. Your Company also believes that the human capital is of utmost importance to sustain the market leadership in all product segments and also to capture new markets.

PARTICULARS OF EMPLOYEE:

The information required pursuant to Section 197 read with Rule 5 (1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is herewith annexed as **ANNEXURE - 5** to this report and Rule 5 (2) Of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, No employee of your company is in receipt of remuneration exceeding Rs. 8,50,000 per month or Rs. 1,02,00,000 per annum during the Financial Year.

During the financial year Mr. Rajeev Sindhi' s was paid remuneration of Rs. 60,00,000 in and pursuant to the shared services agreement entered by the company with its group companies the cost of Mr. Rajeev Sindhi's strategic advice to group companies has been imputed and valued at Rs. 27,00,000 and this is to be / has been reimbursed by M/s Sandor Dialysis Services Bangladesh Private Limited, M/s Sandor Orthopedics Private Limited, M/s Sandor Life Sciences Private Limited and M/s Sandor Animal Biogenics Private Limited proportionately mention as below:-

Name of the subsidiary	Amount imputed.
Sandor Dialysis Services Bangladesh Private Limited	6,00,000.00
Sandor Orthopedics Private Limited	3,00,000.00
Sandor Life Sciences Private Limited	15,00,000.00
Sandor Animal Biogenics Private Limited	3,00,000.00
Total	27,00,000.00

This is being done to maintain the "arms length basis" for all services availed by the group companies. After removing the imputed cost of managerial services provided by Mr. Rajeev Sindhi, the actual expense of Rs. 33,00,000 has accounted for under the head " Employee Benefit Expense".

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

The details of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo are as follows:

A. CONSERVATION OF ENERGY:

Your company has taken adequate internal control procedures by which the cost of electricity shall be identified with project and the company will provide an incentive for the concerned department which consumes optimum power.

No additional investments for reduction of Energy consumption were taken up during the year under review.

B. TECHNOLOGY ABSORPTION : Not Applicable**C. FOREIGN EXCHANGE EARNINGS & OUT Go:****(In Lacs)**

PARTICULARS	2017-18	2016-17
FOREIGN EXCHANGE EARNINGS	192.52	893.43
FOREIGN EXCHANGE OUTGO	1,164.44	11,357.03

COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM:

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to a private limited Company. As the company's debt instruments are listed on Bombay Stock Exchange, the company is supposed to constitute Audit committee. The company is taking all possible steps to induct required number of Independent Directors, so that this committee can be validly constituted.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

Your Company, in preparing its financial statements makes judgments and estimates based on sound policies.

The Management periodically reviews the financial performance of your Company against the approved plans across various parameters and takes necessary action, wherever necessary.

The Company is in the process of establishing 'Internal Financial Controls' in accordance with the framework as issued by the Institute of Chartered Accountants of India to ensure accuracy and completeness of the accounting records, and timely preparation of reliable financial information.

There are adequate controls relating to strategic, environmental and quality related aspects.

CORPORATE POLICIES:

We seek to promote and follow the good level of ethical standards in all our business transactions guided by our value system. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandated the formulation of certain policies for all listed companies. The policies are reviewed periodically by the Board and updated based on need and new compliance requirement.

In addition to its Code of Conduct and Ethics, key policies that have been adopted by the Company are as follows:

CORPORATE SOCIAL RESPONSIBILITY POLICY:

The brief outline of the corporate social responsibility (CSR) policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in the Annual Report on CSR activities is annexed herewith as **ANNEXURE 6** to this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE POLICY:

Your Company strongly supports the rights of all its employees to work in an environment free from all forms of harassment. The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made there under. The policy aims to provide protection to Employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where Employees feel secure. The Company has also constituted an Internal Committee, known as Anti-Sexual Harassment Committee to address the concerns and complaints of sexual harassment and to recommend appropriate action.

During the year under review, the Company has not received any complaint on the subject.

DOCUMENT RETENTION AND ARCHIVAL POLICY:

Pursuant to Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 has mandated companies to adopt and implement a policy on preservation of documents. Your company has devised Document Retention and Archival Policy which is framed in line with the existing provisions of SEBI - LODR. This Policy covers various aspects of preservation of documents and also safe disposal/destruction of the documents in line with the statutory requirements pertaining to the same.

RISK MANAGEMENT POLICY:

The Company does not have any Risk Management Policy, however efforts are made to identify risk and take appropriate measures. Nevertheless the company has an in-built mechanism and procedure in place to safeguard itself and overcome any unforeseen risk.

NOMINATION AND REMUNERATION COMMITTEE AND POLICY:

As the company is a private limited company, the provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee is not applicable to the Company. As the company's debt instruments are listed on Bombay Stock Exchange, the company is supposed to constitute Nomination and Remuneration Committee and policy. The company is taking all possible steps to

Sandor

Medicoids Pvt. Ltd.

CIN No: U51101TG1995PTC021906

induct required number of Independent Directors, so that committees can be validly constituted.

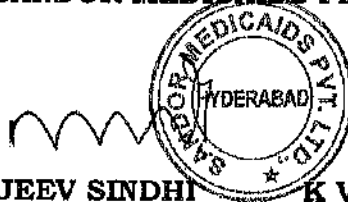
SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

ACKNOWLEDGEMENTS:

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

**For and behalf of the Board of Directors
SANDOR MEDICAIDS PRIVATE LIMITED**



RAJEEV SINDHI

Managing Director

DIN: 00184701

K V MURALIDHAR REDDY

Director

DIN: 01881121

Place: Hyderabad

Date: 21.09.2018

FORM NO. AOC - 2

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. Details of contracts or arrangements or transactions not at arm's length basis: **NOT APPLICABLE**
2. Details of material contracts or arrangement or transactions at arm's length basis:

Sl. No.	Name(s) of the related Entity	Nature of relationship	Name of related party	Nature of contracts/ arrangements/ transactions	Duration of contracts or arrangement or transactions	Amount paid as advances, if any:
1	M/s Sandor Life Sciences Private Limited	Group Company with common Director	Mr. Rajeev Sindhi (Common Director)	Rent	5 years w.e.f. 01.11.2013	NA
				sale and purchase done in the ordinary course of business	Not applicable	
				sale and purchase done in the ordinary course of business	Not applicable	
2	M/s Sandor Animal Biogenics Private Limited	Group Company With common Director	Mr. Rajeev Sindhi (Common Director) & Mrs. Gunjan Sindhi Relative of Director is also a Director	Rent	5 years w.e.f. 01.11.2013	NA
				sale and purchase done in the ordinary course of business	Not applicable	
3	M/s. Sandor Dialysis Services Bangladesh Private Limited	Wholly Owned Subsidiary With the common Director	Mr. Rajeev Sindhi (Common Director)	Rent		NA
				sale and purchase done in the ordinary course of business	Not applicable	
4	M/s. Sandor Medicoids Bangladesh Private Limited	Subsidiary with common director	Mr. Rajeev Sindhi (Common Director)	Rent		NA
				sale and purchase done in the ordinary course of business	Not applicable	
5	Harmonica Healthcare	Proprietary concern owned by Director	Mrs. Gunjan Sindhi (Relative of Director is Proprietor)	Rent	5 years w.e.f. 01.11.2013	NA
				sale and purchase done in the ordinary course of business	Not applicable	

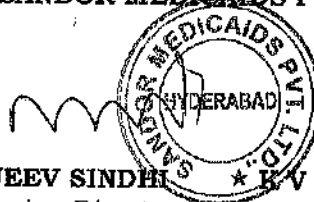
6	Sandor Associates	Proprietary concern owned by Director	Mr. Rajeev Sindhi (Proprietor)	Rent	5 years w.e.f. 01.11.2013	NA
				sale and purchase done in the ordinary course of business	Not applicable	
7	M/s. Sandor Tescon Aqua Private Limited	Subsidiary company with common Director	Mr. Rajeev Sindhi (Common Director)	Rent (Only for 4 Months)	4 Months	NA
				sale and purchase done in the ordinary course of business	Not applicable	

Salient terms of the contracts or arrangements or transaction including the value, if any: All transaction has been entered into keeping in view the prevailing market prices and valuations.

Date of approval by the Board: As the company is a private limited company, the Board has granted omnibus approval in their Board Meeting held on 29th May 2017 for sale and purchase done in the ordinary course of business.

All services, Trade related transactions are done as per the existing market norms and terms and conditions of Payment.

For and behalf of the Board of Directors
SANDOR MEDICAIDS PRIVATE LIMITED



RAJEEV SINDHI
Managing Director
DIN: 00184701

K V MURALIDHAR REDDY
Director
DIN: 01881121

Place: Hyderabad
Date: 21.09.2018

ANNEXURE - 2

Form No. AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

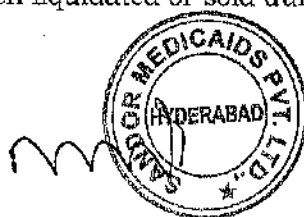
Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details			
1	Name of the subsidiary	Sandor Tescon Aqua Private Limited	Sandor Orthopedics Private Limited	Sandor Medicaids Bangladesh Private Limited	Sandor Dialysis Services Bangladesh Private Limited
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	1st April to 31st March	1st April to 31st March	1st July to 30th June.	1st July to 30th June.
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR	INR	BDT 1 INR = 1.22BDT	BDT 1 INR = 1.22 BDT
4	Share capital	100,000.00	10,100,000.00	654,616.80	138,590,608.60
5	Reserves & surplus	5,093,670.00	1,840,634.00	(571,648.00)	(62,905,601.00)
6	Total assets	42,193,068.70	66,956,363.02	230,665.46	147,372,852.77
7	Total Liabilities	29,550,398.52	25,075,729.26	147,698.15	66,060,033.18
8	Investments	NIL	NIL	NIL	NIL
9	Turnover	78,587,551.00	77,330,049.00	-	64,559,394.00
10	Profit before taxation	5,121,575.37	740,219.76	(12,506.43)	(25,210,562.39)
11	Provision for taxation	1,589,687.00	185,055.00	0	0
12	Profit after taxation	3,531,831.37	555,164.76	(47,579.37)	(25,230,023.21)
13	Proposed Dividend	0	0	0	0
14	% of shareholding	51%	60%	90%	100%

1. Names of subsidiaries which are yet to commence operations: **NIL**

2. Names of subsidiaries which have been liquidated or sold during the year: **NIL**



RAJEEV SINDHI
Managing Director

K.V.MURALIDHAR REDDY
Director

Place: Hyderabad

Date: 21.09.2018

J. R. NAGAJAYANTHI
Company Secretary

Part "B": Associates and Joint Ventures


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

Name of associates/Joint Ventures	
1. Latest audited Balance Sheet Date	
2. Shares of Associate/Joint Ventures held by the company on the year end	
No.	
Amount of Investment in Associates/Joint Venture	
Extend of Holding%	
3. Description of how there is significant influence	NA
4. Reason why the associate/joint venture is not consolidated	
5. Net worth attributable to shareholding as per latest audited Balance Sheet	
6. Profit/Loss for the year	
i. Considered in Consolidation	
ii. Not Considered in Consolidation	

1. Names of associates or joint ventures which are yet to commence operations: **NIL**

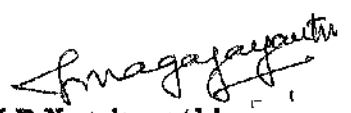
2. Names of associates or joint ventures which have been liquidated or sold during the year: **NIL**

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified.


Rajeev Sindhi
Managing Director


K.V. Muralidhar Reddy
Director

Place: Hyderabad
Date: 21.09.2018


J.R. Nagajayanthi
Company Secretary

Form No. MR-3**SECRETARIAL AUDIT REPORT**FOR THE FINANCIAL YEAR ENDED 31st March, 2018

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

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2018

To,
The Members,
Sandor Medicaids Private Limited
CIN: U51101TG1995PTC021906
8+-2-326/5, 4th Floor, Plot No. 1,
Road No.3, Banjara Hills,
Hyderabad-500034

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Sandor Medicaids Private Limited** (CIN:U51101TG1995PTC021906) (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 **Sandor Medicaids Private Limited's** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2017 ("Audit Period") has reasonably complied with the statutory provisions listed hereunder and also that the Company has adequate 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 Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iii) Foreign Exchange Management Act, 1999 and the rules and regulations made there under;
- (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable:-
 - (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;
 - (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (e) 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;

(f) The SEBI Listing Obligations and Disclosure Requirement), Regulation, 2015

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India. (To the extent notified).

(ii) The Listing Agreement entered into by the Company with Bombay Stock Exchange.

During the period under review the Company has reasonably complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company and have obtained proper licences and their timely renewals:

- (i) Drugs And Cosmetics Act
- (ii) Bio Medical Waste (Management & Handling) Rules

We further report that The Board of Directors of the Company is duly constituted with a proper balance of Executive Directors, Non-Executive Directors and Key Managerial Personnel. However, it is noted that the Managing Director was disqualified under the provisions of Section 164 and he had applied for a stay/relief from the respective authorities and was granted the same.

Keeping in view the listing of Non convertible debentures/ Debt securities on listed stock exchange the Company is required to induct independent directors and constitute Audit Committee and Nomination and Remuneration Committees as per the Companies Act, 2013.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent and company has reasonably complied with the relevant provisions and secretarial standards in this connection, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions at Board Meetings and CSR Committee Meetings are carried out unanimously as recorded in the minutes of meetings of the Board of Directors or Committee of the Board as the case may be.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with other applicable laws, rules, regulations and guidelines.

**For VSS & Associates
Company Secretaries**

**Place: Hyderabad
Date: 21.09.2018**

**Sd/-
SNEHA SANKLA
ACS No. : A21692
C P No.:10456**

FORM MGT - 9**EXTRACT OF ANNUAL RETURN**

(Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company (Management & Administration) Rules, 2014)
Financial Period ended on 31.03.2018

I. REGISTRATION & OTHER DETAILS:

S. N	Particular	Detail
1	CIN	U51101TG1995PTC021906
2	Registration Date	04/10/1995
3	Name of the company	SANDOR MEDICAIDS PRIVATE LIMITED
4	Category / Sub Category of Company	NON GOVERNMENT UNLISTED PRIVATE LIMITED COMPANY
5	Address of the Registered office & Contact Details	8-2-326/5, 4 th FLOOR, PLOT NO. 1, ROAD NO. 3, BANJARA HILLS, HYDERABAD 500034
6	Whether Listed Company	Yes
7	Name Address & Contact details of the Registrar & Transfer Agent, if any	Karvy Computershare Karvy Selenium, Tower- B, Plot No 31 & 32., Financial district, Nanakramguda, Serilingampally Mandal, Hyderabad, 500032, India.

II. PRINCIPLE BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated

S. No	Name & Description of Main products/ Services	NIC code of the product/ Service	% to the total Turnover of the company
1	Wholesale of pharmaceutical and medical goods)	46497	96%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES:

S. No	Name & Address of the company	CIN/GLN	Holding/Subsidiary /Associate	% of shares held
1	Sandor Dialysis Services Bangladesh Private Limited	-	Subsidiary	99.99%
2	Sandor Medicaids Bangladesh Private Limited	-	Subsidiary	90%
3	Sandor Tescon Aqua Private Limited	U29253TG2015 PTC100013	Subsidiary	51%
4	Sandor Orthopedics Private Limited	U29253TG2015 PTC100013	Subsidiary	51%

IV. SHAREHOLDING PATTERN (Category wise Share holding)

Equity Share capital Break up as % to total Equity

Category of Share Holders	No of Shares held at the Beginning of the year				No of Shares held at the end of the year				% Change during year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
A. Promoters									
Indian									
a) Individual/HUF	985499	Nil	985499	44.93	985499	Nil	985499	44.93	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
State Govt.	-	-	-	-	-	-	-	-	-
Bodies Corporate	-	-	-	-	-	-	-	-	-
Banks / FI	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A) (1)	985499	Nil	985499	44.93	985499	Nil	985499	44.93	-
Foreign	-	-	-	-	-	-	-	-	-
NRI's-Individuals	-	-	-	-	-	-	-	-	-
Other Individuals	-	-	-	-	-	-	-	-	-
Bodies Corporate	-	-	-	-	-	-	-	-	-
Banks / FI	-	-	-	-	-	-	-	-	-
Any other	-	-	-	-	-	-	-	-	-
Sub-Total (A) (2)	-	-	-	-	-	-	-	-	-
TOTAL SHAREHOLDING OF PROMOTERS	985499	Nil	985499	44.93	985499	Nil	985499	44.93	-
B. Public Share Holding									
Institutions									
Mutual Funds	-	-	-	-	-	-	-	-	-
Banks / FI's	-	-	-	-	-	-	-	-	-
Central Govt	-	-	-	-	-	-	-	-	-
State Govt	-	-	-	-	-	-	-	-	-
Venture Capital Funds	-	-	-	-	-	-	-	-	-
Insurance Companies	-	-	-	-	-	-	-	-	-
FII's	-	-	-	-	-	-	-	-	-
Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
Others (Specify)	-	-	-	-	-	-	-	-	-
Sub -Total (B) (1)	-	-	-	-	-	-	-	-	-
Non Institutions									
Bodies Corporate									
i) Indian	617489	Nil	617489	28.15	617489	Nil	617489	28.15	-
ii) Overseas	Nil	521678	521678	23.78	Nil	521678	521678	23.78	-
Individuals									
i) Individuals Shareholder holding nominal share capital upto Rs. 1 Lakh	Nil	10000	10000	0.86	Nil	10000	10000	0.86	-
ii) Individuals Shareholders holding nominal share capital in excess of Rs. 1 lakh	-	-	-	-	-	-	-	-	-
C) Others (Specify)	NIL	58682	58682	2.68	NIL	58682	58682	2.68	-

NRI/OCB's Clearing Members									
Sub-Total (B)(2)	Nil	167676	167676	14.55	617489	590360	1207849	55.07	40.52
Total public Shareholding B=(B)(1)+(B)(2)	Nil	167676	167676	14.55	617489	590360	1207849	55.07	40.52
C. Shares held by Custodian for ADR's/ GDR's	-	-	-	-					
GRAND TOTAL (A+B+C)	Nil	1153375	1153375	100	1602988	590360	2193348	100	-

I. SHARE HOLDING OF PROMOTERS:

Sl. No	Name	Shareholding at the beginning of the year 01/04/2017			Shareholding at the end of the year 31/03/2018			% Change In Shareholding During The Year
		Number Of Shares	% Shares of The Company	% Of Shares Pledged/ Encumbered To Total Shares	Number of Shares	% Shares Of The Company	% Of Shares Pledged/ Encumbered To Total Shares	
1	Mr. Rajeev Sindhi	843918	38.48	35.91	843918	38.48	35.91	-
2	Mrs. Gunjan Sindhi	68081	3.10	0	68081	3.10	0	-
3	Mr. Samarth Sindhi	11000	0.50	0	11000	0.50	0	-
4	Mr. K V Muralidhar Reddy	62500	2.85	2.56	62500	2.85	2.56	-
		985499	985499	44.93	38.47	44.93	38.47	-

ii. Change in Promoter's Share holding (please specify, if there is no change)

Sl. No	Particulars	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):				
	At the End of the year				

iii. Shareholding of top 10 share holders (other than directors, Promoters and holders of GDR's and ADR's)

S. No	Name of the Shareholder	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.	SANDOR LIFE SCIENCES PRIVATE LIMITED				
	At the beginning of the year	617489	28.15%	617489	28.15%
	No Changes Made During the Year	NIL	NIL	NIL	NIL
	At the end of the year	617489	28.15%	617489	28.15%
2.	INDIA LIFE SCIENCES FUND II LLC				
	At the beginning of the year	521678	23.78%	521678	23.78%
	No Changes Made During the Year	NIL	NIL	NIL	NIL
	At the end of the year	521678	23.78%	521678	23.78%
3.	RENU KHANNA				
	At the beginning of the year	5000	0.22%	5000	0.22%
	No Changes Made During the Year	NIL	NIL	NIL	NIL
	At the end of the year	5000	0.22%	5000	0.22%
4.	I JAIPAL REDDY				
	At the beginning of the year	5000	0.22%	5000	0.22%
	No Changes Made During the Year	NIL	NIL	NIL	NIL
	At the end of the year	5000	0.22%	5000	0.22%
5.	LAURA SINDHI				
	At the beginning of the year	4000	0.18%	4000	0.18%
	No Changes Made During the Year	NIL	NIL	NIL	NIL
	At the end of the year	4000	0.18%	4000	0.18%
6.	RAKESH SINDHI				
	At the beginning of the year	54682	2.49%	54682	2.49%
	No Changes Made During the Year	NIL	NIL	NIL	NIL
	At the end of the year	54682	2.49%	54682	2.49%

iv. Shareholding of Directors and Key Managerial Personnel;

Sl. No	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative share holding during the year	
		No of shares	% of Total shares of the company	No of shares	% of total shares of the company
1	Mr. Rajeev Sindhi	843918	73.19	843918	38.48
2	Mr. K V Muralidhar Reddy	62500	5.42	62500	2.85
3	Mr. Vishwanath Chibrolu	-	-	-	-

v. Indebtedness:

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

Particulars	Secured Loans Excluding Deposits	Unsecured Loans	Security Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	359,135,179	175,634,347	2,801,375	537,570,901
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	188,153	4,813,145	-	5,001,298.00
Total (i+ii+iii)	359,323,332	180,447,492	2,801,375	542,572,199
Change in Indebtedness during the financial year				
* Addition	-	151,658,390	-	151,658,390
* Reduction	52,826,819	128,357,954	-	181,184,773
Net Change	(52,826,819)	23,300,436	-	(29,526,383)
Indebtedness at the end of the financial year				
i) Principal Amount	306,308,360	198,934,783	3,509,375	508,752,518
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	72,446	5,620,019	-	5,692,465
Total (i+ii+iii)	306,380,806	204,554,802	3,509,375	514,444,983

1. Remuneration Of Directors And Key Managerial Personnel:

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

Sl.N o	Particulars of Remuneration	Name of MD / WTD / Manager			Total Amount
1.	Gross Salary	MD	WTD	MANAGER	
	(a) Salary as per provisions contained in section 17 (1) of the income tax Act, 1961	60,00,000	-	-	60,00,000
	(b) Value of Perquisites u/s 17 (2) Income tax Act, 1961	-	-	-	-
	(c) Profits of lieu of salary under section 17(3) Income tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission				
	- As % of profit	-	-	-	-
	- Others specify	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total (A)	60,00,000	-	-	60,00,000
	Ceiling as per the Act				

*During the financial year Mr. Rajeev Sindhi's was paid remuneration of Rs. 60,00,000 in and pursuant to the share services agreement entered by the company with its group companies the cost of Mr. Rajeev Sindhi's strategic advice to group companies has been imputed and valued at Rs. 27,00,000 and this is to be / has been reimbursed by M/s Sandor Dialysis Services Bangladesh Private Limited, M/s Sandor Orthopedics Private Limited, M/s Sandor Life Sciences Private Limited and M/s Sandor Animal Biogenics Private Limited proportionately.

B. Remuneration to other directors:



Sl. No	Particulars of Remuneration	K V Muralidhar Reddy		Total Amount
1.	Independent Directors • Fee for attending board / committee meetings • Commission • Others, please specify	NA	NA	NA
	Total (1)			
2.	Other Non Executive Directors • Fee for attending board / committee meetings • Commission • Others, please specify	4,80,000	NA	4,80,000
	Total (2)			
	Total (B) = (1+2)			
	Total Managerial Remuneration	4,80,000	NA	NA
	Overall ceiling as per the Act	NA	NA	NA

c. Remuneration to Key Managerial Personnel Other Than MD/MANAGER/WTD:

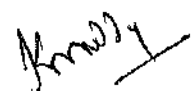
Sl. No	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	14,40,000	-	14,40,000
	(b) Value of Perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary u/s 17(3) Income-tax Act 1961	-	-	-	-
2	Stock Option	NA	NA	NA	NA
3	Sweat Equity	NA	NA	NA	NA
4	Commission				
	- As % of profit	NA	NA	NA	NA
	- Others specify				
5	Others, please specify	NA	NA	NA	NA
6	Total	NA	14,40,000	21,00,000	33,00,000

ii. Penalties / Punishments / Compounding Of Offences:

Type	Section of companies Act	Brief Description	Details of Penalty / punishment / Compounding fee imposed	Authority (RD/NCLT? COURT)	Appeal made if any (give Details)
COMPANY					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA
	NA	NA	NA	NA	NA
DIRECTORS					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA
	NA	NA	NA	NA	NA
OTHER OFFICERS IN DEFAULT					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
compounding	NA	NA	NA	NA	NA

For SANDOR MEDICAIDS PRIVATE LIMITED



RAJEEV SINNER
Managing Director
DIN: 00184701



K V MURALIDHAR REDDY
Director
DIN: 01881121

Place: Hyderabad
Date: 21st September 2018

ANNEXURE-5**Information pursuant to Section 197 of the Act Read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.**

- A. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary during the financial year 2017-18 and Ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2017-18:**

Name of the Director/CEO/CFO/CS	Remuneration of Director For the financial year 2017-18	% increase in Remuneration in the financial year 2017-18	Ratio of the remuneration to the median remuneration of the employees
RAJEEV SINDHI Managing Director	60,00,000/-	Nil	1 : 21.36
K V MURALIDHAR REDDY Director	4,80,000/-	Nil	1 : 1.71
J R NAGAJAYANTHI Company Secretary	14,40,000/-	20%	1 : 4.27

Note: The median remuneration of employees of the Company during the financial year was Rs. 2,80,800/-

- B. The percentage increase in the median remuneration of employees in the financial year: NIL**
- C. The number of permanent employees on the rolls of company: 278**
- D. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

There is no increase in average salaries of employees other than the managerial personnel in 2016-17. The Percentage increase in the managerial remuneration for the same financial year was 20.00%.

- E. Affirmation that the remuneration is as per the remuneration policy of the company.**

It is hereby affirmed that the remuneration paid to the Directors and Key Managerial Personnel are as per the Policy of the Company.

- F. Employees drawing Rs 8.50 Lacs per month or Rs 102.00 Lacs per annum, whether employed throughout the year or part of the Financial year – NIL**
- G. There are no employees in the service of the Company covered under Rule 5 (2) (iii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.**

H. Details of Top Ten Employees:

Sr no.	Name of the employee	Designation	Remuneration	Nature of employment (whether contractual or otherwise)	Qualification & experience	Date of commencement of employment (MM/DD/YYYY)	Age MM/DD/YYYY	% of equity shares held of the employee	Whether the employee is a relative of any director/manager, if yes name of such director and manager
SMPL721	Shashank Karhade	Finance Controller	2300004	Regular	B.Com	23-Aug-2017	25-Nov-1985	Nil	Nil
SMPL685	Parasram Balaji Borge	Market Development Manager	1939812	Regular	CA	2-May-2017	2-Jun-1986	Nil	Nil
SMPL024	Dayasagar Joshi	Business Unit Head	1656000	Regular	M.B.A	8-Apr-2008	24-Nov-1965	Nil	Nil
SMPL686	Sanjeev Kumar Lalji Yadav	Zonal Sales Head - West	1627152	Regular	M.A	2-May-2017	3-Jun-1979	Nil	Nil
SMPL704	Tanmai Kumar Saxena	Head - Projects	1517004	Regular	M.B.A	29-Jun-2017	13-Feb-1982	Nil	Nil
SMPL076	Sanjay Kumar Singh	Business Unit Head	1442100	Regular	B.Sc, CA IIB	15-Mar-2011	3-Nov-1977	Nil	Nil
SMPL775	Girish Subhash Kulkarni	Zonal Sales head	1350000	Regular	B.Sc	21-Dec-2017	31-Oct-1966	Nil	Nil
SMPL002	Gunjan Sindhi	Consultant [PR & PA]	1200000	Regular	M.B.A	4-Oct-1995	1-Oct-1969	Nil	Nil
SMPL808	Mr.Venkata Siva Reddy	Head Renal Care	1200000	Regular	M.B.A	22-Mar-2018	16-Mar-1992	Nil	Nil
SMPL729	Daka Srinivas	ZSH South	1158396	Regular	M.Sc	23-Sep-2017	3-Sep-1972	Nil	Nil

For SANDOR MEDICAIDS PRIVATE LIMITED

RAJEEV SINDHI
Managing Director
DIN: 00184701

K V MURALIDHAR REDDY
Director
DIN: 01881121

Place: Hyderabad

Date: 21st September 2018

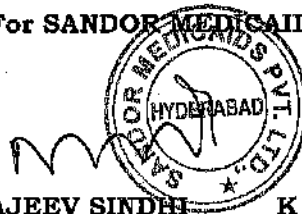
However, the company has just embarked on the journey of ascertained CSR programs and wishes to set aside the amounts due for CSR spending so that a considerable amount can be allocated for the CSR expenditure during next year. For this reason, during the year, the Company's spend on the CSR activities has been less than the limits prescribed under Companies Act, 2013.

The CSR activities are scalable with few new initiatives that may be considered in future and moving forward the Company will endeavor to spend the complete amount on CSR activities in accordance with the statutory requirements.

K. A RESPONSIBILITY STATEMENT OF THE CSR COMMITTEE THAT THE IMPLEMENTATION AND MONITORING OF CSR POLICY, IS IN COMPLIANCE WITH CSR OBJECTIVES AND POLICY OF THE COMPANY:

The Implementation and monitoring of Corporate Social Responsibility (CSR) Policy, is in compliance with CSR objectives and policy of the Company.

For SANDOR MEDICAIDS PRIVATE LIMITED



RAJEEV SINDHI
Managing Director
DIN: 00184701

K V MURALIDHAR REDDY
Director
DIN: 01881121

Place: Hyderabad
Date: 21.09.2018

**ANNUAL REPORT ON
CORPORATE SOCIAL RESPONSIBILITIES (CSR) ACTIVITIES**

- The CSR is being reported from 01st April, 2017 to 31st March, 2018.
- This report does not include the information about subsidiary companies.
- This report does not include the information about any other entities.
- A brief outline of the Company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes.

A. CSR VISION & OBJECTIVE:

In alignment with the vision of the Company, SMPL, through its CSR initiatives, strives to create value in the society and community in which it operates, through its services, conduct & initiatives, so as to promote sustained growth for the society and community.

The main objective of the Policy is to establish and lay down the basic principles and the general framework of action for SMPL to undertake and fulfill its corporate social responsibility. The Policy will function as a built-in, self regulating mechanism ethical standard and requisite norms are actively complied with.

B. CSR ACTIVITIES

The areas where the company intends to focus its CSR activity are listed below. This is not an exclusive list and the Company may include other activities, based on the areas identified and felt need for improvement by the CSR Committee-

- Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
- Promotion of education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;
- Promotion of gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water;
- Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art, setting up public libraries; promotion and development of traditional arts and handicrafts;
- Measures for the benefit of armed forces veterans, war windows and their dependents;
- Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Schedules Castes, the Scheduled Tribes, other backward classes, minorities and women;
- Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;

- Rural development projects.
- Slum area development.
- Such other activities as the Board may consider to be appropriate

Preference shall be given to local area and areas around SMPL for spending the amount earmarked for CSR.

The Board of Directors shall, after taking into account the recommendations made by the CSR committee, approve the CSR policy for SMPL and disclose its contents in their report and also publish the details on SMPL's website, if any, in such manner laid down in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

The Board of Directors shall ensure that SMPL spends at least 2% of the average net profits of SMPL made during the 3 immediately preceding financial years in pursuance of its CSR Policy.

The Board of Directors may decide to undertake its CSR activities recommended by the CSR Committee, through a registered Trust or a registered society or a company established by SMPL under section 8 of the Act. – Provided that:

- ❖ If such trust, society or company is not established by SMPL or its holding or subsidiary or associate company, it shall have an established track record of three years in undertaking similar programs or projects;
- ❖ SMPL shall specify the project or programs to be undertaken through these entities, modalities of utilization of funds on such projects and programmes and the monitoring and reporting mechanism.

SMPL may also collaborate with other Companies for undertaking projects or programs for CSR activities in such a manner that the CSR Committees of the respective Companies are in a position to report separately on such projects or programmes.

SMPL may build CSR capacities of their own personnel as well as of their implementing agencies through Institutions with established track records of at least three financial years but such expenditure shall not exceed 5 (five) percentage of the total CSR expenditure of SMPL in a financial year.

C. CSR EXPENDITURE

For achieving its CSR objectives through implementation of meaningful & sustainable CSR programmes, SMPL will allocate 2% of its average net profits made during the 3 immediately preceding financial years as its Annual CSR Budget.

CSR projects or programs or activities undertaken in India only shall amount to CSR Expenditure.

Any unspent/unutilised CSR allocation of a particular year, will be carried forward to the following year, that is, the CSR Budget will be non-lapsable in nature.

CSR expenditure shall include all expenditure including contribution to corpus, for projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR Committee, but does not include any expenditure on an item not in conformity with the CSR Policy.

D. IMPLEMENTATION

CSR programmes will be undertaken by various work centres/locations of SMPL to the best possible extent within the defined ambit of the identified Project/ Program.

The time period/duration over which a particular programme will be spread, will depend on its nature, extent of coverage and the intended impact of the programme.

By and large, it may be ensured that the CSR programmes shall be executed in and around the areas adjoining Company's workplace and factories/ Project sites/ work centers.

E. MONITORING AND FEEDBACK

To ensure effective implementation of the CSR programmes undertaken at each branches, a monitoring mechanism will be put in place by the work centre head. The progress of CSR programmes under implementation at work centre will be reported to corporate office on a monthly/quarterly basis.

The CSR Committee at the corporate office will conduct *impact studies* on a periodic basis, through independent professional third parties/professional institutions, especially on the strategic and high value programmes.

Branches and locations will also try to obtain feedback from beneficiaries about the programmes.

Appropriate documentation of SMPL's CSR Policy, annual CSR activities, executing partners, and expenditure entailed will be undertaken on a regular basis.

CSR initiatives of SMPL will be reported in the Annual Report of SMPL & the Board's Report in compliance with Section 135 and rules made there under.

F. COMPOSITION OF CSR COMMITTEE:

The company has constituted a CSR committee consisting of following Directors:

Mr. Rajeev Sindhi	-	Managing Director
Mr. KV Muralidhar Reddy	-	Director
Mr. Vishwanath Chibrolu	-	Director

G. AVERAGE NET PROFIT OF THE COMPANY FOR LAST THREE FINANCIAL YEARS FOR THE PURPOSE OF COMPUTATION OF CSR: RS. 70,285,214 /-

H. PRESCRIBED CSR EXPENDITURE (2% OF THE AMOUNT AS IN "G" ABOVE): Rs. 14,05,704/-

I. DETAILS OF CSR SPENT DURING THE FINANCIAL YEAR:

- a) Total amount to be spent for the financial year: 14,05,704/-
- b) Amount unspent: 14,05,704/-
- c) Manner in which the amount spent during the financial year: NIL

J. IN CASE THE COMPANY HAS FAILED TO SPEND THE TWO PERCENT OF THE AVERAGE NET PROFIT OF THE LAST THREE FINANCIAL YEARS OR ANY PART THEREOF, THE COMPANY SHALL PROVIDE THE REASONS FOR NOT SPENDING THE AMOUNT:

Sandor Medicaids Private Limited considers social responsibility as an integral part of its business activities and endeavors to utilize allocable CSR budget for the benefit of society. SMPL CSR initiatives are on the focus areas approved by the Board benefitting the community at large.