



AHCL/ SE/ 30 /2021-22

August 31, 2021

The National Stock Exchange of India Limited "Exchange Plaza", C-1, Block G Bandra-Kurla Complex, Bandra (E) Mumbai 400 051 ISIN: INE098F01031	BSE Limited Department of Corporate Services 1 st Floor, P.J. Towers, Dalal Street, Mumbai 400 001
Symbol : AMRUTANJAN	Scrip Code: 590006

Dear Sir / Madam,

Sub: Submission of Annual Report for 2020-21

Pursuant to Regulation 34(1)(a) of SEBI LODR Regulations 2015, we hereby inform that copy of the Annual Report for the year 2020-21 along with Notice of Annual General Meeting has been sent to shareholders of the Company and is also available at website of the Company at web link <https://www.amrutanjan.com/pdf/AR2021.pdf>

We enclose the same herewith for your records

Thanking you
Yours Faithfully

For Amrutanjan Health Care Limited

(M Srinivasan)

Company Secretary & Compliance Officer



Amrutanjan Health Care Limited

103, (Old No. 42-45), Luz Church Road,
Mylapore, Chennai - 600 004
Tamil Nadu, India.
Tel : +91-44 - 2499 4465
+91-44 - 2466 9000
Fax : +91-44 - 2499 4585

E-mail : customercare@amrutanjan.com
Web Site : www.amrutanjan.com
Toll Free No. : 1 - 800 - 425 - 4545
CIN - L24231TN1936PLC000017

ANNUAL REPORT 2020-21

WOMEN'S HYGIENE



Comfy Sanitary Napkin

With Comfy Snug Fit, stay protected for longer while feeling clean and dry throughout the day. Its snug fit and soft design gently hugs your body, adapting easily to your movements, leaving you worry free.

- Dry top sheet for clean and dry feeling for longer
- Anti-leak system avoids leakage on tips and sides of the napkin
- Rapid suction funnels absorb rapidly for maximum comfort
- Bigger wings prevent leakage and keep the napkin in place
- Ultra-thin napkins for maximum comfort and odour free experience
- Super Gel Lock core for leak protection for up to 12 hours





CONTENTS

Our Values	2
Corporate Information	3
Ten Year Record	4
Our Products and Services	5
Chairman and Managing Director's Letter	17
Notice	18
Board's Report	29
Management Discussion and Analysis Report	38
Report on Corporate Governance	50
Business Responsibility Report	67
Independent Auditors' Report	84
Balance Sheet	90
Profit and Loss Account	91
Cash Flow Statement	93
Notes to Financial Statements	95



OUR VALUES

- Commitment towards the interest of all stakeholders- customers, employees, shareholders and the community
- To achieve leadership position in all our businesses
- We never compromise on our ethics and this is reflected in all our actions
- We strive to provide a culture that accepts new ideas, embraces change and rejects bureaucracy and small-mindedness.

Corporate Information

Board of Directors

S Sambhu Prasad	<i>Chairman & Managing Director</i>
Dr. Pasumarthi S N Murthi	<i>Non-executive Director</i>
Dr. (Ms.) Marie Shiranee Pereira	<i>Non-executive Independent Director</i>
Dr. S Vydeeswaran	<i>Non-executive Independent Director</i>
G Raghavan	<i>Non-executive Independent Director</i>
Raja Venkataraman (Effective from 27.05.2021)	<i>Non-executive Independent Director</i>
S Muralidharan (Effective from 29.06.2021)	<i>Non-executive Independent Director</i>

Key Managerial Personnel

N Swaminathan	<i>Chief Financial Officer</i>
M Srinivasan	<i>Company Secretary & Compliance Officer</i>

Management Team

S Jeyakanth	<i>Chief Operating Officer (Supply Chain & Product Delivery)</i>
Mani Bhagavatheeswaran	<i>Chief Marketing Officer</i>
Dr. J Ravichandran	<i>General Manager - QC/QA/R&D</i>
P Kannan	<i>General Manager - HR and Administration</i>
Soumomoy Pal	<i>General Manager - Information Technology</i>

Statutory Auditors

B S R & Co. LLP
Chartered Accountants
KRM Tower, 1st & 2nd Floor, No. 1, Harrington Road, Chetpet, Chennai - 600 031.

Bankers

HDFC Bank Limited
Punjab National Bank
ICICI Bank Limited

Registered Office

No.103 (Old No.42-45), Luz Church Road
Mylapore, Chennai - 600 004.
Telephone : 044-2499 4164 / 2499 4146 / 2499 4465 / 2499 4366
Fax : 044-2499 4585
E-mail : shares@amrutanjan.com
Website : www.amrutanjan.com

Corporate Identity Number

L24231TN1936PLC000017

Factories

OTC : - Alathur, Kancheepuram District, Tamil Nadu
- Uppal, Hyderabad, Telangana
Beverage : - Aranvoyal Village, Tiruvallur District, Tamil Nadu

Registrar & Transfer Agent

Cameo Corporate Services Limited
"Subramaniam Building"
No.1, Club House Road, Chennai - 600 002.
Telephone : 044-2846 0390 (5 Lines), Fax : 044-2486 0129
E-mail : investor@cameoindia.com

TEN YEAR RECORD

(Rs.in lakhs)

Particulars	2021	2020	2019	2018	2017	2016	2015	2014	2013	2012
Net Sales	33,284.40	26,147.67	25,322.73	22,153.46	21,719.11	19,192.25	17,062.11	14,440.37	14,209.16	14,038.22
Other Income	1,132.01	832.13	713.09	602.45	724.61	573.05	469.43	283.71	426.64	449.26
Total Income	34,416.41	26,979.80	26,035.82	22,755.91	22,443.72	19,765.30	17,531.54	14,724.08	14,635.80	14,487.48
Profit Before Tax (PBT)	8,190.45	3,445.39	3,468.39	3,279.38	3,363.58	3,456.19	2,638.69	2,125.34	1,779.43	1,889.00
Provision for Taxation										
- Current tax & short provision of earlier years	1,973.00	943.00	1,023.00	1,320.00	1,167.18	1,163.76	920.00	715.00	589.93	650.00
- Deferred Tax	98.41	(5.94)	(6.04)	(37.92)	16.49	50.64	7.18	(41.97)	(22.46)	(117.49)
Profit After Tax (PAT)	6,119.04	2,508.33	2,451.43	1,997.30	2,179.91	2,241.79	1,711.51	1,452.31	1,211.96	1,356.49
Dividend	467.70*	920.76	570.00	562.69	321.54	562.68	511.54	467.69	438.46	438.46
Property Plant & Equipment & Non Current Investments	3,684.35	4,430.98	4151.14	3,512.35	3,526.44	3,670.37	3,056.03	2,960.08	4,790.09	5,394.60
Deferred Tax Asset	342.50	439.97	424.15	394.88	347.15	343.05	-	-	-	-
Other Financial assets & other Non Current Assets	1,110.38	3,081.54	224.35	582.73	529.41	222.88	-	-	-	-
Net Current Assets	17,079.50	8,675.76	10350.13	8,897.48	7,838.44	6,226.24	7,569.22	7,487.71	5,502.08	4,970.80
Total	22,216.73	16,628.25	15,149.77	13,387.44	12,241.44	10,462.54	10,625.25	10,447.79	10,292.17	10,365.40
Represented by:										
Share Capital	292.31	292.31	292.31	292.31	292.31	292.31	292.31	292.31	292.31	292.31
Reserves	21,264.16	15,650.25	14,281.32	12,573.60	11,279.00	9,527.78	10,192.19	9,399.86	8,494.72	7,794.61
Net Worth	21,556.47	15,942.56	14,573.63	12,865.91	11,571.31	9,820.09	10,484.50	9,692.17	8,787.03	8,086.92
Loans	-	-	-	-	248.28	250.00	-	550.00	1,257.54	2,008.42
Non Current Liabilities	660.26	685.69	576.14	521.53	421.85	392.45	-	-	-	-
Deferred Tax Liability	-	-	-	-	-	-	140.75	205.62	247.60	270.06
Total	22,216.73	16,628.25	15,149.77	13,387.44	12,241.44	10,462.54	10,625.25	10,447.79	10,292.17	10,365.40
Earnings per share (Rs.)										
Basic	20.94	8.58	8.38	6.83	7.46	15.34	11.83	9.94	8.29	45.71
Diluted	20.93	8.58	8.38	6.83	7.46	15.34	11.83	9.94	8.29	45.71
Book value per share (Rs.)	73.75	54.54	49.86	44.01	39.59	67.19	71.74	66.32	62.46	276.67
Face value per share (Rs.)	1.00	1.00	1.00	1.00	1.00	2.00	2.00	2.00	2.00	10.00
Dividend (%)	420.00**	210.00	215.00	195.00	192.50	192.50	175.00	160.00	150.00	150.00

* This represents the amount of two interim dividends paid for FY 2020-21. Provision has not been considered for the proposed final dividend for FY 2020-21.

** Includes a final dividend of Rs.2.60 (260%) per equity share (F.V. Re 1 each) recommended by the Board of Directors for the financial year ended 31st March 2021.

Note : The Company has adopted IND AS from FY ended March 31,2018. Accordingly the details provided above are as per IND AS from April01,2016.



ADVANCED[®] **BACK PAIN** **+ RANGE**




***HOT ACTION**
HEAT THERAPY



PAIN RELIEF + PATCH



SPRAY



30g / 80g

ROLL ON



50ml

LOTION



30ml



*Nelson study
Visit www.amrutanjani.com

USED FOR



Back pain



Neck pain



Shoulder pain



Knee pain

AMRUTANJAN PAIN RANGE

Pain Balm Extra Power

Classic headache and cold remedy

*STARTS WORKING IN
1 MIN*

*PAIN RELIEF UP TO
8 HRS*



1ml



8ml



27.5ml



50ml



Strong Pain Balm

For headache and back pain

*STARTS WORKING IN
1 MIN*

*PAIN RELIEF UP TO
8 HRS*



1ml



4ml



8ml



27.5ml



50ml



*Based on clinical study conducted in August 2020.

AMRUTANJAN PAIN RANGE

New Maha Strong Pain Balm

Faster relaxation from body pain



8ml



*Based on clinical study conducted in August 2020.

Roll-on

Faster relaxation from headaches on-the-go

India's No.1 Roll-On



Easy to carry



High Pure Menthol
& cooling effect



Instant relief



Stain free and
refreshing aroma



5ml



10ml

Advanced Roller Ball
Technology



ADVANCED[#] **PAIN RELIEF** + PATCH

— India's 1st Hydrogel Patch with —

UP TO
TARGETED
PAIN RELIEF **8**^{HRS*}



***HOT ACTION**
HEAT THERAPY



HIGH PURE NATURAL
MENTHOL 5%



NON-MESSY



*AHCL internal study in 2020

Also Available at:



ADVANCED

AMRUTANJAN NOGERMS™

HAND SANITIZER

PREVENTION IS BETTER

LEMON
FRAGRANCE



**NO WATER
REQUIRED**



**KILLS
99.9% GERMS**



Relief

Cough & Cold



30g

Cold Rub

- Mild formulation
- Hydrocarbon-based formulation
- Carbon-specialized oils



Inhaler

Provides fast relief from nasal congestion.



Swas Mint

Refreshing mint which soothes the throat and gives cooling effect



8ml

Cough Syrup

Relief Cough Syrup provides "5 Symptom" action. It is non-drowsy and non-alcoholic.





full of fruit
is full of health
is a wonderful thing



200 ml



200 ml



180 ml



250 ml



500 ml



1 Ltr.



180 ml



360 ml



180 ml



250 ml



500 ml



1 Ltr.



PAIN RELIEF WITHOUT SURGERY

Amrutanjan's Advanced Pain Management Center (APMC)

is the only Hospital in India accredited with NABH Certification (National Accreditation Board for Hospitals & Health Care providers) under pre Accreditation entry level small healthcare program for pain management services. The hospital strictly adheres to the NABH guidelines to ensure patients' safety and process standards in all its functions.

Launched in April 2011, Amrutanjan Advanced Pain Management Center (APMC) is a division of Amrutanjan Health Care Ltd. and Chennai's first and only comprehensive pain management center. Together with specialists from different medical disciplines and the latest in diagnostic and treatment technology, APMC, through specialized investigations like Diagnostic Interventional Pain Management procedures, such as Facet Joint Block, Sacroiliac Joint Block, Provocative Discography, Epidurogram and Selective Nerve Blocks, identifies the root cause of the pain and eliminates it.



Interventional Pain Management procedures are minimally invasive procedures which give permanent / long term pain relief. They fill the gap between traditional conservative management and surgical management.





KNEE PAIN - OSTEOARTHRITIS

Problems	Treatment
Loss of Lubrication and Limitation of Mobility	Synovial Fluid Replacement Therapy Option: Viscosupplements
Cartilage and Meniscal Damage	Tissue Regeneration Therapy Option: Platelet Rich Plasma (PRP), Prolozone
Chronic Pain	Neuro Modulation Therapy Option: Radio Frequency Ablation

ALL JOINT PAIN

Problems	Treatment
Sports Injury	Tissue Regeneration Therapy With PRP & Ozone
Gouty Arthritis	Prolozone Therapy
Rheumatoid Arthritis	Biological Dmard
Ligament and Meniscal tear	Tissue Regeneration Therapy With PRP & Ozone



HEAD AND FACIAL PAIN

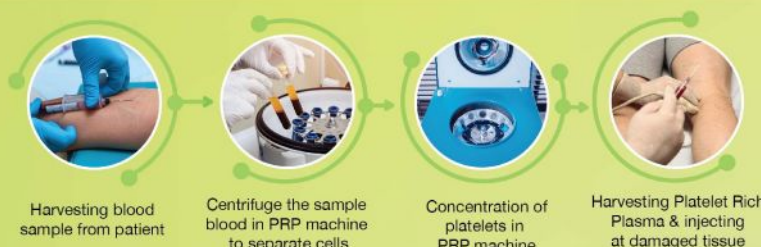
Problems	Treatment
Migraine	Botox
Cluster	Sphenopalatine Ganglion Block
Trigeminal Neuralgia	Trigeminal Block



BACK PAIN

Problems	Treatment
Brachialgia Sciatica	Epidural Root Block
Discogenic Pain	Intradiscal Ozone
Facet Arthritis	Facet block
Sacroiliac Arthritis	Sacroiliac Joint Block
Coccydynia	Ganglion Impair
Osteoporotic Compression Fracture	Vertebroplasty Kyphoplasty

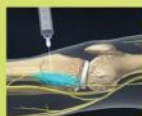
Pain relief without surgery – some procedures



Tissue regeneration through platelet rich plasma cell

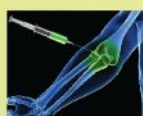
(To re-grow damaged soft tissues like Cartilage, Menisci, Ligaments, among others)

- Tissue Regeneration therapy involves introducing growth factor cells into a diseased tissue to accelerate the body's ability to heal itself.
- Stem cells from the umbilical cord or Platelet rich plasma with growth factors from bone marrow or blood have the ability to build every tissue in the human body and hence have great potential for therapeutic uses in tissue regeneration and repair.



Neuromodulation therapy with radio frequency ablation (cooled/pulsed/conventional)

In chronic nerve pain, pain signals can be cut off with conventional or cooled radio frequency ablation. Even after correction of the underlying cause of a chronic disease / without any underlying cause, there may be useless neuropathic pain. Pain pathway to the brain signals can be blocked by targeting nerve, its branches or ganglion. Radio frequency ablation is done using mobile x-ray monitoring. Cutting off the central sensitisation is the key to managing the neuropathic pain.



Synovial fluid replacement therapy for osteoarthritis

Patient's unhealthy synovial fluid is aspirated from joints. Viscosupplement which resemble the natural synovial fluid is injected into the joints. The gel provides lubrication for the joints and induces secretion of new healthy synovial fluid.



Ozone Discolysis

Back pain due to disc bulge can be treated by shrinking the disc size with ozone. Medical ozone is the mixture of oxygen and ozone, in variable concentrations. Under X-ray guidance, a simple needle can be inserted into the bulged disc and ozone injected. Ozone absorbs the water in the disc and shrinks it. Reducing the disc volume, lessens the pressure on nerves.



Epidural, Nerve Root, Spinal Joint Injections

Under mobile X-Ray monitoring, affected nerves or joints are targeted at selective places like nerve root sleeve, epidural or joints, and anti inflammatory drugs injected to treat the conditions.



Botox injections

Recommended quantity of Botox is injected at target muscles. Botox blocks the release of neurotransmitters which initiate pain. This blocks the peripheral sensitisation of nerve fibers signalling the headache. In case of Spasticity, Botox relaxes the muscles by interrupting the nerve conduction.



Vertebroplasty

To treat this, bone cement is injected into the fractured bone through a needle, under guidance of X ray monitoring. The cement hardens immediately, stabilizing the fracture.

CONSULTATION WITH PRIOR APPOINTMENT ONLY

Amrutanjan Advanced Pain Management Center, Old No.: 16, New No.: 37, Mylai Ranganathan Street, T.Nagar, Chennai - 600 017.
Phone: +91 72990 30000 Mobile: +91 90940 48991 | For more info visit: www.amrutanjancare.com

AMRUTANJAN BRAND MANIFESTO



- We stand for individual and family well being.
- Our expertise lies in combining science with naturalness and we have been honing this since 1893.
- We are committed to creating offerings which help people get rid of pain.
- Our products will be efficacious in providing the relief which our consumers seek.
- We endeavour to delight our customers through the experience we provide.
- The products we make are pure and natural.
- We are against using chemicals like Diclofenac which are harmful and have side effects which impact the larger environment as well.
- We will stay loyal to our roots of Ayurveda, Naturalness and usage of herbs in our products.



OVERVIEW

"As a pioneer in the industry producing natural products, we reiterate our commitment to delight the customers with scientific and pure offerings"

2,587
DISTRIBUTORS

471
SUPPLIERS

667
EMPLOYEES

1.15 MN
OUTLETS
(RUBEFACIENT)

FINANCIAL SUMMARY

GROSS
SALES

₹368 crs
(FY20: ₹289 crs)

TURNOVER
GROWTH

27.30%
(FY20: 2.71%)

PROFIT
AFTER TAX

₹61.19 crs
(FY20: ₹25.08 crs)

EARNINGS
PER SHARE

₹20.94
(FY20: ₹8.58)

CASH FROM
OPERATIONS

₹89.76 crs
(FY20: ₹18.18 crs)

DIVIDEND
PER SHARE

₹4.20
(FY20: ₹2.10)

RETURN ON
CAPITAL EMPLOYED

37.09%
(FY20: 20.85%)

MARKET
VALUE

₹1,659 crs
(FY20: ₹964 crs)

NET
WORTH

₹216 crs
(FY20: ₹159 crs)

PORTFOLIO OF PRODUCTS

₹ 100 crs +



(8ML - Yellow & White Balm)

₹ 50 to ₹ 100 crs



("Comfy" - Sanitary Napkins)

₹ 25 to ₹ 50 crs



(1ML - White & Yellow Balm)

(Roll-on 10ML & 5ML)

Chairman and Managing Director's Letter

Dear Valued Owners,

What started off as a slow trickle of bad news became a full-fledged onslaught on our lives in the form of the pandemic called Covid 19. The company ensured safety of our employees via safe manufacturing practices, remote working and also financial support to ensure mental health during these hard times.

The brunt of the lockdowns that were rolled out was felt in Quarter 1 of the year with sales affected in April and May but slowly picking up by middle of June. The slow pick up thundered into a break neck clip with sales registering close to 30% quarter on quarter and the year in review registering a growth of 27%.

The character and drivers of the growth are as follows:

- Top line growth of 27.29% (FY21: 367.78 crs vs FY20: 288.92 crs)
- OTC segment growth of 30.33% (FY21: 346.75 crs vs FY20: 266.05 crs)
- Headache pain management segment growth of 32.69% (FY21: 247.78 crs vs FY20: 186.73 crs)
- Comfy sanitary napkin brand growth of 35.93% (FY21: 54.36 crs vs FY20: 39.99 crs)
- MT channel growth of 25.29% (FY21: 31.55 crs vs FY20: 25.18 crs)
- E commerce channel registered sales of 4.43 crs (grown from 0.5% to 1.2% of total sales)
- Total distribution reach increased from 10.81L outlets to 11.48L outlets (IQVIA data)
- Net profit growth of 143.98% (FY21: 61.19 crs vs FY20: 25.08 crs)
- Chemist channel was not shut down during lock downs helping the business
- Amrutanjan retains our #1 market share in MT channel (Headache segment; IQVIA data)

The lockdowns had spurred a spike in consumption as consumers were keen to stock up anticipating future shut downs. Further, the use of balms for steam inhalation as a way to counter the covid virus affecting the respiratory system was driving the demand. But more importantly, the distribution thrust and constant engagement with consumers had also enabled demand sustenance and fulfilment. As per Nielsen data, brand Amrutanjan had the highest stock pressure in the stores and lowest stock out among leading brands in the segment. Our supply chain team's effort is also to be recognized here as well as our trade partners.

We had also ensured wholesale channels were well supplied during the pandemic as the mass migration to villages from the cities resulted in increased demand from rural which is usually serviced by wholesale. The growth in Delhi city sales is a testament to this strategy being effective.

Our M5K distribution expansion plan rolled out in FY 2019 with a vision of appointing 5000 distributors and sub stockists to drive rural and semi urban reach also serviced the covid related demand well. We will continue to drive this initiative to grow market share in weaker markets.

Our sanitary napkin brand Comfy saw growth driven by distribution expansion and sustained media spends. The brand had added 30K outlets nationwide (total reach of 2.88 Lakh outlets) and is offered in major nationwide chains like D Mart, Reliance and also on Amazon, Flipkart and Pharmeasy to service consumers shopping online.

Digitization is a strategic thrust for your company. The company has identified four business areas that can be best serviced by deploying an exhaustive IT and digital strategy:

- **Go Global:** Servicing consumers across the globe and at home via online presence
- **Smart Dash Board:** Our Business Intelligence dash board "amruta" will drive a paperless office and offer predictive data at the fingertips of decision makers
- **Consumer engagement:** Our exclusive app to help women consumers manage their periods, learn about health and well being and most importantly order Comfy and Amrutanjan products from the privacy of their home.
- **ERP upgrade** to reflect the needs of a fast-growing complex organization: upgrade to SAP
- **Sales force automation:** last mile visibility of sales and distribution via our sales force automation app and distributor management software

The year started with lot of uncertainty and it seems the post pandemic life will in some ways change forever. Consumers are increasingly recognizing the need for preventive health and also looking to accelerate the shift to online shopping. The Board and management team at AHCL is ready to meet this paradigm shift.

Our core business focus has not changed and will remain on the pain management, women's hygiene and rehydration categories for the next 3 years. We see profitable opportunities to scale here.

The most pressing need involves combating devastating climate change. As per the site climate.gov, 2020 recorded one of the highest temperatures on record. No of hot days are increasing with extreme weather conditions. The human induced climate change, as per some estimates, is beyond a tipping point. This means the future generations will face a scarcity of arable land for food and also shortage of potable water. Corporates have to do our part and we wish to do so by being leaders in ESG (Environmental, Social and Governance) values driven business practices. We are fundamentally transforming our organization to ensure we remain a responsible corporate citizen: from use of alternative energy, bio degradable and safe raw materials and also emphasis on ethical and inclusive business conduct. The BRR (Business Responsibility Report) in the subsequent pages elaborates on our ESG initiatives.

Sincerely,

S. Sambhu Prasad



NOTICE TO MEMBERS

NOTICE is hereby given that the **EIGHTY FOURTH (84TH) ANNUAL GENERAL MEETING ("AGM")** of the members of **AMRUTANJAN HEALTH CARE LIMITED** ("the Company") will be held on Thursday, September 23, 2021 at 10.30 A.M. IST through Video Conference ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021, together with the reports of the Board of Directors and Auditors thereon.
2. To declare a Final Dividend of Rs. 2.60/- per Equity Share of face value of Re. 1/- each for the year ended March 31, 2021

SPECIAL BUSINESS:

3. **To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other relevant provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Articles of Association of the Company, approvals and recommendations of the Nomination and Remuneration Committee (NRC), and that of the Board of Directors, **Dr. Pasumarthi S.N. Murthi (DIN 00051303)**, Non-Executive Director of the Company, who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Non-Executive Director and that the appointment shall be subject to retirement by rotation."

"RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, sanction be and is hereby also accorded to re-appoint **Dr. Pasumarthi S.N Murthi (DIN 00051303)** as a Non-Executive Director notwithstanding that he has already attained the age of 75 years."

4. **To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION**

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152, 160, 161 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Articles of Association of the Company, approvals and recommendations of the Nomination and Remuneration Committee, and that of the Board of Directors, **Mr. Raja Venkataraman (DIN: 00669376)** who was appointed as an Additional Director (Non –Executive Independent) of the Company and who holds office up-to the conclusion of this Annual General Meeting, in respect of whom the Company has received Notice from a Member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Raja Venkataraman as a candidate for the office of Director, be and is hereby appointed as a Non-executive Independent Director of the Company up to 26th May, 2026, not subject to retirement by rotation, upon such remuneration as detailed in the explanatory statement hereto and as may be determined by the Board of Directors of the Company from time to time within overall limits of remuneration under the Companies Act, 2013."

5. **To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION**

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152, 160, 161 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Articles of Association of the Company, approvals and recommendations of the Nomination and Remuneration Committee, and that of the Board of Directors, **Mr. Muralidharan Swayambunathan (DIN: 09198315)** who was appointed as an Additional Director (Non –Executive Independent) of the Company and who holds office up-to the conclusion of this Annual General Meeting in respect of whom the Company has received Notice from a Member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Muralidharan Swayambunathan as a candidate for the office of Director, be and is hereby appointed as a Non-executive Independent Director of the Company up to 28th June, 2026, not subject to retirement by rotation upon such remuneration as detailed in the explanatory statement hereto and as may be determined by the Board of Directors of the Company from time to time within overall limits of remuneration under the Companies Act, 2013."

6. **To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION**

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), approvals and recommendations of the Audit Committee, and that of the Board of Directors, the remuneration of Rs. 1,50,000/- (Rupees One lakh fifty thousand only) plus applicable taxes and reimbursement of out of pocket expenses payable to Mr. G. Thangaraj (Reg. No. 100464), Cost Accountant, who was recommended by the Audit Committee and appointed by the Board of Directors as the Cost Auditor to conduct the audit of cost records maintained by the Company for the financial year ended March 31, 2022, be and is hereby ratified and confirmed".

Place : Chennai

Date : August 14, 2021

Registered Office:

Amrutanjan Health Care Limited

CIN: L24231TN1936PLC000017

No.103, Luz Church Road, Mylapore, Chennai 600 004

Tel : 044-2499 4465; Fax : 044-2499 4585

Email : shares@amrutanjan.com

Website : www.amrutanjan.com

BY ORDER OF THE BOARD

For **Amrutanjan Health Care Limited**

M Srinivasan

Company Secretary & Compliance Officer

NOTICE TO MEMBERS (Contd.)

NOTES:

- Pursuant to the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and Circulars issued by the Securities Exchange Board of India (SEBI) vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021, companies are allowed to hold Annual General Meeting (AGM) through video conferencing ("VC") or other audio visual means ("OAVM") without the physical presence of members at a common venue. Hence, in compliance with the above Circulars, the 84th AGM of the Company is being conducted through VC/OAVM facility. The deemed venue for the 84th AGM shall be the Registered Office of the Company.
- A member entitled to vote at the AGM is entitled to appoint proxy to attend and vote on his/her behalf and proxy need not be a member. In terms of MCA Circulars, since physical attendance of members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, facility of appointment of proxies by members under Section 105 of the Companies Act, 2013 ("Act") will not be available for the 84th AGM 2021 and hence the Proxy Form and Attendance Slip are not annexed to the Notice. However, Body Corporates are entitled to appoint authorized representatives as the members to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-Voting.
- Facility of joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM and the members can join the AGM by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
- An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Businesses to be transacted at the meeting is annexed hereto. Information pursuant to regulation 26(4), 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (SEBI LODR) and Secretarial Standard on General Meetings (SS-2) with respect to Directors seeking appointment at the AGM is also furnished in the Annexure to this Notice. The directors have furnished the requisite consent / declaration for their appointment.
- The Board of Directors at its meeting held on 27/05/2021 has recommended a final dividend of Rs. 2.60/- per Equity Share of face value Re. 1/- each for the year ended March 31, 2021 for the approval of members at the 84th AGM. The Record date for the payment of Dividend has been fixed as Thursday, September 16, 2021. The dividend, as recommended by the Board, if approved at the AGM, in respect of equity shares held in electronic form will be payable to the beneficial owners of shares as on September 16, 2021 as per the downloads furnished to the Company by the Depositories for this purpose. In case of shares held in physical mode, the dividend will be paid to the shareholders whose names appear in the Company's Register of Members as on September 23, 2021.
- The Register of Members and the share transfer books will remain closed from Friday, September 17, 2021 to Thursday, September 23, 2021 (both days inclusive). Transfer requests received during book closure, if any, will be considered only after reopening of the Register of Members.
- Pursuant to Finance Act, 2020, dividend income will be taxable at the hands of shareholders with effect from 1st April, 2020 and the Company is required to deduct tax at source from dividend paid to members at prescribed rates. For the prescribed rates for various categories, the members are requested to refer to the Finance Act, 2020 and amendments thereof.
- Regulation 12 and Schedule I of SEBI (LODR) requires all companies to use the facilities of electronic clearing services for payment of dividend. In compliance with these regulations, payment of dividend will be made only by electronic mode directly into the bank account of members and no dividend warrants or demand drafts will be issued without bank particulars.
- Members are requested to note that the company's equity shares are under compulsory demat mode of trading. The Securities and Exchange Board of India (SEBI) has mandated that no transfer of shares held in physical mode are permitted with effect from April 01, 2019. Hence, members who have not yet dematerialized their physical shareholdings in the company are advised to avail the facility of dematerialization of equity shares of the company.
- Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address immediately to the Company/Registrars and Transfer Agents (RTA), M/s. Cameo Corporate Services Limited.
- Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Company/RTA for consolidation into a single-folio.
- In case of joint holders attending the meeting, only such joint holder who is higher in the order of the names would be entitled to vote.
- Pursuant to the provisions of section 124 and 125 of the Companies Act, 2013, the dividend which remains unclaimed for a period of seven (7) years from the date of declaration would be transferred to the "Investor Education and Protection Fund" (IEPF) constituted by the Central Government and the shareholders would be able to make claims to the amount of dividends transferred to the IEPF only after following the prescribed procedure. Accordingly, during the Financial Year 2020-21, the Company has transferred the unclaimed dividend pertaining to the financial year 2012-13 (Interim & Final) amounting to Rs. 3,52,360 and Rs.6,82,186 respectively to IEPF. The unclaimed dividend pertaining to Interim Dividend declared during 2013-14 amounting to Rs. 3,90,493 was also transferred to IEPF account in the month of April, 2021. Members who have not yet encashed their dividend warrants/payment instrument(s) so far pertaining to dividends declared for the financial year 2013-14



NOTICE TO MEMBERS (Contd.)

(final) onwards are requested to make their claims to the Company's Corporate office or to the Company's Registrar and Transfer Agent, M/s. Cameo Corporate Services Limited, "Subramaniam Building", No.1, Club House Road, Chennai 600002 immediately. The Company has provided/ hosted the required details of unclaimed dividend amounts each year on its website and also in the website of the Ministry of Corporate Affairs (MCA) in the relevant form.

15. Members may please note that in the event of their unclaimed shares and the unclaimed dividends having been transferred to IEPF, they are still entitled to claim the same from IEPF authorities by submitting online application in the prescribed Form IEPF-5 available on the website www.iepf.gov.in and by sending original documents enumerated in Form IEPF-5 duly signed to the Company along with Form IEPF- 5 for verification of claim.
16. The Securities Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in security market. Members holding shares in electronic form are therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Transfer Agents (RTA), M/s. Cameo Corporate Services Limited.
17. The members holding shares in demat format are requested to update their email addresses with their depository participant to ensure that the Annual Report and other documents reach you on your preferred email account in order to save paper and participate in the "Green Initiative" of the Ministry of Corporate Affairs.
18. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the company at www.amrutanjan.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
19. In line with the MCA Circulars and SEBI Circular dated 12th May 2020, the Notice calling the AGM and Annual Report 2020-21 are being sent only through electronic mode to those members whose email addresses are registered with the Company/ Depositories. For any communication, the shareholders may also send requests to the Company's investor-mail id: shares@amrutanjan.com.
20. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance **atleast 3 days prior** to meeting, i.e. before 10.30 am on 20.09.2021 mentioning their name, demat account number/folio number, email id, mobile number at shares@amrutanjan.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **atleast 3 days prior** to meeting mentioning their name, demat account number/folio number, email id, mobile number at shares@amrutanjan.com to enable the company to keep the information ready at the meeting. These queries may also be replied to by the company suitably by email.
21. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the meeting.
22. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice upto the date of AGM, i.e. 23rd September 2021. Members seeking to inspect such documents can send an email to shares@amrutanjan.com.
23. As per the provisions of Section 72 of the Companies Act, 2013, the facility for submitting nomination is available for members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit these details to their Depository Participant in case the shares are held by them in electronic form, and to the RTA, in case the shares are held in physical form.
24. Since the AGM will be held through VC in accordance with the Circulars issued by the Regulatory, the route map of the venue is not attached to this Notice.
25. **VOTING THROUGH ELECTRONIC MEANS**
 - I. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI LODR, the Company provides the Members the facility to exercise their right to vote at the 84th AGM by electronic means and the businesses may be transacted through e-voting services.
 - II. The e-voting period begins on **Monday, September 20, 2021 (9.00 A.M. IST) and ends on Wednesday, September 22, 2021 (5.00 P.M. IST)**. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, he shall not be allowed to change it subsequently. During this period, members of the company, holding shares as on the cut- off date Thursday, September 16, 2021 may cast their votes electronically.
 - III. The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the company as on the cut – off date i.e Thursday, September 16, 2021.
 - IV. Mr. P Sriram of M/s. SPNP & Associates, Practising Company Secretary (Membership No. FCS 4862), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

NOTICE TO MEMBERS (Contd.)

- V. The scrutinizer shall within a period of not exceeding three (3) working days from the conclusion of the e-voting period, unblock the votes in the presence of atleast two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against forthwith to the Chairman of the Company.
- VI. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting
- VII. Any person who acquires shares of the company and becomes a member of the company after dispatch of the notice and holding shares as of cut-off date, may obtain the login details in the manner as mentioned below.
- VIII. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. **Shareholders are advised to update their mobile number and email id in their demat accounts in order to access e-voting facility.**
- IX. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. To increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Pursuant to above said SEBI Circular, login method for e-voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in Demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site



NOTICE TO MEMBERS (Contd.)

	wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual shareholders (holding securities in Demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(X) Login method for e-Voting and joining virtual meetings for **physical shareholders and non-individual shareholders:**

- (1) The shareholders should log on to the e-voting website www.evotingindia.com.
- (2) Click on "Shareholders" module.
- (3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID.
 - b. For NSDL: 8 character DPID followed by 8 digits Client ID.
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- (4) Next enter the Image Verification as displayed and Click on Login.
- (5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- (6) If you are a first-time user follow the steps given below:

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (7) After entering these details appropriately, click on "SUBMIT" tab.
- (8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

NOTICE TO MEMBERS (Contd.)

- (10) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
 - (11) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
 - (12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
 - (13) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
 - (14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 - (15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
 - (16) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (XI) **Additional Facility for Non – Individual Shareholders and Custodians –Remote Voting**
- a) Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - b) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - c) After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - d) The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - e) A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - f) Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; shares@amrutnjan.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- (XII) **Process for those shareholders whose email addresses are not registered with the depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:**
- (i) For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
 - (ii) For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.
- (XIII) **Instructions for shareholders attending the AGM through VC/OAVM & e-voting during meeting are as under:**
1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
 2. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
 3. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
 4. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.



NOTICE TO MEMBERS (Contd.)

(XIV) Instructions for Shareholders attending the AGM through VC/OAVM

- 1) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
- 2) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- 3) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 4) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 5) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance **atleast 3 days prior** to meeting mentioning their name, demat account number/folio number, email id, mobile number at shares@amrutanjan.com
- 6) The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **atleast 3 days** prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at shares@amrutanjan.com. These queries will be replied to by the company suitably by email.
- 7) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

Place : Chennai

Date : August 14, 2021

Registered Office:

Amrutanjan Health Care Limited

CIN: L24231TN1936PLC000017

No.103, Luz Church Road, Mylapore, Chennai 600 004

Tel : 044-2499 4465; Fax : 044-2499 4585

Email : shares@amrutanjan.com

Website : www.amrutanjan.com

BY ORDER OF THE BOARD
For **Amrutanjan Health Care Limited**

M Srinivasan
Company Secretary & Compliance Officer

NOTICE TO MEMBERS (Contd.)

EXPLANATORY STATEMENT

Pursuant to Section 102(1) of the Companies Act, 2013, the following explanatory statement sets out all the material facts relating to the Special Businesses mentioned under Item Nos. 3 to 6 of the accompanying notice.

Item No.3 - Re-appointment of Dr. Pasumarthi S N Murthi (DIN 00051303) as Non-Executive Director

Dr. Pasumarthi S N Murthi (DIN 00051303), Non- Executive Director, joined the Board of the Company on August 5, 1989 and his current tenure is expiring on the conclusion of the ensuing AGM. Dr. Pasumarthi S N Murthi holds a Medicine degree and a Bachelor Degree in Science. He also holds Fellowship of the Royal College of Surgeons (FRCS- Edin U.K) and is a Fellow member of International Medical Sciences Academy (FIMSA). Dr. Pasumarthi S N Murthi is a retired consultant surgeon with wide experience in the field of Medicine and is the only medical expert on the Board of Amrutanjan Health Care Limited and advises on any medical issues concerning the products of the Company.

Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 prescribes that no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy-five years unless a special resolution is passed to that effect.

Pursuant to the said provision of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149, 152(6) and such other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Nomination and Remuneration Committee has discussed the proposal and recommended the re-appointment of Dr. Pasumarthi S N Murthi as Non- Executive Director.

The Board, after considering the skill, knowledge, immense experience and expertise in the field of medicine, active participation in the meetings, valuable guidance and the fulfilment of the conditions specified in the Act and the Rules framed thereunder and based on the recommendations of Nomination and Remuneration Committee, has recommended the resolution set out in Item No.3 of this Notice for approval of shareholders by way of special resolution.

Except Dr. Pasumarthi S N Murthi, none of the other Directors or Key Managerial Personnel of the Company or their relatives, in any way is concerned or interested, financially or otherwise in the resolution set out in Item no.3.

Item No. 4 - Appointment of Mr. Raja Venkataraman (DIN: 00669376) as Non -Executive Independent Director

Mr. Raja Venkataraman (DIN: 00669376) Additional Director (Non- Executive Independent) has, joined the Board of the Company on May 27, 2021, and his current tenure is expiring on the conclusion of the ensuing AGM. Mr. Raja Venkataraman is a qualified Chartered Accountant and a Company Secretary and has 37 years of experience spanning across diverse industries in India including automotive Tyres, Leather, Food & Beverages, Batteries, Healthcare and Consumer goods. His career span has been across reputed organizations including Unilever, GE, Tyco and Philips and in diverse functional roles including General Management, Finance, Sourcing, Commodity Buying, Human Resources, Legal, Company secretarial and Business Development. His appointment is considered as a value addition to the Board of Amrutanjan Health Care Limited.

The Company has received a declaration from Mr. Raja Venkataraman confirming that he meets the criteria of independence under the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"). Further, the Company has also received Mr. Raja Venkataraman's consent to act as a Director in terms of section 152 of the Act, and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

In the opinion of the Board, Mr. Raja Venkataraman fulfils the conditions specified in the Act, and rules made there under and SEBI LODR for his appointment as an Independent Director of the Company and is independent of the management.

The Nomination and Remuneration Committee has discussed the proposal and recommended the appointment of Mr. Raja Venkataraman as Non-Executive Independent Director, for a term of five (5) years commencing from May 27, 2021, which was later approved by the Board.

In line with the Company's remuneration policy for Independent Directors, Mr. Raja Venkataraman will be entitled to receive remuneration by way of sitting fees as approved by the Board of Directors, reimbursement of expenses for participation in the Board meetings and Committee meetings and commission on profits of such sum as may be approved by the Board of Directors on the recommendation of the Nomination and Remuneration Committee subject to the overall ceiling limits prescribed under the Act and approved by the shareholders.

Pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013, an Independent Director shall hold office for a term up to five (5) consecutive years on the Board of a Company, subject to passing of special resolution and disclosure in the Board's report and in the opinion of the Board, fulfil the conditions specified in the Companies Act, 2013 and the other applicable provisions and rules thereto.

The Board after considering the skill, knowledge, immense experience and expertise in the field of Finance, Legal, Business Development and the fulfilment of the conditions specified in the Act and the Rules framed thereunder and based on the recommendations of Nomination and Remuneration Committee, has recommended passing the resolution set out in Item No.4 of this Notice for approval of shareholders by way of special resolution.

The letter of appointment of Mr. Raja Venkataraman setting out the terms and conditions of appointment is being made available for inspection by the Members through electronic mode.



NOTICE TO MEMBERS (Contd.)

Except Mr. Raja Venkataraman, none of the other Directors or Key Managerial Personnel of the Company or their relatives, in any way is concerned or interested, financially or otherwise in the resolution set out in Item no.4.

Item No. 5 - Appointment of Mr Muralidharan Swayambunathan (DIN: 09198315) as Non -Executive Independent Director

Mr. Muralidharan Swayambunathan (DIN: 09198315) Additional Director (Non- Executive Independent) has joined the Board of the Company on June 29, 2021 and his current tenure is expiring on the conclusion of the ensuing AGM. Mr. Muralidharan Swayambunathan is a qualified Company Secretary from India and UK and he has 35+ years of experience in various industries in India and abroad. His career span has been across reputed organizations including TVS Sundaram Clayton Group Companies, Amrutanjan and also International retail duty free group abroad and has expertise in Corporate Secretarial, Corporate Governance, Risk Management, Finance, Legal and General Management.

The Company has received a declaration from Mr. Muralidharan Swayambunathan confirming that he meets the criteria of independence under the Companies Act, 2013("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"). Further, the Company has also received Mr. Muralidharan Swayambunathan's consent to act as a Director in terms of section 152 of the Act, and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

In the opinion of the Board, Mr.Muralidharan Swayambunathan fulfils the conditions specified in the Act, and rules made there under and SEBI LODR for his appointment as an Independent Director of the Company and is independent of the management.

The Nomination and Remuneration Committee has discussed the proposal and recommended the appointment of Mr. Muralidharan Swayambunathan as Non- Executive Independent Director, for a term of five (5) years commencing from June 29, 2021 which was later approved by the Board.

In line with the Company's remuneration policy for Independent Directors, Mr. Muralidharan Swayambunathan will be entitled to receive remuneration by way of sitting fees as approved by the Board of Directors, reimbursement of expenses for participation in the Board meetings and Committee meetings and commission on profits of such sum as may be approved by the Board of Directors on the recommendation of the Nomination and Remuneration Committee subject to the overall ceiling limits prescribed under the Act and approved by the shareholders.

Pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013, an Independent Director shall hold office for a term up to five (5) consecutive years on the Board of a Company, subject to passing of special resolution and disclosure in the Board's report and in the opinion of the Board, fulfil the conditions specified in the Companies Act, 2013 and the other applicable provisions and rules thereto

The Board, after considering the skill, knowledge, immense experience and expertise in the field of Finance, Legal, Secretarial and the fulfilment of the conditions specified in the Act and the Rules framed thereunder and based on the recommendations of Nomination and Remuneration Committee, has recommended passing the resolution set out in Item No.5 of this Notice for approval of shareholders by way of special resolution.

The letter of appointment of Mr. Muralidharan Swayambunathan setting out the terms and conditions of appointment is being made available for inspection by the Members through electronic mode.

Except Mr. Muralidharan Swayambunathan, none of the other Directors or Key Managerial Personnel of the Company or their relatives, in any way is concerned or interested, financially or otherwise in the resolution set out in Item no.5.

Item No.6 - Cost Auditor Remuneration

Pursuant to the provisions of Section 148(3) of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a cost auditor to conduct the audit of the cost records of the applicable products of the Company. As per the Rules, remuneration payable to the cost auditor is required to be ratified by the members of the Company. The Board of Directors of the Company, at its meeting held on August 14, 2021, had considered the recommendation of the Audit Committee and approved the re-appointment of Mr. Thangaraj, Cost Accountant (Registration No:100464) as the Cost Auditor of the Company for the financial year 2021-22 at a remuneration of Rs.1,50,000/- (Rupees One lakh fifty thousand only) plus applicable taxes and reimbursement of out of pocket expenses.

The Board of directors accordingly recommends the resolution set out in Item No 6 of the accompanying Notice for the approval of members.

None of the Directors or Key Managerial Personnel of the Company or their relatives, in any way is concerned or interested, financially or otherwise in the resolution set out in Item no.6.

Place : Chennai

Date : August 14, 2021

Registered Office:

Amrutanjan Health Care Limited

CIN: L24231TN1936PLC000017

No.103, Luz Church Road, Mylapore, Chennai 600 004

Tel : 044-2499 4465; Fax : 044-2499 4585

Email : shares@amrutanjan.com

Website : www.amrutanjan.com

BY ORDER OF THE BOARD
For Amrutanjan Health Care Limited

M Srinivasan
Company Secretary & Compliance Officer

NOTICE TO MEMBERS (Contd.)

Information about director seeking appointment / re-appointment at the forthcoming Annual General Meeting in compliance with Regulation 26(4), 36(3) of SEBI LODR and Secretarial Standard on General Meetings (SS-2)

Name of the Director & DIN	Dr. Pasumarthi S.N. Murthi (DIN 00051303)
Date of Birth, Age & Nationality	11th August, 1934; 87 years; Indian
Date of First Appointment	5th August, 1989
Educational Qualifications	B.Sc., MBBS, FRCS (Edin UK) FIMSA
Expertise in Specific Functional Area	R&D, Medical & Health
Terms and conditions of appointment	Non-executive Non-independent Director and is subject to retirement by rotation every year
Last drawn Remuneration	As declared In the Annexure of Board's report
Remuneration sought to be paid	Sitting Fees and Commission as approved by the Board from time to time within the statutory limits
List of directorships held in other companies	Nil
Chairmanship/ Membership of Committees of Board of Directors of other Companies	Nil
Number of meetings of the Board attended during the year 2020-21	4 out of 4
Number of shares held in the Company	25,44,530 equity shares
Relationship with other Directors/ Manager/ KMP	None

Name of the Director & DIN	Mr. Raja Venkataraman (DIN: 00669376)
Date of Birth, Age & Nationality	8 December 1956; 64 years; Indian
Date of First Appointment	27 May 2021 (By Board)
Educational Qualifications	Commerce graduate from St Xaviers College, Kolkatta, a Chartered accountant and a Company Secretary
Expertise in Specific Functional Area	Finance, Business Development, Sourcing, HR, General Management & Secretarial
Terms and conditions of appointment	Non-executive Independent Director not subject to retirement by rotation. For detailed terms and conditions, please refer website www.amrutanjan.com
Last drawn Remuneration	Not Applicable
Remuneration sought to be paid	Sitting Fees and Commission as approved by the Board from time to time within the statutory limits.
List of directorships held in other companies	<ol style="list-style-type: none"> 1. HIMATSINGKASEIDE LIMITED 2. CDEASIALIMITED 3. PREMIUM TRANSMISSION PRIVATE LIMITED 4. CIVILIAINDIAEDUCATIONALPROGRAMMES PRIVATE LIMITED 5. HEALTHMAP DIAGNOSTICS PRIVATE LIMITED 6. TAIKI CONSULTING PRIVATE LIMITED



NOTICE TO MEMBERS (Contd.)

Chairmanship/ Membership of Committees of Board of Directors of other Companies	HIMATSINGKASEIDE LIMITED - Chairman, Audit Committee - Member, Risk & CSR Committees CDE ASIA LIMITED - Chairman, Audit Committee - Member, NRC & CSR Committees PREMIUM TRANSMISSION PRIVATE LIMITED - Chairman, Strategy, Risk & CSR Committees - Member, Audit Committee
Number of meetings of the Board attended during the year 2020-21	Appointed during the year 2021-22
Number of shares held in the Company	Nil
Relationship with other Directors/ Manager/ KMP	None
Justification for Appointment as Independent Director	The appointee satisfies the criteria of independence and possesses the requisite Board competencies

Name of the Director & DIN	Mr. Muralidharan Swayambunathan (DIN: 09198315)
Date of Birth, Age & Nationality	19 November 1956; 64 years; Indian
Date of First Appointment	29 June 2021 (By Board)
Educational Qualifications	Commerce graduate from Madras University and also a Company Secretary and Associate Member of The Chartered Governance Institute UK & Ireland (erstwhile ICSAUK)
Expertise in Specific Functional Area	Corporate Secretarial, Corporate Governance, Legal, Risk Management, Finance and General Management
Terms and conditions of appointment	Non-executive Independent Director not subject to retirement by rotation. For detailed terms and conditions, please refer website www.amrutanjan.com
Last drawn Remuneration	Not Applicable
Remuneration sought to be paid	Sitting Fees and Commission as approved by the Board from time to time within the statutory limits.
List of directorships held in other companies	Nil
Chairmanship/ Membership of Committees of Board of Directors of other Companies	Nil
Number of meetings of the Board attended during the year 2020-21	Appointed during the year 2021-22
Number of shares held in the Company	Nil
Relationship with other Directors/ Manager/ KMP	None
Justification for Appointment as Independent Director	The appointee satisfies the criteria of independence and possesses the requisite Board competencies

BOARD'S REPORT

Your Directors have pleasure in presenting the Eighty Fourth (84th) Annual Report of the Company along with Audited Financial Statement for the year ended March 31, 2021.

1. FINANCIAL RESULTS

Your directors are pleased to furnish below the financial results for the year ended 31st March, 2021.

		(Rs. in Lakhs)	
Particulars	For the Current Year ended 31 st March, 2021	For the Previous Year ended 31 st March, 2020	
Profit before Interest and Depreciation	8,607.42	3,903.43	
Less:			
Interest	50.00	22.10	
Depreciation & Amortisation	366.97	416.97	435.94
Profit before tax	8,190.45	3,445.39	
Provision for taxation			
- Income Tax	(1,973.00)	(943.00)	
- Deferred Tax	(98.41)	5.94	
Profit for the year	6,119.04	2,508.33	
Add: Net other comprehensive income not to be reclassified subsequently to profit or loss (net of tax)	(2.80)	(29.37)	
Total comprehensive income for the year	6,116.24	2,478.96	
Surplus from previous year brought forward	10,513.13	9,144.20	
Profit for Appropriation	16,629.37	11,623.16	
Appropriations:			
Final Dividend Paid	-	306.92	
Tax on Final Dividend	-	63.09	
Interim Dividend Paid	467.70	613.84	
Tax on Interim Dividend	-	126.18	
Balance Profit Carried to Balance Sheet	16,161.67	10,513.13	
	16,629.37	11,623.16	

Note : The Sales/revenue wherever referred in Board's Report and MDA denotes Gross Sales (net sales plus taxes and discounts) unless explicitly mentioned as Net Sales.



BOARD'S REPORT (Contd.)

2. STATE OF AFFAIRS

The year started amidst a strict nationwide lockdown in India with tough restrictions on economic activity and mobility due to COVID-19 pandemic which tested the strength of the very fundamentals of India.

However, your Company has witnessed a 27.29% growth in turnover during the financial year 2020-21 with total Gross Sales of Rs.36,778.15 Lakhs as against Rs.28,892.00 Lakhs during the previous financial year

Business Performance at a Glance – OTC & Beverage

Particulars	2020-21	2019-20	Change %
Production - Tonnes	1,052.40	914.21	15.12
- Kilo Ltrs	2,995.87	4,838.68	(38.08)
Sales Volume - Tonnes	1,028.12	812.97	26.46
- Kilo Ltrs	2,677.99	3,713.95	(27.89)
Net Sales (Rs. in Lakhs)	33,284.40	26,147.67	27.29
Operating EBITDA (Rs. in Lakhs)	8,607.42	3,903.43	120.51
Operating EBITDA Margin(%)	25.86	14.93	73.21

3. DIVIDEND

i. Interim Dividend:

Your directors have declared two interim dividends for an aggregate Rs. 1.60 per equity share of Re. 1/- each for the year 2020-21. Details of the Interim Dividend paid are given below:

S. No.	Date of Board Meeting approving the Dividend	Rate of Dividend (in Rs.)	% of Interim Dividend to Face Value	Total Amount of Interim Dividend (Rs. in lakhs)	Date of Payment
1.	November 12, 2020	0.80	80%	233.85	December 01, 2020
2.	February 11, 2021	0.80	80%	233.85	March 04, 2021
	TOTAL	1.60	160%	467.70	

ii. Final Dividend:

The Board, in its meeting held on 27th May 2021, has recommended a final dividend of Rs. 2.60/- per equity share of face value of Re. 1/- each for the approval of the shareholders in the upcoming Eighty Fourth (84th) Annual General Meeting. The dividend pay-out is as per the Dividend Distribution Policy formulated and adopted by the Company pursuant to Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendments thereto. The Dividend Distribution Policy is available on the website of the company which is accessible through the web link <https://www.amrutanjan.com/pdf/DIVPOLICYJUN21.pdf>

The members who are holding shares as on September 16, 2021 in dematerialised mode and the members holding shares as on September 23, 2021 in physical mode will be paid final dividend within 30 days of declaration of the dividend. With respect to the shares held in dematerialised form, it would be paid to the members whose names are furnished by NSDL and CDSL as owners on the record date.

4. RESERVES

During the financial year 2020-21, no amount has been transferred to any reserves.

5. SHARE CAPITAL

The paid-up equity share capital as on March 31, 2021 was Rs. 2,92,30,630 (2,92,30,630 shares of Re. 1/- each).

(i) Directors state that no disclosure or reporting is required in respect of issue of equity shares with differential rights as to dividend, voting or otherwise as there were no transactions on these items during the year under review:

(ii) Amrutanjan Health Care Limited Employees Stock Option Scheme 2020 (the "Scheme 2020")

Pursuant to approval given by the shareholders in the AGM held on September 23, 2020, the Board has been authorised to introduce, offer, issue and provide Options convertible into equity shares to eligible employees of the Company under the Scheme 2020. In compliance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, as amended from time to time, your Board had authorized the Nomination and Remuneration Committee ("Compensation Committee") to administer and implement the Scheme 2020 including deciding and reviewing the eligibility criteria for grant and issuance of stock options under the Scheme. The maximum number of shares under the Scheme 2020 shall not exceed 2,92,306 equity shares of Re. 1/- each being 1.00% of the paid-up equity share capital of the Company. The shares under the Scheme 2020 shall be issued by way of secondary acquisition of shares by Amrutanjan Health Care Limited ESOP Trust. Applicable disclosures relating to Employees Stock Options as at March 31, 2021, pursuant to the Companies Act, 2013 read with Companies (Share Capital and Debentures) Rules, 2014 and SEBI (Share Based Employee Benefits) Regulations, 2014 as amended from time to time, are set out in the **Annexure A** to this Report and the details are also placed on the website of the Company at www.amrutanjan.com.

Statutory Auditors' certificate to the effect that the Scheme of the Company has been implemented in accordance with the SEBI (SBEB) Regulations, 2014 and as per the resolution passed by the members of the Company, as prescribed under Regulation 13 of the SEBI (Share Based Employee Benefits) Regulations, 2014, has been obtained and shall be made available for inspection during the Annual General Meeting of the Company electronically.

BOARD'S REPORT (Contd.)

6. DEPOSITS

During the year, your Company has not accepted any deposits within the meaning of provisions of Chapter V (Acceptance of Deposits by Companies) of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 and was not holding any amount under Deposit Account as on March 31, 2021.

7. FINANCE

The Profit before tax for FY'21 was Rs. 8,190.45 lakhs compared to Rs. 3,445.39 lakhs for FY'20. The Investments, Fixed Deposit, Cash and Cash equivalents have grown from Rs. 10,893.91 lakhs (as at 31st March, 2020) to Rs. 19,578.43 lakhs (as at 31st March, 2021).

8. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 and as required under Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI LODR] are given below:

Particulars	As on 31st March, 2021	As on 31st March, 2020
Loans (Secured & Unsecured)	-	-
Investments (Rs. in lakhs)	1,783.98	1,820.64
Guarantees (Rs. in lakhs)	205.44	213.24

The total amount stated above does not exceed the limit mentioned in Section 186 of Companies Act, 2013.

9. MANAGEMENT DISCUSSION AND ANALYSIS (MDA)

In terms of regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the MDA capturing the financial performance, industry trends and other material changes with respect to your company is presented in "ANNEXURE B" of this Report.

10. CORPORATE GOVERNANCE

Pursuant to regulation 34 read with Schedule V of the SEBI (LODR) Regulations, 2015 (SEBI LODR), the following Reports/Certificates form part of this report:

- The Report on Corporate Governance ("ANNEXURE C")
- The declaration by the Managing Director & CEO regarding compliance by the Board members and senior management personnel with the Company's Code of Conduct
- The PCS Certificate on Corporate Governance
- The PCS Certificate on Director's eligibility

The Certificate duly signed by the Chairman & Managing Director and the Chief Financial Officer on the Financial Statements of the Company for the year ended March 31, 2021 as submitted to the Board of Directors at its meeting held on May 27 2021 pursuant to

Regulation 17(8) of the SEBI LODR is also provided under the Corporate Governance Report.

11. BUSINESS RESPONSIBILITY REPORT (BRR)

As mandated in Regulation 34(2)(f) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the Business Responsibility Report forms part of the Board's Report as ANNEXURE D. The report on the nine principles of the National Voluntary Guidelines on social, environmental, and economic responsibilities of business as framed by the Ministry of Corporate Affairs is provided in relevant sections of the BRR.

12. DIRECTORS, KEY MANAGERIAL PERSONNEL & COMMITTEES

(a) Non-executive Director:

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Dr. Pasumarthi S N Murthi (DIN: 00051303), Non- Executive Director, retires by rotation at the upcoming Eighty Fourth (84th) Annual General Meeting and being eligible, offers himself for reappointment.

Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 prescribes that no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy-five years unless a special resolution is passed to that effect.

In compliance with the above, approval / sanction of the members is being sought at this AGM to re-appoint Dr. Pasumarthi S N Murthi (DIN 00051303) notwithstanding that he has already attained the age of 75 years.

(b) Independent Directors :

Mr. V. Swaminathan, Independent Director of the Company, has resigned from the Board on 12th December 2020 due to personal reasons and Dr. HBN Shetty, Independent Director of the Company, has expired on 28th April 2021. Mr. Raja Venkataraman and Mr. S. Muralidharan have been appointed as Additional Directors by the Board on 27th May 2021 and 29th June 2021 respectively.

The Board at its meeting held on 27th May 2021 appointed Mr. Raja Venkataraman (DIN: 00669376) as an Additional and Non-executive Independent Director of the Company, based on recommendation of the Nomination & Remuneration Committee effective from 27th May 2021 and who holds office up-to the conclusion of the forthcoming Annual General Meeting. The Company has received notice from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Raja Venkataraman as a candidate for the office of Director. The Company is seeking approval of the shareholders for the appointment of Mr. Raja Venkataraman as Non-executive Independent Director up to 26th May 2026 at the forthcoming Annual General Meeting.

The Board at its meeting held on 29th June 2021 appointed Mr. Muralidharan Swayambunathan (DIN: 09198315) as an Additional



BOARD'S REPORT (Contd.)

and Non-executive Independent Director of the Company, based on recommendation of the Nomination & Remuneration Committee effective from 29th June, 2021 and who holds office up-to the conclusion of the forthcoming Annual General Meeting. The Company has received notice from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Muralidharan Swayambunathan as a candidate for the office of Director. The Company is seeking approval of the shareholders for the appointment of Mr. Muralidharan Swayambunathan as Non-executive Independent Director up to 28th June 2026 at the forthcoming Annual General Meeting

The independent directors have affirmed that they satisfy the criteria laid down under section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The terms and conditions of appointment of the Independent Directors are placed on the website of the Company www.amrutanjan.com. The details of familiarization programme conducted to the Independent Directors are available at the weblink <https://www.amrutanjan.com/pdf/FR.pdf>.

(c) Key Managerial Personnel (KMP):

Pursuant to the provisions of Section 2(51) of the Companies Act, 2013, the Key Managerial Personnel of the Company are – Mr. S Sambhu Prasad, Chairman & Managing Director, Mr. N Swaminathan, Chief Financial Officer and Mr. M Srinivasan, Company Secretary. There was no change in the KMPs during the year.

(d) Committees:

As on March 31, 2021, the Board had four committees: the audit committee, the corporate social responsibility committee, the nomination and remuneration committee (compensation committee) and the stakeholders relationship committee. The Board, at its meeting held on June 29, 2021, instituted the Risk Management Committee.

During the year, all recommendations made by the committees were approved by the Board.

13. BOARD MEETINGS

During the year, four (4) meetings of the Board of Directors were held. The complete details of the meetings are furnished in the Corporate Governance Report. The intervening gap between any two Meetings was less than 120 days in compliance with the provisions of Section 173(1) of the Companies Act, 2013 except where extensions were granted by the Regulatory during lockdown.

14. MEETING OF INDEPENDENT DIRECTORS

During the year, one (1) separate meeting of Independent Directors was held. In the said meeting, the independent directors assessed the quality, quantity, and timeliness of flow of information between the management and the Board and have expressed that the current flow of information and contents were adequate for the Board to effectively perform its duties. They also reviewed the performance of the non-independent directors and the board as a

whole and the performance of the Chairperson of the Company considering the views of Executive Director and Non- Executive Directors.

15. BOARD EVALUATION

Pursuant to Section 134 of the Companies Act, 2013 read with Rule 8(4) of the Companies (Accounts) Rules, 2014 and SEBI LODR, the Board of Directors during the year carried out an annual performance evaluation of its own performance, the directors individually (without participation of the relevant director) and the Chairman. The evaluation was carried through a structured methodology approved by the Nomination and Remuneration Committee. The criteria for performance evaluation have been detailed in the Corporate Governance Report. The outcome of the evaluation also forms the basis for the Nomination and Remuneration Committee while considering the re-appointment of directors.

16. REMUNERATION POLICY

The Remuneration policy of the Company deals with the appointment of and remuneration to the Executive & Non-executive Directors, Key Managerial Personnel and Senior Executives of the Company including criteria for determining qualifications, positive attributes, independence of a director and other related matters. It aims to attract, recruit and retain exceptional talent and ensures that the remuneration is performance driven. The Policy can be accessed in the website of the Company through the link – <https://www.amrutanjan.com/policy.html>. The Nomination and Remuneration Committee has also framed a Policy on Board diversity appropriate to the business requirements of the Company, which inter-alia specifies optimum combination of Executive Directors, Non-Executive Directors and Independent Directors. The role of Nomination and Remuneration Committee is to ensure that the Policy on Board diversity is considered while recommending the appointment of new directors on the Board of the company.

The details of remuneration paid / payable to the directors for the financial year 2020-21, are furnished in the Corporate Governance report annexed to this report.

17. WHISTLE BLOWER MECHANISM

Pursuant to Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Board of Directors had approved the Policy on Vigil Mechanism/ Whistle Blower and the same was further amended effective from 1st April, 2019 to comply with the amended SEBI Insider Trading Regulations. The Policy is hosted on the website of the Company <https://www.amrutanjan.com/pdf/Whistle%20Blower%20Policy.pdf>. The Policy inter-alia provides direct access to the Chairman of the Audit Committee.

Your Company hereby affirms that no director/ employee has been denied access to the Chairman of the Audit Committee and that no complaints were received during the year.

BOARD'S REPORT (Contd.)

18. UNCLAIMED SHARES

The details of unclaimed shares held in Unclaimed Shares Suspense Account pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 are provided in the Corporate Governance Report.

19. STATUTORY AUDITORS & THEIR REPORT

M/s. B S R & Co. LLP, Chartered Accountants, (ICAI Firm Registration No. 101248W/W-100022), were appointed as Statutory Auditors at the conclusion of Eightieth (80th) AGM held on September 21, 2017, for a period of five (5) years till the conclusion of the Eighty Fifth (85th) Annual General Meeting of the Company.

The Statutory Auditors' report to the shareholders on the financials for the year ended March 31, 2021, does not contain any qualification, observation, or adverse comment except for remarks in Clause 2(A)(e) of their report. Members may please note that the Company could not obtain annual declarations from Dr. HBN Shetty, Non-executive Independent Director until 28th April 2021, including a confirmation that he was not disqualified from continuing as a director, due to his continuous hospitalization during March & April 2021. Dr. HBN Shetty passed away on 28th April 2021.

20. SECRETARIAL AUDITOR & THEIR REPORT

Pursuant to the provisions of Section 204 of the Companies Act 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s SPNP & Associates, Practicing Company Secretaries, as its secretarial auditor to undertake the secretarial audit for FY 2020-21.

The secretarial audit report certified by the secretarial auditors, in the specified form MR-3 is annexed herewith and forms part of this report as "ANNEXURE E".

The secretarial audit report does not contain any qualifications, reservations, adverse remarks or disclaimer.

21. COST AUDITOR

The Company is required to maintain cost records in respect of its OTC products and accordingly such accounts and records are made and maintained. Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the Board of Directors at its meeting held on August 14, 2021 has appointed Mr. G. Thangaraj (Registration No. 100464), Cost Accountant, as the Cost Auditor to conduct the cost audit with respect to OTC business of the company for the financial year ending March 31, 2022.

22. CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES

The CSR activities carried out by your Company during the financial year 2020-21 were mainly focused on (a) Animal Welfare (b) Health and Sanitation (c) Promoting Education (d) Assistance in COVID-19 pandemic and (e) Empowerment of Women. The activities undertaken by the Company are in accordance with Schedule VII of the Companies Act, 2013, the CSR Policy of the Company and as per recommendations of the CSR Committee.

The CSR Committee met twice (2) during the year to oversee the activities, programs, and execution of initiatives as per the predetermined guidelines of the Board and approve the amount to be spent towards CSR. The Board takes pleasure to inform that the Company has spent more than the mandatory amount to be incurred towards the CSR spend for the year 2020-21.

The main objectives of CSR policy of the Company are to help build socio-economic development of the nation through different projects and to ensure environmental sustainability. The Policy has widened scope to undertake all activities permitted under law. The CSR Policy is available on the website of the Company at the web-link <https://www.amrutanjani.com/pdf/ahcl-csr-policy.pdf>. The detailed report on CSR activities carried out during the financial year is given in "ANNEXURE F".

23. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in "ANNEXURE G".

24. ANNUAL RETURN

A copy of the Annual Return in the prescribed form referred to in Section 92(3) of the Companies Act, 2013 is available in the web-link www.amrutanjani.com/Annualreturn.htm

25. CONSERVATION OF ENERGY/TECHNOLOGY ABSORPTION AND FOREIGN EARNINGS/OUTGO

Information as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 relating to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo are furnished in "ANNEXURE H" to this Report.

26. RELATED PARTY TRANSACTIONS

No material significant related party transaction was made by the Company during the year with Promoters, Directors, Key Managerial Personnel, or other designated persons which may have a potential conflict with the interest of the Company at large and accordingly, applicability of Form AOC-2 does not exist. The related party transactions consist of remuneration, commission and sitting fees paid to the Executive and Non-executive Directors which are detailed in the financial statements.

27. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) & 134(5) of the Companies Act, 2013:

- I. that in the preparation of the annual financial statements for the year ended March 31, 2021, the applicable accounting standards had been followed along with proper explanation relating to material departures.



BOARD'S REPORT (Contd.)

- II. that the directors had selected such accounting policies and applied them consistently and had made judgement and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2021 and of the profit of the Company for the year ended on that date;
- III. that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities
- IV. that the directors had prepared the annual accounts for the financial for the financial year ended 31st March 2021 on a going concern basis.
- V. that the directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- VI that 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.

28. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has a proper and adequate internal control system to ensure that all the assets of the Company are safeguarded and protected against any loss and that all the transactions are properly authorised and recorded. Information provided to management is reliable and timely. Details of the same are provided in the Management Discussion and Analysis Report.

29. RISK MANAGEMENT POLICY

Your Company has a Risk Management Policy adopted by the Board. Periodical in-house risk audits were conducted to detect and mitigate the risks in a timely and effective manner. Management Discussion and Analysis Report contain more details on the risk management practiced by the company. A separate Risk Management Committee was constituted on 29.06.2021 consisting of Board and Non-board members.

30. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There was no change in the nature of the business of the Company during the year. There were no material changes and commitments affecting the financial position of the company between the closure of the financial year 2020-21 and the date of this report.

Place : Chennai
Date : August 14, 2021

Registered Office:

Amrutanjan Health Care Limited

CIN: L24231TN1936PLC000017

No.103, Luz Church Road, Mylapore, Chennai 600 004

Tel : 044-2499 4465 Fax : 044-2499 4585

Email : shares@amrutanjan.com

Website : www.amrutanjan.com

31. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There are no significant and material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and Company's operations in future. No application has been made or proceedings pending under Insolvency & Bankruptcy Code, 2016 in respect of the Company.

32. ENHANCING SHAREHOLDERS VALUE

Your Company believes that its members are among its most important stakeholders. Accordingly, your company's operations are committed to the pursuit of achieving high levels of operating performance and cost competitiveness, consolidating, and building for growth, enhancing the productive asset and resource base and nurturing overall corporate reputation. Your company is also committed to creating value for its other stakeholders by ensuring that its corporate actions positively impact the socio-economic and environmental dimensions and contribute to sustainable growth and development.

33. PREVENTION OF SEXUAL HARASSMENT POLICY

The Company has in place a Prevention of Sexual Harassment policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

During the year 2020-21, no complaints were received by the committee related to sexual harassment.

34. ACKNOWLEDGEMENT

The Directors wish to express their sincere appreciation to all the Government Departments, Bankers, Customers, Distributors, Suppliers and the shareholders for their co-operation and support extended during the year.

The Directors also wish to thank all the employees for their contribution, support, and continued commitment throughout the year.

By Order of the Board
For and on behalf of the Board

S Sambhu Prasad
Chairman and Managing Director

ANNEXURE - A

DISCLOSURES ON EMPLOYEE STOCK OPTION SCHEME FOR THE YEAR ENDED MARCH 31, 2021

(Pursuant to Rule 12 (9) of Company Share Capital & Debenture Rules 2014 & Regulation 14 of the SEBI

(Share Based Employee Benefits) Regulations, 2014)

Sl.No.	Particulars	Status of compliance
1.	The board of directors in their report shall disclose any material change in the scheme(s) and whether the scheme(s) is/are in compliance with the regulations.	There are no material changes in the Scheme. Please refer Clause 5 (ii) of the Board's report
2.	Further, the following details, interalia, shall be disclosed on the company's website and a web-link there to shall be provided in the report of board of directors.	
A.	Relevant disclosures in terms of the 'Guidance note on accounting for employee share-based payments' issued by ICAI or any other relevant accounting standards as prescribed from time to time.	Disclosed in Notes to the Financial Statements – Note 32 to Standalone Financials for the year ended March 31, 2021.
B.	Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Accounting Standard 20 - Earnings Per Share' issued by ICAI or any other relevant accounting standards as prescribed from time to time.	Diluted earnings per share: Rs.20.93
C.	Details related to Employees Stock Option Scheme (ESOS)	
(i)	A description of each ESOS that existed at any time during the year, including the general terms and conditions of each ESOS, including -	
	(a) Date of shareholders' approval	'Scheme 2020' September 23 2020
	(b) Vesting requirements	For 24 employees: 1 st Vesting - 9% of individual grants without any criteria; 2 nd Vesting – On achievement of 2021-22 target turnover as per slab; For 3 employees: Single Vesting - On achievement of 2020-21 target turnover;
	(c) Exercise price or pricing formula	Grant Price is the closing market price of the equity shares of Amrutanjan Health Care Limited as on 30.9.2020 as per National Stock Exchange records. Exercise Price will be the Grant Price after allowing a discount of Rs. 70/- per Option.
	(d) Maximum term of options granted	3 years
	(e) Source of shares (primary, secondary or combination)	Secondary
	(f) Variation in terms of options	Options vary depending upon the cadre, criticality of the position, contribution, etc.
(ii)	Method used to account for ESOS - Intrinsic or fair value.	Fair Value
(iii)	Where the company opts for expensing of the options using the intrinsic value of the options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options shall be disclosed. The impact of this difference on profits and on EPS of the company shall also be disclosed.	Not Applicable as fair value has been accounted



ANNEXURE - A

Sl.No.	Particulars	Status of compliance																								
(iv)	Option movement during the year (for each ESOS): Number of options outstanding at the beginning of the period Number of options granted during the year Number of options forfeited / lapsed during the year Number of options vested during the year Number of options exercised during the year Number of shares arising as a result of exercise of options Money realized by exercise of options (INR), if scheme is implemented directly by the company Loan repaid by the Trust during the year from exercise price received Number of options outstanding at the end of the year Number of options exercisable at the end of the year	 NIL 1,36,472 - - - - - - 1,36,472 NIL																								
(v)	Weighted-average exercise prices and weighted-average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock.	Not applicable, no options were exercised during the year 2020-21.																								
(vi)	Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to - (a) senior managerial personnel;	<table><tr><th>Sl No</th><th>Name and Designation</th><th>Options Granted</th><th>Grant Price</th></tr><tr><td>1</td><td>P.Kannan- GM (HR & ADMN)</td><td>6,431</td><td>353</td></tr><tr><td>2</td><td>R. Narayanan- Chief Sales Officer</td><td>3,508</td><td>353</td></tr><tr><td>3</td><td>Soumomoy Pal- GM (Information Technology)</td><td>3,215</td><td>353</td></tr><tr><td>4</td><td>S. Suresh Kumar- GM (Marketing)</td><td>3,215</td><td>353</td></tr><tr><td>5</td><td>M. Srinivasan- Company Secretary</td><td>1,900</td><td>353</td></tr></table>	Sl No	Name and Designation	Options Granted	Grant Price	1	P.Kannan- GM (HR & ADMN)	6,431	353	2	R. Narayanan- Chief Sales Officer	3,508	353	3	Soumomoy Pal- GM (Information Technology)	3,215	353	4	S. Suresh Kumar- GM (Marketing)	3,215	353	5	M. Srinivasan- Company Secretary	1,900	353
Sl No	Name and Designation	Options Granted	Grant Price																							
1	P.Kannan- GM (HR & ADMN)	6,431	353																							
2	R. Narayanan- Chief Sales Officer	3,508	353																							
3	Soumomoy Pal- GM (Information Technology)	3,215	353																							
4	S. Suresh Kumar- GM (Marketing)	3,215	353																							
5	M. Srinivasan- Company Secretary	1,900	353																							
	(b) any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year; and	<table><tr><th>Sl No</th><th>Name and Designation</th><th>Options Granted</th><th>Grant Price</th></tr><tr><td>1</td><td>S. Jeyakanth- Chief Operating Officer Supply Chain & Product Delivery</td><td>16,077</td><td>353</td></tr><tr><td>2</td><td>B. Mani- Chief Marketing Officer</td><td>14,286</td><td>353</td></tr><tr><td>3</td><td>N. Swaminathan- Chief Financial Officer</td><td>12,861</td><td>353</td></tr><tr><td>4</td><td>Dr. Ravichandran - GM (Quality Control and R & D)</td><td>11,692</td><td>353</td></tr><tr><td>5</td><td>Pradeep Choudhary - GM (Sales)</td><td>9,646</td><td>353</td></tr></table>	Sl No	Name and Designation	Options Granted	Grant Price	1	S. Jeyakanth- Chief Operating Officer Supply Chain & Product Delivery	16,077	353	2	B. Mani- Chief Marketing Officer	14,286	353	3	N. Swaminathan- Chief Financial Officer	12,861	353	4	Dr. Ravichandran - GM (Quality Control and R & D)	11,692	353	5	Pradeep Choudhary - GM (Sales)	9,646	353
Sl No	Name and Designation	Options Granted	Grant Price																							
1	S. Jeyakanth- Chief Operating Officer Supply Chain & Product Delivery	16,077	353																							
2	B. Mani- Chief Marketing Officer	14,286	353																							
3	N. Swaminathan- Chief Financial Officer	12,861	353																							
4	Dr. Ravichandran - GM (Quality Control and R & D)	11,692	353																							
5	Pradeep Choudhary - GM (Sales)	9,646	353																							
	(c) identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant.	NIL																								

ANNEXURE - A

Sl.No.	Particulars	Status of compliance
(vii)	A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information: (a) i). the weighted-average values of share price, ii). exercise price, iii). expected volatility, iv). expected option life, v). annualized dividend yield vi). the risk-free interest rate and vii). any other inputs to the model;	Assumptions used in determination of the fair value of the stock options under the Black Scholes Model 353 353 32.69% 1-3 years 0.28% 6.18% NIL
	(b) the method used and the assumptions made to incorporate the effects of expected early exercise;	The assumptions for exercise period have been incorporated based on the vesting period based on management analysis.
	(c) how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and	Expected volatility is based on historical volatility of the market prices of the Company's publicly traded equity shares during the expected term of the option grant.
	(d) Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition.	Same as above.

Details related to Trust

The following details, *inter alia*, in connection with transactions made by the Trust meant for the purpose of administering the Scheme 2020

General information on all schemes

Sl. No.	Particulars	Details
1.	Name of the Trust	AMRUTANJAN HEALTH CARE LIMITED ESOP TRUST
2.	Details of the Trustee(s)	SURANA AND SURANA INTERNATIONAL ATTORNEYS
3.	Amount of loan disbursed by company / any company in the group, during the year	Rs. 100.10 (in Lakhs)
4.	Amount of loan outstanding (repayable to company / any company in the group) as at the end of the year	Rs. 100.10 (in Lakhs)
5.	Amount of loan, if any, taken from any other source for which company / any company in the group has provided any security or guarantee	NIL
6.	Any other contribution made to the Trust during the year	NIL

Brief details of transactions in shares by the Trust

(a) Number of shares held at the beginning of the year ; NIL

(b) Number of shares acquired during the year through

(i) Primary issuance - NIL

(ii) Secondary acquisition, also as a percentage of paid-up equity capital as at the end of the previous financial year, along with information on weighted average cost of acquisition per share - 17,417 equity shares (0.06% of the paid-up capital with a weighted average cost of acquisition at Rs. 553.56 per share)

(c) Number of shares transferred to the employees / sold along with the purpose thereof - NIL

(d) Number of shares held at the end of the year- 17,417

In case of secondary acquisition of shares by the Trust

Number of shares	As a percentage of paid-up equity capital as at the end of the year immediately preceding the year in which shareholders' approval was obtained
Held at the beginning of the year	NIL
Acquired during the year	0.06% (17,417 equity shares)
Sold during the year	NIL
Transferred to the employees during the year	NIL
Held at the end of the year	0.06% (17,417 equity shares)

Management Discussion and Analysis Report

ANNEXURE - B

(a) INDUSTRY STRUCTURE AND DEVELOPMENTS

Industry & Company Overview:

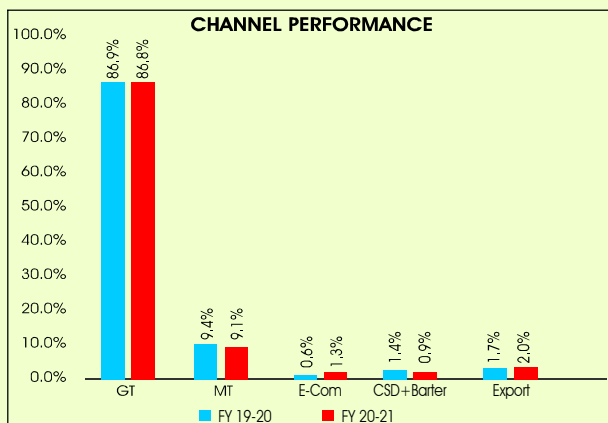
The FMCG industry was valued at around Rs.4.2* lakh crores for the year 2020. After registering a de-growth in Q1'20-21 due to onset of pandemic, the industry has revived in the subsequent three quarters. While India's primary channel "Traditional Trade" has continued its domination after a dip in Q1'20-21, the E-Commerce business has stabilized itself with a healthy double-digit growth after hitting the peak in the first quarter of FY 20-21. Metros showed signs of revival in last quarter whereas the lower pop strata (less than 100K population towns and villages) continued its growth momentum. From the macroeconomic perspective, Index of Industrial Production moved into the positive territory from September 2020 onwards after being in red for 6 months due to the pandemic. (*Source: Nielsen).

The pandemic has driven various lifestyle changes in consumers who have become more health conscious with sustained hygiene habits picked up during COVID. This, duly supported by consumer promotions, led to the increased consumption of large packs in the essential home care and personal care categories (hand wash, hand sanitizer, body wash etc.).

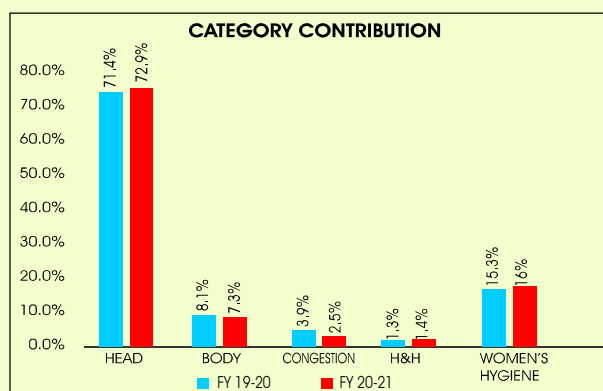
Your company witnessed a significant expansion in the overall OTC business with notable contribution from 50ml large packs due to increase in width of distribution. In line with changing market dynamics, your company also strengthened its presence in the E-Commerce and Modern Trade channels.

Pain Management

The OTC business of your company has grown by 30.3% over the previous year and has achieved gross sales of Rs.346.75 crores this year. The General Trade (GT) format continues to be the top contributor at 87% of the overall turnover. With our continued focus on E-Com, the contribution from this channel has increased from 0.6% to 1.3% and our efforts to further expand this channel will continue in the coming years as well.



In domestic sales, the head segment continues to be the top most contributor at 72.9% of the total sales, an increase of 1.5% in contribution over last year. The pandemic has resulted in lifestyle changes including work from home and long working hours. Working population is required to spend extended time in front of the computer without much physical exercise and it has led to an increase in the incidences of headaches, back pain, body pain, etc. Also, more people have started using balms for steam inhalation and there is an increase in the frequency of usage for ailments such as headaches. The above change in consumer habits has contributed to the increase in demand for pain products particularly head range.



New Launch: Amrutanjan Pain Patch

Amrutanjan Advanced Pain Relief + Patch is India's first Hydrogel patch which gives you up to 8 hours of targeted pain relief. With a unique 'Hot Action' Heat Therapy formula and Transdermal technology, its 100% ayurvedic active ingredient penetrates swiftly to reach the affected muscle and relieve the pain.



Management Discussion and Analysis Report (contd.)

ANNEXURE - B

New Launch: Hand Sanitizer

Considering the rising needs of products in the health and hygiene segment, we have relaunched No Germs Hand Sanitizer during the year which has become an essential part of the household list. Amrutanjan's No Germs Hand Sanitizer is highly effective in destroying 99.9% of germs. It keeps your hands clean and provides much needed protection with a pleasant lemon fragrance. It requires no water in usage.

Key Features and Benefits:

- Alcohol based gel which kills 99.9% of germs instantly
- Handy to use and easy to carry
- Glycerine keeps the skin moisturized



Marketing Activities:

To drive the OTC business, several marketing interventions were undertaken during the financial year, which includes:

Improve Trial Initiatives:

The objective of the programme was to drive awareness and trials. This large scale programme was rolled out across the country for the below products:

- Amrutanjan Pain Balm
- Amrutanjan Faster Relaxation Roll-On (AFRR)
- Amrutanjan Advanced Back Pain Roll-On (ABPRO)
- Amrutanjan Advanced Joint Muscle Spray (AJMS)

The programme was conducted at strategic touchpoints which witnessed high footfalls of targeted consumers. The strategic touch points were 6 pilgrimage locations and 264 premium gated communities across key cities. About 1.1 crores+ people had the opportunity to see our stall thus creating awareness for our brands. Almost 2 lakh+ consumers have experienced our range of products and its benefits.

Pilgrimage Locations:

A total of 6 locations were covered in 70 days during Q4'2020-21 covering a mass footfall of 1 Crore+ potential consumers. The top 6 crucial pilgrimage spots that were covered were Ganga Sagar Mela, Kumbh Mela Haridwar, Shri Kashi Vishwanath, Ajmer Sharif Urs, Tiruvannamalai, and Murdeshwar.

Gated Communities:

Around 264 premium gated communities across 15 major cities were covered as a part of the sampling programme. Households were engaged in this interactive pain relief activity, and they got an opportunity to experience a range of our pain relief products- Advanced Back Pain Roll-On, Joint Muscle Spray, Amrutanjan Faster Relaxation Roll-on and Balm. This exercise has helped us to enhance the image and popularity of our products apart from gaining on spot sales.



Amrutanjan Official Pain Relief Partner (Digital) IPL 2020 Campaign:

In a first-of-its-kind association, your company announced its association with Chennai Super Kings (CSK) as the team's 'Official Pain Relief Partner-Digital' for the 13th edition of the IPL Cricket tournament which was held in the UAE from September - November 2020.

Through this campaign, we were able to create a high level of visibility for the flagship

products namely:

- Amrutanjan Faster Relaxation Roll-On
- Amrutanjan Advanced Back Pain Roll-On
- Amrutanjan Advanced Joint Muscle Spray

We focused on the cricket crazy audiences through high impact display and video inventory on Hotstar, CricBuzz and ESPN.

We also partnered with The Quint to power their podcast with Ayaz Memon, a distinguished cricket journalist through 60 episodes. The traffic out of this campaign was driven to an exclusive shopping page on the Amrutanjan website, which ultimately resulted in the sales of Amrutanjan products across popular E-Commerce portals such as Amazon, Netmeds, PharmEasy, Sasta Sundar and Big Basket.

Key Results of the campaign:

- Reached over 4.6 crore potential users. Out of this, 3 crore users were from our top 15 cities
- Got 4.6 crore video views which is 2X of the plan
- Diverted 2.9 lakh visitors to our shopping page. During the campaign period, we saw a 60% increase in sales from leading E-Commerce platforms.

Management Discussion and Analysis Report (contd.)

ANNEXURE - B



Retail Visibility Drive:

As the official Pain Relief Partner (Digital) for CSK in the IPL (2020 edition), Amrutanjan's branding was carried out with an in-shop poster activity across the 15 major cities including Chennai, Delhi, Mumbai, Pune, Hyderabad, and Bangalore. The coverage of this activity was extended to high weighted retail outlets and pharmacies that sold Amrutanjan products.

The communication message was focused on showcasing the lead CSK cricketers endorsing Amrutanjan Faster Relaxation Roll-On, Back Pain Roll-On and Joint Muscle Spray.



Electro+ ORS Rehydration

Rehydration was one of the key focus categories for your company in FY 20-21. Due to COVID, there was an increasing demand for health based and immunity boosting products including beverages. And Electro+ offers both the benefits of taste and health due to the presence of Fruit

Juice (Apple/ Orange), Electrolytes, Glucose and Vitamin C (Each bottle of 200ml Electro+ has a Recommended Daily Allowance of Vitamin C). To address the growing consumer demand for rehydration products, your company undertook various activities to drive consumer awareness, consideration and trials for Electro+.

1. **TV Ad:** Consumers are slowly becoming aware of the ill effects of dehydration and the incidences of dehydration beyond illness. Tapping on this insight, the brand was positioned as 'All Day Rehydration' product. A new TVC was developed which brought alive the incidences of dehydration among consumers across different segments and consumption occasions (working, sportsperson, people suffering from ailments, etc.) with an evocative sign-off line 'Rehydrate, Feel Alive'.



2. **In-Store Visibility:** We brought alive the pack and proposition across the lead channel and influencer 'Chemists' through an innovative visibility element which also helped to dispense the product. These bottle holders enabled the products to be distinctly visible at the outlets.



3. **Digital Media:** We further built awareness and consideration through digital media not only on search and social media but also on new age gaming platforms.

The integrated communication programme across TV Media, Digital Media, and In-store visibility yielded excellent results and the Electro+ sales grew by 62.2% over the previous financial year. The contribution from Apple and Orange flavours remained almost the same at 54% and 46% respectively.



Management Discussion and Analysis Report (contd.)

ANNEXURE - B

Women's Hygiene

In India, majority of women still resort to unhygienic methods of menstrual protection like cloth and ashes as they can't afford expensive sanitary napkins. Studies have shown that out of the 355 million menstruating women in India, about a third use only cloth for their menstrual hygiene management. Only 38% of menstruating girls in India spoke to their mothers about menstruation. Nearly 23 million girls drop out of school annually due to a lack of proper menstrual hygiene management facilities. This lack of menstrual hygiene is leading to serious health issues for women in the country. Nearly 60,000 cases of cervical cancer deaths are reported every year from India, two-third of which are due to poor menstrual hygiene. Accessibility and affordability of high-quality products are major barriers to better menstrual health.

Your company's aim is to elevate this issue which is one of the major concerns in the country and provide hygienic high-quality solutions at an affordable price point. Comfy Snug Fit sanitary napkin brings new hope to the women's hygiene market with its superior technology to provide high quality sanitary napkins at an affordable price starting at Rs. 20 per pack. The brand is striving to provide hygienic menstruation solutions to cloth users and will drive an awareness campaign to educate cloth users about the health and hygiene benefits of choosing sanitary napkins over a cloth.

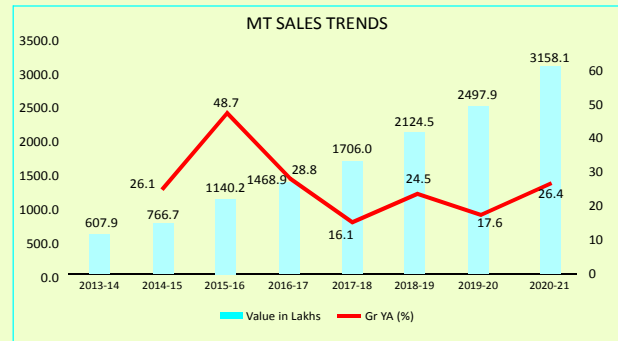
During FY 20-21, we deployed various activities to drive awareness and trials. While TV media built saliency, one of the strategic activities for the brand was the on-ground van activation in the states of Tamil Nadu, Andhra Pradesh and Uttar Pradesh. Through this programme, we created awareness and sampled Comfy Snug Fit to consumers residing in towns below 1 lakh population. We sampled 1.18 Lakh consumers across 287 towns in TN, 27,000 consumers across 76 towns in AP and 21,000 consumers across 59 towns in UP. This sampling exercise enabled repeat sales thus activating the retailers and wholesalers of those markets.



Modern Trade

Your company registered a strong growth in the Modern Trade channel despite the channel de-growing pan India due to restrictions during COVID. This year the Modern Trade channel has delivered Rs.31.58 crores with a growth of 26.4%. Over the last 7 years, the Modern Trade

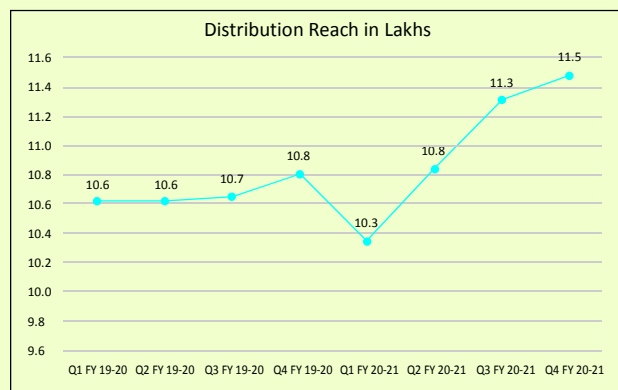
channel has grown and shown encouraging results with a CAGR of 26.5 %. Amrutanjan continues to strengthen its leadership position (No 1 rank) in Modern Trade in the head category with a value market share of 43.1% in FY 20-21.



Distribution

Expanding the distribution reach has always been a key focus area of your company. We have invested in "Project M5K" and the key objective is to have 5000 distributors, super stockists, and sub stockists. Considering the wide range of our product categories encompassing head & body pain management, sanitary napkins and beverages, there is a need to engage with different types of distributors for each category. We appointed distributors with expertise across OTC, Pharma, and FMCG, thus meeting the infrastructure requirements of the respective categories. We will continue our efforts to expand the distribution footprint in the coming year as well.

All our continued investments in expanding the distribution have yielded results in last year. In fact, our distribution has reached 11.5 lac outlets across the country in Q4 FY 20-21 in the Rubefaciants category which is highest ever in the history of the company. The Comfy Snug Fit brand also has reached 2.9 lac outlets across India.



Source: IQVIA (Note: Q1 FY 20-21 was affected due to lockdown)

Metros Project

Metros have contributed to a significant proportion of our sales with 34%* of our total offtake (in the case of the overall Rubefaciants



Management Discussion and Analysis Report (contd.)

ANNEXURE - B

category, it is 24%*). To further strengthen the presence, your company launched an exclusive project targeting 15 towns including top contributing metros. The project objectives being:

- Increase Per Dealer Offtake (PDO) of high growth SKUs in the existing outlets - Yellow 8ml, White 8ml, and Amrutanjan Faster Relaxation Roll-On
- Increase direct coverage of outlets
- Recruit new outlets where the above SKUs are not present

To drive these objectives, your company undertook the following initiatives:

- Allocate additional man-days to these towns
- Invest in TV, Print & Radio Media
- Use Digital media for Amrutanjan Faster Relaxation Roll-On, Amrutanjan Back Pain Roll-On and Amrutanjan Joint Muscle Spray
- Visibility drive across specific E-Com sites
- Enhanced visibility at the store level
- Recognition of the sales team by way of awards and incentives

All these activities started yielding results and your company will continue to invest in this project in the coming year as well.

*Source: IQVIA

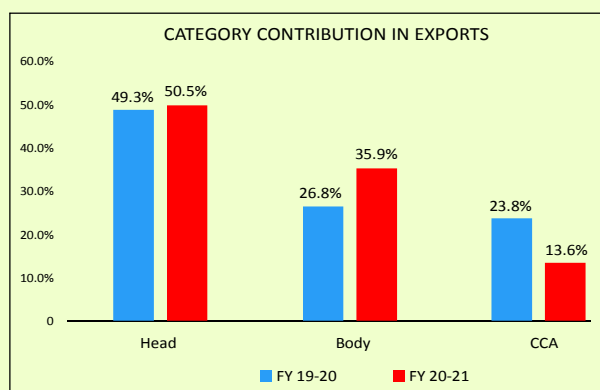
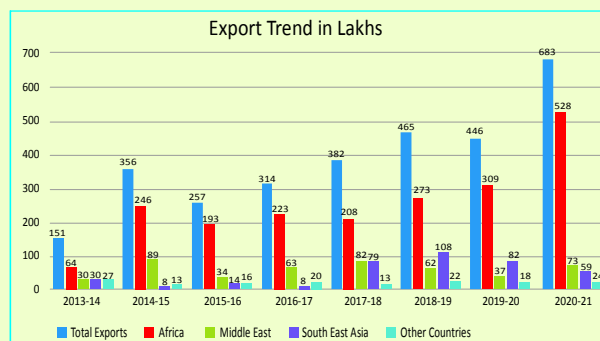
E-Commerce

Our products are currently available in leading E-Commerce channels viz., Amazon, Flipkart, Sasta Sundar, Big Basket, Netmeds, Pharm Easy, Medlife, Reliance Jio Mart, Medplus, Apollo, D Mart, Walmart, Fresh-To-Home, Shop X.

Our sales from the E-Com channel have almost tripled in 2020-21 registering sales of Rs.4.42 crores. Sales in this channel has grown month-on-month, indicating an encouraging offtake for our products. Its contribution to the overall business has doubled from 0.5% to 1.2%. With the growing thrust on E-Commerce, your company is aiming for 2.6% contribution from this channel in the coming year from the existing chains and through expansion across chains.

Exports

Your company's exports sales nearly touched Rs 7.0 crores, which is the highest in the last 8 years despite challenging conditions due to COVID. Africa continues to be our largest contributing region at 77% and it witnessed a growth of 70.9% in FY 20-21 over the previous year. The contribution from the Middle East also increased during FY 20-21 to 11% from 8% in the previous year. The Head segment is the largest contributor to the overall export business at 50% followed by body business at 36%.



Supply Chain Management (SCM)

The financial year 2020-21 with scattered COVID 19 lockdowns posed a never-before challenge for the entire supply chain of FMCG industry starting from raw material sourcing to delivery of finished goods at depots.

During the period of lockdown, strategic plans were made and implemented to keep sufficient stock of key raw materials for OTC products wherever available with the suppliers to avoid stock-out situation in the production units. This helps to ensure uninterrupted supply of materials to meet the production needs in the Plants. Also the exhaustive field visits made in the previous years has helped us to identify the real potential manufacturers/suppliers of key materials like Menthol Crystal. The business has reaped full benefit of sourcing the materials from these suppliers during the financial year combined with the advantage of favourable supply demand equation in essential oils.

OTC Segment

(Rs. in lakhs)

Financial Year	2020-2021	2019-2020
Net Sales	31,426.35	24,077.67
Material Cost	12,959.71	10,531.47
	41.24%	43.74%

Considering our long term business relationship, the suppliers of packing materials have also given us priority on their supplies when their operations had commenced immediately after the lock down. We were also able to contain the overall spend on packing materials when compared to previous financial year in spite of increase in the price of

Management Discussion and Analysis Report (contd.)

ANNEXURE - B

packing materials in Q4/20-21. This was due to steep increase in input materials like, plastic resins, poly films, kraft paper, paper board, etc.

Resin	Price - Rs/Kg	
	Q4/2020-2021	Q4/2019-2020
PP	106.73	83.23
PE	97.74	75.05

The beverage division has lost the season due to COVID19 lock down. Packing Materials prices were increased due to increase in polymer price in Q4/20-21. In addition, the cost of mango pulp covered during season was also higher than the purchase price of the previous year. These have resulted in more spend in RM/PM during the year.

Manufacturing process had to undergo several safety precautions, hygiene practices, social distancing, etc. to prevent virus spread within the Units. The Plant operations were carried out by strictly following our own COVID protocols. Our Plant has managed to produce and supply the products to meet the ever increasing demands of the market by maintaining close monitoring of demand & supply status.

On Logistics front, the available limited transport services were effectively managed to deliver stocks at all depots & beyond from all our manufacturing locations, when movement was totally hampered due to national level lock down followed by state level isolated lock downs. Though logistics spend during lock down was high due to market condition, we have contained the total cost of logistics within the budget during the year. Depot operation was swiftly put back on track at all locations with necessary clearance from competent authorities without compromising personal safety of our employees in depots.

Rs. In Lakhs

Financial Year	2020-2021	2019-2020
OTC Segment		
Net Sales	31,426.35	24,077.67
Freight and handling charges	739.32	568.68
	2.35%	2.36%
F&B Division		
Net Sales	1,708.32	1,829.92
Freight and handling charges	221.14	231.12
	12.94%	12.63%

Information Technology

Information Technology continues to play a vital role within Amrutanjan focusing business driven objectives for all key functions like Sales, Supply Chain Management and Finance.

Sales Force Automation (SFA) Project - enabled our Sales team to go paperless in 2021. All 500+ sales personnel, in the general trade channel, booked sales orders online successfully, using the SFA Azure Cloud hosted mobile application. The PAN India launch of the SFA helped us track all outlet level secondary sales and currently provides detail insights to lines sold, salesman attendance & efficiency. Salesman incentives are also calculated based on daily route plans and

travels of sales representatives. We are continuously investing and improving the SFA program to drive our business objectives and growth.

Enterprise Resource Planning (RAMCO ERP) Upgrades to enhance some of the functionalities was completed during the year to effectively plan and track production manpower usage. It has helped the SCM team to maximize resource utilizations which has resulted in a lower cost of operation in our plants.

SAP Implementation - A deep stick study was completed in 2020 to identify the gaps in the current Ramco ERP system and also find a suitable new ERP system which can help in fulfilling the business goals and meet our growing demands, across all functions. SAP India was invited to conduct a detail assessment and system study of AHCL processes. Based on the detail system study report, Amrutanjan has drawn up the plan to start the implementation of SAP S4 HANA during 2021-22. The project is planned to Go-Live by FY22-23.

The **Enterprise Business Intelligence & Analytics (BI)** program is aimed to build a digital organization with a Go-Digital vision. We have taken a big leap by setting up the foundation of a data warehouse which is highly connected to all AHCL data sources and can serve as the future one-stop solution for all business Intelligence and Analytical needs.

Amrutanjan e-commerce web store is nearing its India launch to step-up our vision of going global. We have invested in developing an exclusive Amrutanjan e-commerce digital platform to directly serve our customers and deliver the freedom to purchase from the comfort of their homes. The new webstore will refresh our digital presence and build our brand identity.

Comfy Mobile App is a new offering for the Indian Women, also planned for quick launch. The mobile application, will extend our e-commerce platform to enable women using mobiles to protect their privacy by online purchase of Comfy sanitary and other Amrutanjan products. Additionally, the app will help to record and track their menstrual cycles along with their other health conditions like pain history, mood swings etc.

Commencement of the **Human Resource Management System (HRMS)** project will greatly improve the accuracy and efficiency of our HR functions by using time tested products from *Darwinbox & Pay Review*. The project is planned to be fully operational by FY22-23. The project is aimed towards employee satisfaction and HR reporting and control. It has, among other things, a user friendly Employee Self Service Portal and a central repository of all employee data. Modules for recruitments, leave & attendance tracking, payroll, performance management system(PMS) & compensations management are few of the unique features in the Hire to Retire process which will get digitized with the project rollout.

The **DR/DC & CCTV Implementation Program** is one of the key initiatives undertaken to improve IT infrastructure. Setting up of our Data Center(DC) and the Disaster Recovery (DR) Center will comprehensively address the future risks of disasters thereby



Management Discussion and Analysis Report (contd.)

ANNEXURE - B

promising uninterrupted business continuity. Setting up the CCTV monitoring and backup infrastructure for surveillance of all Amrutanjan warehouse and factory locations will help us prevent accidents and proactively act on security threats and risks.

Quality and Safety in Amrutanjan

The main contributing factor for the success of brand Amrutanjan over a century is that it delivers quality products which always meet or exceed customers' expectations. Quality is not just another process but a culture which is in-built in our all activities and is based on quality management principles.

Our Quality Assurance and Control is fully committed to safeguard the consumer's well-being. All operations associated with the manufacture of our products are not only meeting regulatory standards, but also ensures safety and efficacy of the products. The quality inspection excellencies demonstrated at our production units allow only outputs which are of superior quality.

The manufacturing processes are designed to be in line with the Good Manufacturing Practices as per Indian Drugs & Cosmetics Act, Quality Management system (ISO 9001 for OTC division), Food Safety Management Systems (ISO 22000 for F&B division) and six sigma methodology.

We do follow extensive Vendor (External Service Provider) Qualification, audits at suppliers' plants and inputs quality monitoring to achieve best quality output thus maintaining customer trust in our products.

The Comfy brand sanitary napkins marketed by us were procured from a state of the art technology plant. While the quality is ensured as per the standards at Plant level, we also do the random check to confirm that the products are meeting high standard of in-house specification.

Our uniqueness is reflected in the design of the containers and packaging materials which are pilfer proof to protect from counterfeit products.

The Plants have taken all preventive measures to facilitate safe and conducive environment for employees who returned to work after the lockdown under COVID-19 circumstances. Even though COVID-19 brought existential challenges, Amrutanjan has remained confident in its commitment to the customers and all stakeholders.

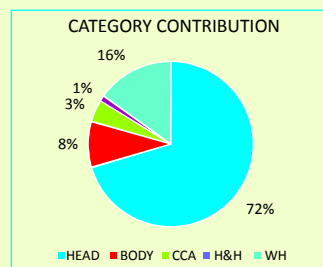
Advanced Pain Management Centre (APMC)

Amrutanjan's Advanced Pain Management Centre (APMC) at Chennai has got the NABH Certification (National Accreditation Board for Hospitals & Healthcare providers) under pre Accreditation entry level small healthcare programme for non surgical pain management services.

The hospital strictly adheres to the NABH guidelines to ensure patients' safety and process standards in all its functions. The entire procedures and processes followed in APMC is subjected to periodical audit by in-house Quality Team.

(b) OPPORTUNITIES AND THREATS:

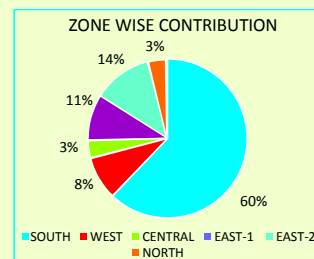
The pain management segment of the OTC business continues to be a significant contributor. The chart below indicates that head and body categories contribute to a majority of the company's sales (80%) and will continue to be the lead revenue contributor for future growth.



The share of revenues from West and North Zones remains low and will be given more attention by the business going forward. Towards this, specific plans have been put in place by category and brands.

The following are the threats that we foresee:

- Low penetration of AHCL products in P3 markets. Strong competition makes it difficult to penetrate
- Frequent changes in regulatory compliances impacting business plans
- Steep increase in packaging material costs which impacts the margins
- Due to pandemic, there is a strain in the entire supply chain in terms of raw material availability, delivery of goods on time etc.,



The following will be the growth drivers for the company in the coming year:

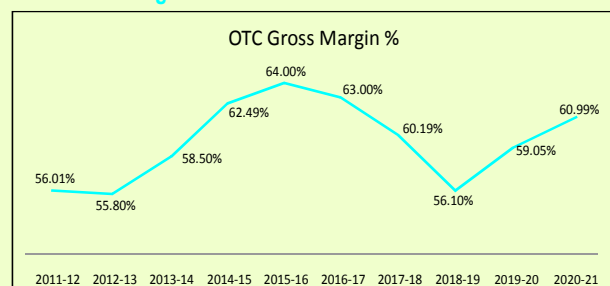
- Build distinctiveness to the existing brands by addressing consumer needs
- Expansion of pain business in Western and Northern Zones
- Further strengthening the existing markets by introducing new products through 'The Amrutanjan Way'
- Continue improving distribution reach by setting a specific milestone for each year. Scale-up distribution with specific targets on the appointment of distributors, super stockists, and sub-stockists
- Emerging D2C channel
- Roll out trial generation programmes across consumer touch points
- Specific growth plans to drive MT and E-Com
- Invest in brand building - Mass media, Digital, Trial generation, and Merchandising

Management Discussion and Analysis Report (contd.)

ANNEXURE - B

- Invest in Digital strategically for brands like AFRR, BPRO, Pain patch, Electro+, Comfy Ultra
- Scaling up of new categories launched in the past 3-5 years
- Focus on maintaining the Gross margin ~60%
- Build a higher price point portfolio with superior offerings in the Women's hygiene category.

OTC Gross Margin



Key raw material prices including menthol were lower when compared to FY20. Gross Margin has improved when compared to FY20 due to lower raw material prices & better absorption of fixed costs on account volume growth.

(c) SEGMENT WISE PERFORMANCE

	Rs In Lakhs	
	2020-2021	2019-2020
OTC:		
Net Sales	31,426.35	24,077.67
Segment Results	7,868.78	3,177.02
Beverages:		
Net Sales	1,708.32	1,829.92
Segment Results	(350.16)	(156.22)
Total Capital Employed	21,556.47	15,942.56

(d) OUTLOOK

The FMCG industry is expected to witness a flat growth this year also due to COVID Wave 2 and the possible Wave 3. The pandemic has impacted the supply chain dynamics and the stocking pattern by the retailers, which is likely to stay for rest of the year. Rural market is expected to continue the growth momentum. On top of it, this year is expected to have a good monsoon and likely to have positive effect on earnings of agrarian households and keep the rural sentiments upbeat.

E-Commerce has now settled into a growth trajectory and it is likely to continue for the rest of the year. The possible wave 3 and lockdowns (if any), will test the agility of this channel. Ensuring availability and last mile delivery will be the key to maintain high growth in this channel.

Amrutanjan's product portfolio, with "pure, health and essence" in its quality and utility, has responded positively to the recent wave as well and has shown little impact to the new normal.

(e) RISK AND CONCERN

The areas of concern in short term could be the impact of the situation arising out of the current pandemic and the resultant lockdown that is

announced from time to time as a control measure. Any further spreading of the disease and its economic fallout could influence some of our products range.

The unpredictable fluctuation in key raw material prices, risk of new product launch not panning out, supply chain disruptions, major changes in government policies & regulations are some of the long-term risks associated with our business.

(f) INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The adequacy of internal control systems and the processes are being audited every quarter in select areas by a qualified external auditors and reported to Audit Committee and the Board. The follow up action on the observations have been reported back with a timeline and status. Statutory compliances are monitored through a fully automated in-house alert system and adherence is certified by the Heads of Departments every quarter.

The Company has also established an In-house Internal Audit Wing reporting to the Chairman & Managing Director which conducts audit on internal checks and processes and provides suggestions for further improvement in each area audited. The in-house team coordinates with the Internal Auditors to ensure successful closure of their audit observations. The internal auditors have a free right to access to all required information.

(g) DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Company's financial performance with respect to operational performance can be enumerated as below:

	Rs In Lakhs	
	2020-2021	2019-2020
Net Revenue from Operations	33,284.40	26,147.67
Other Income	1,132.01	832.13
Total Income	34,416.41	26,979.80
Total Expenditure	25,808.99	23,076.37
PBIDT	8,607.42	3,903.43
Depreciation	366.97	435.94
PBIT	8,240.45	3,467.49
Interest	50.00	22.10
Profit before tax	8,190.45	3,445.39
Current / Earlier year Income Tax	1,973.00	943.00
Deferred Tax	98.41	(5.94)
Profit for the period	6,119.04	2,508.33
Other comprehensive Income (net of tax)	(2.80)	(29.37)
Total comprehensive income for the period	6,116.24	2,478.96
Key Financial Ratios (expresses as %)		
PBIDT/ Net Revenue from Operations	25.86%	14.93%
PBIT/ Net Revenue from Operations	24.76%	13.26%
PBT/Total Income	23.80%	12.77%
PAT/Total Income	17.78%	9.30%

Management Discussion and Analysis Report (contd.)

ANNEXURE - B

(h) MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

Our HR team plays a vital supporting role in making sure that Amrutanjan realises its business objectives. We aim to bring high level of enthusiasm, energy and motivation among the employees which are essential to achieve greater productivity, creativity and innovation.

Learning and Development:

Your company has adjusted its approach to meet the Learning and Development needs of our employees by imparting training through E-Learning Platform as physical class rooms training may not be an option for some time now due to frequent lockdowns and COVID 19 restrictions.

Your company has designed and executed customised learning programs for our sales team across India by engaging external experts to enhance employee capabilities and skills. The training was imparted at three levels, viz. Frontline, Managers and Sales Leaders. The objectives of these programs have been designed in such a way to improve selling skills of Frontlines, to enhance the managerial skills like man management and distributor management for Sales Managers and to improve the strategical decision making skills for Sales Leadership Team.

Occupational Health and safety:

All our manufacturing plants have followed a high level safety measures within the facilities and reported zero incidents during the year. Your company gives greater importance to generate awareness among employees on safety protocols to be followed in the Plants and conducted a few trainings also to ensure the same.



Safety training at Alathur factory

Combating Covid:

The management and employees have come together as a unified family and supported each other to ensure business continuity in the new normal. The employees were allowed to have the comfort of working from home during lockdowns and were provided with the required facilities and systems to discharge their duties.

The Company has rolled out a Standard Operating Procedure (SOP) in line with the Covid guidelines issued by the Central and State Governments strictly enforcing the preventive measures to avoid spreading of virus within the premises. It includes

1. Temperature Checks at entry and exit points
2. Wearing masks
3. Social Distancing
4. Frequent hand wash

The implementation and adherence of SOP has been keenly monitored by the leadership team and followed up through regular interactions and instructions to the workers & employees.



Temperature checks and social distance at entry points in OTC Plant



Inside Plant



Social distance adherence in Cafeteria

Management Discussion and Analysis Report (contd.)

ANNEXURE - B

A COVID 19 specific Employee Welfare Policy was announced to provide various relief and welfare benefits to lower level employees. The Policy enables granting of interest free advances to employees to meet his/her & family's covid hospitalisation expenses, reimbursement of hospitalisation expenses over and above the eligibility, etc. There was no downsizing of employee strength during the year other than the voluntary resignations.

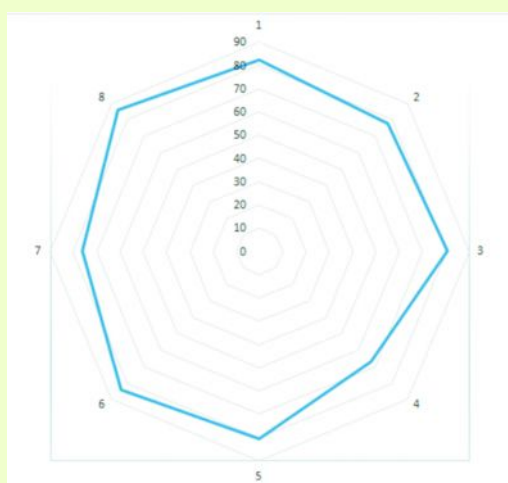


Vaccination of all employees within the campus has been facilitated and most of the employees have taken their first jab.

Covid Audit:

A third party audit was also conducted at our plant to assess the preparedness of safety protocols before reopening our facilities after the lockdown. The audit findings are given below:

Assessment Dimensions	Applicable Check Points	Highest score	Score Possible	% Achieved
1. Management Approach	24	96	79	82
2. Personal Hygiene	20	80	62	78
3. Social Hygiene	18	72	58	81
4. History	13	52	35	67
5. Preventive Measures	47	188	152	81
6. Awareness Campaigns & Communication	19	76	64	84
7. Performance Metrics	24	96	73	76
8. Misc	7	28	24	86
AVERAGE SCORE				80

**Women Workforce**

The company is eager to increase the size of women population in its employment to provide opportunities for women to show case their talent and participate in corporate growth. Currently, we have a strength of 13.56% women employees across functions excluding field force.

Employee Stock Option Plan (ESOP):

Your company has introduced Employee Stock Option Plan (ESOP) to select employees for the first time during the year. The main objective of ESOP is to create a sense of ownership and participation amongst the employees to get their share of the value they create for the company as a long term orientation. Options were granted to select employees as per the ESOP Scheme and according to the resolution passed by the shareholders.

HR Automation:

As part of the various initiatives taken by the Company to go paperless office, your company has initiated HR Automation to digitise various HR processes within the organisation. This automation will reduce the manual errors and also will improve the efficiency and transparency of the system.

Sourcing:

The recruitment division had to encounter a challenging situation for hiring the people in the midst of covid virus spread and resultant lockdowns. However, the recruitment process was made possible through virtual platforms and selection of new employees at all levels was completed virtually. As lack of availability of right talent for the given profile is likely to result in revenue loss to the Company, Amrutanjan has been able to assess the requirements in advance on the principle "Right people at the right place at the right time" in order to bridge the gap in talent sourcing to the maximum extent possible.

Leadership:

In order to strengthen our leadership team, we have hired Senior Level positions during the year. The management is determined to build a future-fit talent group to take it to the next level of growth while ensuring Person-Organisation fit. Various leadership programs are either conducted in-house or participated outside to enhance the quality of leadership within the company. Development of leadership skills has been done through various leadership interventions.

Rewards and Recognition

The company constantly creates new Incentive programs to motivate the sales force towards achieving their goals and rewarding them for the same. Your company has a vibrant variable pay policy which takes into account the company's performance, the individual's performance and the department's performance for working out the variable pay. The company values the employees serving for a longer tenure and reward them suitably. This will motivate other employees to stay and build a longer career within the company.

Management Discussion and Analysis Report (contd.)

ANNEXURE - B

Sexual Harassment Policy

As per the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('SHWW Act'), your company has a robust mechanism in place to address the complaints reported under it. Your company has constituted a Committee composed of internal and external members who have extensive experience in handling such complaints. In 2020-21, your company has no case of sexual harassment reported to the Committee. During the course of the year, several initiatives were taken to demonstrate the Company's Zero tolerance philosophy towards gender discrimination and sexual harassment.

Relationship with Union

Amrutanjan has maintained excellent relationship with its affiliated Union, Amrutanjan Health Care Limited Employees' Union. It enjoys cordial relationship with the Union and the Union representatives were taken into confidence on all IR issues so that no conflict arises between the union and the management.

The company is poised for growth in the coming years and the Human Resources practiced at Amrutanjan is fully in tune with the business requirements of the organization.

Despite challenges faced during the lockdowns, the company has ensured to fulfil its commitments towards employees and paid the salaries in full and in time so that they can carry on their personal obligations without hassle.

As on March 31, 2021, your Company had a strength of 667 employees.

(i) DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS & RETURN ON NET WORTH:

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the Company is required to provide details of significant changes (change of 25% or more as compared to the immediately previous financial year) in key sector-specific financial ratios.

Given below are the key financial ratios identified by the Company including return on net worth:

Particulars	2020-21	2019-20
Debtors Turnover Ratio (i)	15.09	8.80
Inventory Turnover Ratio	16.17	13.66
Interest Coverage Ratio	164.81	156.90
Current Ratio (ii)	4.28	3.22
Debt Equity Ratio	0.26	0.24
Operating Profit Margin (%) (iii)	24.76%	13.26%
Net Profit Margin (%) (iv)	18.38%	9.59%
Return on Net Worth (v)	28.39%	15.73%

- (i) Debtors turnover improved due to lower receivables (Rs.1,766.29 lakhs in CY vs Rs.2,646.36 lakhs in LY) and higher sales (Rs. 33,284.40 lakhs in CY vs Rs.26,147.67 lakhs in LY)
- (ii) Current ratio has increased due to increase in cash and cash equivalents in the current year.
- (iii) Operating profit margin has improved due to increase in net revenue in the current year.
- (iv) Net profit margin has improved due to increase in net revenue in the current year.
- (v) Return on net worth has increased due to accumulation of profits in the current year.

Formulae used for calculation of the ratios

Debtors Turnover Ratio	Revenue from Operations/Average of opening and closing trade receivables
Inventory Turnover Ratio	Revenue from Operations/Average of opening and closing Inventories
Interest Coverage Ratio	Profit before interest, taxes/Finance costs
Current Ratio	Current assets/Current liabilities
Debt Equity Ratio	Total Liabilities - Equity (net of cash) / Equity
Operating profit margin (%)	Profit before interest, taxes / Revenue from Operations
Net profit margin (%)	Profit after tax/Revenue from Operations
Return on net worth (%)	Profit after tax/Equity

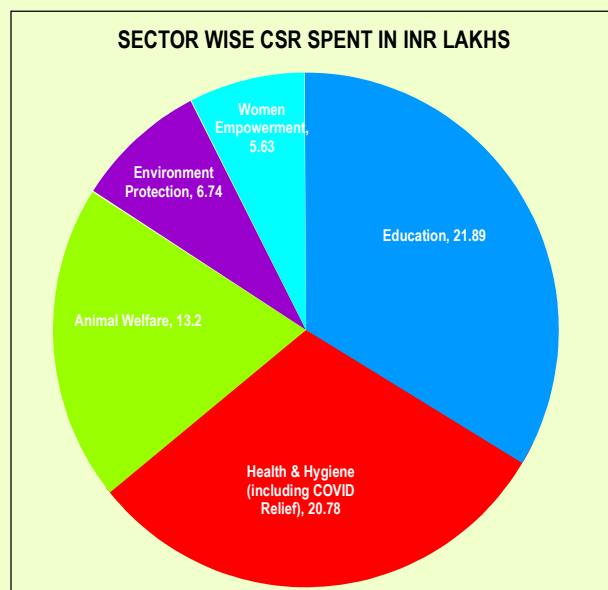
(j) CORPORATE SOCIAL RESPONSIBILITY

As we continue our success journey in business to bring maximum returns to our stakeholders, we at Amrutanjan are also conscious of our responsibility towards the society at large. Our CSR programs are being carried out with same vigour and responsibility to keep pace with the changing needs of humanity. The year 2020-21 was unprecedented with the negative impact created by COVID 19 and consequent lockdowns affecting the basic wants of a common man. Being a company caring for health of its customers, considerable portion of Amrutanjan's total CSR allocations for the year has been devoted to COVID relief and preventive measures.

Education, Health & Animal Welfare remain focus areas of our annual CSR plan. Out of the total amount of Rs. 68.24 lakhs incurred on CSR activities, an amount of Rs. 43.41 lakhs was routed through the prominent Non-Governmental Organisations who have the similar objectives, focus, experience and commitment to fulfil our CSR obligations. The balance amount of Rs. 24.83 lakhs was utilised for direct implementation of other CSR projects. The sector wise break up of total CSR spent during the year 2020-21 is given below:

Management Discussion and Analysis Report (contd.)

ANNEXURE - B

**Animal Welfare:**

- **“People for Animals” (PFA)** is India's largest animal welfare network who works to rescue and rehabilitate sick and needy animals. It organises shelters, ambulance services, sterilization programs, treatment camps and disaster rescue missions for animals. They also conduct education programs in schools to create awareness of animal welfare and protection, fight cases in court and lobby on animal issues in parliament. **The Chennai Unit of PFA has been receiving regular donation from Amrutanjan to meet their maintenance & operation cost.**

Women Empowerment:

- **IIMPACT**, established in 2003 by Alumni of IIM, Ahmedabad, is a registered NGO with a vision to create a positive impact on the education of girl children from socially and economically disadvantaged sections of society. It encourages and enables girl children to become an independent thinker and learner. Over 60,000 girls are currently enrolled in IIMPACT's girl child education programme. **Amrutanjan has been supporting this NGO to run five learning centres at Kanpur District in Uttar Pradesh under their signature program, “Girl Child Education Program”.**

Environment:

- **Sevalaya**, a charitable organisation established in 1988, is running free schools, hospitals, medical centres, old age homes, etc., at various places in Tamil Nadu. The Vision of Sevalaya is to serve the rural poor and transform them for an equitable, happy and fulfilled Society with an improved quality of life. **Amrutanjan has sponsored the construction of a roof top solar plant in one of their old age homes as an environment friendly project.**

**Health & Hygiene:**

- Amrutanjan's contribution towards **COVID 19 Relief and Preventive measures** was the major spend under Health Sector that was implemented by way of donations to **Red Cross Society** and by way of direct relief through supply of immunity packs and relief materials.

Education:

- Renovation of a century old school building for **Chennai High School** located in the heart of Chennai was funded by Amrutanjan;
- On request by the **Panchayat Union Primary School, Arkampet, Thiruvallur District, Tamil Nadu**, the expenses for laying of floor tiles in class rooms were borne by Amrutanjan.

Detailed report on CSR activities in the prescribed format is attached separately with the Board's Report.

Cautionary Statement

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking' within the ambit of applicable laws and regulations. Actual results, performance and achievements might differ substantially or materially from those expressed or implied. The Company's performance could also be affected due to the failure of monsoon which in turn may increase the input costs, major political and economic changes in India and changes in tax laws.

For and on behalf of the Board

Place : Chennai
Date : 14.08.2021

S Sambhu Prasad
Chairman and Managing Director



REPORT ON CORPORATE GOVERNANCE

ANNEXURE - C

The Report for the financial year ended March 31, 2021 on compliance by the Company with the Corporate Governance provisions as prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") as amended from time to time is given below:

I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Amrutanjan is committed to good corporate governance in all its activities and processes with honesty and accountability. The philosophy of the Company on corporate governance is to create an environment of fairness, equity, accountability and transparency in all its operations and business activities of the Company besides reflecting in its relations with the customers, suppliers, investors, government, etc. The Directors and the Senior Management Personnel are expected to conduct themselves in line with the standards observed in the Company's code of conduct both in letter and spirit. The Company recognizes that all the decisions and actions will be taken in accordance with the code of conduct and to enhance long-term shareholder value. Considerable emphasis is placed on accountability in decision making and ethics in implementing them.

Amrutanjan believes in implementing corporate governance practices in letter and in spirit and has adopted practices mandated by the Companies Act, 2013 ("the Act") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") and has established procedures and systems to remain compliant with it.

II. BOARD OF DIRECTORS

a. Changes during the Year

Mr. V Swaminathan, Non-Executive Independent Director of the Company, has resigned from the Board with effect from 12th December 2020 due to personal reasons and has given a confirmation that there are no other material reasons other than those provided.

b. (I) Composition, Category, Size of the Board

The Board of Directors of the Company is adequately balanced and comprises of an Executive Director, a Non- Executive Director and Independent Directors all of whom are professionals with considerable expertise and experience in their respective area of specialization. As on March 31, 2021, there were six(6) Directors on the Board, out of which four (4) are Independent Directors (constituting 67% of the Board's strength) including a Woman Director. The remaining two Directors belong to Promoter Category, one being a Non- Executive Director and the other is the Executive Director designated as "Chairman & Managing Director".

The directorships held by the Directors are within the limits prescribed under Section 165 of the Companies Act, 2013, ("Act"). In compliance with Regulation 17A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, "SEBI LODR", none of the Independent Directors of the Company serve as an Independent Director in more than seven (7) listed entities or three (3) listed entities as the case may be; None of the Directors of the Board is a member of more than ten (10) Committees or a Chairman of more than five (5) Committees across all Companies in which he/she is a Director as per Regulation 26 of SEBI LODR. All Directors (except one Director) have made necessary disclosures as on March 31, 2021, regarding their Directorship and Committee positions occupied by them in other Companies.

The details of number of directorships, committee membership, and attendance of each director at the Board Meetings and at the last Annual General Meeting of the Company are as follows

Name of the Director & DIN	Category / Designation	No of Meetings of the Board Attended		No of Directorship held in other Public Companies#		No of Committee Membership held in other Companies @		Whether attended (Last AGM September 23, 2020)
		Held	Attended	Chair Person	Member	Chair Person	Member	
S Sambhu Prasad (DIN: 00015729)	Executive Director, Chairman & Managing Director and Promoter	4	4	-	-	-	-	Yes
Dr. Pasumarthi S N Murthi (DIN : 00051303)	Non-Executive and Promoter Director	4	4	-	-	-	-	Yes
Dr. H B N Shetty (DIN : 00015465)	Non-Executive & Independent Director	4	4	-	-	-	-	Yes
Dr.(Ms.)Marie Shiranee Pereira (DIN: 05177560)	Non-Executive & Independent Director	4	4	-	-	-	-	Yes
Dr. S Vydeeswaran (DIN : 06953739)	Non-Executive & Independent Director	4	4	-	-	-	-	Yes
V Swaminathan (DIN: 06953687)	Non-Executive & Independent Director	4	2	-	-	-	-	Yes
G Raghavan (DIN :00820000)	Non-Executive & Independent Director	4	4	-	-	-	-	Yes

REPORT ON CORPORATE GOVERNANCE (Contd.)

1) excludes directorships held on the boards of Private Companies, Foreign Companies and Section 8 Companies

@ Companies, Membership in Audit Committee and Stakeholders' Relationship Committee of other public companies are considered as per Regulation 26 of the SEBI (LODR) Regulations.

* None of the directors on Board are related to each other as per the provision of Section 2(77) of the Companies Act 2013.

(ii) Chart setting out the skills, expertise and competence of the Board of Directors:

	S. Sambhu Prasad	G. Raghavan	Dr H B N Shetty	Dr S. Vydeeswaran	Dr (Ms) Marie Shiranee Pereira	Dr P S N Murthi
Entrepreneurial spirit Entrepreneurial spirit is what drives business to stand out and excel. This is a trait we consistently seek in our Board and senior leadership team. This cannot be quantified by academic qualifications alone.	Yes	Yes	Yes	Yes	Yes	Yes
Sales and Marketing As a consumer goods (fast moving) health care company, experience in developing strategies to grow sales and market share, build brand awareness and overall equity is a must.	Yes	Yes	No	No	No	No
Manufacturing and operations management We are a manufacturing company. Experience in large scale manufacturing across product lines and operations management is a requirement.	Yes	Yes	No	Yes	No	No
Finance and Risk Management Management of the finance function of an enterprise, and required know how in capital allocation, financial controls implementation, reporting of financial statements and related information, ability to advise the Board on risk management.	Yes	Yes	No	No	Yes	No
Research and Development Relevant experience in research and development of raw materials, formulations and finished products in the natural space.	No	No	Yes	Yes	Yes	Yes
Leadership and organisational development As a business where growth is driven by people, organisational development with a focus on human factors is a must.	Yes	Yes	Yes	Yes	Yes	Yes
Corporate Governance and Compliances Knowledge and experience to guide the management in framing and implementing good governance practices and compliance management systems.	Yes	Yes	Yes	No	No	No



REPORT ON CORPORATE GOVERNANCE (Contd.)

c. Number and dates on which the Board meetings were held

During the Financial year 2020-21, the Board met four (4) times. The maximum time gap between any two board meetings was not more than 120 days. The Board Meetings were held on the following dates:

June 18, 2020	August 13, 2020	November 12, 2020	February 11, 2021
---------------	-----------------	-------------------	-------------------

During the year, all recommendations made by the committees were approved by the Board

Board and Committee meetings through video conferencing (VC) or other audio visual means (OAVM) were made available to the Directors.

As per the Companies (Meetings of Board and its Powers) Rules, 2014 (Fourth Amendment Rules, 2020) dated 30th December 2020, meetings through VC/OAVM were permitted for approving the restricted items of businesses including financial statements.

d. Information supplied to the Board

The information as prescribed under Part A of Schedule II pursuant to Regulation 17(7) of SEBI LODR such as annual operating plans and capital budgets, quarterly results for the Company, minutes of meetings of audit committee and other committees of the board etc. have been placed before the Board for discussions and approval. The date of the Board Meeting(s) is informed to all Directors well in advance and detailed agenda notes are sent to each Director at least seven (7) days before the Board Meeting. The agenda items inter-alia includes secretarial & legal Compliance matters and financial reporting. Prior approval of the Board is obtained for circulating the agenda items with shorter notice for matters that form part of the Board and Committee agenda and are Unpublished Price Sensitive Information (UPSI). A business review presentation is made at each Board Meeting to appraise the directors on the performance of the Company. The Board provides strategic direction in improving the performance of the Company. Quarterly results, minutes of sub-committees, general notices of interest received from directors, annual budgets, legal compliance report, dividend proposals, authorizations for various business purposes are also placed and reviewed by the Board along with the senior management team of the Company.

e. Code of Conduct

The Board of directors of the Company has laid down Code of Conduct for the Directors of the Company.

The Code is available on the web site of the Company at the given link-<https://www.amrutanjan.com/pdf/CODE-OF-CONDUCT-OF-AHCL1.pdf>.

All the Directors except one have affirmed compliance with the Code of Conduct as on March 31, 2021. A declaration to this effect signed by the Chairman & Managing Director forms part of this report.

f. Compliance Structure

The Board also periodically reviews status of compliance of various laws applicable to the Company and the initiatives taken to improve the standards of compliance.

g. Familiarization Programme

The company has a system in place pursuant to Regulation 25(7) of SEBI LODR to familiarize its Independent Directors about the operations and functions of the company, its performance, the industry and business model of the company, major macro economic factors affecting the business, regulatory scenario, etc. The senior management team generally gives a brief presentation on these areas during the board meetings. The details of the programme are available in the company's web link <https://www.amrutanjan.com/pdf/FR.pdf>.

h. Meeting of Independent Directors

The Independent Directors of the Company meet without the presence of the Chairman & Managing Director / Chief Executive Officer, other Non-Independent Director, Chief Financial Officer, Company Secretary and any other Management Personnel. This Meeting is conducted to enable the Independent Directors to, inter-alia, discuss matters pertaining to review of performance of Non-Independent Directors and the Board as a whole, review the performance of the Chairman of the Company (taking into account the views of the Executive and Non-Executive Directors), assess the quality, quantity and timeliness of flow of information between the Company Management and the Board, that is necessary for the Board to effectively and reasonably perform its duties.

One meeting of all the Independent Directors was held during the last year on 18/06/2020 through VC to inter-alia discuss the following

- Performance of Non-Independent Directors and the Board as a whole
- Performance of the Chairman of the Company, taking into account the views of the other Directors.
- Quality, quantity and timelines of flow of information between the company and the Board which are necessary for the Board to perform its duties effectively.

The evaluation was done on parameters such as attendance, level of engagement and contribution, independence of judgment, safeguarding the interest of the company and its stakeholders, etc. The Independent Directors have expressed their satisfaction on the performance and effectiveness of the Board.

i. Prohibition of Insider Trading

Pursuant to provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time, to preserve the confidentiality and to prevent misuse of Unpublished Price Sensitive Information (UPSI), the Company has adopted a revised Code for Prohibition of Insider Trading which is applicable to the Designated Persons of the company effective from 1st April, 2019. The Code also provides for disclosures from the designated persons as required under the Regulations.

REPORT ON CORPORATE GOVERNANCE (Contd.)

j. Performance Evaluation Criteria

In terms of the requirement under the Companies Act, 2013 and the Listing Regulations, the Board carried out evaluation of its own performance, the directors individually and evaluation of working of the Committees of the Board during the financial year 2020-21. The structured evaluation process comprises of various aspects relating to the functioning of the Board and its Committees, number of Committees and their roles, frequency of meetings, level of participation, performance of duties and obligations and implementation of good corporate governance practices. The questionnaire of evaluation is a key part of the process of reviewing the functioning and effectiveness of each Board member.

The key roles expected to be performed by the Independent Directors relate to governance, control and guidance. The performance indicators of the Independent Directors include contribution to improve corporate governance practices, active participation in Board /Committee meetings and commitment to long-term strategic planning.

The Board has expressed satisfaction over the performance of all the Directors, its own and its Committees which reflected the overall engagement of the Directors, the Board and its Committees with the Company.

k. Shareholding of Non-Executive Directors

Sl.No	Name of the Non-executive Director	Category	No of shares held as on March 31, 2021
1.	Dr. Pasumarthi S N Murthi	Promoter	25,44,530
2.	Dr. H B N Shetty	Independent Director	-
3.	Dr. (Ms.) Marie Shiranee Pereira	Independent Director	-
4.	Dr. S Vydeeswaran	Independent Director	-
5.	G Raghavan	Independent Director	25,534

III. AUDIT COMMITTEE

Composition

In Compliance with the provisions of Section 177 of the Companies Act, 2013 and in accordance with the provisions of Regulation 18 of SEBI (LODR) Regulations, 2015, the Company has a qualified and independent Audit Committee consisting of four (4) Directors.

All the members of the Audit Committee are financially literate and have good knowledge of finance and business management. The Committee was chaired by Mr. V. Swaminathan, Non- Executive & Independent Director, until his resignation from the Board on 12th December, 2020. He was also present at the previous Annual General Meeting to answer the shareholder queries as mandated under Regulation 18 of the SEBI (LODR) Regulations, 2015.

The meetings of the Audit Committee are attended by the Chief Financial Officer, Statutory Auditors, Internal Auditors, and the Cost Auditor; whenever required, in the capacity of Invitees. The draft minutes of each Audit Committee meeting are placed in the meeting of the Board held subsequently. The Company Secretary is the Secretary to the Committee.

Terms of Reference

The terms of reference for the Audit Committee basically flows from and covers all the areas as stipulated under Section 177 of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014 and Regulation 18 of SEBI (LODR) Regulations, 2015.

PART C OF SCHEDULE II OF SEBI (LODR) REGULATIONS, 2015

A. The role of the audit committee shall include the following:

- oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - changes, if any, in accounting policies and practices and reasons for the same;
 - major accounting entries involving estimates based on the exercise of judgment by management;
 - significant adjustments made in the financial statements arising out of audit findings;
 - compliance with listing and other legal requirements relating to financial statements;
 - disclosure of any related party transactions;
 - modified opinion(s) in the draft audit report;
- reviewing, with the management, the quarterly financial statements before submission to the board for approval;

REPORT ON CORPORATE GOVERNANCE (Contd.)

6. reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
 7. reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
 8. approval or any subsequent modification of transactions of the listed entity with related parties;
 9. scrutiny of inter-corporate loans and investments;
 10. valuation of undertakings or assets of the listed entity, wherever it is necessary;
 11. evaluation of internal financial controls and risk management systems;
 12. reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 13. reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 14. discussion with internal auditors of any significant findings and follow up thereon;
 15. reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
 16. discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
 17. to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 18. to review the functioning of the whistle blower mechanism;
 19. approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
 20. carrying out any other function as is mentioned in the terms of reference of the audit committee.
 21. reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
 22. consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.
- B. The audit committee shall mandatorily review the following information:
1. management discussion and analysis of financial condition and results of operations;
 2. statement of significant related party transactions (as defined by the audit committee), submitted by management;
 3. management letters / letters of internal control weaknesses issued by the statutory auditors;
 4. internal audit reports relating to internal control weaknesses; and
 5. the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
 6. statement of deviations:
 - (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - (b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

SECTION 177 OF COMPANIES ACT 2013

The terms of reference of Audit Committee shall, inter alia, include,—

- (i) the recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- (ii) review and monitor the auditor's independence and performance, and effectiveness of audit process;
- (iii) examination of the financial statement and the auditors' report thereon;
- (iv) approval or any subsequent modification of transactions of the company with related parties;

Provided that the Audit Committee may make omnibus approval for related party transactions proposed to be entered into by the company subject to such conditions as may be prescribed

Provided further that in case of transaction, other than transactions referred to in section 188, and where Audit Committee does not approve the transaction, it shall make its recommendations to the Board:

Provided also that in case any transaction involving any amount not exceeding one crore rupees is entered into by a director or officer of the company without obtaining the approval of the Audit Committee and it is not ratified by the Audit Committee within three months from the date of the

REPORT ON CORPORATE GOVERNANCE (Contd.)

transaction, such transaction shall be voidable at the option of the Audit Committee and if the transaction is with the related party to any director or is authorised by any other director, the director concerned shall indemnify the company against any loss incurred by it:

- (v) scrutiny of inter-corporate loans and investments;
- (vi) valuation of undertakings or assets of the company, wherever it is necessary;
- (vii) evaluation of internal financial controls and risk management systems;
- (viii) monitoring the end use of funds raised through public offers and related matters.

The Audit Committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the company.

The Audit Committee shall review and monitor the adequacy and effectiveness of internal control systems to ensure compliance under SEBI (PIT) Regulations, 2015 as well as Company's Code of Conduct/Policies framed under these Regulations;

The Audit Committee shall order for an enquiry in the event of leak or suspected leak of Unpublished Price Sensitive Information (UPSI) and recommend suitable disciplinary action as may be required

Meetings & Attendance

During the year under review, the Audit Committee has met four (4) times on June 18, 2020, August 13, 2020, November 12, 2020 and February 11, 2021 and the attendance of the members are as below :

S.No	Name of the Member	Category	No. of Meetings Attended
1.	V Swaminathan	Chairperson, Non-Executive & Independent Director (Resigned w.e.f 12/12/2020)	3
2.	Dr. H B N Shetty	Member, Non-Executive & Independent Director	4
3.	S Sambhu Prasad	Member, Executive and Promoter Director	4
4.	Dr.(Ms.) Marie Shiranee Pereira	Member, Non-Executive & Independent Director	4
5.	G. Raghavan	Non-Executive & Independent Director	4

IV. NOMINATION and REMUNERATION COMMITTEE

(a) Composition & Attendance

Nomination and Remuneration Committee/Compensation Committee (NRC) has been constituted by the Board as per the requirements of Section 178(1) of the Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations, 2015 which comprises of Four (4) Directors. During the year under review, the Committee met Four (4) times on June 18, 2020, August 13, 2020, October 01, 2020, and November 12, 2020 which was chaired by Mr. G. Raghavan, Non- Executive & Independent Director. The Company Secretary is the Secretary to the Committee.

The attendance details of the members is as follows:

S.No	Name of the Member	Category	No. of Meetings Attended
1.	G. Raghavan	Chairperson, Non-Executive & Independent Director	4
2.	Dr. H B N Shetty	Member, Non-Executive & Independent Director	4
3.	Dr. Pasumarthi S N Murthi	Member, Non-Executive and Promoter Director	4
4.	Dr. S Vydeeswaran	Member, Non-Executive & Independent Director	4

(b) Terms of Reference

PART D OF SCHEDULE II OF SEBI (LODR) REGULATIONS, 2015

Role of committee shall, inter-alia, include the following:

1. formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
2. formulation of criteria for evaluation of performance of independent directors and the board of directors;
3. devising a policy on diversity of board of directors;
4. identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
5. whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
6. recommend to the board, all remuneration, in whatever form, payable to senior management.

SECTION 178 OF COMPANIES ACT 2013

The Nomination and Remuneration Committee shall identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall specify the manner for

REPORT ON CORPORATE GOVERNANCE (Contd.)

effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance.

The Nomination and Remuneration Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

The Nomination and Remuneration Committee shall, while formulating the policy shall ensure that

- the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals:

V) REMUNERATION TO DIRECTORS

Shareholders at the 83rd Annual General Meeting held on September 23, 2020 approved a sum not exceeding 1% per annum of the net profits of the Company calculated in accordance with the provisions of Section 198 of the Companies Act, 2013 to be paid and distributed among some or all of the directors of the Company (other than the Executive Directors) in a manner decided by the Nomination and Remuneration Committee and this payment will be made with respect to the profits of the Company for each year.

The commission for Non-Executive Directors is determined based on the performance evaluation and recommendation of the Remuneration Committee and finally approved by the Board. The criteria, inter-alia, includes attendance in Board & Committee meetings, participation as Chairman or Member in the Committees, contribution in corporate planning, etc. The commission & sitting fees paid for the year ended March 31, 2021, to the Non-Executive Directors are as follows

S.No	Name of the Director	Commission (Rs. in lakhs)	Sitting Fees (Rs. in lakhs)	Total Amount (Rs. in lakhs)
1.	Dr. Pasumarthi SN Murthi	7.10	1.50	8.60
2.	Dr. HBN Shetty	10.60	2.00	12.60
3.	Dr. (Ms.) Marie Shiranee Pereira	8.20	1.20	9.40
4.	Dr. S Vydeeswaran	9.40	1.60	11.00
5.	V Swaminathan (upto 12.12.2020)	7.00	0.70	7.70
6.	G Raghavan	17.65	1.60	19.25
	TOTAL	59.95	8.60	68.55
	Eligible as per the Act	84.05	-	-

No other remuneration was paid to Non-Executive Directors other than the above.

REMUNERATION TO KEY MANAGERIAL PERSONNEL

(Rs. in lakhs)

Sl.No.	Particulars of Remuneration	Key Managerial Personnel		
		CMD	CFO	CS
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	109.65	32.36	23.11
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	3.60	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit, others, specify...	54.50	-	-
5	Others - Variable pay	-	-	-
	Total	167.75	32.36	23.11
	Eligible as per the Act	420.25	-	-

REPORT ON CORPORATE GOVERNANCE (Contd.)

VI. STAKEHOLDERS' RELATIONSHIP COMMITTEE

a) Composition & Attendance

The Stakeholders Relationship Committee (SRC) has been constituted by the Board as per the requirements of Section 178(5) of the Companies Act, 2013 and Regulation 20 of SEBI (LODR) Regulation, 2015 and comprises of three (3) Directors. During the year, the committee met thrice (3) on June 18, 2020, November 12, 2020, & February 11, 2021 which was chaired by Dr. S Vydeeswaran, Non- Executive & Independent Director. The Company Secretary is the Secretary to the Committee. The attendance details of the members are as follows:

S.No	Name of the Member	Category	No. of Meetings Attended
1.	Dr. S Vydeeswaran	Chairperson, Non-Executive & Independent Director	3
2.	Dr. H B N Shetty	Member, Non-Executive & Promoter Director	3
3.	Dr. Pasumarthi S N Murthi	Member, Non-Executive & Promoter Director	3

Name and Designation of the Compliance Officer : M. Srinivasan - Company Secretary

b) Terms of Reference

PART D OF SCHEDULE II OF SEBI (LODR) REGULATIONS, 2015

The role of the committee shall inter-alia include the following:

- (1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non- receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- (2) Review of measures taken for effective exercise of voting rights by shareholders.
- (3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- (4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

SECTION 178 OF COMPANIES ACT 2013

The Stakeholders Relationship Committee shall consider and resolve the grievances of security holders of the company.

The total number of complaints received and resolved (under SCORES) to the satisfaction of the shareholders during the year under review was Two (2). As on March 31, 2021, no investor grievance has remained unattended/ pending for more than thirty days

VII. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The CSR Committee has been constituted in accordance with the provisions of Section 135 of the Companies Act, 2013 and consists of three (3) members. During the year, the committee met two (2) times on June 18, 2020, and February 11, 2021 which was chaired by Dr. S Vydeeswaran, Non-Executive & Independent Director. The Company Secretary is the Secretary to the Committee. The attendance details of the members are as follows:

S.No	Name of the Member	Category	No. of Meeting Attended
1.	Dr. S Vydeeswaran	Chairperson, Non-Executive & Independent Director	2
2.	Dr. H B N Shetty	Member, Non-Executive & Independent Director	2
3.	S Sambhu Prasad	Member, Executive & Promoter Director	2

Some of the key initiatives taken by the Company during the year under review are explained in "Annexure F".

b) Terms of Reference

SECTION 135 OF THE COMPANIES ACT, 2013

The role of the committee shall inter-alia include the following:

- To formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act
- To recommend to the Board the amount of expenditure to be incurred on CSR activities and Annual Action plan for the financial year
- To institute a transparent monitoring mechanism for implementation of CSR projects or activities
- To monitor the CSR activities being undertaken by the Company



REPORT ON CORPORATE GOVERNANCE (Contd.)

VIII. GENERAL BODY MEETINGS

a) Details of Annual General Meeting(s) held during the last three years are as under :

Year	Day / Date	Venue	Time	Special Resolutions Passed
2017-18	September 17, 2018 (Eighty first AGM)	Narada Gana Sabha (Sathguru Gnananandha Hall), No:314 (Old No:254), T.T.K.Road, Chennai-18	10.30 A.M	- Re-appointment of 2 Independent Directors of the Company for a second term of Five (5) years pursuant to Section 149, 150 and 152 of the Companies Act, 2013. - Re-appointment of a Non-Executive Director of the Company for a period of one year pursuant to section 149, 152(6) of the Companies Act, 2013 and Regulation 17(1A) of SEBI (LODR) (Amendment) Regulations 2018. - For continuation of office of one Independent Director pursuant to Regulation 17(1A) of SEBI (LODR) (Amendment) Regulations 2018.
2018-19	September 25, 2019 (Eighty second AGM)		10.30 A.M	- Re-appointment of a Non-Executive Director of the Company for a period of one year pursuant to section 149, 152(6) of the Companies Act, 2013 and Regulation 17(1A) of SEBI (LODR) (Amendment) Regulations, 2018.
2019-20	September 23, 2020 (Eighty Third AGM)	Thru Video Conferencing/Other Audio Visual Means Deemed Venue - Amrutanjan Health Care Limited 103, Luz Curch Road, Mylapore, Chennai-600004.	10.30 A.M	- Re-appointment of a Non-Executive Director of the Company for a period of one year pursuant to section 149, 152(6) of the Companies Act, 2013 and Regulation 17(1A) of SEBI (LODR) (Amendment) Regulations 2018. - For continuation of office of one Independent Director pursuant to Regulation 17(1A) of SEBI (LODR) (Amendment) Regulations 2018. - a) To approve the 'Amrutanjan Health Care Limited Employees Stock Option Scheme 2020. b) To approve (i) The use of the trust route for the implementation of the Amrutanjan Health Care Limited Employees Stock Option Scheme 2020 (Scheme 2020) (ii) Secondary acquisition of the equity shares of the Company by the trust to be set up; and (iii) Grant of financial assistance / provision of money by the Company to the trust to fund the acquisition of its equity shares, in terms of the Scheme 2020 c) To approve extension of benefit of 'Amrutanjan Health Care Limited Employees Stock Option Scheme 2020 to future Subsidiaries.

b) Special Resolutions passed through Postal Ballot during the year 2020-21:

No special resolution was passed by Postal ballot during the year 2020-21.

c) Passing of Special Resolutions through Postal Ballot, during the year 2021-22:

Your Company does not foresee any event requiring approval of Shareholders by way of Postal ballot for the year 2021-22. In case of any requirement the Company shall comply with the provisions of Companies act 2013 and the rules made thereunder.

IX. MEANS OF COMMUNICATION

Your Company recognizes the importance of two-way communication with shareholders and of giving a balanced report of results and progress and responds to questions and issues raised in a timely and consistent manner. Shareholders seeking information may contact the company directly throughout the year. They also have an opportunity to ask questions in person at the Annual General Meeting.

A. Quarterly Results

The approved financial results are forthwith sent to the Stock Exchanges where the shares of the company are listed/traded and are also displayed on the Company's web link - <https://www.amrutanjan.com/financials.html>. Generally the results are published in Financial Express (English) and Tamil Murasu (Tamil) newspapers within forty eight hours of approval thereof. However the same has been dispensed with due to COVID 19 pandemic.

B. News Releases, Presentations, etc.

Official news releases and presentations made to media, institutional investors, analysts, etc. are displayed on the Company's website www.amrutanjan.com

REPORT ON CORPORATE GOVERNANCE (Contd.)

C. Website

The Company's website www.amrutanjan.com contains a separate dedicated section 'Investors' where shareholders information is available. Quarterly Results, Annual Reports, Code of Conduct and Ethics, Presentation to Investors and Shareholding Pattern are also available on the website in a user friendly and downloadable form.

D. Annual Report

The Annual Report containing inter-alia the Chairman & Managing Director's Letter, Audited Annual Accounts, Board's Report, Auditors' Report, Corporate Governance Report, and other important information is circulated to Members and others entitled thereto. The Management Discussion and Analysis Report forms part of the Annual Report.

E. Designated Exclusive Email ID:

The Company has a designated E-mail ID viz.: shares@amrutanjan.com exclusively for investor servicing. This E-mail ID has been displayed on the Company's website www.amrutanjan.com

X. GENERAL SHAREHOLDER INFORMATION

Particulars	Description								
AGM date, time and venue	Thursday, 23rd September, 2021 at 10.30 AM (thru VC)								
Financial Year	2020-21								
Financial Calendar	<table border="1"> <tr> <td>Quarter 1</td><td>1st April to 30th June</td></tr> <tr> <td>Quarter 2</td><td>1st July to 30th September</td></tr> <tr> <td>Quarter 3</td><td>1st October to 31st December</td></tr> <tr> <td>Quarter 4</td><td>1st January to 31st March</td></tr> </table>	Quarter 1	1 st April to 30 th June	Quarter 2	1 st July to 30 th September	Quarter 3	1 st October to 31 st December	Quarter 4	1 st January to 31 st March
Quarter 1	1 st April to 30 th June								
Quarter 2	1 st July to 30 th September								
Quarter 3	1 st October to 31 st December								
Quarter 4	1 st January to 31 st March								
Date of Book Closure	17.09.2021 to 23.09.2021 (both days inclusive)								
Registered Office	No. 103, (Old No.42-45) Luz Church Road, Mylapore, Chennai – 600 004								
Website	www.amrutanjan.com								

Listing on Stock Exchanges

The Company's shares are listed on the National Stock Exchange of India Limited (NSE), Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051. The shares of the Company are also permitted to be traded under the permitted securities category on the Bombay Stock Exchange Limited (BSE). The Company has paid the Listing Fee to the National Stock Exchange and there are no dues pending.

Stock Code/Scrip code & ISIN No:

S.No	Name of the Exchange	Scrip code
1.	Bombay Stock Exchange Limited	590006
2.	National Stock Exchange of India Limited	AMRUTANJAN
3.	ISIN for Dematerialized Equity shares (NSDL and CDSL)	INE098F01031

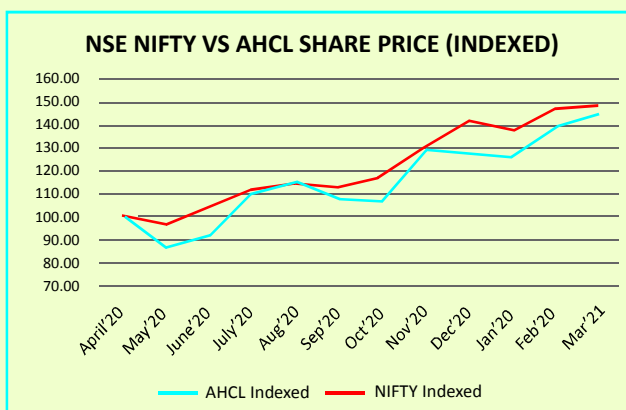
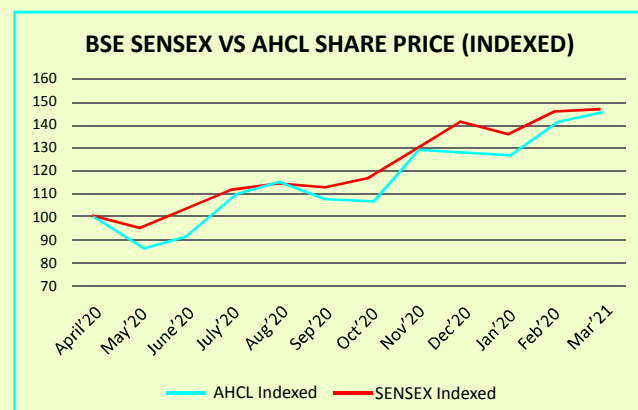


REPORT ON CORPORATE GOVERNANCE (Contd.)

Market Price Data:

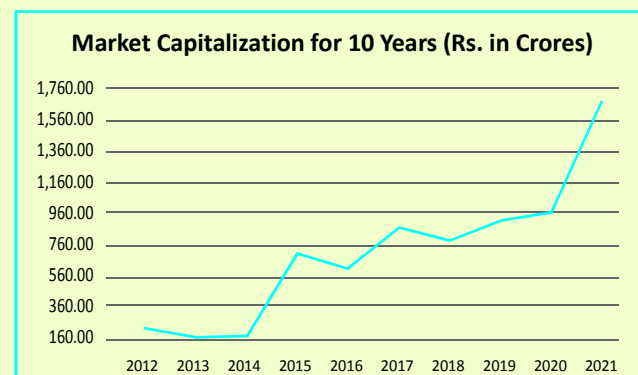
Stock Price data: Monthly High & Low during FY 2020-21

Month	Bombay Stock Exchange Ltd (BSE) (in Rs. per Share)		National Stock Exchange of India Ltd (NSE) (in Rs. per Share)	
	Month's high	Month's Low	Month's high	Month's Low
April 2020	439.00	305.00	440.50	301.00
May 2020	384.60	321.00	371.65	320.10
June 2020	403.80	341.00	404.00	340.00
July 2020	446.40	350.40	421.55	355.00
August 2020	493.25	422.00	496.65	422.20
September 2020	479.90	417.85	481.00	418.00
October 2020	438.90	405.00	432.95	400.25
November 2020	509.95	406.00	518.70	409.50
December 2020	539.00	465.00	527.90	465.95
January 2021	568.60	483.05	581.95	483.00
February 2021	598.35	489.80	595.05	489.65
March 2021	574.50	481.90	572.95	439.40



Market Capitalization

The market capitalization of Amrutanjan has been showing an increasing trend over the years as depicted in the graph below. Amrutanjan is ranked at 615 based on Market Capitalization as per the list released by NSE on 31st March, 2021.



Note: The Market Capitalization is based on year ended closing prices quoted in NSE

REPORT ON CORPORATE GOVERNANCE (Contd.)

Registrar and Share Transfer Agents

Cameo Corporate Services Limited,

'Subramaniam Building', No.1, Club House Road, Chennai - 600 002,

Telephone No.: (044) 28460390, Fax No.: (044) 28460129

Email: investor@cameoindia.com

Share Transfer system:

Presently, the share transfers which are received in physical form are processed and the share certificates are returned within the stipulated period from the date of receipt, if the documents are clear in all respects. As on March 31, 2021, no Equity Shares were pending for transfer. On a half-yearly basis the compliance with the share transfer formalities is audited by a Practising Company Secretary (PCS) in terms of Regulation 40(10) of SEBI (LODR) and a certificate to this effect is filed with the stock exchanges. Also reconciliation of share capital audit in terms of regulation 76 of SEBI (Depositories and Participants) Regulations, 2018 is taken up on a quarterly basis and the report of the PCS is filed with the stock exchanges certifying that the total listed capital of the Company is in agreement with the total number of shares in physical and dematerialized form and that there is no difference between the issued and the listed capital of the Company.

Distribution of Shareholding as on March 31, 2021

Shareholding	Shareholders		Share Amount	
	Numbers	% to total	In Rs.	% to total
1-5000	31,201	99.04	58,93,279	20.16
5001-10000	146	0.46	10,66,849	3.65
10001-20000	82	0.26	11,68,443	4.00
20001-30000	25	0.08	6,22,574	2.13
30001-40000	7	0.02	2,46,864	0.84
40001-50000	7	0.02	3,35,470	1.15
50001-100000	21	0.07	14,36,927	4.92
100001 and above	15	0.05	1,84,60,224	63.15
Total	31,504	100.00	2,92,30,630	100.00

Distribution of shares by category as on March 31, 2021

Category	No of shares held	Percentage (%)
Promoters	1,46,22,110	50.02
General Public and Others	1,05,74,204	36.18
Body Corporate	7,28,841	2.49
NRIs	4,35,133	1.49
Banks/FI	25,460	0.09
FII/FPI	5,84,579	2.00
Trusts	1,000	0.00
Clearing Member	71,987	0.25
Mutual Funds	21,44,365	7.33
Directors/Relatives	25,534	0.09
Employee Trust- Non Public	17,417	0.06
TOTAL	2,92,30,630	100.00%

Dematerialization of shares and liquidity

The shares of the company are in compulsory demat mode and are available for trading in the depository systems of both National Securities Depository Limited (NSDL) & Central Depository Services (India) Limited (CDSL). As on March 31, 2021, equity shares representing 96.28% of the total number of shares are in dematerialized form.



REPORT ON CORPORATE GOVERNANCE (Contd.)

Particulars	As on March 31, 2021		As on March 31, 2020	
	No. of Shares	% to Total Capital	No. of Shares	% to Total Capital
Physical	10,89,034	3.72%	12,33,207	4.22%
Demat	2,81,41,596	96.28%	2,79,97,423	95.78%
Total	2,92,30,630	100%	2,92,30,630	100%

Dividend

The Board at its meeting(s) held on November 12, 2020, and February 11, 2021, had approved interim dividend of an aggregate of Rs. 1.60 /- per equity share (Re. 0.80/- each per equity share of Re. 1/- in each meeting) on the equity shares of the Company which was paid on December 01, 2020 and March 04, 2021, respectively.

Further, Board, in its meeting held on 27th May 2021, has recommended a final dividend of Rs. 2.60/- per equity share of face value of Re. 1/- each for the approval of the shareholders in the upcoming Eighty Fourth (84th) Annual General Meeting

Unpaid / Unclaimed Dividends and Transfer to IEPF:

Pursuant to the provisions of Section 124 of the Companies Act, 2013, dividend which remain unclaimed for a period of seven years is required to be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government. During the year, the company had transferred to IEPF an unclaimed dividend of Rs.3,52,360 and Rs.6,82,186 for the financial year 2012-13 interim and final respectively.

Further the Company had filed with Registrar of Companies, the details of unpaid and unclaimed dividends lying with the Company as on the date of last Annual General Meeting and the same has been uploaded on the website of the Company <https://www.amrutanjan.com/si.html>

Unclaimed Shares

Pursuant to the provisions of Section 124(6) and 125 of the Companies Act, 2013 read with Investor Education and Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, the company is required to transfer shares in respect of which dividend has not been paid or claimed for seven (7) consecutive years or more. During the year the Company has transferred shares to IEPF Authority as detailed under:

Years from which dividend has remained unclaimed/unpaid for seven consecutive years	No of shares
2012-13 (Interim Dividend)	12,471
2012-13 (Final Dividend)	7,152

The shareholders, however, may claim the said shares along with corporate actions accrued by following the procedure prescribed by the IEPF authority

Intimation regarding the shares relating to unclaimed dividend of upcoming years which are liable to transfer to IEPF Authority would be sent to all these shareholders, at their latest known addresses. In accordance with the said rules, the requisite details would be made available on the web-link <https://www.amrutanjan.com/si.html>. The concerned Shareholders are requested to claim their dividend before the due date of transfer of shares to IEPF

Unclaimed Shares Suspense Account:

The Company has completed the process of transferring unclaimed shares certificates after the share split done in 2018 as per procedure laid down in Regulation 39(4) read with Schedule VI of SEBI (LODR) Regulations, 2015. Accordingly, after sending three reminders Company has transferred 94,250 unclaimed shares to separate account styled as AMRUTANJAN HEALTH CARE LIMITED- UNCLAIMED SUSPENSE ACCOUNT in January 2021. Shareholders can claim their share certificates after following the procedure prescribed in these Regulations.

Relevant disclosure under Part F of Schedule V to SEBI LODR are as under:

Sl.No	Particulars	No of Shareholders	No of Shares
1	Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the beginning of the year (at 31/01/2021)	90	94,250
2	Number of shareholders who approached the issuer for transfer of shares from the Unclaimed Suspense Account during the year (Jan- March 2021)	-	-
3	Number of shareholders to whom shares were transferred from the Unclaimed Suspense Account during the year	-	-
4	Shares transferred to IEPF during the year	-	-
5	Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the end of the year	90	94,250

REPORT ON CORPORATE GOVERNANCE (Contd.)

Plant Location

OTC Division		Beverage Division
Plot No.37, 38 & 39, SIDCO Pharmaceutical Complex, Alathur Village, Thiruporur Taluk, Kancheepuram District, Tamil Nadu 603 110	Plot No:14, Industrial Development Area, Uppal, Hyderabad- 500 039.	160/1-A, Aranvoyal Village, Tiruvallur Taluk & District Tamil Nadu - 602 025.

Address for correspondence:

For transfer/dematerialization of shares, payment of dividend and other queries relating to the shares may be addressed to:

For shares held in Physical form	For shares in Dematerialized mode
Cameo Corporate Services Limited, 'Subramaniam Building', No.1, Club House Road, Chennai 600 002 Tele No: (044) 28460390, Fax No. 044- 28460129 Email: investor@cameoindia.com	To the respective Depository participant of the Beneficial owners

XI. OTHER DISCLOSURES

- a. Details of transactions of material nature with any of the related parties as specified in IND AS 24 - Related Party Disclosures have been reported in the notes on accounts.
- b. The Company has complied with all the requirements of regulatory authorities and no penalties / strictures were imposed on the company by the Stock Exchanges or SEBI, or any Statutory Authority on any matter related to capital markets, during the last three years.
- c. The Company has adopted a Whistle Blower policy and has not denied access to any personnel to approach the Management or the Audit Committee on any issue.
- d. The Company has complied with Clause 2(I) of Para C of Schedule V of SEBI LODR and confirm that Independent Directors fulfil the conditions specified in these regulations and are independent of the Management.
- e. Pursuant to Regulation 34 and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the total amount paid to Statutory Auditors of the Company for the FY ended 31st March 2021 is Rs. 30 Lakhs
- f. Details of compliance with Mandatory Requirements.
 - I. The CEO / CFO Certification of the Financial Statements and the Cash Flow Statement for the year under review forms part of the Annual Report.
 - II. A Certificate from Practising Company Secretary confirming compliance with the conditions of Corporate Governance as stipulated in 34(3) of SEBI (LODR) Regulations, 2015 forms part of this Report.
 - III. A Certificate from Practising Company Secretary confirming the eligibility of the Directors forms part of this Report
- g. The web link where policy on dealing with related party transactions is available at <https://www.amrutanjan.com/policy.html>
- h. The Internal auditors of the Company directly submit their report to the Audit Committee every quarter.
- i. The Company has duly complied with the requirements of Regulations 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI (LODR) Regulations, 2015.
- j. During the year 2020-21, no complaints were received by the Company related to sexual harassment.



REPORT ON CORPORATE GOVERNANCE (Contd.)

COMPLIANCE CERTIFICATE UNDER REGULATION 17(8) OF SEBI (LODR) Regulations, 2015

We, S Sambhu Prasad, Chairman and Managing Director and N Swaminathan, Chief Financial Officer of the Company, do hereby confirm and certify that:

1. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2021 and to the best of our knowledge and belief that:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
 - (ii) these statement together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal control for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies. In our opinion there are adequate internal controls over financial reporting.
4. We have indicated to the Auditors and the Audit Committee
 - (i) Significant changes in the internal control over financial reporting during the year;
 - (ii) Significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements; and
 - (iii) That there are no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For **AMRUTANJAN HEALTH CARE LIMITED**

Place : Chennai
Date : 14.08.2021

S SAMBHU PRASAD
Chairman & Managing Director

N SWAMINATHAN
Chief Financial Officer

REPORT ON CORPORATE GOVERNANCE (Contd.)

PRACTISING COMPANY SECRETARY CERTIFICATE ON CORPORATE GOVERNANCE

To the members of Amrutanjan Health Care Limited

We have examined the compliance of conditions of Corporate Governance by Amrutanjan Health Care Limited, for the year ended on March 31, 2021 as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion of the financial statements of the Company

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Regulations

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

For SPNP & Associates
Practising Company Secretary

P Sriram

Proprietor

C.P No: 3310

UDIN: F004862C000775665

Place : Chennai

Date : 14.08.2021

DECLARATION ON CODE OF CONDUCT

As provided under SEBI (LODR) Regulations, 2015, I hereby declare that the Board Members and Senior Management have affirmed compliance with the Code of Conduct of Board of Directors and the Senior Management for the year ended March 31, 2021

Place : Chennai

Date : 14.08.2021

S Sambhu Prasad
Chairman & Managing Director



REPORT ON CORPORATE GOVERNANCE (Contd.)

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To

The Members of AMRUTANJAN HEALTH CARE LIMITED
NO.103, (OLD NO.42-45) LUZ CHURCH ROAD,
MYLAPORE CHENNAI TN 600004.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **M/s. AMRUTANJAN HEALTH CARE LIMITED** having **CIN: L24231TN1936PLC000017** and having registered office at No. 103, (Old No.42-45) Luz Church Road, Mylapore Chennai 600004 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

1	Hanehallibhandimat Narayan Shetty	00015465	31/07/2003
2	Sambhuprasad Sivalenka	00015729	22/01/1999
3	Sathyanarayana Pasumarthi Murthi	00051303	05/08/1989
4	Raghavan Govindan	00820000	15/05/2015
5	Marie Shiranee Pereira	05177560	02/11/2011
6	Vydeeswaran Sambasivam	06953739	22/09/2014

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is only to express an opinion on these based on my verification.

For SPNP & Associates
Practising Company Secretary

Place : Chennai
Date : 07.05.2021

P Sriram
Proprietor
C.P No: 3310
UDIN: F004862C000255191

Annexure Forming part of the Board's Report

ANNEXURE - D

BUSINESS RESPONSIBILITY REPORT

Your directors present the Business Responsibility Report of the Company for the financial year ended on 31st March 2021, pursuant to Regulation 34 (2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015(SEBI LODR) as amended by SEBI (LODR) (Fifth Amendment) Regulations, 2019.

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1	Corporate Identity Number (CIN) of the Company	L24231TN1936PLC000017
2	Name of the Company	AMRUTANJAN HEALTH CARE LIMITED
3	Address of the Registered Office	NO.103,(OLD NO. 42-45), LUZ CHURCH ROAD, MYLAPORE CHENNAI - 600004
4	Website	www.amrutanjan.com
5	E-mail Id	shares@amrutanjan.com
6	Financial Year reported	2020-2021
7	Sector(s) that the Company is engaged in (industrial activity code-wise)	Manufacture of ayurvedic pharmaceutical preparations (NIC Code 21003) and fruit based beverages (NIC Code 10304)
8	List of 3 key products/services	Ayurvedic Pain Balms, Non-alcoholic beverages, Sanitary Napkins
9	Total number of locations where business activity is undertaken by the Company	Amrutanjan has 3 factories and has 6 Branches spread across India.
10	Markets served by the Company	The company's products are distributed PAN India and are also marketed predominantly in African, Middle East and South East Asian Countries

SECTION B: FINANCIAL DETAILS OF THE COMPANY:

1	Paid up Capital (INR)	2,92,30,630
2	Total Turnover (INR) (Gross)	36,778.15 lakhs
3	Total profit after taxes (INR)	Rs. 6,119.04 lakhs
4	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	2% of the average net profits of the last 3 years. 68.24 lakhs were spent during 2020-21
5	List of activities in which expenditure in 4 above has been incurred	(a) Animal protection & welfare – Rs. 13.20 lakhs (b) Education – Rs. 18.89 lakhs (c) Health (including COVID Relief) – Rs. 20.78 lakhs (d) Women empowerment – Rs. 8.63 lakhs (e) Environment – Rs. 6.74 Lakhs

SECTION C: OTHER DETAILS

1	Does the Company have any Subsidiary Company/Companies?	No
2	Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company?	Not Applicable
3	If yes, then indicate the number of such Subsidiary Company(s)	Not Applicable

SECTION D: BR INFORMATION

1. Details of Director/Directors responsible for BR

(a) Details of the Director responsible for implementation of the BR policy/policies:

1.	DIN Number	00015729
2.	Name	S. SAMBHU PRASAD
3.	Designation	Chairman & Managing Director

Annexure Forming part of the Board's Report

ANNEXURE - D

(b) Details of the BR head:

No.	Particulars	Details
1	DIN Number (if applicable)	Not Applicable
2	Name	S. Jeyakanth
3	Designation	Chief Operating Officer (Supply Chain & Product Delivery)
4	Telephone number	98418 29493
5	e-mail id	Jeyakanths@amrutanjan.com

2. Principle-wise (as per NVGs) BR Policy/policies

The National Voluntary Guidelines on Social, Environmental & Economic Responsibilities of Business (NVGs) released by the Ministry of Corporate Affairs has adopted the following nine areas of Business Responsibility. The corresponding policies in force in Amrutanjan are given against each principle.

S. No.	Description of the Principle	Reference to Amrutanjan Policies
P1	Business should conduct and govern themselves with Ethics, Transparency and Accountability;	"Code of Conduct (CoC) for Directors and Senior Management", "CoC for Employees", "Our Values", "Whistle Blower Policy" "Corporate Communication Policy"
P2	Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle;	"Quality Policy", "Food Safety Policy", "Procurement Policy"
P3	Businesses should promote the well being of all employees;	HR Policies, "Policy on Prevention of Sexual Harassment to Women", "Policy on Employee Welfare"
P4	Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized;	"Corporate Social Responsibility Policy"
P5	Businesses should respect and promote human rights;	HR Policies, "Code of Conduct" "Policy on Prevention of Sexual Harassment to Women" "Policy on Board Diversity",
P6	Business should respect, protect and make efforts to restore the environment;	"Environment Policy"
P7	Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner;	"Corporate Communication Policy"
P8	Businesses should support inclusive growth and equitable development;	"Corporate Social Responsibility Policy"
P9	Businesses should engage with and provide value to their customers and consumers in a responsible manner;	"Amrutanjan Brand Manifesto", "SOP for Handling Customer Complaints"

(a) Details of compliance (Reply in Y/N)

No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
1	Do you have a policy/ policies for	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Does the policy conform to any National/ international standards? If yes, specify?	Y	Y	Y	Y	Y	Y	Y	Y	Y
4	Has the policy being approved by the Board? If yes, has it been signed by MD/ owner/ CEO/ appropriate Board Director?	Y	N	N	Y	Y	Y	N	Y	N
5	Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	N	Y	Y
6	Indicate the link for the policy to be viewed online?	*	*	*	*	*	*	*	*	*

Annexure Forming part of the Board's Report

ANNEXURE - D

No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
8	Does the company have in-house structure to implement the policy/ policies	Y	Y	Y	Y	Y	Y	Y	Y	Y
9	Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	N	N	Y	N

*All Company Policies are available in **intranet** (for internal stakeholders) and in website **www.amrutanjan.com** (for external stakeholders)

(b) If answer to the question at serial number 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
1	The company has not understood the Principles	-	-	-	-	-	-	-	-	-
2	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	-	-	-	-	-	-	-	-	-
3	The company does not have financial or manpower resources available for the task	-	-	-	-	-	-	-	-	-
4	It is planned to be done within next 6 Months	-	-	-	-	-	-	-	-	-
5	It is planned to be done within the next 1 year	-	-	-	-	-	-	-	-	-
6	Any other reason (please specify)	-	-	-	-	-	-	-	-	-

3. Governance related to BR

(a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company.
–Annually

(b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

The Company will be publishing the information on BR in the Annual Report every year which is available on the website of the Company.

SECTION E: PRINCIPLE-WISE PERFORMANCE

1) Principle 1 - Business should conduct and govern themselves with Ethics, Transparency and Accountability.

Amrutanjan has adopted a “Code of Conduct for Directors and Senior Management Team” approved by its Board. The Code, inter alia, deals with Honesty & Integrity, Bribery, Confidentiality, Conflicts of Interest and Fairness in dealings. An affirmation on the adherence of the Code is also obtained annually from all Directors and Senior Management and placed before the Board for its review.

The Code of Conduct (CoC) for employees has been reviewed and amended during the year to accommodate a few additional standards. Periodical virtual training and refresher course on the CoC for employees is also planned from the current year onwards.

“We never compromise on our ethics, and this is reflected in all our actions” is one of the core values adopted and practiced by the Company since long.

The induction programme conducted for new employees includes introduction to the Code of Conduct and the emphasize on its strict adherence.

While the strategic governance is guided by the Board of Directors headed by the Chairman, the execution of strategies is entrusted to the top management executives who are directly reporting to the Managing Director. Division-wise Business reviews are done as per company's 'Operating Mechanism' in force and the follow up actions are reported periodically to the executive to ensure accountability.



Annexure Forming part of the Board's Report

ANNEXURE - D

The Governance philosophy of Amrutanjan and other related disclosures can be viewed in the "Corporate Governance" Section of the Annual Report.

1. Does the policy relating to ethics, bribery and corruption cover only the company? **Yes**

Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/Others?

Amrutanjan does not have any group company or joint ventures as of now. The terms of the contract executed with the suppliers & other service providers clearly convey our policy on bribery and corruption.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so. -

No stakeholder complaints have been received on bribery or corruption during the year 2020-21.

Two complaints mainly on non-receipt of dividend and non-receipt of annual report have been received during the year from the shareholders through SCORES platform of SEBI which have been resolved satisfactorily. Apart from these, our Registrar & Share Transfer Agent has received 30 complaints during the year which were reported resolved by them. There were no pending complaints of shareholders as on 31st March 2021.

- 2) Principle 2 - Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle.

It has been company's constant endeavor to improve our resource efficiencies to achieve optimum utilization of available sources of energy, water and other natural ingredients. Our expertise in combining science with naturalness reflects in the quality of our products. We are determined in our policy against using chemicals like Diclofenac which have harmful side effects and environmental impact.

The manufacturing processes are built based on Quality Management system (ISO 9001 for OTC division), Food Safety management Systems (ISO 22000 for Beverage Division) and six sigma methodology which ensure quality and safety of our products.

Our 'Quality Policy' for OTC Business and 'Food Safety Policy' for Beverage Business covering quality and safety standards as per prescribed regulatory norms, are strictly followed and periodically audited by external agencies.

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.
 - (a) **Comfy – our sanitary napkin brand is being sold at a very competitive price as compared to established brands with similar quality in the category. This product was launched a few years ago with a social objective of providing Indian women hygiene products at affordable prices to improve their quality of living.**
 - (b) **Consistent efforts are being made to reduce plastic usage in packing materials.**
2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):
 - (a) Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain?
 - (b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

The Company has plans to achieve 30% reduction in energy consumption through solar energy over a period of two years. We also aim to reduce water consumption by 25% in the beverage factory.

3. Does the company have procedures in place for sustainable sourcing (including transportation)?
 - (a) If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

We continued the efforts to contain our spends on primary freight by replacing bigger trucks in place of smaller ones to transport our women's hygiene products to select locations which has resulted in considerable savings on fuel consumption.

Also, we are in the process of converting our workplaces into paper-less office through complete automation of various processes including finance, purchase, human resource, etc.
4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?
 - (a) If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

Continuous efforts are made to source and appoint skilled and unskilled labourers residing in the nearby areas of our factories after imparting necessary trainings wherever required. This not only would cater to the livelihood needs of the local community, but also help build better relationships with the local population and avoid transportation cost.

Procurement is happening from local suppliers wherever possible and also through MSME enterprises. Their payouts are made on priority as per regulations.

Annexure Forming part of the Board's Report

ANNEXURE - D

5. Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

We strictly follow the government norms in the usage of plastics in our production processes as well as in workplaces. Our objective is to reduce plastic consumption by 5% from the current level.

3) **Principle 3 - Businesses should promote the well-being of all employees.**

At Amrutanjani, employee welfare is taken best care through several benefits, viz. medical insurance, Personal Accident Insurance, health camps, flexible timings, canteen, etc. The company is keen to follow gender diversity and equal opportunity for all to achieve best combination of work force and non-discrimination at all levels. The company has also extended support to the family of those who died during service of the company out of the Death Fund created with the contribution of both Employees and the Company. The company also operates Employees & Executive Welfare Fund separately for Workers and Management Staff respectively to support them through loans for medical, educational, and other needs.

During COVID 19 lockdown, measures were taken to ensure employees safety through fumigation of workplaces, social distance adherence at office and by maintaining clean working environment. Employees were also permitted to work from home during the lockdown and necessary infrastructure was arranged by the Company to facilitate the same. COVID 19 specific Policy was rolled out to provide financial assistance and loans to the base level employees for meeting their hospitalization expenses. Vaccination camps were also organized for employees & their family members as a preventive measure. Additional transport arrangements were made for commutation of employees between residence and plant so that social distance is maintained during travel.

Whistle blower mechanism is also in place for employees to reach out to the top management for their complaints or grievances that cannot be otherwise routed through regular channels.

Employee engagement survey is conducted annually to obtain the views and sentiments of the employees which would enable further improvements or corrective actions in the system wherever gaps are evident.

Employees are encouraged to do self-learning to master their skill and contribute to the growth of the company thereby creating wealth for themselves in the long run. Efforts are being taken to develop and implement training structure to take care of individual learning and development as an on-going activity. Employees serving for longer duration are also suitably rewarded for their contribution.

1. Total number of employees – 667 permanent
2. Total number of employees hired on temporary/contractual/casual basis - 318
3. Number of permanent women employees - 36
4. Number of permanent employees with disabilities - 1
5. Do you have an employee association that is recognized by management. -Yes
6. What percentage of your permanent employees is members of this recognized employee association? 12.44%
7. Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

No.	Category	No of complaints filed during the financial year	No of complaints pending as on end of the financial year
1	Child labour/forced labour/involuntary labour	NIL	NIL
2	Sexual harassment	NIL	NIL
3	Discriminatory employment	NIL	NIL

8. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?

- (a) Permanent Employees – $245/667 = 36.73\%$
- (b) Permanent Women Employees - 6 = 16.67%
- (c) Casual/Temporary/Contractual Employees – Nil
- (d) Employees with Disabilities - NIL

4) **Principle 4 - Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.**

A sense of openness is in-built in the culture of Amrutanjani that facilitates all its stakeholders including shareholders, distributors, and suppliers to approach the company officials at any level whenever they intend to put across their suggestions or grievances. The company firmly believes that a strong stakeholder engagement practice is the absolute need to attain its long-term objectives and social recognition. Means of Communication with all its stakeholders is also kept wider to achieve this objective.



Annexure Forming part of the Board's Report

ANNEXURE - D

Among various CSR activities undertaken, Amrutanjan has adopted a Primary Health Clinic for tribal community of Kodaikanal, Tamil Nadu and extended total financial support for running the Clinic.

1. Has the company mapped its internal and external stakeholders? **Yes**
2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders

No discrimination is made amongst the stakeholders within the category they belong to. The business transaction is done purely on merits & evaluation. Given an opportunity, disadvantaged and marginalized stakeholders are considered on priority for any form of engagement.

3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders?

Will be taken up appropriately whenever circumstances and business needs support such engagements.

5) Principle 5 - Businesses should respect and promote human rights.

The company values the significance of human resource contribution and believes that its success depends on the level of engagement of the human capital. The company strictly follows all applicable labour laws in letter and in spirit, including Child Labour (Prohibition & Regulation) Act, 1986, Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013, Contract Labour (Regulation and Abolition) Act, 1970, Etc.

1. Does the policy of the company on human rights cover only the company or extend to the Group / Joint Ventures / Suppliers / Contractors / NGOs / Others?

The Company does not have Group Company or Joint Ventures as on date. But the terms & conditions of any engagement with the manpower service providers emphasize strict adherence to all labour laws including child labour, statutory benefits, safety norms, etc.

2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?

No complaints have been received in the past financial year

6) Principle 6 - Business should respect, protect and make efforts to restore the environment.

The manufacturing processes of our Pain Balm as well as Beverage products are covered under Orange category of industries as per Central Pollution Control Board guidelines.

In OTC unit where pain balms are produced, there is no effluent generation from the process. The air & water quality is monitored annually to ensure purity of the final output.

In Beverage factory, the wash liquids generated from the process is treated in our in-house ETP Plant and the treated water is used for our plantation.

The green environment with age-old trees have been protected and well maintained in our century-old corporate office "Sri Bagh" which is considered as a historic landmark in Chennai.

Amrutanjan has sponsored the construction of a roof top solar plant in one of the old age homes of Sevalaya as an environment friendly project.

1. Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures / Suppliers / Contractors / NGOs / others?

The Company does not have Group Company or Joint Ventures as on date.

2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc.?

- Yes

3. Does the company identify and assess potential environmental risks?

Amrutanjan uses various raw materials that are procured from farmers. For example, mango pulp that go in our fruit juices, menthol that is a key ingredient of our pain balms and wood pulp that is used in sanitary napkins. Efforts will be made to work with farmers to drive good agriculture practices that would reduce their water and environmental foot print.

4. Does the company have any project related to Clean Development Mechanism?

Not Applicable

5. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. –

We have plans to use bio degradable raw materials in products like our sanitary napkins. The R & D trials have been carried out and the commercial trials are to be planned.

Annexure Forming part of the Board's Report

ANNEXURE - D

6. Are the Emissions / Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?

Yes

7. Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as at the end of Financial Year.

NIL

- 7) **Principle 7- Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner.**

Amrutanjan is a member of various industry associations through which it provides suggestions with respect to the development of FMCG, Beverage and Ayurvedic industries. The Company has a comprehensive Corporate Communication Policy that ensures accurate, fair and timely information sharing with investors, consumers and other external stakeholders through authorized representatives of the Company.

1. Is your company a member of any trade and chamber or association? Yes, Name only those major ones that your business deals with:

- (a) Madras Chamber of Commerce & Industry
- (b) All India Manufacturers' Organisation (AIMO)
- (c) Employers' Federation of South India
- (d) Madras Management Association
- (e) Confederation of Indian Industry (CII)

2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)

Readers may refer the activities undertaken by the above-mentioned associations in their respective websites.

- 8) **Principle 8 - Businesses should support inclusive growth and equitable development:**

The company's commitment to support inclusive growth is uncompromising which is proven through the social services undertaken for generations by the company. Majority of these activities are done through experienced and committed NGOs engaged in the fields of education for deprived sector, preventive health, environment protection, animal welfare and women empowerment.

1. Does the company have specified programmes / initiatives / projects in pursuit of the policy related to Principle 8?

Yes. All activities are initiated and funded as per Corporate Social Responsibility Policy of the Company. Education, Preventive health, and animal welfare are the focused areas for CSR contribution.

2. Are the programmes / projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?

Majority of the projects were undertaken through external NGOs and a few direct projects were handled by in-house team.

3. Have you done any impact assessment of your initiative?

Yes. We get project completion report from the beneficiary with details of its impact and benefits.

4. What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken?

Please refer CSR Report in the Annual Report

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community?

The Company has long term relationships with some of the NGOs to ensure continuity in the select community development initiatives. By doing so, the progress on such initiatives is monitored periodically till the objectives are achieved.

The Company also does the background check on the capability of the NGO in implementing the projects and the impact they have created in the society in the past. This provides us the confidence to build partnerships with them for implementing the Company's CSR objectives.

- 9) **Principle 9 - Businesses should engage with and provide value to their customers and consumers in a responsible manner.**

The company is committed to providing adequate information on the product labels so that the consumers can make an informed purchase decision before buying the product. A separate dedicated complaint cell is created for each product to enable consumers to register their grievances or complaints. There are several means by which the suggestions/complaints can be registered – mail, telephone, letter, feedback form, etc. We have installed a complaint handling mechanism by which all consumer complaints/suggestions are registered, verified, and responded to the satisfaction of the consumer within a reasonable timeframe. All such complaints and responses are also updated to the management and the concerned in-house officials for further improvement in the quality or processes as may be required.



Annexure Forming part of the Board's Report

ANNEXURE - D

Amrutanjan was the first to launch pain balm in sachets priced at Rs. 2/- each. The price is still maintained at the same level without taking any increase for long to keep it affordable to budget consumers.

1. What percentage of customer complaints/consumer cases are pending as of the end of the financial year

We have received 23 customer complaints during the year 2020-21. All the complaints have been responded and resolved immediately and there was no pending complaint as on 31.03.2021.

2. Does the company display product information on the product label, over and above what is mandated as per local laws?

All mandatory information is displayed on the label as per prescribed rules. More information is given in some of the products based on the needs.

3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising, and/or anti-competitive behavior during the last five years and pending as of the end of the financial year. If so, provide details thereof, in about 50 words or so.

No

4. Did your company carry out any consumer survey/ consumer satisfaction trends?

The Company has engaged a professional agency to do the customer satisfaction survey for women hygiene products and brand track for head & body segments which survey is carried out every year. We have also undertaken product test studies through various agencies to validate consumer needs.

As per the latest Customer Satisfaction Study, the rating for Comfy has increased over the last year. It indicates consumers' growing confidence in Comfy.

Satisfaction	2019	2021
Very Satisfied	40	52
Somewhat Satisfied	39	31
Overall Satisfaction	79	83
Mean Score	4.0	4.3

Annexure Forming part of the Board's Report

ANNEXURE - E

Form No.MR-3

SECRETARIAL AUDIT REPORT

FINANCIAL YEAR ENDED 31st MARCH, 2021

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

To,
The Members
Amrutanjan Health Care Limited
103, Old No. 42-45, Luz Church Road, Mylapore, Chennai-600 004

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Amrutanjan Health Care Limited (hereinafter called the "Company/AHCL"). 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 my verification of Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2021 complied with the statutory provisions listed here under and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I 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, 2021 according to the provisions of:

- 1) The Companies Act, 2013 (the Act) and the rules made there under;
- 2) The Securities Contracts(Regulation) Act, 1956('SCRA') and the rules made thereunder;
- 3) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- 4) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment;
- 5) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amended from time to time;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 in relation to Companies Act and dealing with client;
 - (e) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015

Other Specific Laws applicable to the Company

- 6) Drug & Cosmetics Act, 1940.
- 7) Food Safety and Standards Act, 2006 and Rules 2011 with allied rules and regulations.
- 8) The Hazardous Wastes (Management and Handling) Rules 1989;
- 9) The Prevention of Food Adulteration Act, 1954;
- 10) The Legal Metrology Act, 2009;
- 11) The Legal Metrology (Packaged Commodities) Rules, 2011;

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Equity Listing Agreements entered into by the Company with National Stock Exchange of India Limited;

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

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notice is given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. All decisions were carried out with unanimous approval of the Board and there was no instance of dissent voting by any member during the period under review.



Annexure Forming part of the Board's Report

I have examined the systems and processes of the Company in place to ensure the compliance with general laws like Labour Laws, Employees Provident Funds Act, Employees State Insurance Act, considering and relying upon representations made by the Company and its Officers for systems and mechanisms formed by the Company for compliance under these laws and other applicable sector specific Acts, Laws, Rules and Regulations applicable to the Company and its observance by them.

I 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 on the operation of the Company and the rules made thereunder.

For SPNP & Associates

P SRIRAM

FCS No. 4862

C P No. 3310

UDIN: F004862C000255299

Place : Chennai

Date : 07.05.2021

Annexure A

To

The Members

Amrutanjan Health Care Limited

103, Old No. 42-45, Luz Church Road, Mylapore, Chennai – 600 004

My report of even date is to be read along with this supplementary testimony.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, the company had followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.,
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For SPNP & Associates

P SRIRAM

FCS No. 4862

C P No. 3310

UDIN: F004862C000255299

Place : Chennai

Date : 07.05.2021

Annexure Forming part of the Board's Report

ANNEXURE - F

ANNUAL REPORT ON CSR ACTIVITIES FOR THE FINANCIAL YEAR 2020-21

[Pursuant to Section 135 of the Companies Act, 2013 and Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014]

1. Brief outline on CSR Policy of the Company

The Company's CSR Policy is aimed to enhance the living standards of the society through education, women empowerment, preventive health, social economic development, and environmental sustainability. As AHCL's Mission is to enhance the living standards of the Customers, its CSR activities will strive to align with the mission with extended coverage to the entire humanity and will be in accordance with the provisions of Section 135 of the Companies Act, 2013 and the related Rules in force. The Objectives of the CSR Policy are:

- To help build socio economic development of the nation through different projects and need-based initiatives in the best interest of the downtrodden and deprived sections of the society to enable them to become Self-Reliant and build a better future for themselves
- To create educated, healthy and culturally vibrant communities and to seek participation in ways that touch people's lives in these communities
- To ensure environmental sustainability through ecological conservation and regeneration, protection and re-growth of endangered plant species, welfare of animals and promoting biodiversity.

2. The Composition of the CSR Committee:

S.No	Name of the Director	Designation	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Dr. S Vydeeswaran	Chairperson, Non-Executive & Independent Director	2	2
2.	Dr.H B N Shetty	Member, Non-Executive & Independent Director	2	2
3.	S Sambhu Prasad	Member, Executive & Promoter Director	2	2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company :

The web- link:

- For the CSR Committee is <https://www.amrutanjan.com/Boardofdirectors.html>
- For the CSR Policy is <https://www.amrutanjan.com/csr-policy.html>
- For the projects and programs undertaken during the year is www.amrutanjan.com

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report) - Not Applicable.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1	2017-18	-	-
2	2018-19	-	-
3	2019-20	-	-

6. Average net profit of the company as per section 135(5) - Rs. 3,397.72 Lakhs

7. (a) Two percent of average net profit of the company as per section 135(5) - Rs.67.95 lakhs

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years - NIL

(c) Amount required to be set off for the financial year, if any - NIL

(d) Total CSR obligation for the financial year (7a+7b- 7c) - Rs.67.95 lakhs

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs lakhs)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer
68.24	Nil	Nil	Nil	Nil	Nil



(b) Details of CSR amount spent against ongoing projects for the financial year : NIL

(c) Details of CSR amount spent against other than ongoing projects for the financial year

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)
S. No	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/No)	Location of the Project		Amount spent for the project (INR in lakhs)	Mode of Implementation Direct (Yes/No)	Mode of Implementation through Implementing Agency
				State	District			Name & CSR registration number
1.	Rescue and Rehabilitation of sick and needy animals	(iv) - Animal Welfare	Yes	Tamil Nadu	Chennai	13.20	No	People for Animal (Chennai) Charitable Trust CSR00008333
2.	Renovation/Painting of "Chennai Public School"	(ii)- Education	Yes	Tamil Nadu	Chennai	8.85	Yes	-
3	Distribution of relief kits for COVID Victims	(i)- Health & Hygiene	Yes	Tamil Nadu	Tiruvallur & Kancheepuram	6.00	No	Red Cross Society, Chennai
4.	Education for girl children from socially and economically dis-advantaged sections of the society	(iii)- Women Empowerment	No	Uttar Pradesh	Kanpur Nagar	5.63	No	IIMPACT CSR00002935
5.	Distribution of hygiene products to women as part of COVID Relief	(i) Preventive Health	Yes	Tamil Nadu	Chennai	5.00	No	Bhoomika Trust, Chennai
6.	Tuition fee for underprivileged children	(ii)- Education	No	Karnataka	Bengaluru	5.00	No	Sparsha Trust, Bengaluru
7.	Distribution of immunity packs to general public as a COVID-19 preventive measure	(i) Health (COVID Relief)	Yes	Tamil Nadu	Viralimalai Trichy	4.20	Yes	-
8.	Painting of building in "Children Garden School"	(ii)- Education	Yes	Tamil Nadu	Chennai	4.00	Yes	-
9.	Installation of CCTV cameras and barricades at public places to support law enforcing authorities	(iv) Environment	Yes	Tamil Nadu	Chennai	3.74	Yes	-
10.	Donation to Cancer Institute WIA, Chennai	(i) Health	Yes	Tamil Nadu	Chennai	3.00	Yes	-
11.	Enhancement of vocational skills among women	(ii) Education	Yes	Tamil Nadu	Mamallapuram	3.00	No	Nandri Association India (Public Charitable Trust), Mamallapuram CSR00005291
12.	Construction of 3KVA Roof top Solar Plant in Old Age Home	(iv)Environment	Yes	Tamil Nadu	Thanjavur	3.00	No	Sevalaya, Thiruninravur CSR00000863

Annexure Forming part of the Board's Report

ANNEXURE - F

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)
S. No	Name of the Project Sector	Item from the list of activities in schedule VII to the Act	Local area (Yes/No)	Location of the Project		Amount spent for the project (INR in lakhs)	Mode of Implementation Direct (Yes/No)	Mode of Implementation through Implementing Agency
				State	District			Name & CSR registration number
13.	Support for running Primary Health Clinic for Tribals	(i) Health Care	Yes	Tamil Nadu	Kodaikanal	1.98	No	ASSCOD, Kancheepuram
14.	Laying of floor tiles in Panchayat Union Middle School	(ii)- Education	Yes	Tamil Nadu	Tiruvallur	1.04	Yes	-
15.	COVID 19 Relief	(i) Health (COVID Relief)	Yes	Tamil Nadu	Chennai	0.6	No	Rama Kamalam Trust,
	TOTAL					68.24		

(d) Amount spent in Administrative Overheads - NIL

(e) Amount spent on Impact Assessment, if applicable - NIL

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) – Rs. 68.24 Lakhs

(g) Excess amount for set off, if any

Sl. No	Particulars	Amount (in Rs Lakhs)
1	Two percent of average net profit of the company as per Section 135(5)	67.95
2	Total amount spent for the Financial Year	68.24
3	Excess amount spent for the financial year [(ii)-(i)]	0.29
4	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
5	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.29

9. (a) Details of Unspent CSR amount for the preceding three financial years : Nil

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s) : Nil

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details) : Nil

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5) : Not Applicable.

S Sambhu Prasad
Chairman & Managing Director

Dr. S Vydeeswaran
Chairman of CSR Committee



Annexure Forming part of the Board's Report

ANNEXURE - G

Particulars of Directors, Key Managerial Personnel and Employees for the year 2020-21

A) Disclosure as per Section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Qualification Rules), 2014

S.No	Particulars	Details		
1.	The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year	S Sambhu Prasad Chairman-and Managing Director	45.66 times(45.66:1)	
		Dr. Pasumarthi S N Murthi Non- Executive Director	2.34 times (2.34:1)	
		Dr. H B N Shetty Non- Executive Independent Director	3.43 times (3.43:1)	
		Dr.(Ms.) Marie Shiranee Pereira Non- Executive Independent Director	2.56 times (2.56:1)	
		Dr. S Vydeeswaran Non- Executive Independent Director	2.99 times (2.99:1)	
		G Raghavan Non- Executive Independent Director	5.24 times (5.24:1)	
		V Swaminathan Non- Executive Independent Director	2.10 times (2.10:1)	
2.	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	Name	Designation	% Increase / (Decrease) in CTC
		S Sambhu Prasad	Chairman and Managing Director	31.47%
		Dr. Pasumarthi S N Murthi	Non- Executive Director	104.76%
		Dr. H B N Shetty	Non- Executive Independent Director	85.29%
		Dr.(Ms.) Marie Shiranee Pereira	Non- Executive Independent Director	113.64%
		Dr. S Vydeeswaran	Non- Executive Independent Director	103.70%
		G Raghavan	Non- Executive Independent Director	126.47%
		V Swaminathan (upto 12.12.2020)	Non- Executive Independent Director	(6.10%)
		N Swaminathan	Chief Financial Officer	-
		M Srinivasan	Company Secretary	-
3.	The percentage increase in the median remuneration of employees in the financial year:	Nil		
4.	The number of permanent employees on the rolls of the Company	667		

Annexure Forming part of the Board's Report

ANNEXURE - G

5.	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 exceptional circumstances for increase in the managerial remuneration:	- Managerial Personnel : 21.93% - Employees other than Managerial Personnel : Nil
6.	Affirmation that the remuneration is as per the remuneration policy of the Company	Yes

B) Statement showing details of Employees of the Company as per Section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 :

The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate exhibit forming part of this report. Having regard to the provisions of Section 136 (1) read with its relevant provision of the Companies Act, 2013 the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the Registered Office of the Company during working hours and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished without any fee.

For and on behalf of the Board

Place : Chennai
Date : 14.08.2021

S Sambhu Prasad
Chairman and Managing Director


Annexure Forming part of the Board's Report
ANNEXURE - H
CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE INFLOW AND OUTGO, ETC

Information as per Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 for the financial year ended March 31, 2021.

(A) CONSERVATION OF ENERGY				
(i)	The steps taken or impact on conservation of energy	The manufacturing process adopted by the company is not power intensive. During the year, we have taken initiatives to increase the through put – by reducing manpower through automation.		
(ii)	The steps taken by the Company for utilising alternate sources of energy			
(iii)	The capital investment on energy conservation equipment			
(B) TECHNOLOGY ABSORPTION				
(i)	The efforts made towards technology absorption	The technology for the manufacture of topical analgesic gel format had been developed and transferred to the production. We have developed and improved the efficacy of the existing pain balms. Efforts are also being made to improve the other products and processes.		
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution;	Under the OTC and F&B Divisions, a number of new products have been developed and launched by utilizing the in house R&D expertise/infrastructure.		
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) (a) The details of technology imported; (b) The year of import (c) Whether the technology been fully absorbed;			
(iv)	The expenditure incurred on Research and Development	Expenditure	2020-21	2019-20
			(Rs.in Lakhs)	
		Capital	-	-
		Recurring	87.07	105.02
		Total	87.07	105.02
		% of R& D expense to Net Sales	0.26	0.41
(C) FOREIGN EXCHANGE EARNINGS AND OUTGO				
The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows	Foreign Exchange	2020-21	2019-20	
		(Rs.in Lakhs)		
	Earnings	683.40	444.84	
	Outgo	184.54	200.16	

For and on behalf of the Board

S Sambhu Prasad

Chairman and Managing Director

Place : Chennai

Date : 14.08.2021

Registered Office:

Amrutanjan Health Care Limited

CIN: L24231TN1936PLC000017

No.103, Luz Church Road, Mylapore, Chennai 600 004

Tel : 044-2499 4465 Fax : 044-2499 4585

Email : shares@amrutanjan.com

Website : www.amrutanjan.com



Financial Statements



Independent Auditors' Report

To the Members of Amrutanjan Health Care Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Amrutanjan Health Care Limited** ("the Company"), which comprise the balance sheet as at 31 March 2021, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2021, and profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Description of Key Audit Matter

Revenue recognition – See note 3(J) and 24 to the financial statements:

The key audit matter	How the matter was addressed in our audit
<p>The Company's revenue is derived primarily from sale of goods. The principal products of the Company comprise pain management, congestion management, beverages and hygiene that are mainly sold through stockists and modern trade.</p> <p>Revenue from sale of goods is recognized on transfer of control of the products to the customer. The Company uses a variety of shipment terms across its operating markets and this has an impact on the timing of revenue recognition. The performance obligations in the contracts may be fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on contract terms.</p> <p>There is a risk that revenue could be recognized at a time which is different from transfer of control especially for sales transactions occurring on and around the reporting period. In view of this and since revenue is a key performance indicator of the Company, we have identified timing of the revenue recognition as a key audit matter.</p>	<p>In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:</p> <ol style="list-style-type: none"> 1. Assessed the appropriateness of the Company's accounting policy for revenue recognition as per relevant accounting standard. 2. Obtained an understanding of the Company's sales process and evaluated design and implementation of key internal controls in relation to the timing of revenue recognition. We also tested the operating effectiveness of such controls for a sample of transactions with special reference to controls over revenue recognized on and around the year end. 3. For a sample of sale transactions selected using statistical sampling, performed detailed testing and in particular examined whether these are recognised in the period in which control is transferred. This included examination of the terms and conditions of the customer orders including the shipping terms, transporter documents and customer acceptances, as applicable. 4. Performed analytical procedures on current year revenue based on trends and where appropriate, conducting further enquiries and tests to identify unusual transactions. 5. We also tested sample journal entries for revenue recognised during the year, selected based on specified risk-based criteria, to identify unusual transactions.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Independent Auditors' Report - (Contd.)

To the Members of Amrutanjan Health Care Limited

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions as required under applicable laws and regulations.

Management's and Board of Director's Responsibility for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement,

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the financial statements made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and



Independent Auditors' Report - (Contd.)

To the Members of Amrutanjan Health Care Limited

other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government in terms of section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. (A) As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under section 133 of the Act.
 - e) The Company has not received a written representation from one director of the Company as on 31 March 2021 confirming that he is not disqualified from being appointed as a director in terms of Section 164(2) of the Act. In the absence of the aforesaid written representation, we are unable to comment whether the said director is disqualified from being appointed as a director in terms of Section 164(2) of the Act. On the

basis of the written representations received from the other directors as on 31 March 2021 taken on record by the Board of Directors, none of the other directors are disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164(2) of the Act.

- f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (B) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations as at 31 March 2021 on its financial position in its financial statements - Refer Note 36 to the financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. The disclosures in the financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these financial statements since they do not pertain to the financial year ended 31 March 2021.
- (C) With respect to the matter to be included in the Auditors' Report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

Place: Chennai
Date: 27 May 2021

for **B S R & Co. LLP**
Chartered Accountants
Firm's Registration Number : 101248W/W-100022

K Raghuram
Partner
Membership no: 211171
UDIN : 21211171AAAAAP1763

Annexure A to the Independent Auditors' Report

To the Members of Amrutanjan Health Care Limited for the year ended 31 March 2021

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
- (b) The Company has a programme of physical verification of its property, plant and equipment by which all property, plant and equipment are verified once in three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. Based on the programme, certain category of fixed assets were verified during the year. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) The inventory, except goods in transit and stocks lying with third parties, has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. For stocks lying with third parties as at the year end, written confirmations have been obtained by the management. The discrepancies noted on verification between the physical stocks and the book records were not material.
- (iii) In our opinion and according to the information and explanations given to us, there are no companies, firms, limited liability partnerships or other parties covered in the register required under section 189 of the Act. Accordingly, paragraph 3(iii) of the Order is not applicable.
- (iv) The Company does not have any loan, investment, guarantees and security which requires compliance under section 185 and 186 of the Act. Accordingly, paragraph 3(iv) of the Order is not applicable.
- (v) The Company has not accepted any deposits as mentioned in the directives issued by Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, paragraph 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules prescribed by the Central Government for the maintenance of cost records under section 148 (1) of the Act in respect of products manufactured and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted in the books of account in respect of undisputed statutory dues including employees' state

insurance, income tax, duty of customs, goods and services tax, and other material statutory dues have generally been regularly deposited by the Company with the appropriate authorities. As explained to us, the Company did not have any dues with respect to sales tax, duty of excise, service tax and value added tax.

According to the information and explanations given to us, no undisputed amounts payable in respect of employees' state insurance, income tax, duty of customs, goods and services tax, and other material statutory dues were in arrears as at 31 March 2021, for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no dues of income tax, duty of customs, value added tax and goods and services tax which have not been deposited with the appropriate authorities on account of any dispute. However, the following dues of duty of excise service tax and sales tax have not been deposited by the Company on account of disputes:

Name of the Statute	Nature of the Dues	Amount (INR in lakhs)	Period to which the amount relates	Forum where dispute is pending
Income tax Act 1961*	Income tax	64.70	2016-17	Commissioner of Income Tax
Central Sales tax Act 1956**	Sales tax	298.25	2010 - 2011 to 2015 - 2016	Sales Tax Appellate Tribunal
Central Sales tax Act 1956***	Sales tax	30.08	2012 - 2013 to 2015 - 2016	Appellate Authority – Commissioner
Maharashtra VAT Act 2005	Sales tax	3.86	2015 - 2016	Appellate Authority – Commissioner

* Net of deposit paid INR 16.17 lakhs,

** Net of deposit paid INR 68.88 lakhs,

***Net of deposit paid INR 25.26 lakhs

- (viii) The Company did not have outstanding dues to any financial institutions, bank, debenture holders and government during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and terms loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.
- (x) According to the information and explanations given to us, no fraud by the Company or any material fraud on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with section 197 read with Schedule V to the Act.



Annexure A to the Independent Auditors' Report (Contd.)

(xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, we were given to understand that there are no transactions that require approvals in accordance with section 177 and 188 of the Act. Related party transactions as required by the relevant accounting standards has been disclosed in the financial statements.

(xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private

placement of shares or fully or partly convertible debentures during the year under review. Accordingly, paragraph 3(xiv) of the Order is not applicable.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable.

Place: Chennai
Date: 27 May 2021

for **B S R & Co. LLP**
Chartered Accountants
Firm's Registration Number : 101248W/W-100022

K Raghuram
Partner
Membership no: 211171
UDIN : 21211171AAAAAP1763

Annexure B to the Independent Auditors' Report on the financial statements of Amrutanjan Health Care Limited for the year ended 31 March 2021

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

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

Opinion

We have audited the internal financial controls with reference to financial statements of **Amrutanjan Health Care Limited** ("the Company") as of 31 March 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2021, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial controls with Reference to Financial Statements

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

for **B S R & Co. LLP**
Chartered Accountants
Firm's Registration Number : 101248W/W-100022

K Raghuram
Partner
Membership no: 211171
UDIN : 21211171AAAAAP1763

Place: Chennai
Date: 27 May 2021



AMRUTANJAN HEALTH CARE LIMITED

BALANCE SHEET AS AT 31 MARCH 2021

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

	Note	As at 31 March 2021	As at 31 March 2020
ASSETS			
Non-current assets			
Property, plant and equipment	4	2,176.89	2,399.21
Right-of-use assets	35	113.42	158.26
Intangible assets	5	36.28	52.87
Capital work-in progress	4a	41.39	-
Intangible assets under development	5a	115.16	-
Financial assets			
Investments	6A	1,201.21	1,820.64
Loans	7	44.87	47.03
Other financial assets	9	813.66	2,712.32
Tax assets		120.27	120.27
Deferred tax assets (net)	33	342.50	439.97
Other non-current assets	10	131.58	201.92
Total non-current assets		5,137.23	7,952.49
Current assets			
Inventories	11	1,745.86	2,371.59
Financial assets			
Investments	6B	582.77	-
Trade receivables	8	1,766.29	2,646.36
Cash and cash equivalents	12	290.51	722.06
Other bank balances	13	13,641.19	2,910.79
Other financial assets	9	3,881.01	3,301.11
Other current assets	14	382.21	630.12
Total current assets		22,289.84	12,582.03
Total assets		27,427.07	20,534.52
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	292.31	292.31
Other equity	16	21,264.16	15,650.25
Total equity		21,556.47	15,942.56
Liabilities			
Non-current liabilities			
Financial liabilities			
Lease liabilities	35	70.28	111.69
Other financial liabilities	22	17.60	20.60
Provisions	20	572.38	553.40
Total non-current liabilities		660.26	685.69
Current liabilities			
Financial liabilities			
Lease liabilities	35	63.96	57.63
Trade payables	21		
total outstanding dues of micro, small and medium enterprises		218.23	88.28
total outstanding dues of creditors other than micro, small and medium enterprises		3,848.64	3,045.97
Other financial liabilities	22	244.66	252.29
Other current liabilities	23	486.00	246.03
Provisions	20	348.85	216.07
Total current liabilities		5,210.34	3,906.27
Total liabilities		5,870.60	4,591.96
Total equity and liabilities		27,427.07	20,534.52
Significant accounting policies	3		

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

for **B S R & Co. LLP**

Chartered Accountants

Firm's Registration Number : 101248W/W-100022

K Raghuram

Partner

Membership no: 211171

Place: Chennai

Date: 27 May 2021

for and on behalf of the Board of Directors of

Amrutanjan Health Care Limited

CIN : L24231TN1936PLC000017

S Sambhu Prasad

Chairman & Managing Director

DIN: 00015729

N Swaminathan

Chief Financial Officer

G. Raghavan

Director

DIN: 00820000

M Srinivasan

Company Secretary

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2021

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

	Note	Year ended 31 March 2021	Year ended 31 March 2020
Revenue from operations	24	33,284.40	26,147.67
Other income	25	1,132.01	832.13
Total income		34,416.41	26,979.80
Expenses			
Cost of materials consumed	26	8,705.95	8,805.65
Purchase of stock in trade		4,812.00	3,598.92
Changes in inventories of finished goods and stock in trade	27	500.57	(697.45)
Employee benefits expense	28	4,170.33	3,936.48
Finance costs	29	50.00	22.10
Depreciation and amortisation expense	30	366.97	435.94
Other expenses	31	7,620.14	7,432.77
Total expenses		26,225.96	23,534.41
Profit before income tax		8,190.45	3,445.39
Current tax		1,973.00	943.00
Deferred tax		98.41	(5.94)
Income tax expense	33	2,071.41	937.06
Profit for the year		6,119.04	2,508.33
Other comprehensive income			
Items that will not be reclassified subsequently to profit or loss			
Remeasurement of defined benefit liability / (assets)		(3.74)	(39.25)
Income tax relating to items that will not be reclassified subsequently to profit or loss		(0.94)	(9.88)
Net other comprehensive income not to be reclassified subsequently to profit or loss		(2.80)	(29.37)
Other comprehensive income for the year, net of income tax		(2.80)	(29.37)
Total comprehensive income for the year		6,116.24	2,478.96
Earnings per share (face value of Re. 1 each)	18		
Basic earnings per share (INR)		20.94	8.58
Diluted earnings per share (INR)		20.93	8.58
Significant accounting policies	3		

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

for **B S R & Co. LLP**
Chartered Accountants
Firm's Registration Number : 101248W/W-100022

K Raghuram
Partner
Membership no: 211171

Place: Chennai
Date: 27 May 2021

for and on behalf of the Board of Directors of
Amrutanjan Health Care Limited
CIN : L24231TN1936PLC000017

S Sambhu Prasad
Chairman & Managing Director
DIN: 00015729

N Swaminathan
Chief Financial Officer

G. Raghavan
Director
DIN: 00820000

M Srinivasan
Company Secretary



STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2021

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

a. Equity share capital	Note	Amount
Balance as at 01 April 2019		292.31
Changes in equity share capital during the year	15	-
Balance as at 31 March 2020		292.31
Changes in equity share capital during the year	15	-
Balance as at 31 March 2021		292.31

b. Other equity	Attributable to the owners of the Company					
	Reserves and surplus					Items of OCI
	Capital redemption reserve	General reserve	Share Based payment reserve (Refer Note 32)	Treasury shares (Refer Note 32)	Retained earnings	Remeasurement of defined benefit liability
Balance as at 01 April 2019	27.69	5,109.43	-	-	9,144.20	-
Total comprehensive income for the year ended 31 March 2020						
Profit for the year	-	-	-	-	2,508.33	-
Remeasurement of defined benefit liability, net of tax	-	-	-	-	-	(29.37)
Total comprehensive income	-	-	-	-	2,508.33	(29.37)
Transferred to retained earnings	-	-	-	-	(29.37)	29.37
Transactions with owners, recorded directly in equity						
Distributions to owners						
Final dividend paid - 31 March 2019 (INR 0.85 per share)	-	-	-	-	(306.92)	-
Dividend distribution tax on final dividend	-	-	-	-	(63.09)	-
Interim dividend paid (INR 0.55 per share)	-	-	-	-	(160.77)	-
Dividend distribution tax on interim dividend	-	-	-	-	(33.05)	-
Interim dividend paid (INR 1.55 per share)	-	-	-	-	(453.07)	-
Dividend distribution tax on interim dividend	-	-	-	-	(93.13)	-
Total transactions with owners	-	-	-	-	(1,110.03)	-
Balance at 31 March 2020	27.69	5,109.43	-	-	10,513.13	-

	Attributable to the owners of the Company					
	Reserves and surplus					Items of OCI
	Capital redemption reserve	General reserve	Share Based payment reserve (Refer Note 32)	Treasury shares (Refer Note 32)	Retained earnings	Remeasurement of defined benefit liability
Balance as at 01 April 2020	27.69	5,109.43	-	-	10,513.13	-
Total comprehensive income for the year ended 31 March 2021						
Profit for the year	-	-	-	-	6,119.04	-
Remeasurement of defined benefit liability, net of tax	-	-	-	-	-	(2.80)
Total comprehensive income	-	-	-	-	6,119.04	(2.80)
Transferred to retained earnings	-	-	-	-	(2.80)	2.80
Transactions with owners, recorded directly in equity						
Distributions to owners						
Interim dividend paid (INR 0.80 per share)	-	-	-	-	(233.85)	-
Interim dividend paid (INR 0.80 per share)	-	-	-	-	(233.85)	-
Share based payments	-	-	61.78	-	-	-
Purchase of shares by Employee Stock option trust (Refer Note 32)	-	-	-	(96.41)	-	-
Total transactions with owners	-	-	61.78	(96.41)	(467.70)	-
Balance at 31 March 2021	27.69	5,109.43	61.78	(96.41)	16,161.67	-

a) Refer note 16 for nature and purpose of reserves

The notes referred to above are an integral part of these financial statements

As per our report of even date attached

for B S R & Co. LLP

Chartered Accountants

Firm's Registration Number : 101248W/W-100022

K Raghuram

Partner

Membership no: 211171

Place: Chennai

Date: 27 May 2021

for and on behalf of the Board of Directors of

Amrutanjan Health Care Limited

CIN : L24231TN1936PLC000017

S Sambhu Prasad

Chairman & Managing Director

DIN: 00015729

N Swaminathan

Chief Financial Officer

G. Raghavan

Director

DIN: 00820000

M Srinivasan

Company Secretary

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2021

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

	For the period ended 31 March 2021	For the period ended 31 March 2020
Cash flow from operating activities		
Profit before income tax	8,190.45	3,445.39
Adjustments for:		
Depreciation and amortisation	366.97	435.94
Profit on sale of property, plant and equipment	(8.94)	-
Share based compensation expense	61.78	-
Loss allowance on trade receivables	159.77	241.00
Change in fair value of investments	36.66	(106.55)
Interest income on deposits with banks and financial institutions	(847.45)	(614.19)
Interest income on debt instruments	(91.39)	(43.04)
Excess provision written back, net	(17.28)	(14.99)
Finance costs	50.00	22.10
Unrealised loss / (gain) on foreign exchange differences	(5.24)	(3.55)
Operating profit before working capital / other changes	7,895.33	3,362.11
Working capital adjustments:		
Decrease in trade receivables	725.54	409.54
Decrease / (increase) in current and non current assets	318.25	(148.75)
Decrease in other financial assets	7.68	1.91
Decrease / (increase) in inventories	625.73	(913.91)
Increase / (decrease) in financial liabilities	68.15	(7.00)
Increase in provisions	15.39	31.02
Increase in trade payables	949.90	161.85
Increase in current liabilities	239.97	36.01
	2,950.61	(429.33)
Cash generated from operating activities	10,845.94	2,932.78
Less: Income tax paid (net)	(1,869.65)	(1,115.17)
Net cash generated from operating activities (a)	8,976.29	1,817.61
Cash flow from investing activities		
Purchase or construction of property, plant and equipment, intangible assets, capital work in progress, intangible assets under development	(196.07)	(254.44)
Proceeds from sale of Property, plant and equipment	8.94	-
Investment in bank deposits and financial institutions	(9,152.73)	(1,782.65)
Interest income on deposits with banks and financial institutions	492.51	588.52
Interest income on debt instruments	71.27	26.18
Purchase of investments	-	(388.04)
Redemption of investments	-	425.40
Net cash used in investing activities (b)	(8,776.08)	(1,385.02)
Cash flow from financing activities		
Dividend paid	(467.70)	(920.76)
Dividend distribution tax paid (DDT)	-	(189.27)
Purchase of shares by Employee Stock option trust	(96.41)	-
Interest paid	(3.33)	(2.60)
Payment of lease liabilities	(64.23)	(56.35)
Net cash used in financing activities (c)	(631.67)	(1,168.98)
Net decrease in cash and cash equivalents (a) + (b) + (c)	(431.46)	(736.39)
Cash and cash equivalents at the beginning of the year	722.06	1,458.55
Effect of exchange rate fluctuations on cash held	(0.09)	(0.10)
Cash and cash equivalents at the end of the year	290.51	722.06

**STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2021***(All amounts are in Indian Rupees lakhs, unless stated otherwise)***Notes to cash flow statement**

Components of cash and cash equivalents

Cash on hand	
Bank balances	
Deposits with original maturity of less than 3 months	

As at 31 March 2021	As at 31 March 2020
3.80	4.42
286.71	117.64
-	600.00
290.51	722.06

Note:**Reconciliation of liabilities from financing activities**

	Lease payment and finance cost	Dividend (including DDT)
As at 31 March 2019	-	131.83
Availed/ expenses during the year	58.95	1,110.03
Repayment/ payment during the year	(58.95)	(1,038.77)
Non-cash changes	-	-
As at 31 March 2020	-	203.09
As at 31 March 2020	-	203.09
Availed/ expenses during the year	64.23	467.70
Repayment/ payment during the year	(64.23)	(578.33)
Non-cash changes	-	-
As at 31 March 2021	-	92.46

Significant accounting policies

3

The notes referred to above are an integral part of these financial statements

As per our report of even date attached

for **B S R & Co. LLP**

Chartered Accountants

Firm's Registration Number : 101248W/W-100022

K Raghuram

Partner

Membership no: 211171

Place: Chennai

Date: 27 May 2021

for and on behalf of the Board of Directors of
Amrutanjan Health Care Limited
 CIN : L24231TN1936PLC000017

S Sambhu Prasad

Chairman & Managing Director

DIN: 00015729

N Swaminathan

Chief Financial Officer

G. Raghavan

Director

DIN: 00820000

M Srinivasan

Company Secretary

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

1 Reporting entity

Amrutanjan Health Care Limited ("AHCL" / "the Company") was incorporated on 9 September 1936, with its registered office situated at Chennai, Tamil Nadu, India. The Company is engaged in the business of manufacture, supply, sale of products in pain management, congestion management, beverages and hygiene. The Company is a public listed company.

2 Basis of preparation

A. Statement of compliance

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

The financial statements were authorised for issue by the Company's Board of Directors on **27 May 2021**.

Details of the Company's accounting policies are included in Note 3.

B. Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian Rupee (INR), which is Company's functional and presentation currency.

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Rupees in lakhs, unless otherwise stated.

C. Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following items.

Items	Measurement basis
Certain financial assets and liabilities	Fair value
Net defined benefit (asset)/ liability	Fair value of plan assets less present value of defined benefit obligations

D. Use of estimates and judgments

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

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

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

- a) Note 3(M) and 36 – provision for income taxes and related contingent liabilities.

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2021 is included in the following notes:

- a) Note 3(D) – estimated useful life of property, plant and equipment and intangible assets;
- b) Note 19 – measurement of defined benefit assets and obligations: key actuarial assumptions;
- c) Note 36 – recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

- d) Note 33 – recognition of deferred tax assets; and
- e) Note 34 – impairment of financial assets

E. Measurement of fair values

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

The Company has an established control framework with respect to the measurement of fair values. The Chief Financial Officer has overall responsibility for overseeing all significant fair value measurements.

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

Significant valuation issues are reported to the Company's audit committee.

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

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in Note 34 – financial instruments

3 Significant accounting policies

A. Operating cycle

Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalent, the Company has considered the operating cycle as the life of the project for project related assets and liabilities and for rest of the assets and liabilities it has been considered as 12 months.

B. Foreign currency transactions

Transactions in foreign currencies are initially recorded by the Company at their functional currency spot rates at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date are recognised as income or expenses in the period in which they arise. Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rates at the date of transaction. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

C. Financial instruments

i) Recognition and initial measurement

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii) **Classification and subsequent measurement**

Financial assets:

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- fair value through other comprehensive income (FVOCI)
- fair value through profit and loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- a) the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at fair value through other comprehensive income if it meets both the following conditions and is not designated as FVTPL:

- a) the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment by investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and the information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice
- these include whether management strategy focuses on earning contractual interest, maintaining a particular interest rate profile, matching the duration of financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of assets;
- how the performance of the portfolio is evaluated and reported to the Company's management
- the risk that affect the performance of the business model (and the financial assets held with in the business model) and how those risks are managed;
- how managers of the business are compensated

**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)**

- the frequency, volume and timing of sales of financial assets in prior period, the reasons for such sales and expectations about future sales activity.

Financial assets that are held for trading or are managed and whose performance is evaluated on fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest.

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs, as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that pertains or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in statement of profit and loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by the impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in statement of profit and loss. Any gain or loss on derecognition is recognised in statement of profit and loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to statement of profit and loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in statement of profit and loss. Any gain or loss on derecognition is also recognised in statement of profit and loss.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

iii) *Derecognition*

Financial assets:

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities:

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

iv) *Offsetting*

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

v) *Treasury Shares*

The Company has created a Trust, Amrutnjan Health Care Limited ESOP trust (herein after known as ESOP Trust), for administration of share-based payment to its employees. Own equity instruments that are reacquired (treasury shares) are recognised at cost and deducted from equity. When the treasury shares are issued to the employees by the trust, the amount received is recognised as an increase in equity and the resultant gain / (loss) is transferred to / from reserves.

D. **Property, plant and equipment**

i) *Recognition and initial measurement*

Items of property, plant and equipment are measured at cost, (which includes capitalised borrowing costs, if any) less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit and loss.

ii) *Subsequent expenditure*

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

iii) *Depreciation*

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method, and is recognised in the statement of profit and loss. Freehold land is not depreciated. The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as follows:

**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)**

Asset category	Management estimate of useful life	Useful life as per Schedule II
Buildings	30	30
Plant and equipment	15	15
Moulds	Based on the number of units produced	15
Electrical installations	10	10
Computers / Servers	3 / 6	3 / 6
Furniture and fittings*	5 / 10	5 / 10
Motor vehicles	8 / 10	8 / 10

* includes office equipment

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted prospectively, if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

E. Intangible assets**i) Intangible assets**

Intangible assets including those acquired by the Company in a business combination are initially measured at cost. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses.

ii) Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in statement of profit and loss as incurred.

iii) Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method, and is included in depreciation and amortisation in Statement of Profit and Loss.

The estimated useful lives (in years) are as follows:

Asset category	Management estimate of useful life
Software	3 - 10

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

iv) Intangible assets under development

Intangible assets under development includes intangible assets which are in process of being ready for its intended use and it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the cost of the asset can be measured reliably.

F. Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the weighted average cost basis and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

Raw materials and packing materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average cost basis.

Finished goods: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the actual operating capacity for variable overheads and normal overheads for fixed overheads. Cost is determined on weighted average cost basis.

Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products. Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where the material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value. The comparison of cost and net realisable value is made on an item-by-item basis.

G. Impairment

i) *Impairment of financial assets*

The Company recognises loss allowances for expected credit losses on financial assets measured at amortised cost.

At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is 'credit impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit impaired includes the following observable data

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or past dues;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than past due.

The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- the financial asset is more than past due.



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

Measurement of expected credit losses

Expected credit losses are a probability weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

Presentation of allowance for expected credit losses in the balance sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

ii) Impairment of non-financial assets

The Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

The Company's corporate assets (e.g., head office building for providing support to various CGUs) do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

An impairment loss in respect of assets for which has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

H. Employee benefits

i) Short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

ii) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

contribution plans are recognised as an employee benefit expense in statement of profit and loss in the periods during which the related services are rendered by employees.

iii) *Defined benefit plans*

A defined benefits plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI. The Company determines the net interest expense / (income) on the net defined benefit liability / (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability / (asset), taking into account any changes in the net defined benefit liability / (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in statement of profit and loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in statement of profit and loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

iv) *Other long term employee benefits*

The Company's net obligation in respect of long term employee benefits other than post-employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods; the benefit is discounted to determine its present value, and the fair value of any related asset is deducted. The obligation is measured on the basis of an independent actuarial valuation using projected unit cost method. Remeasurements gain or losses are recognised in statement of profit and loss in the period which they arise.

v) *Share-based compensation*

The grant date fair value of equity settled share-based payment awards granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognised as expense is based on the estimate of the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards that do meet the related service and non-market vesting conditions at the vesting date.

I. **Provisions (other than for employee benefits)**

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessment of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

J. Revenue

i) *Sale of goods and services*

Revenue from sale of goods is recognized when control of the products being sold is transferred to the customer and when there are no longer any unfulfilled obligations.

The performance obligations in the contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

Revenue is measured at fair value of the consideration received or receivable after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government which are levied on sale such as goods and services tax, etc. Accumulated experience is used to estimate provision for discounts and rebates.

Revenue is recognized to the extent that it is probable a significant reversal will not occur.

Revenue from services is recognised in the accounting period in which the services are rendered.

ii) *Export incentives*

Export entitlements are recognized when the right to receive credit as per the terms of the scheme is established in respect of the exports made and when there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

K. Leases

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities include these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cashflows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of the leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

L. Recognition of interest income or expense

Interest income or expense is recognised using the effective interest method.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability.

However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

M. Income tax

Income tax comprises current and deferred tax. It is recognised in statement of profit and loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

N. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company. For the disclosure on reportable segments see Note 39.



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

O. Cash and cash equivalents

Cash and Cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments.

P. Earnings per share

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period adjusted for treasury shares held. Diluted earnings per share is computed using the weighted-average number of equity and dilutive equivalent shares outstanding during the period, using the treasury stock method for options, except where the results would be anti-dilutive.

3.1. Recent pronouncement

On March 24, 2021, the Ministry of Corporate Affairs ("MCA") through a notification, amended Schedule III of the Companies Act, 2013. The amendments revise Division I, II and III of Schedule III and are applicable from April 1, 2021. These are primarily disclosure related amendments and the Company is in the process of evaluating the potential implications, if any, upon adoption.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

4 Property, plant and equipment (See accounting policy in Note 3(D)) Reconciliation of carrying amount

Particulars	Land	Buildings	Plant and equipment	Electrical installations	Computers and accessories	Furniture and fittings	Motor Vehicles	Leasehold improvements	Total
Cost or deemed cost (gross carrying amount)									
Balance at 1 April 2019	231.67	1,487.12	1,366.93	69.97	85.80	75.08	99.67	1.96	3,418.20
Additions	-	47.37	156.25	-	32.33	5.83	1.00	-	242.78
Disposals	-	-	-	-	-	-	-	-	-
Balance at 31 March 2020	231.67	1,534.49	1,523.18	69.97	118.13	80.91	100.67	1.96	3,660.98
Balance at 1 April 2020	231.67	1,534.49	1,523.18	69.97	118.13	80.91	100.67	1.96	3,660.98
Additions	-	-	10.84	3.77	51.44	4.57	0.75	-	71.37
Disposals	-	-	-	-	-	-	-	-	-
Balance at 31 March 2021	231.67	1,534.49	1,534.02	73.74	169.57	85.48	101.42	1.96	3,732.35
Accumulated depreciation									
Balance at 1 April 2019	-	220.45	510.74	39.30	44.74	38.32	35.10	1.96	890.61
Depreciation for the year	-	75.41	239.19	5.37	27.26	10.01	13.92	-	371.16
Disposals	-	-	-	-	-	-	-	-	-
Balance at 31 March 2020	-	295.86	749.93	44.67	72.00	48.33	49.02	1.96	1,261.77
Balance at 1 April 2020	-	295.86	749.93	44.67	72.00	48.33	49.02	1.96	1,261.77
Depreciation for the year	-	75.93	161.92	5.23	28.92	8.13	13.56	-	293.69
Disposals	-	-	-	-	-	-	-	-	-
Balance at 31 March 2021	-	371.79	911.85	49.90	100.92	56.46	62.58	1.96	1,555.46
Carrying amount (net)									
As at 31 March 2020	231.67	1,238.63	773.25	25.30	46.13	32.58	51.65	-	2,399.21
As at 31 March 2021	231.67	1,162.70	622.17	23.84	68.65	29.02	38.84	-	2,176.89
4a Capital work-in progress									
As at March 31, 2020	-	-	-	-	-	-	-	-	-
Additions	-	-	41.39	-	-	-	-	-	41.39
Transfers	-	-	-	-	-	-	-	-	-
As at March 31, 2021	-	-	41.39	-	-	-	-	-	41.39



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

5 Intangible assets

(See accounting policy in Note 3(E))

Reconciliation of carrying amount

Particulars	Software
Cost or deemed cost (gross carrying amount)	
Balance as at 01 April 2019	57.43
Additions	27.00
Disposals	-
Balance as at 31 March 2020	84.43
Balance as at 01 April 2020	84.43
Additions	-
Disposals	-
Balance as at 31 March 2021	84.43
Accumulated amortisation	
Balance as at 1 April 2019	15.12
Amortisation for the year	16.44
Balance as at 31 March 2020	31.56
Balance as at 1 April 2020	31.56
Amortisation for the year	16.59
Balance as at 31 March 2021	48.15
Carrying amount (net)	
As at 31 March 2020	52.87
As at 31 March 2021	36.28

5a Intangible assets under development

	Software
As at April 1, 2020	-
Additions	115.16
Transfers	-
As at March 31, 2021	115.16

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

	As at 31 March 2021	As at 31 March 2020
6 Investments		
(See accounting policy in Note 3(C))		
A. Non-current investments		
Quoted debt securities		
Debt securities at FVTPL		
50,000 (31 March 2020: 50,000) (8.23%) Tax Free Bonds of Indian Railway Finance Corporation Limited of INR 1,000 each	553.30	644.50
10,000 (31 March 2020: 10,000) (8.7%) Non Convertible debentures of TATA Capital Financial Services Limited INR 1,000 each *	-	100.00
10,000 (31 March 2020: 10,000) Tata Capital Financial Services Limited - NCD 26AG22 FVRS1000	100.00	100.00
10,000 (31 March 2020: 10,000) (8.25%) L & T Finance Limited of INR 1,000 each	90.30	100.00
18,485 (31 March 2020: 18,485) (8.7%) Debentures of L & T Finance Limited of INR 1,000 each	200.93	188.04
10,000 (31 March 2020: 10,000) (9%) Non Convertible debentures of Mahindra & Mahindra Financial Services Ltd INR 1,000 each *	-	103.10
1,006 (31 March 2020: 1,006) Non Convertible debentures in NTPC Ltd of INR 10 each fully paid	0.14	0.13
Quoted equity shares		
Equity shares at FVTPL		
1,207 (31 March 2020: 1,207) Equity Shares in NTPC Ltd of INR 10 each fully paid	1.29	1.02
190 (31 March 2020: 190) Equity Shares in Punjab National Bank of INR 2 each fully paid	0.07	0.06
20 (31 March 2020: 20) Equity Shares in Dewan Housing Finance Ltd of INR 10 each fully paid	0.00	0.00
Investment in Mutual Funds at FVTPL		
520,000 Units (31 March 2020: 520,000) Aditya Birla Fixed Term Plan Series QU (1100 days) Regular -Growth*	-	60.23
760,000 Units (31 March 2020: 760,000) SBI Debt Fund Series C -24 (1100 Days) Regular - Growth*	-	87.98
1,000,000 Units (31 March 2020: 1,000,000) Kotak FMP Series 247 - 1308 days Regular - Growth	127.41	117.17
1,200,000 Units (31 March 2020: 1,200,000) SBI Debt Fund Series C -26 (1125 Days) - Regular - Growth*	-	138.96
550,000 Units (31 March 2020: 550,000) HDFC FMP - 1113D - Regular Growth - Series 42*	-	62.95
1,010,000 Units (31 March 2020: 1,010,000) HDFC FMP - 1265D - Regular Growth - Series 43	127.77	116.49
	1,201.21	1,820.64
Aggregate book value of quoted investments	1,201.21	1,820.64
Aggregate market value of quoted investments	1,201.21	1,820.64
Investments are valued at fair value through profit and loss		
* The investments which are due to mature within a period of less than 12 months have been classified as current investments as at 31 March 2021.		
B. Current investments		
Corporate debt securities at FVTPL		
10,000 (31 March 2020: 10,000) (9%) Non Convertible debentures of Mahindra & Mahindra Financial Services Ltd INR 1,000 each	100.57	-
10,000 (31 March 2020: 10,000) (8.7%) Non Convertible debentures of TATA Capital Financial Services Limited INR 1,000 each	106.00	-
Investment in Mutual Funds		
520,000 Units (31 March 2020: 520,000) Aditya Birla Fixed Term Plan Series QU (1100 days) Regular -Growth	64.02	-
760,000 Units (31 March 2020: 760,000) SBI Debt Fund Series C -24 (1100 Days) Regular - Growth	94.33	-
1,200,000 Units (31 March 2020: 1,200,000) SBI Debt Fund Series C -26 (1125 Days) - Regular - Growth	149.54	-
550,000 Units (31 March 2020: 550,000) HDFC FMP - 1113D - Regular Growth - Series 42	68.31	-
	582.77	-
Aggregate book value of quoted investments	582.77	-
Aggregate market value of quoted investments	582.77	-
C. Terms of debt securities		
Corporate debt securities at FVTPL have stated interest rates of 8.23% to 9% (2019-20: 8.23% to 9%) and mature in six months to three years.		



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

	As at 31 March 2021	As at 31 March 2020
7 Loans		
Security deposits		
Loan receivables considered good - unsecured	44.87	47.03
	44.87	47.03
8 Trade receivables		
(See accounting policy in Note 3(C) and Note 3(G))		
Trade receivables		
Trade receivables considered good - unsecured	1,766.29	2,646.36
Trade receivables - credit impaired	798.55	1,400.55
	2,564.84	4,046.91
Loss allowance	(798.55)	(1,400.55)
Net trade receivables	1,766.29	2,646.36
The Company's exposure to credit and currency risks, and loss allowances relating to trade receivables are disclosed in Note 34.		
9 Other financial assets		
Deposits		
with banks having remaining maturity of more than 12 months	215.00	2,593.00
with financial institutions having remaining maturity of more than 3 months but less than 12 months	3,236.63	2,931.19
with financial institutions having remaining maturity of more than 12 months	500.00	99.00
Balance with bank held as margin money deposits	3.58	20.32
Interest accrued on deposits with banks and financial institutions	608.28	253.34
Interest accrued on debt instruments	91.39	71.27
Exports benefits receivable (duty drawback)	3.10	1.00
Employee advances	36.69	44.31
	4,694.67	6,013.43
Non-current	813.66	2,712.32
Current	3,881.01	3,301.11
	4,694.67	6,013.43

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)*(All amounts are in Indian Rupees lakhs, unless stated otherwise)*

	As at 31 March 2021	As at 31 March 2020
10 Other non-current assets		
<i>Unsecured and considered good</i>		
Capital advances	-	-
Balance with government authorities	200.47	216.28
Less: Provision towards disputed liabilities	(90.15)	(97.77)
Other receivables	-	55.36
Exports benefits receivable	21.26	28.05
	131.58	201.92
11 Inventories		
(See accounting policy in Note 3(F))		
Raw materials	365.05	503.72
Packing materials	358.55	345.04
Finished goods	612.20	1,218.74
Stock in trade	410.06	304.09
	1,745.86	2,371.59
Goods in transit (included above):		
Raw materials	10.57	35.23
Stock in trade	4.77	-
Packing materials	0.75	26.70
12 Cash and cash equivalents		
Cash on hand	3.80	4.42
Bank balances		
(i) in current accounts	286.71	117.64
(ii) in deposit accounts (with original maturity of less than 3 months)	-	600.00
	290.51	722.06
13 Other bank balances		
Deposits		
with banks (due to mature within 12 months from the reporting date)	12,779.25	1,993.70
Balance with bank held as margin money deposits	769.48	714.00
Unclaimed dividend	92.46	203.09
	13,641.19	2,910.79
14 Other current assets		
<i>Unsecured and considered good</i>		
Prepaid expenses	34.84	30.96
Balance with government authorities	157.52	431.99
Other advances	189.85	167.17
	382.21	630.12



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

	As at 31 March 2021	As at 31 March 2020
15 Share Capital		
Equity share capital		
Authorised		
50,000,000 equity shares of INR 1/- each		
(31 March 2020: 50,000,000 equity shares of INR 1/- each)	500.00	500.00
Issued, subscribed and paid up		
29,230,630 equity shares of INR 1/- each		
(31 March 2020: 29,230,630 equity shares of INR 1/- each) , fully paid up	292.31	292.31

a) Reconciliation of shares outstanding at the beginning and at the end of the year

	As at 31 March 2021		As at 31 March 2020	
	Number of shares	Amount	Number of shares	Amount
Equity shares				
At the commencement and at the end of the year	29,230,630	292.31	29,230,630	292.31

b) Rights, preferences and restrictions attached to equity shares

The Company has only one class of shares referred to as equity shares having a par value of INR 1/-. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. The voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid. Failure to pay any amount called up on shares may lead to their forfeiture.

On winding up of the company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts, in proportion to the equity shares held.

c) Particulars of shareholders holding more than 5% of total No. of equity shares

	As at 31 March 2021		As at 31 March 2020	
	Number of shares	Amount	Number of shares	Amount
Equity shares of INR 1/- (31 March 2020: INR 1/-) each fully paid, held by				
Sambhu Prasad S	5,488,800	18.78%	5,488,800	18.78%
Sambhu Prasad Sivalenka Trustee Of Kasinadhuni Nageswara Rao Sivalenka Sambhu Prasad Dharma Nidhi	2,990,730	10.23%	-	0.00%
Leela Bhramara	-	-	2,990,730	10.23%
Ramayamma S	2,254,790	7.71%	2,254,790	7.71%
Dr. Pasumarthi Sathya Narayana Murthi	2,544,530	8.71%	2,544,530	8.71%

d) Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting date:

As at 31 March 2020	As at 31 March 2019	As at 31 March 2018	As at 31 March 2017	As at 31 March 2016
-	-	-	-	-

16 A. Other equity

a) Capital redemption reserve

The Company has recognised Capital redemption reserve on buyback of equity shares from its retained earnings. The amount in this reserve is equal to nominal amount of the equity shares bought back.

b) General reserve

The Company had transferred a portion of the net profit of the Company before declaring dividend to General reserve pursuant to the earlier provisions of Companies Act, 1956.

c) Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

d) Share based payment reserve

The Company has established equity settled share based payment plans for certain categories of employees of the Company. Refer Note 32 for further details on this plan.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

e) Treasury shares

When the ESOP trust purchases the Company's ordinary shares, the consideration paid including any directly attributable incremental cost is presented as a deduction from total equity, until they are cancelled, sold or reissued. When treasury shares are sold or reissued subsequently, the amount received is recognized as an increase in equity, and the resulting surplus or deficit on the transaction is transferred to / from the reserves.

B. Analysis of accumulated OCI, net of tax

Disaggregation of changes in item of OCI

Remeasurement of defined benefit liability (Attributable to the owners of the Company)

Opening balance

Remeasurement of defined benefit liability

Transfer to retained earnings

Closing balance

	Year ended 31 March 2021	Year ended 31 March 2020
Opening balance	-	-
Remeasurement of defined benefit liability	(2.80)	(29.37)
Transfer to retained earnings	2.80	29.37
Closing balance	-	-

Remeasurement of defined benefit liability / (asset) comprises actuarial gains and losses and return on plan assets (excluding interest income).

17 Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. It sets the amount of capital required on the basis of annual business and long-term operating plans which include capital and other strategic investments. The funding requirements are met through equity and cash generated through operations. The Company does not have any external borrowings. The Company monitors capital using a ratio of 'adjusted net debt' to 'total equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising provisions, financial liabilities, other current liabilities less cash and cash equivalents.

Total equity comprises all components of equity.

	As at 31 March 2021	As at 31 March 2020
Total liabilities	5,870.60	4,591.96
Less : cash and cash equivalents	(290.51)	(722.06)
Adjusted net debt	5,580.09	3,869.90
Total equity	21,556.47	15,942.56
Adjusted net debt to total equity ratio	0.26	0.24

18 Earnings per share

(See accounting policies in note 3(P))

	Year ended 31 March 2021	Year ended 31 March 2020
Earnings		
Profit for the year (A)	6,119.04	2,508.33
Shares		
Basic outstanding shares	29,230,630.00	29,230,630.00
Less: Weighted average shares held with the ESOP Trust	(8,708.50)	-
Weighted average shares used for computing basic EPS (B)	29,221,921.50	29,230,630.00
Add: Effect of dilutive options granted but not yet exercised/ not yet eligible for exercise	14,642.34	-
Weighted average shares used for computing diluted EPS (C)	29,236,563.84	29,230,630.00
Basic earnings per share (A/ B)	20.94	8.58
Diluted earnings per share (A/ C)	20.93	8.58



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

19 Assets and liabilities relating to employee benefits

(See accounting policies in note 3(H))

	As at 31 March 2021	As at 31 March 2020
Net defined benefit liability - Gratuity plan (a)	424.01	426.37
Liability for compensated absences (b)	232.25	208.23
Total employee benefit liabilities (a) + (b)	656.26	634.60
Non-current	572.38	553.40
Current	83.88	81.20
	656.26	634.60

For details about the related employee benefit expenses, see Note 28.

The Company operates the following post-employment defined benefit plans.

The Company has a defined benefit gratuity plan in India, governed by the Payment of Gratuity Act, 1972. The plan entitles an employee, who has rendered at least five years of continuous service, to gratuity at the rate of fifteen days wages for every completed year of service or part thereof in excess of six months, based on the rate of wages last drawn by the employee concerned.

These defined benefit plans expose the Company to actuarial risks, such as longevity risk, interest rate risk and market (investment) risk.

A. Funding

The plan is fully funded by the Company. The funding requirements are based on the gratuity fund's actuarial measurement framework set out in the funding policies of the plan. The funding of plan is based on a separate actuarial valuation for funding purposes for which the assumptions may differ from the assumptions set out in (E). Employees do not contribute to the plan. The Company expects to pay INR 102.24 lakhs to defined benefit plan in 2021-22.

B. Reconciliation of the net defined benefit (asset) / liability

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset) / liability and its components.

	Year ended 31 March 2021	Year ended 31 March 2020
Reconciliation of present value of defined benefit obligation		
Balance at the beginning of the year	478.88	400.24
Benefits paid	(57.15)	(21.81)
Service cost	40.27	35.68
Interest cost	28.67	28.15
Actuarial (gains)/ losses recognised in other comprehensive income	(0.30)	36.62
Balance at the end of the year	490.37	478.88
Reconciliation of the present value of plan assets		
Balance at the beginning of the year	52.51	70.33
Contributions paid into the plan	72.02	2.24
Benefits paid	(57.15)	(21.81)
Interest income	3.02	4.38
Remeasurement on plan assets recognised in other comprehensive income	(4.04)	(2.63)
Balance at the end of the year	66.36	52.51
Net defined benefit liability	424.01	426.37
C. i. Expense recognised in statement of profit and loss		
Service cost	40.27	35.68
Interest cost	28.67	28.15
Interest income	(3.02)	(4.38)
	65.92	59.45
ii. Remeasurement recognised in other comprehensive income		
Actuarial losses on defined benefit obligation	(0.30)	36.62
Return on plan assets excluding interest income	4.04	2.63
	3.74	39.25

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

D. Plan assets

Plan assets comprise of funds with Life Insurance Corporation and PNB MetLife India Insurance maintained on behalf of the Company.

E. Defined benefit obligations

i. Actuarial assumptions

Principal actuarial assumptions at the reporting date (expressed as weighted averages):

	31 March 2021	31 March 2020
Discount rate	6.31%	6.37%
Future salary growth	5.00%	5.00%
Attrition rate	10.00%	10.00%

As at 31 March 2021, the decrement adjusted remaining useful life of the defined benefit obligation was 7.07 years (31 March 2020: 7.09 years).

ii. Sensitivity analysis

	Year ended 31 March 2021		Year ended 31 March 2020	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	466.93	516.29	456.26	503.90
Future salary growth (1% movement)	515.61	467.13	503.32	456.36
Attrition rate (25% movement)	493.19	486.62	481.98	474.80

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

20 Provisions

(See accounting policies in 3(H) and 3(I))

	Non-Current		Current	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Provision for employee benefits (see note 19)				
Liability for gratuity	388.14	388.61	35.87	37.76
Liability for compensated absences	184.24	164.79	48.01	43.44
Total provision for employee benefits	572.38	553.40	83.88	81.20
Other provisions				
Provision towards disputed liabilities	-	-	11.01	17.28
Provision for tax	-	-	253.96	117.59
Total other provisions	-	-	264.97	134.87
Total provisions	572.38	553.40	348.85	216.07

Movement in other provisions:

A. Provision towards disputed liabilities

	As at 31 March 2021	As at 31 March 2020
Balance at 1 April	115.05	242.89
Provision made during the year	11.01	28.01
Provision utilised during the year	(24.90)	(155.85)
Balance at 31 March	101.16	115.05

Classified as:

Provision towards disputed liabilities	11.01	17.28
Other non-current assets	90.15	97.77
	101.16	115.05



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

21 Trade payables

	As at 31 March 2021	As at 31 March 2020
Payable to others		
total outstanding dues of micro, small and medium enterprises (refer Note 41)	218.23	88.28
total outstanding dues of creditors other than micro, small and medium enterprises	3,848.64	3,045.97
	<u>4,066.87</u>	<u>3,134.25</u>

The Company's exposure to liquidity risk related to trade payables is disclosed in Note 34.

22 Other financial liabilities

Rental deposits	0.10	0.10
Caution deposits	17.50	20.50
Payable towards purchase of property, plant and equipment		
total outstanding dues of micro and small enterprises	-	-
total outstanding dues of creditors other than micro and small enterprises	37.75	5.90
Payable to directors	114.45	43.30
Unclaimed dividend	92.46	203.09
	<u>262.26</u>	<u>272.89</u>
Non-current	17.60	20.60
Current	244.66	252.29
	<u>262.26</u>	<u>272.89</u>

23 Other current liabilities

Advance payments received	159.20	3.10
Payable to employees	245.61	150.84
Statutory dues payable	81.19	92.09
	<u>486.00</u>	<u>246.03</u>

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

		Year ended 31 March 2021	Year ended 31 March 2020	
24	Revenue from operations (See accounting policy in Note 3(J))			
	Sale of products	33,005.09	25,831.62	
	Sale of services	149.74	240.08	
	Total - A	33,154.83	26,071.70	
	Other operating revenue			
	Sale of raw material	98.51	35.21	
	Scrap sales	31.06	40.76	
	Total - B	129.57	75.97	
	Total revenue from operations (A+B)	33,284.40	26,147.67	
25	Other income			
	Interest income on deposits with banks	606.76	373.33	
	Interest income on deposits with financial institutions	240.69	240.86	
	Interest income on debt instruments	91.39	43.04	
	Change in fair value of financial assets	-	106.24	
	Export incentives	16.92	27.22	
	Net gain on sale of property, plant and equipment	8.94	-	
	Excess provision written back, net	17.28	14.99	
	Net gain on foreign currency transactions	5.86	13.32	
	Miscellaneous income*	144.17	13.13	
		1,132.01	832.13	
*Includes amount realized during the current year ending from proceeds of insurance claims for loss of stock on account of fire amounting to 140.00 lakhs.				
26	Cost of materials consumed			
	Inventory of materials at the beginning of the year	848.76	632.30	
	Add: Purchases	8,580.78	9,022.11	
	Less: Inventory of materials at the end of the year	723.59	848.76	
	Cost of materials consumed	8,705.95	8,805.65	
27	Changes in inventories of finished goods and stock in trade			
		Year ended 31 March 2021	Year ended 31 March 2020	
		Opening Inventory	Closing Inventory	(Increase) / decrease in Inventory
	Finished goods	1,218.74	612.20	606.54
	Stock in trade	304.09	410.06	(105.97)
		1,522.83	1,022.26	500.57
		825.38	1,522.83	(697.45)
		Year ended 31 March 2021	Year ended 31 March 2020	
28	Employee benefits expense (See accounting policy in Note 3(H))			
	Salaries, wages and bonus	3,433.59	3,270.11	
	Contribution to provident and other funds	264.79	275.31	
	Expenses related to post-employment defined benefit plans	66.96	58.24	
	Expenses related to compensated absences	97.04	110.53	
	Share-based compensation expense (Refer note 32)	61.78	-	
	Staff welfare expenses	246.17	222.29	
		4,170.33	3,936.48	
29	Finance costs (See accounting policy in Note 3(L) and Note 35)			
	Interest expense on financial liabilities measured at amortised cost	17.30	19.50	
	Interest expense (Others)	32.70	2.60	
		50.00	22.10	



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

	Year ended 31 March 2021	Year ended 31 March 2020
30 Depreciation and amortisation expense (See accounting policy in Note 3(D)(iii), 3(E)(iii) and 3(K))		
Depreciation of property, plant and equipment	293.69	371.16
Depreciation on ROU assets	56.69	48.34
Amortisation of intangible assets	16.59	16.44
	366.97	435.94
31 Other expenses		
Consumption of stores and spares	-	-
Contract labour charges	368.98	388.09
Power and fuel	175.74	201.68
Freight and handling charges	960.46	799.80
Advertising and sales promotion	4,598.94	4,350.46
Rent	34.96	54.88
Repairs and maintenance		
- Building	11.87	44.60
- Plant and machinery	51.95	46.84
- Others	233.68	198.40
Insurance	32.02	9.58
Rates and taxes	138.52	73.04
Travelling and conveyance	376.84	520.44
Legal and professional charges	113.88	130.38
Payment to auditors (refer note (i) below)	31.86	27.70
Director's sitting fees	8.60	9.20
Commission to non-executive directors	59.95	28.30
Loss allowance on trade receivables	159.77	241.00
Bad debts written off	761.77	-
Reversal of provision for bad and doubtful debts	(761.77)	-
Information technology expenses	36.24	44.14
Bank charges	9.20	11.82
Communication expenses	65.88	76.47
Printing and stationery	13.39	21.07
Change in fair value of financial assets	36.66	-
Corporate social responsibility expenditure (refer note (ii) below)	68.24	67.54
Miscellaneous expenses	32.51	87.34
	7,620.14	7,432.77
(i) Payment to auditors (excluding tax)		
Statutory audit	21.00	17.00
Other services	9.00	9.00
Reimbursement of expenses	1.86	1.70
	31.86	27.70

(ii) Details of corporate social responsibility expenditure

As per section 135 of the Companies Act, 2013, the Company is required to spend INR 67.95 lakhs (2019-20: INR 67.41 lakhs). The Company has spent INR 68.24 lakhs (2019-20: INR 67.54 lakhs) during the current financial year.

Particulars

(a) Construction / acquisition of any assets	-	13.16
(b) On purposes other than (a) above	68.24	54.38
Total corporate social responsibility expenditure	68.24	67.54

32 Employee Stock compensation

See accounting policy in Note 3(H)

During the Current year, Amrutanjan's Board of Directors approved the Amrutanjan Health Care Limited Employee Stock Option Scheme ('Scheme 2020') for the grant of stock options to the employees of the Company. The Compensation Committee administers the plan through a trust established specifically for this purpose, called the Amrutanjan Health Care Limited ESOP trust (ESOP Trust).

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

The ESOP Trust shall make additional purchase of equity shares of the Company using the proceeds from the loan obtained from the Company, other cash inflows from allotment of shares to employees under the ESOP Plan and shall subscribe, when allotted to such number of shares as is necessary for transferring to the employees. The Compensation Committee shall determine the exercise price which will not be less than the face value of the shares.

During the current year, the trust has purchased 17,417 shares from the market at an average rate of INR 553.56 per share amounting to INR 96.41 lakhs. The value of the shares in the Company held by the ESOP Trust has been disclosed as Treasury Shares in the statement of changes in equity. The assets and liabilities of the ESOP trust is consolidated in the financial statements of the Company, considering that the trust is exclusively set up for the purpose of administering the ESOP plan of the Company.

The options under this grant would have a term of vesting to the employees ranging from 1-3 years. The exercise window is for a 2 year period from the date of vesting. The vesting conditions include service terms of employees and performance of the Company, based on turnover criteria. These options are issued at a discount of INR 70 from the fair value on the date of grant, the exercise price is INR 353 per share.

Employee stock compensation expenses	Year ended 31 March 2021	Year ended 31 March 2020
Expenses pertaining to the scheme recognised in		
Employee benefits	61.78	-
Total	61.78	-
Reconciliation of outstanding share options pertaining to the scheme:		
Particulars		
Outstanding at beginning of the year	-	-
Granted during the year	1,36,472	-
Exercised during the year	-	-
Lapsed/ cancelled during the year	-	-
Outstanding at the end of year	1,36,472	-
Vested and exercisable at the end of the year	-	-

The weighted average exercise price of all the options granted during the year and outstanding at the year ended 31 March 2021 is INR 353/-.

Assumptions used in determination of the fair value of the stock options under the Black Scholes Model are as follows:

Particulars	31-Mar-21
Exercise price	353.00
Share price at grant date	423.00
Expected Volatility (weighted average)	32.69%
Life of the options granted (vesting) in years	1-3 years
Risk-free rate	6.18%
Annualized dividend yield	0.28%

Expected volatility is based on historical volatility of the market prices of the Company's publicly traded equity shares during the expected term of the option grant.

33 Income tax (See accounting policy in Note 3(M))	Year ended 31 March 2021	Year ended 31 March 2020
A. Amount recognised in statement of profit and loss		
Current tax		
Current period (a)	1,973.00	943.00
Changes in estimates related to prior years (b)	-	-
Deferred tax		
Attributable to:		
Origination and reversal of temporary differences	98.41	(64.24)
Change in tax rate	-	58.30
Deferred tax (c)	98.41	(5.94)
Tax expense of continuing operations (a) + (b) + (c)	2,071.41	937.06

The Company has elected to exercise the option under section 115BBA of the Income Tax Act, 1961, as introduced by the Taxation laws (Amendment) Ordinance 2019. Consequently, as of 1 April 2019, the corporate tax rate applicable for the Company is reduced from 29.12 percent to 25.17 percent. This has resulted in a decrease of deferred tax assets of INR 58.30 lakhs as at 31 March 2020.



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

B. Income tax recognised in other comprehensive income

	Year ended 31 March 2021			Year ended 31 March 2020		
	Before tax	Tax (expense) / benefit	Net of Tax	Before tax	Tax (expense) / benefit	Net of Tax
Remeasurement of defined benefit liability / (assets)	(3.74)	0.94	(2.80)	(39.25)	9.88	(29.37)
	(3.74)	0.94	(2.80)	(39.25)	9.88	(29.37)

C. Reconciliation of effective tax rate

	Year ended 31 March 2021		Year ended 31 March 2020	
Profit before tax		8,190.45		3,445.39
Tax using the Company's domestic tax rate	25.17%	2,061.54	25.17%	867.14
Effect of:				
Non deductible expenses	0.25%	20.23	0.65%	22.45
Tax exempt income	-0.13%	(10.36)	-0.31%	(10.83)
Change in tax rate	0.00%	-	1.69%	58.30
Effective tax rate	25.29%	2,071.41	27.20%	937.06

D. Recognised deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following

	Deferred tax assets		Deferred tax (liabilities)		Net Deferred tax assets / (liabilities)	
	Year ended 31 March 2021	Year ended 31 March 2020	Year ended 31 March 2021	Year ended 31 March 2020	Year ended 31 March 2021	Year ended 31 March 2020
Property, plant and equipment	-	-	(132.19)	(150.55)	(132.19)	(150.55)
Investments at FVTPL	-	-	(19.44)	(26.77)	(19.44)	(26.77)
ROU Asset	-	-	(28.54)	(39.83)	(28.54)	(39.83)
Impairment of Property, plant and equipment	74.49	74.50	-	-	74.49	74.50
Provisions - employee benefits	182.43	155.35	-	-	182.43	155.35
Loss allowance on trade receivables	200.98	352.49	-	-	200.98	352.49
Lease liability	33.78	42.61	-	-	33.78	42.61
Other provisions	30.99	32.17	-	-	30.99	32.17
Deferred tax assets/(liabilities)	522.67	657.12	(180.17)	(217.15)	342.50	439.97
Offsetting of deferred tax assets and deferred tax liabilities	(180.17)	(217.15)	180.17	217.15	-	-
Net deferred tax assets	342.50	439.97	-	-	342.50	439.97

Movement in temporary differences

	Recognised in			Recognised in		
	Balance at 01 April 2019	Statement of profit and loss	OCI	Balance as at 31 March 2020	Statement of profit and loss	OCI
Property, plant and equipment	(198.02)	47.47	-	(150.55)	18.36	-
Investments at FVTPL	(5.46)	(21.31)	-	(26.77)	7.33	-
ROU Asset	-	(39.83)	-	(39.83)	11.29	-
Impairment of Property, plant and equipment	86.18	(11.68)	-	74.50	(0.01)	-
Provisions - employee benefits	133.06	12.41	9.88	155.35	26.14	0.94
Loss allowance on trade receivables	337.66	14.83	-	352.49	(151.51)	-
Lease liability	-	42.61	-	42.61	(8.83)	-
Other provisions	70.73	(38.56)	-	32.17	(1.18)	-
	424.15	5.94	9.88	439.97	(98.41)	0.94

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

34 Financial instruments - Fair value and risk management

A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

	31 March 2021			31 March 2020		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets measured at fair value						
Investments						
Debt instruments	1,151.24	-	-	1,235.77	-	-
Mutual funds	631.38	-	-	583.79	-	-
Equity instruments	1.36	-	-	1.08	-	-
Financial assets not measured at fair value						
Loans	-	-	44.87	-	-	47.03
Trade receivables	-	-	1,766.29	-	-	2,646.36
Cash and cash equivalents	-	-	290.51	-	-	722.06
Bank balances other than cash and cash equivalents	-	-	13,641.19	-	-	2,910.79
Other financial assets	-	-	4,694.67	-	-	6,013.43
Total financial assets	1,783.98	-	20,437.53	1,820.64	-	12,339.67
Financial liabilities not measured at fair value						
Trade payables	-	-	4,066.87	-	-	3,134.25
Other financial liabilities	-	-	262.26	-	-	272.89
Total financial liabilities	-	-	4,329.13	-	-	3,407.14

The Company has not disclosed fair values of financial instruments such as loans, trade receivables, cash and cash equivalents, bank balances other than cash and cash equivalents, other financial assets, trade payables and other financial liabilities, since their carrying amounts are reasonable approximates of fair values.

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following table shows the levels in the fair value hierarchy as at each period:

Assets	31 March 2021			31 March 2020		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Investments						
Debt instruments	-	1,151.24	-	-	1,235.77	-
Mutual funds	631.38	-	-	583.79	-	-
Equity instruments	1.36	-	-	1.08	-	-

B. Financial risk management

The Company's business activities are exposed to a variety of financial risks, namely credit risk, liquidity risk and market risk. The Company's management has the overall responsibility for establishing and governing the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and reflect the changes in the policy accordingly. The key risks and mitigating actions are also placed before the audit committee of the Company.

i. Credit risk

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from Company's trade receivables and other financial assets.

The carrying amount of financial assets represents the maximum credit exposure which is as follows:

**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)***(All amounts are in Indian Rupees lakhs, unless stated otherwise)*

	Carrying amount	
	As at 31 March 2021	As at 31 March 2020
Investments	1,783.98	1,820.64
Trade receivables	1,766.29	2,646.36
Other financial assets	4,694.67	6,013.43
Loans	44.87	47.03
	8,289.81	10,527.46

Investments

The Company limits its exposure to credit risk by investing in debt securities and minimum investment being made in equity instruments. The credit worthiness of the counterparties of the investments made are evaluated by the management on an ongoing basis and is considered to be good with low credit risk.

Trade receivables

The Company has developed guidelines for the management of credit risk from trade receivables. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment.

Credit risk is managed through credit approvals, establishing credit limits and monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful debts that represents its estimate of incurred losses in respect of the Company's trade receivables.

Exposures to customers outstanding at the end of each reporting period are reviewed by the Company to determine incurred and expected credit losses.

	Carrying amount	
	As at 31 March 2021	As at 31 March 2020
Movement in the allowance for impairment in trade receivables		
Opening balance	1,400.55	1,159.55
Amount provided for	159.77	241.00
Reversal of provision for bad and doubtful debts	(761.77)	-
Net remeasurement of loss allowance	798.55	1,400.55

During the current year bad debts amounting to INR 761.77 lakhs has been written off.

Loans

This balance constitute of rental deposits given to lessors and Electricity deposit given to Electricity Board. The Company does not expect any losses from non-performance by these counter parties.

Other financial assets

Other financial assets comprises of deposits with bank and financial institutions and interest accrued on such deposits. These deposits are held with credit worthy banks and financial institutions. The credit worthiness of such banks and financial institutions are evaluated by the management on an ongoing basis and is considered to be good with low credit risk.

Other financial assets also comprise of export benefits receivable and employee advances. The Company is confident of collection the amounts and is considered to good with low credit risk.

ii. Liquidity risks

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities. The Company approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions.

Cash flow from operating activities provides the funds to service and finance the financial liabilities on a day-to-day basis.

The Company regularly monitors the rolling forecasts to ensure it has sufficient cash on an on-going basis to meet operational needs. Any short term surplus cash generated, over and above the amount required for working capital management and other operational requirements, is retained as cash and cash equivalents (to the extent required) and any excess is invested in interest bearing term deposits and other highly marketable debt investments with appropriate maturities to optimise the cash returns on investments while ensuring sufficient liquidity to meet its liabilities.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

B. Financial risk management (Continued)

ii. Liquidity risks (Continued)

The following table shows the maturity analysis of the Company's financial liabilities based on contractually agreed undiscounted cash flows along with its carrying value as at the balance sheet date.

	Carrying amount	Contractual cash flows		Total
		Payable within 1 year	More than 1 year	
As at 31 March 2021				
Trade payables	4,066.87	4,066.87	-	4,066.87
Lease liabilities	134.24	63.96	70.28	134.24
Other financial liabilities				
Rental deposits	0.10	-	0.10	0.10
Caution deposits	17.50	-	17.50	17.50
Payable towards purchase of property, plant and equipment	37.75	37.75	-	37.75
Payable to directors	114.45	114.45	-	114.45
Unclaimed dividend	92.46	92.46	-	92.46
	4,463.37	4,375.49	87.88	4,463.37
As at 31 March 2020				
Trade payables	3,134.25	3,134.25	-	3,134.25
Lease liabilities	169.32	57.63	111.69	169.32
Other financial liabilities				
Rental deposits	0.10	-	0.10	0.10
Caution deposits	20.50	-	20.50	20.50
Payable to directors	43.30	43.30	-	43.30
Unclaimed dividend	203.09	203.09	-	203.09
	3,570.56	3,438.27	132.29	3,570.56

iii. Market risks

Market risk is the risk of loss of future earnings or fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign exchange rates and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables. The Company is exposed to market risk primarily related to foreign exchange rate risk (currency risk).

Currency risk

The Company is exposed to currency risk to the extent that there is mismatch between the currencies in which sales, purchase are denominated and the respective functional currencies of Company.

Foreign currency risk arise in USD denominated transactions mainly from export of OTC products and import of raw materials and packing materials that gives rise to exchange rate fluctuation risk.

As at 31 March 2021

Financial assets / (liabilities)

Exposure Currency

Trade receivables

Net assets / (liabilities)

USD

Amount

226.06

226.06

As at 31 March 2020

Financial assets / (liabilities)

Exposure Currency

Trade receivables

Net assets / (liabilities)

USD

Amount

64.65

64.65

Sensitivity analysis

A reasonably possible (strengthening) / weakening of the INR against US dollar at 31 March would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

	Profit or Loss		Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
As at 31 March 2021				
USD (1% movement)	(2.26)	2.26	(1.69)	1.69
As at 31 March 2020				
USD (1% movement)	(0.65)	0.65	(0.48)	0.48

35 Right of use assets

(See accounting policy in Note 3(K))

The weighted average incremental borrowing rate applied to lease liabilities as at April 1, 2019 is 11%.

Following are the changes in the carrying value of right of use assets for the year ended 31 March 2021:

Particulars	Category of ROU asset	Total
	Building	
Balance as at April 1, 2019	191.09	191.09
Additions	15.51	15.51
Deletions	-	-
Depreciation	(48.34)	(48.34)
Balance as at March 31, 2020	158.26	158.26
Balance as at April 1, 2020	158.26	158.26
Additions	14.36	14.36
Deletions	(2.51)	(2.51)
Depreciation	(56.69)	(56.69)
Balance as at March 31, 2021	113.42	113.42

The aggregate depreciation expense on ROU asset is included under depreciation and amortization expense in the financial statements.

The following is the break-up of current and non-current lease liabilities as of 31 March 2021 and 31 March 2020:

Particulars	As at 31 March 2021	As at 31 March 2020
Current lease liabilities	63.96	57.63
Non Current lease liabilities	70.28	111.69
Total	134.24	169.32

The following is the movement in lease liabilities during year ended 31 March 2021 and 31 March 2020:

Particulars	As at 31 March 2021
Balance as at 1 April 2019	206.60
Additions	-
Deletions	-
Finance cost accrued during the period	19.48
Payment of lease liabilities	(56.76)
Balance as at 31 March 2020	169.32
Balance as at 1 April 2020	169.32
Additions	14.36
Deletions	(2.60)
Finance cost accrued during the period	17.39
Payment of lease liabilities	(64.23)
Balance as at 31 March 2021	134.24

The table below provides details regarding the contractual maturities of lease liabilities as of 31 March 2021 and 31 March 2020 on an undiscounted basis:

Particulars	31-Mar-21	31-Mar-20
Less than one year	63.96	57.63
One to five years	70.28	111.69
More than five years	-	-
Total	134.24	169.32

The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due. Rental expense recorded for short-term leases was INR 34.96 lakhs for the year ended 31 March 2021, (Rs. 54.88 lakhs in 31 March 2020).

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs, unless stated otherwise)

36 Contingent liabilities and commitments

(to the extent not provided for)

a. Contingent liabilities

	<u>31 March 2021</u>	<u>31 March 2020</u>
Claims against the Company not acknowledged as debts		
Sales tax matters	421.39	442.39
Income tax matters	81.00	81.00
Other matters (refer note (ii) below)	760.50	760.50

(i) Pending resolution of the respective proceedings, it is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgements/decisions pending with various forums/authorities. The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial position.

(ii) Lease rent in respect of lease hold land has been revised by Government of Tamil Nadu with retrospective effect from November, 2011. The Company has contested the said revision before the Madras High court in writ petition.

(iii) During the current year the Company had paid an amount of INR 1.10 million to the Commissioner, Panchayat Union Thiruporur and during the previous year, the Company had paid an amount of INR 1.46 million to Mamalapuram Urban Housing as contribution towards Tamil Nadu State Shelter Fund and an amount of INR 1.96 million towards obtaining DTCP (Department of Town and Country Planning) approval for one of its Factories located in Alathur, Chennai, based on demand from the department. With respect to the above, the amounts payable towards property tax and other fees, are yet to be ascertained by the relevant authorities and the final assessment order is yet to be received by the Company. The Company cannot ascertain reasonably the further amount payable and hence has been disclosed as contingent liability.

(iv) In light of recent judgment of Honorable Supreme Court dated 28 February 2019 on the definition of "Basic Wages" under the Employees Provident Funds & Miscellaneous Provisions Act 1952, there are significant uncertainties in determining the liability including, period of assessment, application of present and past employees and assessment of interest and penalties. Considering these interpretive challenges, the amount of the obligation cannot be measured with sufficient reliability for past periods and hence disclosed as a contingent liability.

b. Commitments

	<u>31 March 2021</u>	<u>31 March 2020</u>
Estimated amount of contracts remaining to be executed on capital account and not provided for	31.53	-

37 Related party transactions

List of related parties with whom transactions have taken place during the year :

Nature of relationship	Name of the related party
Key Management Personnel	
Chairman & Managing Director	S Sambhu Prasad
Non-Executive Director	Sathyanarayana Pasumarthi Murthi
Non-Executive Independent Director	Raghavan Govindan
Non-Executive Independent Director	Marie Shiranee Pereira
Non-Executive Independent Director	Vydeeswaran Sambasivam
Non-Executive Independent Director	H.B.N.Shetty
Non-Executive Independent Director	Swaminathan Vembu (Resigned w.e.f. 12 December 2020)

A. Transactions with key management personnel

Key management personnel compensation

	<u>Year ended 31 March 2021</u>	<u>Year ended 31 March 2020</u>
Salaries and perquisites	145.80	105.64
Sitting fees and commission	68.55	37.50
Dividend paid	128.88	253.75

Compensation of the Company's key managerial personnel includes salaries, non-cash benefits and commission on profits.

Remuneration to key managerial personnel does not include provision made for gratuity and compensated absence, which are determined on an actuarial basis for the Company as a whole.

	<u>As at 31 March 2021</u>	<u>As at 31 March 2020</u>
Balance payable to key management personnel	114.45	43.30

All transactions with these related parties are priced on an arm's length basis and resulting outstanding balances are to be settled in cash.



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs)

38 Disclosure on Specified Bank Notes

The disclosure regarding details of specified bank notes held and transacted during 8 November 2016 and 30 December 2016 has not been made in these financial statements since the requirement does not pertain to financial year ended 31 March 2021.

39 Operating segments

A Basis for segmentation

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components and for which discrete financial information is available. All operating segments operating results are reviewed regularly by the Company's chief operating decision-maker (CODM) to make decisions about resources to be allocated to the segments and assess their performance.

The Company has determined following reporting segments based on the information reviewed by the CODM:

Reportable segments	Operations
OTC Products	Manufacturing products of pain management, congestion management and hygiene
Beverages	Manufacturing fruit juices and oral rehydration drinks
Others	Pain management center

B Information about reportable segments

	Year ended 31 March 2021	Year ended 31 March 2020
(i) Segment revenue		
OTC Products	31,426.35	24,077.67
Beverages	1,708.32	1,829.92
Others	149.73	240.08
Total revenue from operations	33,284.40	26,147.67
(ii) Segment results		
OTC Products	7,868.78	3,177.02
Beverages	(350.16)	(156.22)
Others	(103.71)	(191.06)
Total segment results	7,414.91	2,829.74
Less :		
Finance costs	50.00	22.10
Other unallocable expenditure net of unallocable income	(825.54)	(637.75)
Profit before tax	8,190.45	3,445.39
Tax expenses	2,071.41	937.06
Profit for the year	6,119.04	2,508.33
(iii) Segment Assets		
OTC Products	5,103.74	6,834.88
Beverages	910.23	1,131.32
Others	97.84	101.60
Unallocated assets	21,315.26	12,466.72
Total assets	27,427.07	20,534.52
(iv) Segment Liabilities		
OTC Products	4,362.76	3,505.77
Beverages	871.05	628.25
Others	94.73	-
Unallocated liabilities	542.06	457.94
	5,870.60	4,591.96

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 - (contd.)

(All amounts are in Indian Rupees lakhs)

C Geographical information

	Year ended 31 March 2021	Year ended 31 March 2020
Revenue from sale of goods		
India	32,321.69	25,386.78
Other countries	683.40	444.84
Total	33,005.09	25,831.62

D Major customer

The Company is not reliant on revenues from transactions with any single external customer and does not receive 10% or more of its revenues from transactions with any single external customer.

40 Details of research and development income and expenditure recognised as on expense

	For the Year ended 31 March 2021	For the Year ended 31 March 2020
Other income	(1.51)	(5.79)
Cost of material consumed	4.86	9.31
Employee benefits expense	47.80	60.33
Legal and professional charges	23.40	23.40
Repairs and maintenance	-	1.78
Power and fuel	11.01	10.20

41 Micro, Small and Medium enterprises

The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated 28 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the Micro, Small and Medium Enterprise Development Act, 2006 ('the Act'). The disclosure in respect of the amounts payable to such enterprises as at 31 March 2021 has been made in the financial statements based on information received and available with the Company. Further in view of the Management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material. The Company has not received any claim for interest from any supplier as at the balance sheet date.

Particulars	31 March 2021	31 March 2020
(a) the principal amount remaining unpaid to any supplier at the end of each accounting year;	181.08	54.05
(b) interest due thereon;	2.22	1.51
(c) the amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(d) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(e) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	34.94	32.72
(f) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

As per our report of even date attached

for **B S R & Co. LLP**

Chartered Accountants

Firm's Registration Number : 101248W/W-100022

K Raghuram

Partner

Membership no: 211171

Place: Chennai

Date: 27 May 2021

for and on behalf of the Board of Directors of

Amrutanjan Health Care Limited

CIN : L24231TN1936PLC000017

S Sambhu Prasad

Chairman & Managing Director

DIN: 00015729

N Swaminathan

Chief Financial Officer

G. Raghavan

Director

DIN: 00820000

M Srinivasan

Company Secretary



Notes



ELECTRO⁺ ORS

REHYDRATE, *Feel alive*



*Not recommended for diarrhoea treatment -
only facilitates fluid recovery



— ALL DAY REHYDRATION —



Amrutanjan Health Care Limited

CIN: L25231TN1936PLC000017

Regd.Off.: New No.103, Old No.42-45, Luz Church Road, Mylapore, Chennai - 600 004.

Tel: 044-24994465, Email: customercare@amrutanjan.com,

Toll Free No: 1800 425 4545, website: www.amrutanjan.com