

BOARD OF DIRECTORS

: **Mr. ARUN KUMAR BHANGADIA**
Chairman- Promoter Non Executive

Mr. ARVIND KUMAR BHANGADIA
Managing Director

Mr. MURLIDHAR MUTGI
Independent Director

Mr. RAMSWAROOP AGRAWAL
Independent Director

Mr. ARUN KUMAR SARDA
Independent Director

Mr. VIJAY KUMAR TAORI
Independent Director

: **Ms. PARUL AGARWAL**

**COMPANY SECRETARY/
COMPLIANCE OFFICER**

: 4-4-231/ 1/ 2/ ABC, Inderbagh,
Sultan Bazar, Hyderabad - 500 095.
Phone No. (040) 24757370
Email: info@trimurthidrugs.com
Web site: www.trimurthidrugs.com

AUDITORS

: **M/s. K. VENKATESWARA RAO &
ASSOCIATES**
Chartered Accountants
H No. 3-5-907/ 2, Flat No. 402, Mahavir
Lok ,Himayat Nagar, Hyderabad - 500 029.

BANKERS

: ING VYSYA BANK,
HDFC BANK

**REGISTRAR & SHARE TRANSFER
AGENT**

: **VENTURE CAPITAL & CORPORATE
INVESTMENTS PRIVATE LIMITED**
12-10-167, Bharat Nagar,
Hyderabad – 500 018
Ph.No: (040) 23818475/ 23818476

STOCK EXCHANGE (Listed/ Traded)

: Bombay Stock Exchange Ltd.
(BSE Indo Next- BSE Code 590093)
The Ahmedabad Stock Exchange Ltd.
Madras Stock Exchange

DEMAT

: Central Depository Services (I) Ltd.,
National Securities Depository Ltd.,

NOTICE

Notice is hereby given that the 19th Annual General Meeting of the Members of the Company will be held on 30th day of September 2013, at 11.00 A.M. at Vaishnasi Hotel # 3-2-848/1 Station Road, Kachiguda Hyderabad 500 027., to transact the following Business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2013 and Profit and Loss Account for the year ended on that date and the Reports of the Directors and the Auditors thereon.
2. To appoint Mr. Arun Kumar Bhangadia, Director who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint Mr. V.K. Taori, Director who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint Auditors who shall hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

2. The Register of Members and Share Transfer Books of the Company will remain closed from to (both days inclusive).

3. Members who wish to claim dividends, which have remained unclaimed, are requested to correspond with the Company's Registrar and Share Transfer agent, Venture Capital and Corporate Investments Private Limited, 12-10-167, Bharat Nagar, Hyderabad – 500 018. Members are requested to note that dividends remaining unpaid or unclaimed for a period of seven years from the date they became due for payment will, as per Section 205A(5) read with section 205C of the Companies Act, 1956, be transferred to Investors Education and Protection Fund.

After completion of seven years as aforesaid, no claims shall stand against the Investors Education and Protection Fund or the Company for the amounts of dividend so transferred nor shall any payments be made in respect of such claims.

4. Members / Proxies are requested to bring the attendance slip duly signed as per the Specimen Signature recorded with the Company/ Depository Participant for admission to the meeting hall

5. Members are requested to notify immediately any change in their address to the Share Transfer Agents and in case their shares are held in the dematerialized form, this information should be passed on to their respective Depository Participants.

6. A member desirous of receiving any information on the accounts or operations of the company is requested to forward his\ her queries to the Company at least 7 working days prior to the meeting, so that the required information can be made available at the meeting.

7. Members holding shares in physical form are requested to notify immediately any change in their address along with address proof, i.e. Electric/ Telephone Bill, driving License or a copy of passport and Bank particulars to the Company or its Registrar & Share Transfer Agent and in case their shares are held in dematerialized form, this information should be passed on directly to their respective depository

Participants and not to the Company\ RTA without any delay .

8. Members, who hold shares in dematerialized form, are requested to bring their client ID and DP IDS for easier identification of attendance at the meeting.

9. It shall be mandatory for the transferee(s) to furnish copy of PAN CARD to the Company/ RTAs for registration of such transfer of shares, for securities market transactions and off market/ private transactions involving transfers of shares in physical form of listed companies.

10. As a part of Green initiative in Corporate Governance the Ministry of Corporate Affairs (MCA), government of India vide its circular has allowed paperless compliance by Companies inter-alia stating that if the Company sends official documents to their shareholders electronically, it will be in compliance with the provision of section 53 of the companies Act, 1956 keeping in view shareholders are requested to update their E-Mail ID with their DP.

11. Queries on accounts may please be sent to the Company at registered office 10 day in advance of the Annual General Meeting so that the answers may be made available at the meeting.

12. Details of Directors seeking appointment at the Annual General Meeting:

INFORMATION PURSUANT TO THE CORPORATE GOVERNANCE CLAUSE 49 OF THE LISTING AGREEMENT REGARDING THE DIRECTORS SEEKING RE-APPOINTMENT IN THE ANNUAL GENERAL MEETING

Particulars	Mr. Arun Kumar Bhangadia	Mr. VK Taori
Date of Birth	28-03-1964	24-07-1947
Date of Appointment	04-05-2005	30-09-2011
Qualifications	Graduate	M.A. Economics
Expertise in specific functional Areas	Vast Experience in the Pharma Industry	Vast Experience in Economics, Financial & Banking Industry
Directorships held in other Public Companies	03	03
Memberships/ Chairmanships of committees of other public companies	Nil	Nil
No. of Shares held in the company	1392200 Shares	Nil

Place: Hyderabad.
Dated:03-09-2013

By Order of the Board

ARUN KUMAR BHANGADIA
Chairman

DIRECTORS' REPORT

To
The Members,

Your Directors have pleasure in presenting the 19th Annual Report on the business and operations of the Company together with the audited statements of accounts for the financial year ended 31st March, 2013.

FINANCIAL HIGHLIGHTS:

The Financial results for the year ended 31st March, 2013 are summarized as under:

	2012-13	2011-12
Income from Operations	516.82	1109.71
Other Income	79.47	73.89
Total Expenditure	541.57	1123.09
Profit/ Loss before Interest and Depreciation	82.05	87.57
Interest	0.70	0.85
Depreciation	26.63	26.21
Profit/ Loss after Interest and Depreciation	54.72	60.51
Provision for Taxation		
- Current Tax	19.57	15.76
- Deferred Tax	(2.59)	(1.65)
Profit after taxation	37.73	46.41
Appropriations		
- Proposed Dividend	Nil	20.25
- Provision for Tax on Dividend	Nil	3.28
- Transfer to General Reserve	37.73	4.64
Balance Brought Forward from previous year	111.18	92.95
Balance carried to Balance Sheet	145.15	111.18
Earnings Per share	0.55	0.69

DIVIDENDS:

In the view of requirement for retention of earnings for the business growth, the Board of Directors do not recommend any dividend For the year under review.

AUDITORS AND AUDITOR REPORT:

The Statutory Auditors M/s. K. Venkateswara Rao & Associates, Chartered Accountants retire at the conclusion of the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. M/s. K. Venkateswara Rao & Associates have informed the Company that, if appointed, their appointment as Auditor's will be within the limits prescribed under Section 224(1B) of the Companies Act, 1956. Accordingly, the members approval is being sought for their appointment as Auditor of the Company.

DIRECTORS:

Mr. Arun Kumar Bhangadia. and Mr. VK Taori in accordance with provisions of the Companies Act, 1956 and the Articles of Association of the Company retire by rotation at the 19th Annual General Meeting and being eligible, offers themselves for re-appointment. The board recommends their reappointment as a director of your company.

Brief profile of the directors seeking reappointment is given in Annexure to AGM Notice.

None of the Directors of the Company are disqualified under section 274 (1)(g) of the Companies Act, 1956.

COMPANY SECRETARY:

Your Board of Directors has appointed Ms. Parul Agarwal, as Company Secretary and Compliance Officer with effect from 01-07-2013. She has experience of 5 years in the Secretarial Matters.

ALLOTMENT OF SHARES ON CONVERSION OF WARRANTS:

During the year under review your company has allotted 13,50,000 Equity Shares to holders of convertible warrants issued at Rs. 19/- per warrant by the company in terms of authority granted in the previous Annual General meeting.

PARTICULARS OF EMPLOYEES:

None of the employees who is employed throughout the year are covered under section 217 (2A) of the Companies Act 1956 read with Companies (Particulars of Employees) Rules, 1975 as amended from time to time.

CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION:

The Company has no activity relating to conservation of energy or technology absorption. Further the company did not have any foreign exchange earnings or outgo during the year. Hence no information pursuant to section 217(1)(e) of the Companies Act, 1956 read with (disclosure of particulars in the report of Board of Directors) Rules, 1988 is provided.

LISTING ARRANGEMENTS:

The Equity Shares of your Company are and listed at The Ahmedabad Stock Exchange Limited and Madras Stock Exchange and are also traded at Bombay Stock Exchange Limited (BSE Indo Next Model). The requisite Annual Listing Fees of the Ahmedabad Stock Exchange Limited and Madras Stock exchange had been paid as on the date of this report.

Your Board of directors has made an application for Direct Listing with Bombay Stock Exchange Limited and expects to get the approval for direct listing in a short period.

INSURANCE:

The Company has made necessary arrangements for adequately insuring its insurable interests.

FIXED DEPOSITS:

The Company has not accepted any fixed deposits U/s 58A and as such no amount of principle or interest was outstanding as on the date of Balance Sheet.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 217(2AA) of the Companies Act, 1956, the Directors confirm that:

- i) In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.

- ii) Appropriate accounting policies have been selected and applied consistently and have made judgment 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 31st March, 2013 and of the profit of the Company for the said period.
- iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The annual accounts have been prepared on a going concern basis.

CORPORATE GOVERNANCE:

Your Company follows the principles of effective corporate governance and committed to maintain high standard of corporate governance by adhering to the corporate governance requirements set out by SEBI. the Company has complied with all the mandatory provisions of corporate governance as prescribed in the Clause 49 of the listing agreement with the Stock Exchange.

The Company's philosophy on Corporate Governance is attainment of the highest level of transparency, accountability and equity in all the spheres of operations, interactions with the shareholders, employees, government and others. And as per clause 49 of the Listing Agreement with the stock exchanges a separate section on Corporate Governance followed by the Company together with the certificate from the Auditors of the Company confirming Compliance is set out in the Annexure forming part of this Report.

GREEN INITIATIVE:

Last year, we started a Green Initiative with the aim of being green and minimizing our impact on the environment. This year too we are proposing to send the Annual Report to the registered e-mail of the shareholders.

CORPORATE SOCIAL RESPONSIBILITY:

Your Company recognized that its operations impact a wide community of stakeholders, including investors, employees, customers, business associates and local communities and that appropriate attention to the fulfillment of its corporate responsibilities can enhance overall performance. In structuring its approach to the various aspects of the corporate social responsibility, the company takes account of guidelines and statements issued by stakeholder representatives and other regulatory bodies.

ACKNOWLEDGEMENT:

Your Directors place on record their appreciation for the valuable support extended by various departments viz., Commercial Tax department, Drug Control Department and Banks for their continued support to the Company's growth. The Directors record their special appreciation to all employees for their efforts and contribution towards the growth and achieving this performance.

Your Directors also wish to express their thanks to the shareholders for the confidence which they reposed in them.

Place: Hyderabad.

Dated: 03-09-2013

For and on behalf of the Board

ARUN KUMAR BHANGADIA
Chairman

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY OVERVIEW:

Indian pharmaceutical industry is on a strong growth path with the total value of Indian Pharma industry expected to reach almost \$50 Billion by 2015-2016. Out of this close to 22 billion is expected to originate from the domestic formulation business. A key issue faced by the industry is management of the supply chain. Supply chain in India is highly fragmented with more than 550,000 retail pharmacies in the country. According to a report by bioplan Associates, though the number of distributors have increased by 4 fold in the last three decades, from 125,000 in 1978, the volume of prescriptions distributed have not increased proportionally. Hence it is evident that though there is a growth in the number of distributors and retail pharmacies, distribution is not very efficient. Also the rural markets remain highly untapped.

Outlook:

Keeping in view of the current competitive marketing conditions and improving economic situations in the country, the company is looking at various cost reduction measures and hopes to perform better in its margins. The Company looks forward to greater reach and significant holding of hand with new business areas in the years to come. The Company also expects to enhance the shareholders value through a responsible strategy directed at building value over the long-term.

Risk and concerns:

An effective risk management framework enhances the organization's ability to proactively address its risks and opportunities by determining a risk mitigation strategy and monitoring its progress on continuous basis.

Our risk management framework is intended to ensure that risks are identified in a timely manner. We have implemented an integrated risk management framework to identify, assess, prioritize, manage/ mitigate, monitor and communicate the risk across the country.

Senior management personnel meet at regular intervals to identify various risks, assess, and prioritize the risks. After due deliberations, appropriate strategies are made for managing/ mitigating the risks. The company takes the help of independent professional firms to review the risk management structure and implementation of risk management policies. Audit Committee on a quarterly basis, review the adequacy and effectiveness of the risk management strategies, implementation of risk management/ mitigation policies, It advises the board on matters of significant concerns for redressal.

Internal audit System:

During the year the Company had appointed M/ s. Ramesh Athasniya & Company, Chartered Accountants as internal auditors to the Company an external audit firm of Chartered Accountants, who submits reports on quarterly basis. The reports are placed before the Audit Committee and comments and suggestions made by the internal auditors are noted and implemented by the Company.

Cautionary Statement:

Statements in this Management Discussion and Analysis Report may be "forward looking statements" within the meaning of applicable securities laws and regulations. These statements are based on certain assumption and expectations of future events. Actual results could differ materially from those expressed or implied. Important facts that could make a difference at the Company's operations include economic conditions affecting domestic demand and supply conditions, finished goods prices, changes in government regulations and tax regime etc. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements on the basis of subsequent developments, information or events.

CORPORATE GOVERNANCE REPORT

COMPANIES PHILOSOPHY ON THE CODE OF CORPORATE GOVERNANCE

The Company always strives to achieve optimum performance at all levels by adhering to corporate governance practices and envisages fair and transparent business practices, effective management control by the Board, adequate representation of promoter, executive and independent directors on the Board, accountability for performance, monitoring of executive performance by the Board, compliance of laws, transparent and timely disclosure of financial and management information and voluntary best practices and disclosures.

BOARD OF DIRECTORS:

a) Composition

- As on date the Company has 6 directors with a Non executive Chairman on its Board. Out of these 1 is Executive Director and 5 are Non- Executive Directors (of which 4 are Independent Directors), who are having vast experience in their fields. The composition of the Board is in conformity with Clause 49 of the Listing Agreement entered with the ASE and MSE.
- None of the directors on the Board is a member of more than 10 Committee or chairman of more than 5 Committees across all the companies in which he is a director. Necessary disclosure regarding their directorship/ Membership in other companies has been made by each and every director.
- Chairmanship/ membership reflects only Audit and shareholders & Investor Grievances committees of other Public Companies.

Category	Number of Directors	Non-Executive	Executive
Promoter Directors	2	1	1
Independent Directors	4	4	Nil

b) Board Meetings

The Board of Directors of the Company shall meet at least four times a year, with a time gap of not more than four months between any two meetings.

During the year the meeting(s) of the Board of Directors held 7 times viz. as per the below table.

Particulars	Date
First Meeting	08-04-2012
Second Meeting	14-05-2012
Third Meeting	21-07-2012
Fourth Meeting	24-08-2012
Fifth Meeting	15-09-2012
Sixth Meeting	27-10-2012
Seventh Meeting	28-01-2013
Eighth Meeting	19-02-2013

Agenda papers along with necessary statements were circulated to the Directors in advance for each of those meetings and all the relevant information was placed before the Board from time to time.

c) Attendance of each Director at the Board Meeting during the year and at Last Annual General Meeting including other Directorships.

Name of Director	Attendance Board Meeting	Attendance Last AGM	No. of Other Directorships
Mr. Arvind Kumar Bhangadia	8	Y	4
Mr. Murlidhar Mutgi	8	Y	Nil
Mr. Ramswaroop Agarwal	8	N	3
Mr. Arun Kumar Bhangadia	8	Y	5
Mr. Arun Kumar Sarda	8	Y	2
Mr. Vijay Kumar Taori	8	N	6

AUDIT COMMITTEE:

The Audit committee consists of the following directors:

Mr. Arun Kumar Sarda	- Chairman	- Independent Non-Executive Director
Mr. Murlidhar Mutgi	- Member	- Independent Non-Executive Director
Mr. Arun Kumar Bhangadia	- Member	- Promoter Non-Executive Director
Mr. Vijay Kumar Taori	- Member	- Independent Non-Executive Director

During the year under review, Four Audit Committee meetings were held on: 14-05-2012, 21-07-2012, 27-10-2012, 28-01-2013.

The scope of the committee includes:-

a) Reviewing with the management the periodic financial statements before submission to the board, focusing primarily on:

- Any changes in accounting policies and practices.
- The going concern assumption.
- Qualifications in draft audit report.
- Major accounting entries based on exercise of judgment by the Management.
- Significant adjustments arising out of audit.
- Compliance with accounting standards.
- Compliance with Stock Exchange and legal requirements concerning financial statements.
- Any related party transactions i.e. transactions of the Company of material nature, with promoters, or the management, their subsidiaries or relatives etc. that may have a potential conflict with the interest of the Company at large.

b) Reviewing with the management, statutory and internal auditors, and the adequacy of internal control

system and recommending improvements to the management.

- c) Reviewing the adequacy of the internal audit function, discussion with the internal auditors about any significant findings and follow up thereon.
- d) 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.
- e) Reviewing financial and risk management policies of the Company.
- f) Such other matters as may be entrusted to the committee from time to time.

REMUNERATION COMMITTEE:

The remuneration committee consists of the following Directors:

Mr. Murlidhar Mutgi	- Chairman	- Independent Non-Executive Director
Mr. Ramswaroop Agarwal	- Member	- Independent Non-Executive Director
Mr. Arun Kumar Sarda	- Member	- Independent Non-Executive Director
Mr. Arun Kumar Bhangadia	- Member	- Promoter Non-Executive Director
Mr. Vijay Kumar Taori	- Member	- Independent Non-Executive Director

The Remuneration committee meeting was held on 20th July, 2012 during the year under review.

The details of the remuneration to the managerial personnel of the company for the financial year 2012-2013 as under.

The Company had paid an amount of Rs. 4,20,000/- To Mr. Arvind Kumar Bhangadia, Managing Director of the Company as Remuneration to the Director.

INVESTORS' GRIEVANCE COMMITTEE:

The investors' grievance committee consists of the following directors.

Mr. Arvind Kumar Bhangadia	- Chairman	- Promoter Non-Executive Director
Mr. Murlidhar Mutgi	- Member	- Independent Non-Executive Director
Mr. Arun Kumar Sarda	- Member	- Independent Non-Executive Director
Mr. Ramswaroop Agarwal	- Member	- Independent Non-Executive Director

The Investors' Grievance Committee of the Board is empowered to oversee the redressal of investor's complaints pertaining to share transfers, non-receipt of annual reports, issue of duplicate certificates, transmission (with and without legal representation) of shares. Its scope also includes delegation of powers to the executives of the Company share transfer agents to process share transfers and other investor-allied matters.

The Committee meets periodically to take care of the issues relating to share transfers and other shareholders' correspondence or grievances.

During the year under review no complaint is pending as on date of this report.

GENERAL BODY MEETINGS:

Location and time of General Meetings for the last three years :

Year	Type	Date	Venue	Time
2011-2012	AGM	24.08.2012	RGA Hall, Shatak Bhavan, 5-4-790/1, Ashirvad Complex, 1st Floor, Abids, Hyderabad – 500 001,	11.00 A.M.
2010-2011	AGM	30.09.2011	RGA Hall, Shatak Bhavan, 5-4-790/1, Ashirvad Complex, 1st Floor, Abids, Hyderabad – 500 001,	11.00 A.M.
2009-2010	AGM	30.08.2010	RGA Hall, Shatak Bhavan, 5-4-790/1, Ashirvad Complex, 1st Floor, Abids, Hyderabad – 500 001,	11.00 A.M.

RELATED PARTY TRANSACTIONS:

During the year the Company has dealt with the following persons, where such persons is/ are Directors/ Directors' Relatives.

Name of the Person	Relationship	Amount (Rs.)	Nature of Transaction
Arvind Kumar Bhangadia	Managing Director	4,20,000	Salary Paid
Arun Kumar Bhangadia	Director	3,00,000	Rent Paid
Kiran Bhangadia	Directors' Relative	3,00,000	Rent Paid
TDPL Health Care (India) Ltd.	Company in Which Mr. Arun Kumar Bhangadia and Mr. Arvind Kumar Bhangadia, are Directors	2,37,64,272	Purchase of Products

i) The Management of the Company **Directors** the rent paid to above related parties was reasonable when compared to prevailing market prices in the similar areas.

ii) M/ s TDPL Health Care (India) Limited is a C&F Agent of M/ s Alpa Laboratories Limited, Indore which is not related to the Company. The price paid for purchase of medicines is reasonable when compared to prevailing market prices.

MEANS OF COMMUNICATION:

The Company has published its financial results on a quarterly and half yearly basis as well as Annual results in English and Telugu newspapers and the same has been submitted to the Stock Exchanges.

FINANCIAL CALENDAR 2013-2014 (TENTATIVE SCHEDULE):

Financial reporting for the quarter ending June 2013	26-07-2013
Financial reporting for the quarter ending September 2013	on or before 14-11-2013 13
Financial reporting for the quarter ending December 2013	on or before 14-02-2014
Financial reporting for the quarter ending March 2014	on or before 30-05-2014

GENERAL SHAREHOLDER INFORMATION:

a) Annual General Meeting : 30th, September 2013
 b) Financial Year : 1st April, to 31st March
 c) Book Closure Date : 27-09-2013 to 30-09-2013 (Date of Book Closures)

LISTING:

Presently, the Company's securities are traded on Bombay Stock Exchange Limited (BSE Indo Next Model), listed at The Ahmedabad Stock Exchange Ltd (ASE) & Madras stock Exchange (MSE).

MARKET INFORMATION:

The Performance of the stock in Bombay Stock Exchange Limited for the period from 01st April, 2012 to 31st March, 2013 was as follows:

Month	Bombay Stock Exchange Limited (BSE)		
	High	Low	Volume
April-12	20.95	16.65	3,28,654
May- 12	19.50	15.45	4,00,426
June- 12	22.50	16.20	5,08,643
July- 12	17.50	17.95	4,26,545
August- 12	23.00	17.05	4,65,666
September- 12	21.00	12.65	6,54,773
October- 12	15.00	11.10	4,38,437
November- 12	23.85	11.56	8,54,572
December- 12	21.00	17.65	2,74,024
January- 13	20.90	18.05	1,82,799
February- 13	19.70	15.60	1,41,256
March- 13	20.65	16.75	4,37,748

DEMATERIALIZATION OF SHARES:

Particulars	No. of Shares	% of Total Issued Capital
Issued Capital	81,00,000	100.00
Held in Dematerialised form in CDSL	5149664	63.57
Held in Dematerialised form in NSDL	1004116	12.39
Held in Physical	1946220	24.02
Total No. of Shares	81,00,000	100.00

The ISIN is Active in NSDL and CDSL and ISIN No is **INE314I01036**

Share Transfer System: All the share transfers are processed at the registrars and share transfer agents of the company M/s. Venture Capital Corporate & Investments Private Ltd., and approved by the Share Transfer Committee of the Company.

COMPLAINE OFFICER:**Ms. Parul Agarwal**

Company Secretary & Compliance Officer,
 Trimurthi Drugs and Pharmaceuticals Limited
 4-4-231/1/2/ ABC, Inderbagh, Sultan Bazar, Hyderabad - 500 095. Phone No. (040) 24757370
 Email ID: info@trimurthidrugs.com

REGISTRAR AND TRANSFER AGENTS:

Members are requested to correspond with the Company's Registrar and Share Transfer Agents for transfer, delivery or any other correspondence

Venture Capital & Corporate Investments Private Limited
 12-10-167, Bharat Nagar, Hyderabad - 500 018
 Andhra Pradesh. E-mail: info@vccilindia.com
 Tel No. (040) 23818475 / 23818476

DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2013

Range of Ordinary Shares	No of Holders	% to Holders	No of Shares	% of Capital
Up to 500	2455	88.88	432036	5.33
501 to 1000	125	4.53	105399	1.3
1001 to 2000	80	2.9	124299	1.53
2001 to 3000	29	1.05	74411	0.92
3001 to 4000	12	0.43	42923	0.53
4001 to 5000	10	0.36	48363	0.6
5001 to 10000	15	0.54	98248	1.21
10000 above	36	1.3	7174321	88.57
Total	2762	100.00	8100000	100.00

SHARE HOLDING PATTERN AS ON 31.03.2013

	No of Shares	Percentage of Shareholding (%)
<i>Promoter's Holding</i>		
Promoters - Indian Promoters	47,33,800	58.44
Persons acting in concert	--	--
Sub-total:	47,33,800	58.44
<i>Non-Promoter's Holding</i>		
- Private Corporate Bodies	21,76,907	26.88
- Indian Public	11,89,293	14.68
Sub-total:	33,66,200	41.56
GRAND TOTAL	81,000,00	100.00

CERTIFICATE

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

for TRIMURTHI DRUGS & PHARMACEUTICALS LTD.,

ARVIND KUMAR BHANGADIA
Managing Director

Place: Hyderabad.

Dated: 03-09-2013

ARUN KUMAR BHANGADIA
Chairman

DECLARATION ON COMPLIANCE WITH CODE OF CONDUCT

Compliance of Code of Conduct for directors and senior management personnel pursuant to the amended provisions of Clause 49 of the Listing Agreement.

The Board laid down a Code of Conduct for all Board Members and Senior Management Personnel of the Company.

All the Board Members and Senior Management Personnel affirmed that they have complied with the said Code of Conduct on an annual basis in respect of the financial year ended 31.03.2013

Place: Hyderabad.

Dated: 03-09-2013

ARVIND KUMAR BHANGADIA
Managing Director

ARUN KUMAR BHANGADIA
Chairman

Auditors' Certificate on Compliance with Conditions of Corporate Governance Under Clause 49 of the Listing Agreement

To
The Members of
M/ s. Trimurthi Drugs & Pharmaceuticals Ltd.,

We have examined the Compliance with conditions of Corporate Governance of M/ s. Trimurthi Drugs & Pharmaceuticals Ltd., for the year ended 31st March, 2013 as stipulated in clause 49 of the Listing Agreement with stock Exchanges.

The Compliance with the conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to review the procedures and implementations thereof adopted by the Company for ensuring the compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanations given to us and representations made by the Directors and the Management's, we certify that the company has compiled with conditions of the Corporate Governance as stipulated in Clause 49 of the above mentioned Listing agreement.

As required by the guidance note issued by the institute of Chartered Accountants of India, we have to state that no grievances of investors are pending for a period exceeding one month against the Company as per the records maintained by the Company.

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

**For K.VENKATESWARA RAO & ASSOCIATES
CHARTERED ACCOUNTANTS**

**PLACE : HYDERABAD
DATE : 01.08.2013**

**K.VENKATESWARA RAO
(PROPRIETOR)**

INDEPENDENT AUDITOR'S REPORT

To,

The Members of

M/s TRIMURTHI DRUGS & PHARMACEUTICALS LIMITED

Report on the Financial Statements

1. I have audited the accompanying financial statements of **M/s TRIMURTHI DRUGS & PHARMACEUTICALS LIMITED** (the “company”) which comprise the Balance Sheet as at 31st March, 2013, the Statement of Profit & Loss and the Cash Flow Statement for the year ended on that date and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

2. The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956 (the “Act”) and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

3. My responsibility is to express an opinion on these financial statements based on my audit. I conducted my audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
4. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error, in making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the financial statements.
5. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

Opinion

6. In my opinion and to the best of my information and according to me, the aforesaid financial statements give the information required by the act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (a) in the case of the Balance Sheet, of the state of affairs of the company as at 31st March, 2013.
 - (b) in the case of the Statement of Profit and Loss account, of the Profit for the year ended on that date and
 - (c) in the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

7. As required by 'the Companies (Auditor's Report) Order, 2003 (the "Order")' as amended by 'the Companies (Auditor's Report) (Amendment) Order, 2004' issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act (hereinafter referred to as the 'Order'), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to me, I give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
8. As required by Section 227(3) of the Act, I report that:
 - a) I have obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit.
 - b) In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In my opinion, the Balance Sheet, the Statement of Profit and loss, and the Cash Flow Statement comply with the Accounting Standards referred to in Section 211(3C) of the Act.
 - e) On the basis of the written representations received from the directors taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2013 from being appointed as a director in terms of Section 274(1)(g) of the Act.

For K.VENKATESWARA RAO & ASSOCIATES
 CHARTERED ACCOUNTANTS
 FRN 006374S

PLACE : HYDERABAD
 DATE : 01.08.2013

K.VENKATESWARA RAO
 PROPRIETOR
 MNO.027305

ANNEXURE TO THE AUDITOR'S REPORT

(Referred to in paragraph 7 under 'Report on Other Legal and Regulatory Requirements' section of my report of even date),

- (i)
 - a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) All the assets have been physically verified by the management during the year and in my opinion, the frequency of verification is reasonable having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such verification.
 - c) During the year, the company has not disposed off any major part of the plant and machinery.
- (ii)
 - a) The inventory has been physically verified during the year by the management. In my opinion, the frequency of verification is reasonable.
 - b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to size of the company and nature of the business.
 - c) The company is maintaining proper records of inventory. The discrepancies noticed on verification between physical stock and book records were not material.
- (iii)
 - a) The company had not taken any loans from the companies covered in the register maintained under section 301 of the Companies Act, 1956.
 - b) In my opinion, the rate of interest and other terms and conditions on which loans have been granted to companies listed in the register maintained under section 301 of the Companies Act, 1956 are not *prima facie*, prejudicial to the interest of the company.
 - c) The parties to whom loans have been given, have repaid the principle amounts as stipulated and have been regular in the payment of interest.
- d) There is no overdue amount of loans granted to companies listed in the register maintained under section 301 of the Companies Act, 1956.
- (iv) In my opinion and according to the information and explanations given to me, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods. During the course of my audit, I have not observed any continuing failure to correct major weakness in internal controls.
- (v)
 - a) According to the information and explanations given to me, we are of the opinion of that transactions that need to be entered into the register maintained under Section 301 of the Companies Act, 1956 have been so entered.
 - b) In my opinion and according to the information and explanations given to me, the transactions

made in pursuance of contracts of arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the values of rupees five lakhs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.

- (vi) In my opinion and according to the information and explanations given to me, the company has not accepted any deposits from the public during the year under reference.
- (vii) In my opinion, the company has an adequate internal audit system commensurate with the size and nature of its business.
- (viii) As per the information given to me, the Central government has not prescribed maintenance of Cost records under Section 209(1) (d) of the Companies Act, 1956.
- (ix) a) The company is regular in depositing with appropriate authorities undisputed statutory dues. As explained to me the company has not established any Provident Fund Scheme to its employees as the same is not applicable to the company and the company has not established Employees State insurance Act for its employees.
b) According to the information and explanations given to me, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, customs duty, excise duty and cess were in arrears, as at 31st March, 2013 for a period of more than six months from the date they became payable.
c) According to the information and explanations given to me, there are no dues of income tax, sales tax, wealth tax, excise duty and cess, which have not been deposited on account of any dispute.
- (x) The company is not having any accumulated losses. The company has not incurred cash losses during the financial year covered by our audit and also for the immediately preceding financial year.
- (xi) In my opinion and according to the information and explanations given to me, the company has not defaulted in repayment of dues to bank.
- (xii) In my opinion the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In my opinion, the company is not a chit fund or a nidhi mutual benefit fund/ society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- (xiv) In my opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xv) In my opinion and according to the explanations given to me, the company has not given any guarantees for loans taken by others from banks or financial institutions.
- (xvi) In my opinion, the company has not availed any term loans except availing of car loans.

- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that the funds raised on short-term basis have not been used for long term investment. And no long term funds have been raised by the company.
- (xviii) According to the information and explanations given to me, the company has made preferential allotment of shares numbering 13,50,000 to parties and companies not covered in the register maintained under section 301 of the Act.
- (xix) According to the information and explanations given to me, during the period covered by my audit report, the company has not issued any debentures.
- (xx) The company, during the year has not raised money by public issues.
- (xxi) According to the information and explanations given to me, no fraud on or by the company has been noticed or reported during the courses of my audit

**For K.VENKATESWARA RAO & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 006374S**

**(K.VENKATESWARA RAO)
(PROPRIETOR)
MNo. 200/27305
PLACE : HYDERABAD
DATE : 01.08.2013**

BALANCE SHEET AS ON 31-03-2013

(Amount in Rupees)

PARTICULARS	Note Number	Figures as at the end of current reporting period 31-03-2013	Figures as at the end of previous reporting period 31-03-2012
EQUITY AND LIABILITIES:			
A. Share Holders' Funds:			
(a) Share Capital	2.1	81000000	67500000
(b) Reserves & Surplus	2.2	29326027	13402424
		110326027	80902424
B. Share Application Money Pending Allotment		-Nil-	-Nil-
C. Non Current Liabilities			
(a) Long Term Borrowings	2.3	437892	-Nil-
(b) Deferred Tax Liabilities (Net)	2.4	1370025	1629376
(c) Other Long Term Liabilities		-Nil-	-Nil-
(d) Long Term Provisions		-Nil-	-Nil-
		1807917	1629376
D. Current Liabilities			
(a) Short Term Borrowings		-Nil-	-Nil-
(b) Trade Payables	2.5	219673	16377503
(c) Other Current Liabilities	2.6	1108043	30303063
(d) Short Term Provisions		1957895	3929397
		3285612	50609962
		115419557	133141763
ASSETS:			
A. Non Current Assets			
(a) Fixed Assets:	2.7		
(i) Tangible Assets		6181718	5517382
(ii) Intangible Assets		6000100	8019156
(iii) Capital Work In Progress		-Nil-	-Nil-
(iv) Intangible Assets under development		-Nil-	-Nil-
		12181818	13536538
(b) Non Current Investments	2.8	200000	5054000
(c) Long Term Loans & Advances	2.9	2178279	2251549
(d) Other Non Current Assets	2.10	1220849	1123797
		15780946	21965885
B. Current Assets			
(i) Current Investments		-Nil-	-Nil-
(i) Inventories-Traded Finished Goods	2.11	3327741	6047103
(ii) Trade Receivables	2.12	8163594	53298656
(iii) Cash & Cash Equivalents	2.13	3690164	3551464
(iv) Short Term Loans & Advances	2.14	82273683	46667831
(v) Other Current Assets	2.15	2183429	1610824
		99638611	111175878
Total:		115419557	133141763
Significant Accounting Policies and Notes to Accounts	1 & 2		

As per Our Report of Even Date,

for K. VENKATESWARA RAO & ASSOCIATES,
Chartered Accountants,

Sd/-

CA. K. VENKATESWARA RAO,
Proprietor,
M.No. 027305
Firm Regn. No.006374SPlace : Hyderabad,
Dated : 01-08-2013

for & on behalf of the Board,

Sd/-
Arvind Bhangadia
Managing Director.Sd/-
Arun Bhangadia
Director.

STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED ON 31-03-2013

(Amount in Rupees)

PARTICULARS	Note Number	Figures for the current reporting period ended 31-03-2013	Figures for the previous reporting period ended 31-03-2012
I. Revenue from Operations	2.16	58757736	116935937
II. Other Income	2.17	871997	1424526
III. Total Revenue (I + II)		59629733	118360463
IV. Expenses:			
Purchases	2.18	42795940	99745534
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	2.19	2719362	3969337
Employee Benefits Expense	2.20	2592844	2741478
Finance Cost	2.21	70355	85408
Depreciation and amortization expense	2.7	2663386	2621461
Other Expenses	2.22	3315699	3145722
Total Expenses		54157586	112308941
V. Profit Before Tax (V-VI)		5472147	6051522
VI. Tax Expense:			
(1) Current Tax			
(2) Deferred Tax			
		1957895 (259351)	1575891 (165080)
		1698544	1410811
VII. Profit for the period		3773603	4640711
VIII. Earning Per Share			
Basic		0.55	0.69
Diluted		0.55	0.69
IX. Number of Shares used for EPS working			
Basic		6901644	6750000
Diluted		6901644	6750000
Significant Accounting Policies and Notes to Accounts	1 & 2		

As per Our Report of Even Date,

for K. VENKATESWARA RAO & ASSOCIATES,
Chartered Accountants,

Sd/-

CA. K. VENKATESWARA RAO,
Proprietor.
M.No. 027305
Firm Regn. No.006374SPlace : Hyderabad,
Dated : 01-08-2013

for & on behalf of the Board,

Sd/-
Arvind Bhangadia
Managing Director.Sd/-
Arun Bhangadia
Director.

CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH, 2013

(Amount in Rs.)

Particulars	As at 31.03.2013	As at 31.03.2012
A. Cash Flow from Operating Activities:		
Net Profit before Tax and Extraordinary Items	5472147	6051522
Adjustments for:		
Depreciation	2663386	2621461
Interest & Other Income	(7104484)	(6650325)
Loss on Sale of Assets	86611	-Nil-
Profit on Sale of Investments	(26000)	-Nil-
Operating profit before Working Capital Changes	1091660	2022658
Adjustments for:		
Trade and Other receivables (Increase)	8956605	(51093810)
Inventories (Increase)	2719362	3969337
Trade payables	(45299351)	43462055
Cash generated from Operations	(33623384)	(3662418)
Cash flow before Extraordinary Items	(32531723)	(1639760)
Extraordinary Items and Tax	(1957895)	(1904397)
Net Cash used for Operating activities	(34489618)	(3544156)
B. Cash Flow from Investing Activities:		
Purchase of Fixed Assets	(1595278)	(7200)
Sale of Fixed Assets	200000	-Nil-
Purchase of Investments	(1200000)	-Nil-
Sale of Investments	5080000	135000
Decrease in Deposits	(23782)	(253615)
Interest & Other Income	7104484	6650325
Net Cash flow from Investing activities	10565425	6524510
C. Cash Flow from Financing Activities:		
Increase in Share Capital	13500000	-Nil-
Increase in Share Premium	12150000	-Nil-
Proceeds from Short Term Borrowings	437892	(753624)
Share Issue and Preliminary Expenses	-Nil-	-Nil-
Dividends Paid	(2025000)	(2025000)
Net Cash flow from Financing activities	24062892	(2778624)
Net Increase in Cash and Cash Equivalents	138699	201730
Cash and Cash Equivalents as at (Opening Balance)	3551464	3349734
Cash and Cash Equivalents as at (Closing Balance)	3690164	3551464

We have verified the above Cash Flow Statement of **TRIMURTHI DRUGS & PHARMACEUTICALS LIMITED**, for the year ended on 31st March, 2013; which has been derived from the audited annual accounts after making such adjustments / groupings as were considered appropriate and found the same to be true and correct.

As per our report of even date,
for **K. VENKATESWARA RAO & ASSOCIATES**,
Chartered Accountants,

for and on behalf of the Board,

Sd/-
Arvind Kumar Bhangadia
Managing Director

Sd/-
CA. K. VENKATESWARA RAO,
Proprietor,
M.No. 027305
Firm Regn. No. 0063745

Sd/-
Arun Kumar Bhangadia
Director

Place : Hyderabad,
Date : 01-08-2013

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

(1 & 2)

1. SIGNIFICANT ACCOUNTING POLICIES:

1.1 Basis of Preparation of Financial Statements:

- (i) Financial Statements have been prepared under the historical cost convention, in accordance with the generally accepted accounting principles and provisions of the Companies Act, 1956 as applicable to this Company.
- (ii) Accounting Policies not specifically referred to otherwise are consistent and in consonance with the generally accepted accounting principles followed by the Company.

1.2 Basis of Accounting:

All Income and Expenditure items are recognised on accrual basis. However, Dividend Income is accounted for on Receipt Basis.

1.3 Fixed Assets & Depreciation:

- (i) Fixed Assets are valued at cost less Depreciation. Cost includes all expenses incurred for acquisition of assets and the expenditure incurred for renovation on leased premises has been Capitalised.
- (ii) The Company provides Depreciation on Straight Line Method at the rates and in the manner specified under Schedule XIV of the Companies Act, 1956. For the Intangible assets the depreciation has been provided by considering the useful life of the asset as 10 years. For the Intangible Assets namely Website Development, the useful life is estimated as Three years and accordingly depreciation has been provided on prorata basis.

1.4 Inventories:

Closing Stock had been valued at Cost or Market Value whichever is lower.

1.5 Retirement Benefits:

Employees post retirement benefits such as Gratuity, Pension and leave Encashment will be accounted as and when it arises.

1.6 Impairment of Assets:

No asset was identified as impaired during the year.

1.7 Cash Flow Statement:

The Cash Flow Statement is prepared by the “Indirect Method” set out in Accounting Standard (AS) – 3 on “Cash Flow Statements” and presents the cash flows by operating, investing and financing activities of the company. Cash and Cash equivalents presented in the Cash Flow Statement consist of cash on hand, with Banks in current accounts and demand deposit.

1.8 Foreign Exchange Transactions:

There were no foreign exchange transactions during the year.

1.9 Changes in Accounting Policies:

Accounting Policies have been consistently applied where a newly issued Accounting Standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use, Management evaluates all recently issued or revised Accounting Standards on an ongoing basis and accordingly changes the Accounting Policies as applicable.

1.10 Taxes on Income:

Current tax determined based on the amount of tax payable in respect of taxable Income for the period. Deferred tax is recognized on timing differences being the difference between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. During the current period the timing difference has arisen due to change in depreciation rates.

2 NOTES TO ACCOUNTS:

2.1 SHARE CAPITAL:

Particulars	As on 31-03-2013	As on 31-03-2012
(A) Authorised Capital: 2,00,00,000 Equity shares of Rs.10/- each	200000000	200000000
(B) Issued, Subscribed & Paid up Capital: 81,00,000 Equity Shares of Rs. 10/- each fully paid (Previous Year 67,50,000 Equity Shares of Rs. 10/- each fully paid)	81000000	67500000

(C) Reconciliation of Number of Shares Outstanding at the beginning and end of Reporting Period

Particulars	As on 31-03-2013		As on 31-03-2012	
	Number	Amount (Rs.)	Number	Amount (Rs.)
Shares Outstanding at the beginning of the year	6750000	67500000	6750000	67500000
<i>Add:</i> Shares Issued during the year	1350000	13500000	-Nil-	-Nil-
<i>Less:</i> Shares bought back during the year	8100000	81000000	6750000	67500000
Shares outstanding at the end of the year	8100000	81000000	6750000	67500000

(D) Names of Persons who are holding more than 5% Shares in the Paid up Capital:

Name of the Shareholder	As on 31st March 2013		As at 31st March 2012	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Arun Kumar Bhangadia	1392200	17.19	1331200	19.72
Smt. Kiran Bhangadia	982900	12.13	982900	14.56
Mahaveer Infoway Limited	750000	9.26	-Nil-	-Nil-
Arun Kumar Bhangadia (HUF)	387000	4.78	387000	5.73
TDPL Health Care (India) Limited	1430000	17.65	1430000	21.19
	4942100	61.01	4131100	61.20

(E) Other information required to be disclosed under 6(A)(h), (i), (j), (k), (l) is Nil.

2 NOTES TO ACCOUNTS:

2.2 RESERVES AND SURPLUS:

Particulars	As on 31-03-2013	As on 31-03-2012
(A) General Reserve: Opening Balance <i>Add:</i> Transfers during the year	2284002 377360	1819931 464071
	2661362	2284002
(B) Securities Premium on Issue of Shares at premium of Rs. 9/- per Share	12150000	-Nil-
	12150000	-Nil-
(C) Profit & Loss Account: Opening Balance <i>Add:</i> Net Profit for the Current Year	11118422 3773603	9295288 4640711
	14892025	13935999
<i>Less:</i> Proposed Dividend Dividend Distribution Tax Transferred to General Reserve	-Nil- -Nil- 377360	2025000 328506 464071
Total (A) + (B) + (C)	14514665	11118422
	29326027	13402424

2.3 LONG TERM BORROWINGS

Particulars	As on 31-03-2013	As on 31-03-2012
Secured Loans: HDFC Car Loan (Secured By Hypothecation of Renault Duster Car) (Repayable in 36 Instalments of Rs. 27,395/- each, Interest @ 11 %)	437892	-Nil-
	437892	-Nil-

2.4 DEFERRED TAX LIABILITIES:

Particulars	As on 31-03-2013	As on 31-03-2012
Opening Deferred Tax Liability <i>Add/(Less):</i> Timing Differences on account of: (a) Differences in Depreciation rates (b) Amortisation of Expenses under IT Act (c) Loss on Sale of Asset	1629376 (284809) 52221 (26763)	1794457 (217301) 52220 -Nil-
Net Deferred Tax Liability	1370025	1629376

2 NOTES TO ACCOUNTS:
2.5 OTHER CURRENT LIABILITIES:

Particulars	As on 31-03-2013	As on 31-03-2012
(a) Current Maturities of Finance Lease Obligations	262853	753624
(b) Income Received In Advance	-Nil-	2500000
(c) Unpaid Dividends	536506	422800
(e) Other Payables		
(i) Advance from Debtors	-Nil-	26439864
(ii) Outstanding Expenses	288063	165754
(iii) TDS Payable	20621	21021
	1108043	30303063

2.6 SHORT TERM PROVISIONS:

Particulars	As on 31-03-2013	As on 31-03-2012
(a) Provision for Employee Benefits	-Nil-	-Nil-
(b) Others:		
(i) Provision for Income Tax	1957895	1575891
(ii) Proposed Dividend	-Nil-	2025000
(iii) Provision for Dividend Distribution Tax	-Nil-	328506
	1957895	3929397

2.7 STATEMENT OF FIXED ASSETS & DEPRECIATION

Sl. No.	Particulars	GROSS BLOCK		ACCUMULATED DEPRECIATION		NET BLOCK	
		Balance as at 01-04-2012	Additions/ (Disposals) 31-03-2013	Balance as at 01-04-2012	For the Year	Adj.	Balance as at 31-03-2013
(A) Tangible Assets							
1	Building & Civil Works	715853	-Nil-	715853	34416	11668	-Nil-
2	Plant and Machinery	456562	-Nil-	456562	34676	2,1686	-Nil-
3	Furniture & Fittings	493930	364628	879558	314154	4,3028	-Nil-
4	Office Equipment	721526	21350	742876	358696	4,8289	-Nil-
5	Vehicles	5440946	1061000 (769463)	5732478	1680816	490763 (482857)	1688722
6	Computer and Printer	596129	128300	72429	484806	2,8896	-Nil-
		8424946	825810	9250756	2907564	644330 (482857)	3069037 6181718 5517382
(B) Intangible Assets:							
7	Others (Mergers Expenses)	2000000	-Nil-	2000000	2000000	-Nil-	14000000
8	Website	59750	-Nil-	59750	40594	19056	59650
		20059750	-Nil-	20040594	12040594	2019056 -Nil-	14059650 6000100 8019156
	TOTAL:	28484696	825810	29310506	14948158	2663386 (482857)	17128687 12181818 13536538

2.8 NON CURRENT INVESTMENTS:

Particulars	As on 31-03-2013	As on 31-03-2012
Investment Property Flats at Khajaguda, Hyderabad. Investment in 20,000 Shares of Kaushalya Global Limited (Face Value of Rs.10/- each, Unquoted and Valued at Cost)	-Nil- 200000	5054000 -Nil-

2 NOTES TO ACCOUNTS:

2.9 LONG TERM LOANS & ADVANCES:

Particulars	As on 31-03-2013	As on 31-03-2012
(a) Security Deposits: Unsecured and Considered Good	2178279	2251549
(b) Others	-Nil-	-Nil-
	2178279	2251549

2.10 OTHER NON CURRENT ASSETS:

Particulars	As on 31-03-2013	As on 31-03-2012
Debtors outstanding for a period exceeding 12 months Unsecured Considered Good Considered Doubtful	1220849 -Nil-	1123797 -Nil-
<i>Less:</i> Provision for Doubtful Debts	1220849 -Nil-	1123797 -Nil-
	1220849	1123797

2.11 INVENTORIES:

Particulars	As on 31-03-2013	As on 31-03-2012
Finished goods	3327741	6047103
	3327741	6047103

2.12 TRADE RECEIVABLES:

Particulars	As on 31-03-2013	As on 31-03-2012
(i) Debtors outstanding for a period exceeding 6 months Unsecured Considered Good	-Nil-	2353325
(ii) Other Debtors Unsecured Considered Good	8163594	50945331
	8163594	53298656

2 NOTES TO ACCOUNTS:

2.13 CASH & CASH EQUIVALENTS:

Particulars	As on 31-03-2013	As on 31-03-2012
(a) Bank Balances in		
(i) Current Accounts	2579042	2648640
(ii) Fixed Deposits with		
Less than 12 months maturity	445456	-Nil-
More than 12 months maturity	-Nil-	25558
(iii) Unpaid Dividend Accounts	536506	422800
(b) Cash on Hand		
	3561005	3096998
	129159	454466
	3690164	3551464

2.14 SHORT TERM LOANS & ADVANCES:

Particulars	As on 31-03-2013	As on 31-03-2012
(a) Loans to Unrelated Parties		
Unsecured and considered good	66487801	41016611
(b) Other Advances:		
(i) Advances to Suppliers (Unsecured)	1053255	1370017
(ii) Advances for Property (Unsecured)	14600000	4125000
(iii) Advances to Employees and Others (Unsecured)	132627	156203
	82273683	46667831

2.15 OTHER CURRENT ASSETS:

Particulars	As on 31-03-2013	As on 31-03-2012
(a) Advance Tax & TDS	1323130	1501575
(b) TDS (2008-09)	109249	109249
(c) Investment in Chits	751050	-Nil-
	2183429	1610824

2 NOTES TO ACCOUNTS:**2.16 REVENUE FROM OPERATIONS:**

Particulars	As on 31-03-2013	As on 31-03-2012
(a) Sale of Products	51682302	110971016
(b) Interest Income Received	7075434	5964920
	58757736	116935937

2.17 OTHER INCOME:

Particulars	As on 31-03-2013	As on 31-03-2012
(1) Dividend	3050	22250
(2) Profit on Sale of Investments (Property)	26000	663155
(3) Other Income / Chit Dividend / Commission	842947	667122
(4) Rental Income Received from Flats	-Nil-	72000
	871997	1424526

2.18 PURCHASES:

Particulars	As on 31-03-2013	As on 31-03-2012
Purchase of Trading Goods	42795940	99745534
	42795940	99745534

2.19 CHANGES IN INVENTORY:

Particulars	As on 31-03-2013	As on 31-03-2012
Finished Goods		
Opening Stock	6047103	10016440
<i>Less:</i> Closing Stock	3327741	6047103
	2719362	3969337

2 NOTES TO ACCOUNTS:

2.20 EMPLOYEE BENEFITS EXPENSE:

Particulars	As on 31-03-2013	As on 31-03-2012
Salaries	2172844	2321478
Directors Remuneration	420000	420000
	2592844	2741478

2.21 FINANCE COSTS

Particulars	As on 31-03-2013	As on 31-03-2012
Interest on Car Loan	70355	85408
	70355	85408

2.22 OTHER EXPENSES:

Particulars	As on 31-03-2013	As on 31-03-2012
Audit Fees	119832	99270
Bank Charges	16844	26587
Boarding & Lodging Expenses	17923	71964
Electricity Charges	48037	45844
General Expenses	72850	127377
Insurance Charges	193764	137957
Listing Fee	51854	59339
License & Fees	63713	27300
Postage & Courier Charges	53766	64424
Printing & Stationery	109085	115882
Membership & Subscriptions	23760	-Nil-
Professional Charges	680758	291107
Rates & Taxes	112071	63618
Rent	699000	708000
Repairs & Maintenance	138917	203381
Vehicle Fuel Expenses	145973	165060
Telephone & Internet Expenses	63077	54198
Travelling Expenses	281585	159846
Discount	68240	123672
Carriage Outward Expenses	160998	299835
Advertisement Expenses	50746	136801
Credit Card Commission	14472	10893
Packing Materials	32631	33919
Business Promotion Expenses	9193	119450
Loss on Sale of Car	86611	-Nil-
	3315699	3145722

2.23 Disclosure of Remuneration to Auditors:

Particulars	2012-13 Amount (Rs.)	2011-12 Amount (Rs.)
Statutory Audit Fees	70,000	70,000
Tax Audit Fee	20,000	20,000
Certification Fee	16,650	Nil
Reimbursement of Service Tax	13,182	9,270
Total	1,19,832	99,270

2.24 Accounting Standard 18 Related Party Disclosure:

As per Accounting Standard -18 issued by the Institute of Chartered Accountants of India, the company's related parties with whom the company has entered into transactions during the year in the ordinary course of business, as certified by the Management are discussed below:

Name of the Person	Relationship	Amount (Rs.)	Nature of Transaction
Arvind Kumar Bhangadia	Executive Director	4,20,000	Remuneration
Arun Kumar Bhangadia	Director	3,00,000	Rent
Kiran Bhangadia	Director's Relative	3,00,000	Rent
TDPL Health Care (India) Ltd.	Company in which Mr. Arun Kumar Bhangadia and Mr. Arvind Kumar Bhangadia, are Directors.	2,37,64,272	Purchase of Products

- (a) The Management of the Company feels that the rent paid to above related parties was reasonable when compared to prevailing market prices in the similar areas.
- (b) M/ s TDPL Health Care India Limited is a C&F Agent of M/ s Alpa Laboratories Limited, Indore which is not related to the Company. The price paid for purchase of medicines is reasonable when compared to prevailing market prices.

2.25 Earning Per Share:

Basic EPS before extraordinary items	Rs. 0.55
Diluted EPS before extraordinary items	Rs. 0.55

2.26 Segment Reporting:

As per the Accounting Standard -17 Segment Reporting is furnished hereunder:

Particulars	Amount (Rs.) 31.03.2013	Amount (Rs.) 31.03.2012
Revenue		
i) Pharma Business	525.25	1117.10
ii) Financial Activity	70.75	59.65
iii) Investment Activity	50.80	6.85
iv) Trading in Shares	0.00	0.00
Total:	646.80	1183.60
Results		
i) Pharma Business	(9.50)	1.40
ii) Financial Activity	63.93	52.27
iii) Investment Activity	0.29	6.85
iv) Trading in Shares	0.00	0.00
Total:	54.72	60.52
Capital Employed		
i) Pharma Business	372.00	268.32
ii) Financial Activity	664.88	410.17
iii) Investment Activity	2.00	50.54
Total:	1038.88	729.02

Note: In the segment reporting, common assets that are used interchangeable not allocated to the individual segments above.

2.27 Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognised for liabilities that can be measured only by using a substantial degree of estimation, if the Company has a present obligation as a result of past event, a probable outflow of resource is expected to settle the obligation and the amount of obligation can be really estimated.

An amount of Rs.2,88,000/- has identified as a Contingent Liability on account of dispute in title of a Motor Car purchased by the Company. The Company has filed a case in the Hon'ble High Court of Andhra Pradesh which is pending for disposal.

Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance sheet Date.

2.28 Taxes on Income:

Current Year Income Tax amounting to Rs. 19,57,895/- has been recognized as per the Tax rates applicable for the year. Deferred Tax (Net) amounting to Rs.2,59,351/- has been recognized due to the differences arising on account of Depreciation, Amortisation of Expenses and Losses on Sale of Assets.

2.29 In the opinion of the Directors, Current Assets, Loans and Advances have the value at which they are stated in the Balance sheet, if realized in the ordinarily course of the Business.

2.30 Balances of Sundry Debtors, Loans and Advances are subject to confirmation.

2.31 The Company has made payments to units covered under Micro, Small and Medium Enterprises Development Act, 2006 in due time. There are no outstanding balances due to these Units at the closure of the accounting year.

2.32 Previous year figures have been regrouped and rearranged wherever found necessary, to be in confirmative with current year classification.

2.33 Paises are rounded off to the nearest rupee.

As per our report of even date,
For K VENKATESWARA RAO & ASSOCIATES, Chartered Accountants, **for and on behalf of the Board,**

Sd/-
CA. K. VENKATESWARA RAO,
Proprietor.
M.No. 027305
Firm Regn. No. 006374S

Sd/-
ARVIND KUMAR BHANGADIA
Managing Director

PLACE : HYDERABAD
DATE : 01.08.2013

Sd/-
ARUN KUMAR BHANGADIA
Chairman

TRIMURTHI DRUGS & PHARMACEUTICALS LIMITED

Regd. Office: 4-4-231/ 1/ 2/ ABC, Inderbagh, sultan Bazar, Hyderabad-500 095

ATTENDANCE SLIP

Name : _____

Folio No./ Client ID : _____

Number of Shares : _____

I hereby record my presence at the 19th ANNUAL GENERAL MEETING of the Company at Vaishnaoi Hotel #3-2-848/ 1 Station Road, Kachiguda Hyderabad 500 027.,on 30th September 2013 at 11.00 A.M.

SIGNATURE OF THE ATTENDING MEMBER/ PROXY

Note: Shareholder/ Proxy holder wishing to attend the meeting must bring this attendance Slip to the meeting and hand it over at the entrance duly signed.

TRIMURTHI DRUGS & PHARMACEUTICALS LIMITED

Regd. Office: 4-4-231/ 1/ 2/ ABC, Inderbagh, sultan Bazar, Hyderabad-500 095

PROXY

I/ We.....of.....(address) being a Member/ Members of Trimurthi Drugs & Pharmaceuticals Limited, do hereby appoint Mr./ Ms.....of.....(address) as my/ our proxy to attend and vote for me/us behalf at the Annual General Meeting of the Company, to be held at Vaishnaoi Hotel #3-2-848/ 1 Station Road, Kachiguda Hyderabad 500 027.,on 30th September 2013 at 11.00 A.M. and adjournment thereof.

Signed this..... day of2013

Regd. Folio No/ Client ID.....

Number of Shares

Note: The Proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time of the holding the Meeting. A proxy need not be a member.

Signature