

**M/s. SAI PRIMUS LIFEBIOTECH PRIVATE LIMITED**

No.4/3, Plot No.33, Kurumbapet, Villiyapur, Pondicherry,

PUDUCHERRY-605009

5<sup>th</sup> Annual Report

2021-22

**BOARD OF DIRECTORS:**

Sri.E. Srinivasan  
(DIN:03106171)

Sri. Ajay Babu Narayanam  
(DIN:02929155)

Sri.Srinivasan R Gangashettywar  
(DIN:02934051)

Mrs.Jonnalagedda Sridevi  
(DIN:02934051)

Mrs.Swapna Pasupunuri  
(DIN:02929202)

**STATUTORY AUDITORS:**

V.RAMU  
Chartered Accountant  
No. 5, Fourth Cross Street,  
Jawahar Nagar,  
Pondicherry -605005

**REGISTERED OFFICE:**

No.4/3, Plot No.33,  
Kurumbapet, Villiyannur,  
Pondicherry,  
Puducherry-605009

**NOTICE TO SHAREHOLDERS**

**NOTICE** is hereby given that the 5<sup>th</sup> Annual General Meeting of the members of **M/s. SAI PRIMUS LIFE BIOTECH PRIVATE LIMITED** will be held on Wednesday, 28<sup>th</sup> September 2022 at 10.30 AM at R.S.No.4/3, Plot No.33, Kurumbapet, Pondicherry-605009 to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Financial Statements of the Company comprising of Balance Sheet of the Company made as of 31<sup>st</sup> March, 2022, the Statement of Profit and Loss & Cash flow Statements for the year ended on that date and a summary of significant accounting policies and other explanatory information together with the Reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit to pass with or without modification(s), the following resolution as Ordinary Resolution:

*“RESOLVED THAT the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March 2022 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted”.*

2. The Chairman shall present the members to ratify the re-appointment of M/s. V.Ramu, Chartered Accountant appointed made at the Annual General Meeting dated 28<sup>th</sup> September, 2022. The Chairman shall further state that the Auditors shall hold office till the conclusion of the Annual General Meeting to be held in the year 2027. To consider and if thought fit to pass with or without modification(s), the following resolution as Ordinary Resolution:

*“RESOLVED THAT the re-appointment of M/s. V.Ramu, Chartered Accountants, as the Auditors of the Company, for a period of 5 years, at the Annual General meeting dated 28<sup>th</sup> September, 2022 be and is hereby ratified to hold office from the conclusion of this Annual General Meeting till the conclusion of the 5<sup>th</sup> Annual General Meeting, at such remuneration as may be mutually agreed upon.”*

By Order of the Board  
For **SAI PRIMUS LIFE BIOTECH PRIVATE LIMITED**



**SRINIVASAN**  
Managing Director  
DIN: 03106171

Place: Pondicherry  
Date: 07/09/2022



+91 413 2966314



md@splbiotech.com  
www.splbiotech.com  
CIN No: U24304PY2017PTC008147  
GST No: 34AYCS3026L171

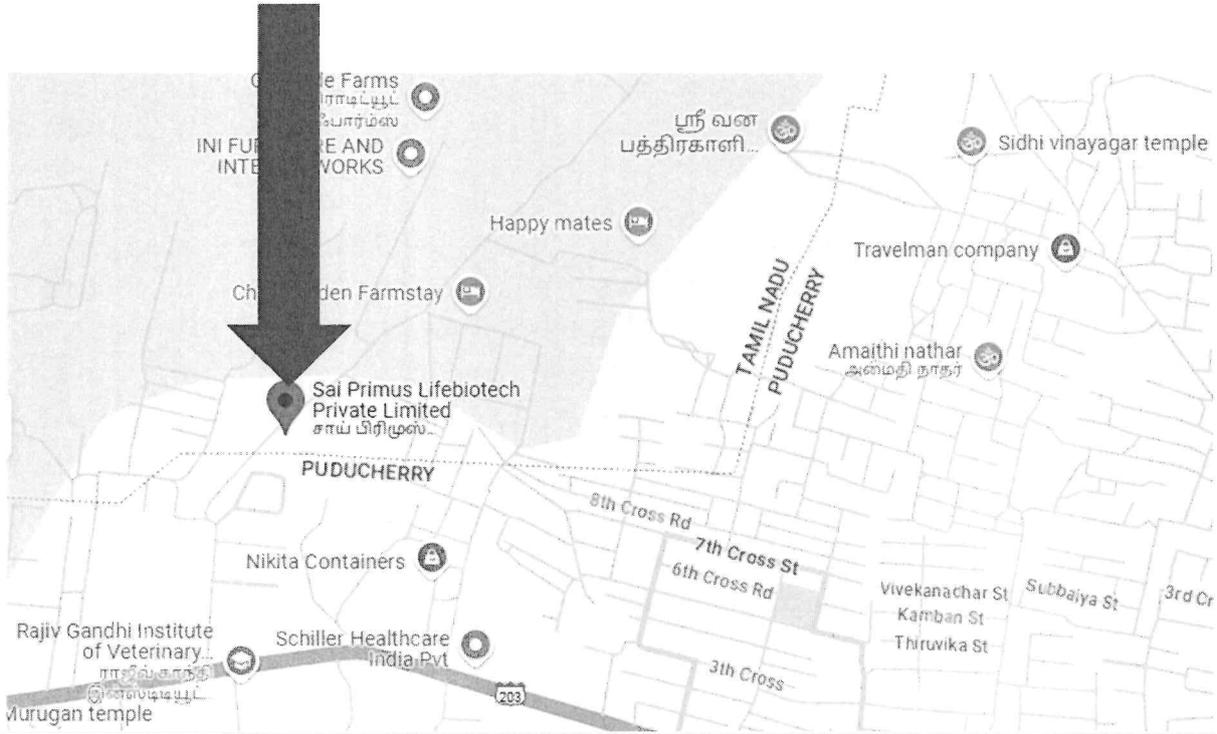


R.S No. 4/3, Plot No. 33,  
Kurumbapet Industrial Estate,  
Villianur Commune,  
Pondicherry - 605 009

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than **FORTY-EIGHT HOURS** before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a letter signed by the competent authority in their organization authorizing their representatives to attend and vote on their behalf at the meeting.
4. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
5. Members seeking any information with regard to the accounts, are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.
6. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
7. Members/Proxies should bring duly-filled Attendance Slips to attend the meeting.

**VENUE OF THE 5<sup>th</sup> ANNUAL GENERAL MEETING**



**Form No.MGT-11**

**PROXY FORM**

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

<b>CIN</b>	:	U24304PY2017PTC008147
<b>Name of the Company</b>	:	SAI PRIMUS LIFEBIOTECH PRIVATE LIMITED
<b>Registered Office Address</b>	:	R.S.No.4/3, Plot No.33, Kurumbapet, Pondicherry-605009

Name of the Member(s)	
Registered Address	
E-mail Id	Folio No

I/We, being the member(s) of \_\_\_\_\_ shares of the above named company. Hereby appoint

Name:	E-mail Id:
Address:	
Signature, or failing him	
Name:	E-mail Id:
Address:	
Signature:	

As my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 5th Annual General Meeting of the Company, to be held on 28<sup>th</sup> September 2022 at 10.30 A.M. at the Registered Office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution(s)
1	To receive, consider and adopt the Financial Statements of the Company comprising of Balance Sheet of the Company made as of 31 <sup>st</sup> March, 2022, the Statement of Profit and Loss & Cash flow Statements.
2.	To Re-Appoint Auditors

Signed this \_\_\_\_ day of \_\_\_\_\_ 2022

Signature of the shareholder Across Revenue Stamp

Affix Revenue  
Stamp

Signature of Proxy holder

**Note:** This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. The proxy need not be a member of the company.

**ATTENDANCE SLIP**

Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.

<b>DP ID</b>		<b>Client ID</b>	
<b>Reg. Folio No.</b>		<b>No. of Shares held</b>	

**Name:**

**Address:**

I certify that I am a member / proxy / authorized representative for the member of the Company.

I/We hereby record my/our presence at the 5<sup>th</sup> Annual General Meeting of the Company being held on \_\_\_\_\_, the \_\_\_\_\_ at \_\_\_\_\_ a.m. at \_\_\_\_\_.

Please tick in the box

**MEMBER**

**PROXY**

\_\_\_\_\_  
Name of Member / Proxy

\_\_\_\_\_  
Signature of Member / Proxy

**SAI PRIMUS LIFE BIOTECH PRIVATE LIMITED,**

CIN: U24304PY2017PTC008147

Regd. Office: No.4/3, Plot No.33, Kurumbapet,  
Pondicherry - 605 009.**DIRECTORS' REPORT**

To

**1. The Members,**

The Board of Directors take pleasure in presenting the Annual Report on the performance of the Company for the Fifth year along with the audited Balance Sheet as on March 31, 2022 and the statement of Profit and Loss for the year ended on that date.

**2. Financial Performance:**

Particulars	For the period ended	For the year ended
	31.03.2022	31.03.2021
	₹. In Thousands	₹. In Thousands
Sales and Other Income	3,60,969	2,62,004
Profit before Interest & Depreciation	33,525	25,777
Less: Interest	12,030	11,479
Profit before Depreciation	21,494	14,298
Less: Depreciation	9,623	8,569
Profit before exceptional items	11,871	5,729
Provision for taxation		
- Income Tax	1,982	894
- Deferred Tax	-1,968	-2,713
Profit/loss after tax	11,858	7,548
- Surplus from previous year brought forward	-23,862	-31,410
Profit/loss for Appropriation	-12,004	-23,862
Appropriations:		
Opening to General Reserve	-	-
Transfer to General Reserve	-	-
Balance Profit/loss carried to Balance Sheet	-12,004	-23,862
	-12,004	-23,862

**3. Business performance and plans**

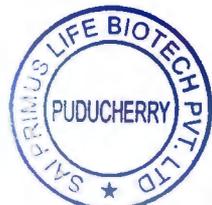
The Company proposed to manufacture and market Pharmaceutical products, Nutraceutical products and Nutritional supplements with state-of-the-art facilities to meet current GMP. The Company's gross income stood at Rs. 3,60,969 thousands (the previous year Rs. 2,62,004 thousands) and profit after tax stood at Rs. 11,858 thousands (the previous year Rs. 7,548 thousands).

**4. Dividend**

No Dividend was declared for the current financial year by the company.

**5. Number of Board Meetings Conducted during the Year under review:**

The Board met 9 (Nine) times in financial year 2021-22 on 19.04.2021, 07.06.2021, 09.07.2021, 20.08.2021, 18.10.2021, 01.11.2021, 29.11.2021, 01.02.2022 & 15.03.2022. The



maximum interval between two meetings did not exceed 120 days. The Directors meet regularly to discuss, appraise and approve matters relating to Company's strategy, plans, budgets, finances, and operations. The detailed agenda and relevant information is sent to every Director in advance of the meeting. The details pertaining to the number of Board Meetings attended by the Directors of the Company and their Directorship and Committee membership holding in other public companies is mentioned below:

Name of the Director	Category	Attendance		No. of Directorships in public limited companies (including this company*)
		Board	AGM	
E. Srinivasan	Managing Director	9	1	Nil
Ajaybabu Narayanam	Director	9	1	Nil
Swapna Pasupunuri	Director	9	1	Nil
Sridevi Jonnalagada	Director	9	1	Nil
Srinivas Ramakrishna Gangashettywar	Director	9	1	Nil

#### 6. Auditors:

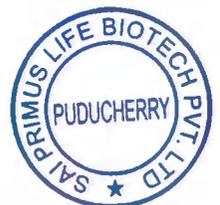
V. Ramu, Chartered Accountant, Pondicherry was appointed as the statutory auditors of the Company for a period of five years at the Annual General Meeting (AGM) of the Company held on the 24<sup>th</sup> day of September, 2018 to hold office from the conclusion of First AGM till the conclusion of Sixth AGM to be held in 2023.

As per the provisions of Section 139(1) of the Act, his appointment for the above tenure is subject to ratification by members at every AGM. Accordingly, ratification of the members is being sought for the appointment of statutory auditors.

As required under the provisions of section 139(1) of the Companies Act, 2013, the company has received written consent from Shri. V. Ramu, Chartered Accountant to his appointment and a certificate to the effect that his appointment, if made, would be in accordance with the Act and the Rules framed there under and that he satisfies the criteria provided in section 141 of Companies Act, 2013. The Board recommends his appointment.

#### 7. 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) of the Companies Act, 2013:



- a) that in the preparation of the annual financial statements for the year ended March 31, 2022, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) that the directors have selected such accounting policies and applied them consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company as at March 31, 2022, and of the profit of your Company for that year ended on that date;
- c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;
- d) that the annual financial statements have been prepared on a going concern basis;
- e) that proper internal financial controls were followed by the Company and that such internal financial controls are adequate and were operating effectively.
- f) that proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

**8. Company's Policy Relating to Director's Appointment, Payment of Remuneration, and Discharge of their Duties:**

The provisions of Section 178(1) relating to the constitution of the Nomination and Remuneration Committee are not applicable to the Company and hence the Company has not devised any policy relating to the appointment of Directors, payment of Managerial remuneration, Director's qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

**9. Explanation or comments on qualifications, reservations or adverse remarks or disclaimers made by the auditors and the practicing company secretary in their reports:**

There were no qualifications, reservations, or adverse remarks made by the Auditors in their report. The provisions relating to the submission of the Secretarial Audit Report are not applicable to the Company.

**10. Particulars of loans, guarantees, or investments made under section 186 of the Companies Act, 2013:**

There was no loan, guarantees, or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.



#### **11. Change in the nature of business:**

There is no change in the nature of the business of the company.

#### **12. Related parties transactions:**

The company has not entered into any contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013. Hence the reporting of the same in Form AOC-2 does not arise.

#### **13. Transfer to reserve:**

The company has not transferred any amount to the general reserve.

#### **14. Board's Comments on Qualifications, adverse remarks, reservations in independent auditors' and secretarial auditors' report**

The reports of the statutory auditor do not carry any qualifications, reservations, or adverse remarks which require comments from the Board. The provisions relating to the submission of the Secretarial Audit Report are not applicable to the Company.

#### **15. Material changes and commitment if any affecting the financial position of the company occurred between the end of the financial year to which these financial statements relate and the date of the report:**

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which this financial statement relates on the date of this report.

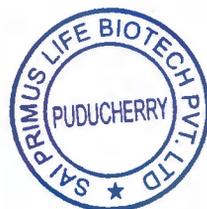
#### **16. Particulars regarding conservation of energy, technology absorption, foreign exchange earnings, and outgo:**

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings, and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(33) of the Companies (Accounts) Rules, 2014 for the year financial year ended March 31, 2022 is given below:

##### **(A) Conservation of Energy:**

###### **(i) The steps taken or impact on the conservation of energy**

The Company has been laying emphasis on the conservation of energy and taking several measures like effective control on utilization of energy and regular monitoring of its consumption etc. The adoption of energy conservation measures has helped the Company in reduction of cost and reducing machine downtime.



- (ii) The steps were taken by the company for utilizing alternate sources of energy  
During the year the Company has not taken any steps for utilizing alternate sources of energy.  
However, the Company is exploring opportunities to use alternate sources of energy.
- (iii) The capital investment on energy conservation equipment;  
During the year the Company has not made any capital investment on energy conservation equipment.

**(B) Technology Absorption:**

***Research and Development***

The Company has not spent any amount during the year on R&D.

***Technology absorption, adaptation, and innovation***

The Company has not imported any technology for its products.

**(C) Foreign Exchange Earnings and Outgo:**

The Foreign Exchange earnings during the year is Rs.3,371 thousands and the Foreign Exchange outgo during the year is Nil.

**17. Statement concerning development and implementation of Risk Management Policy of the Company:**

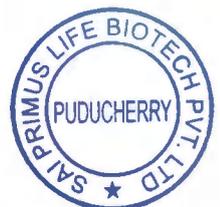
The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risk identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Board of Directors of the Company. The Board of Directors has also revisited the Risk Management Policy and has taken step to strengthen the risk management process in keeping with the changes in the external environment and business needs.

**18. Details of policy developed and implemented by the company on its Corporate Social Responsibility initiatives:**

The Company does not fall under the class of Companies mentioned under section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014 hence the Company has not sent any Funds towards Corporate Social Responsibility.

**19. Transfer of unclaimed dividend to Investor Education and Protection Fund**

Since there was no unpaid/unclaimed Dividend declared and paid last year, the provisions of Section 125 of the Companies Act, 2013 do not apply.



## **20. Subsidiaries, Joint ventures and Associate Companies**

The Company does not have any Subsidiary, Joint venture or Associate Company.

## **21. Public Deposits:**

The Company has not accepted any public deposits under Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

## **22. Other disclosures:**

(i) No application or proceedings filed by or against the Company under the Insolvency and Bankruptcy Code (IBC), 2016 during the year.

(ii) During the financial year the Company has not entered into any one-time settlement with banks or financial Institution.

## **23. Directors:**

There was no appointment or retirement of directors during the year.

## **24. Preservation 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 no complaints were received by the Company related to sexual harassment.

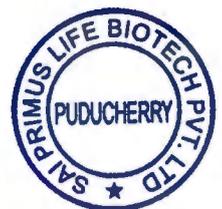
## **25. Disclosure of composition of audit committee and providing Vigil Mechanism:**

The Company has not established Vigil Mechanism as the Company is not covered under the category of Companies mentioned under sub-section 9 of section 17 of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules 2014. However the Company has framed adequate policy of Directors and Employees to report genuine concerns or grievances to the Audit Committee. The policy Safeguards against victimization of Directors and Employees who report concerns to the Audit Committee.

## **26. Shares:**

### **a. Buy Back of Securities**

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



**b. Sweat Equity**

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

**c. Bonus Shares**

No Bonus Shares were issued during the year under review.

**d. Employees Stock Option Plan**

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

**27. Details of significant and material orders passed by the regulators, courts and tribunals:**

No significant and material order has been passed by the regulators, Courts, tribunals impacting going concern status and Company's operations in future.

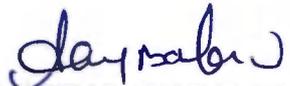
**28. Acknowledgement**

The Directors thank the Central and State Government Departments, Organizations and Agencies for the continued help and co-operation extended by them. The Directors also gratefully acknowledge all stakeholders of the Company viz. Members, customers, dealers, vendors, banks and other business partners for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all Employees of the Company for their unstinted commitment and continued contribution to the Company.

For and on behalf of the Board,



[E. SRINIVASAN]  
Managing Director  
[DIN: 03106171]



[AJAYBABU NARAYANAM]  
Director  
[DIN: 02929155]

Date: 02.09.2022  
Place: Pondicherry

