



# **TEJNAKSH HEALTHCARE LIMITED**

**ANNUAL REPORT - 2015-16**

**(CORPORATE IDENTITY NUMBER (CIN) - U85100MH2008PLC179034**

**Board of Directors**

Dr. Ashish Vishwas Rawandale  
Dr. Preeti Ashish Rawandale  
Ms. Kiran Madhavrao Pawar  
Mr. Vikramsinh Satish Khatal Patil

**Chief Financial Officer (CFO)**

Mr. Ramesh Daulat Kuwar

**Registered Office**

Town Centre, Unit No.11,  
Ground Floor, Marol,  
Andheri Kurla Road, Andheri (East),  
Mumbai - 400059  
Email - instituteofurology@gmail.com  
Tel: 91-22- 7832 0339; web: www. tejnaksh.com

**Hospital & Corporate Office**

Institute of Urology, Sakri Road,  
Dhule - 424 001, Maharashtra  
Tel: 91-2562- 245995/245322;

**Registrars & Share Transfer Agents**

M/s. Cameo Corporate Services Ltd.  
Submaramanian Building,  
1 Club House Road, Chennai - 600 002  
Tel No.: +91-44-2846 0390/1989  
Fax No.: +91-44-2846 0129  
Website: www.cameoindia.com  
E-mail ID: cameo@cameoindia.com

**Statutory Auditors**

M/s. P.D. Dalal & Co.,  
Chartered Accountants  
102, B Wing, Lake Florence ABCDEF&G CHS,  
Phase-I, Adi Shankaracharya Road,  
Near Gopal Sharma High School,  
Powai, Mumbai - 400076  
Tel : +91-22-2857 3379  
Contact Person: CA Aashish Kakaria

**Important Communication to Members**

*The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/ documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to update their email address with the Company or M/s. Cameo Corporate Services Ltd.. (RTA), to enable us to send all the documents through electronic mode in future.*

## NOTICE

NOTICE is hereby given that the Annual General Meeting of the Members of **Tejnaksh Healthcare Limited** will be held at Lake Homes Federal Co-op Hsc Soc. Ltd., Lake Club, 1<sup>st</sup> Floor, Adi Sankracharya Marg, Powai, Mumbai - 400076 on Friday, 30<sup>th</sup> September, 2016 at 11.00 a.m. to transact with or without modification(s), as may be permissible, the following business:

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### ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March 2016 and statement of Profit & Loss Account for the year ended as on that date together with the reports of the Directors and Auditors thereon.
2. To appoint Dr. Preeti Ashish Rawandale (DIN: 02021400) as Director of the Company, who retires by rotation and being eligible, offers herself for re-appointment.
3. To ratify the appointment of Statutory Auditors and fix their remuneration and in this regard 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 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors, appointment of M/s. P.D. Dalal & Co., Chartered Accountants (Firm Registration No. 102047W), as the Statutory Auditor of the Company, is hereby ratified to hold office from conclusion of this meeting till the conclusion of the next Annual General Meeting on a remuneration to be fixed by the Board of Directors of the Company, in addition to the service tax and actual out of pocket expenses incurred in connection with the audit of the accounts of the Company to be reimbursed for the financial year ending March 31, 2017.”

**By Order of the Board of Directors  
For Tejnaksh Healthcare Limited**

**Sd/-  
Dr. Ashish Vishwas Rawandale  
Chairman**

Mumbai, 6<sup>th</sup> August, 2016

CIN- U85100MH2008PLC179034

**Registered Office:-**

Town Centre, Unit No.11, Ground Floor,  
Marol, Andheri Kurla Road, Andheri (East),  
Mumbai - 400059  
Email - instituteofurology@gmail.com

## NOTES:-

- a. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY / PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY / PROXIES NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY/PROXIES SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- b. 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.
- c. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
- d. The Company has notified closure of register of members and transfer books from **Tuesday 27<sup>th</sup> September, 2016 to Friday 30<sup>th</sup> September, 2016 (both days inclusive)**.
- e. As per the provisions of the Companies Act, 2013, facility for making nomination is available to the shareholders in respect of the Shares held by them. Nomination Forms can be obtained from the registrar and share transfer agents of the Company.
- f. As a measure of economy, copies of Annual Report will not be distributed at the Annual General Meeting. Members are, therefore, requested to bring their respective copy of the Annual Report to the Meeting and affix their signature at the place provided on the attendance slip annexed to the Proxy form and hand over the slip at the entrance to the place of the Meeting.
- g. Non - Resident Indian Members are requested to inform the Company's registrar and share transfer agents M/s. Cameo Corporate Services Ltd. immediately of -
  - a. The change in the residential status on return to India for permanent settlement.
  - b. The particulars of the bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
- h. Relevant documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days except Saturdays between 11.00 a.m. and 1.00 p.m. up to the date of the Annual General Meeting.
- i. The Notice of the AGM along with the Annual Report 2015-16 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
- j. To support the 'Green Initiative', the Members holding shares in physical form and who have not registered their e-mail addresses are requested to register the same with the Company's registrar and share transfer agents M/s. Cameo Corporate Services Ltd.
- k. To comply with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 it is mandatory for all the investors including transferors to complete their KYC information. The Company have to update the member's PAN No., Phone No., e-mail address and signature in the records. Kindly furnish the same via email at "instituteofurology@gmail.com" or via hand delivery or courier the same to the registered office of the Company.
- l. M/s. Bhuvnesh Bansal & Associates, Practicing Company Secretaries (Membership No. FCS 6526 & COP 9089), has been appointed as the Scrutinizer to conduct the voting process in a fair and transparent manner.

## DIRECTORS' REPORT

Dear Members,

The Directors of your Company have pleasure in presenting Annual Report together with the Audited Accounts and Auditors' Report for the year ended 31<sup>st</sup> March, 2016.

### 1. Financial Performance:-

The financial performance of the Company for the Year ended 31<sup>st</sup> March, 2016 is as summarized below:-

(In Lacs)

Particulars	2015-16	2014-15
<b>Gross Turnover &amp; Other Income</b>	<b>477.91</b>	<b>205.44</b>
Profit before Interest, Depreciation & Taxation	232.53	100.91
Less - Interest	-	-
Profit / (Loss) before Depreciation & Taxation	232.53	100.91
Less - Depreciation	20.59	13.64
Profit / (Loss) before tax	211.94	87.27
Less- Provision for Taxation (Incl. Deferred Tax)	79.81	27.51
<b>Net Profit / (Loss) for the year</b>	<b>132.13</b>	<b>59.76</b>
Add/ (less) - Balance brought forward from previous Year	381.57	109.01
Balance Carried to Balance Sheet	513.70	168.77

### 2. Performance Review:-

Your directors report that for the year under review, your Company has been able to achieve Turnover of Rs. 447.91 Lakhs as compared to Rs. 205.44 Lakhs in the previous year. The revenue from operations for the year 2016 increased by 132.63% and Net Profit has increased from Rs 59.76 Lakhs to Rs 132.13.

### 3. Capital Structure:-

The Authorised Share Capital of the Company is Rs 1,50,00,000 (Rupees One Crore Fifty Lakhs) divided into 15,00,000 (Fifteen Lakhs ) Equity shares of Rs 10/- each.

During the year under review, 3,04,000 Equity Shares of Rs. 10/- each at a premium of Rs. 70/- per share were issued by way of Initial Public Offer (IPO). Therefore the paid up Share Capital of the Company is increased from Rs. 80, 00,000 (Rupees Eighty Lakh) divided into 8, 00,000 (Eight lakhs ) Equity Sshares of Rs. 10/- each to Rs 1, 10, 40,000 (Rupees One Crore Ten Lakhs Forty Thousand) divided into 11, 04,000 (Eleven Lakhs Four Thousand) Equity Shares of Rs 10/- each.

### 4. Listing of Equity Shares of the Company:-

The Company got its shares listed on the BSE SME platform on 27.10.2015 pursuant to the successful completion of Initial Public Offering (IPO) in accordance with Securities and Exchange Board of India (SEBI) Regulations. This was an offer of 3,04,000 Equity Shares of Rs. 10/- each at a price of Rs. 80/- (Including a premium of Rs. 70/-) per share. The paid up Equity Shares Capital of the Company as on 31<sup>st</sup> March, 2016 is Rs. 1,10,40,000.

### 5. Dividend:-

Your Directors do not recommend any dividend for the year under review.

### 6. Reserve:-

The Company has transferred current year's profit of Rs. 132.13 Lakhs to the Reserve & Surplus and the same is in compliance with the applicable provisions prescribed under the Companies Act, 2013.

**7. Directors:-**

Dr. Preeti Ashish Rawandale (DIN: 02021400) Director, retire from the Board by rotation and being eligible has offered herself for re-appointment at the ensuing Annual General Meeting.

**8. Directors' Responsibility Statement:-**

Your Directors state that: -

- a) In the preparation of the annual accounts for the financial year 2015-16, the applicable accounting standards read with requirements set out under Schedule III of the Companies Act, 2013, have been followed and there are no material departures from the same;
- b) Appropriate accounting policies have been selected and applied consistently and such judgments & estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2016 and of the Profit of the Company for the accounting year ended on that date;
- c) Proper & 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 the Company and for preventing & detecting fraud and other irregularities; and
- d) The annual accounts of the Company have been prepared on a going concern basis.
- e) 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.
- f) 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.

**9. Auditors' Report:-**

The Notes on Financial statement referred to in the Auditors report are self - explanatory and do not call for any further comments. The Auditors Report does not contain any qualification, reservation or adverse remark.

**10. Subsidiary Company:-**

As on 31<sup>st</sup> March, 2016 the Company does not have any Subsidiary Company.

**11. Secretarial Auditors Report:-**

As per the provisions of Section 204 of the Companies Act, 2013, the Board of Directors of the Company have appointed M/s. Bhunwesh Bansal & Associates, Practicing Company Secretary firm (FCS -6526 & COP.No: 9089) as Secretarial Auditor to conduct Secretarial audit of the Company for the financial year ended on March 31, 2016. Secretarial Audit Report issued by M/s. Bhunwesh Bansal & Associate, Practicing Company Secretary firm in form MR-3 is enclosed as **Annexure - II** to this Annual Report.

**12. Tax Provisions:-**

The Company has made adequate provisions as required under the provisions of Income Tax Act, 1961 as well as other relevant laws governing taxation on the company.

**13. Fixed Deposits:-**

The Company has not accepted any deposits from the public in terms of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

**14. Corporate Governance:-**

Company is listed on BSE-SME. Hence, Corporate Governance Report is not applicable to the Company for financial year 2015-2016

**15. Conservation of energy, technology absorption and foreign exchange earnings and outgo:-**

The particular as prescribed under sub-Section (3)(m) of section 134 of the Companies Act, 2013 read with Rule 8(3) the Companies (Accounts) Rules, 2014,

(i) Part A and B of the Rules, pertaining to conservation of energy and technology absorption, are not applicable to the Company.

(ii) Foreign Exchange Earnings and Outgo:

**Foreign Exchange Earned** - Rs. Nil

**Foreign Exchange Used** - Rs. Nil

**16. Corporate Social Responsibility:-**

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on Corporate Social Responsibility.

**17. Particulars of Employees:-**

None of the employee has received remuneration exceeding the limit as stated in Rules 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

**18. Number of Meetings of the Board of Directors:-**

During the year ended March 31, 2016, Six (6) Board Meetings were held. The dates on which the Board meetings were held are 18<sup>th</sup> June, 2015, 4<sup>th</sup> September, 2015, 20<sup>th</sup> October, 2015, 1<sup>st</sup> December, 2015, 30<sup>th</sup> December, 2015 and 10<sup>th</sup> March, 2016.

**19. Statement on Declaration Given By Independent Directors Under Sub-Section (6) Of Section 149:-**

The independent directors have submitted the declaration of independence, as required pursuant to Section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as provided in sub-Section(6).

**20. Particulars of Loan, Guarantees And Investments By Company:-**

During the financial year ended March 31, 2016, no loan, guarantee and investment under Section 186 of the Companies Act, 2013 was made by the Company.

**21. Related Party Transactions:-**

During the financial year ended March 31, 2016, no contracts or arrangements entered with related parties referred to in sub Section (1) of Section 188 of the Companies Act, 2013.

Thus disclosure in form AOC-2 is not required. Further, there are no material related party transactions during the year under review with the Promoters, Directors or Key Managerial Personnel.

**22. Extract of Annual Return:-**

The Extract of Annual Return is prepared in **Form MGT-9** as per the provisions of the Companies Act, 2013 and Rule 12 of Companies (Management and Administration) Rules, 2014 and the same is enclosed as **Annexure - I** to this Report.

**23. Significant And Material Orders Passed By The Regulators or Court:-**

There are no Significant and Material orders passed by the regulators or Courts that would impact the going concern status of the Company and its future operations.

**24. Audit Committee:-**

In accordance with the provisions of Section 177 of the Companies Act, 2013 the Company has constituted an Audit Committee comprising of the following Directors viz., Mr. Vikram Singh Satish Khatal Patil (Chairman), Mr. Kiran Madhavrao Pawar and Dr. Ashish Vishwas Rawandale. Audit Committee acts in accordance with the terms of reference specified from time to time by the Board.

There is no such incidence where Board has not accepted the recommendation of the Audit Committee during the year under review.

During the year 2015-16, Two (2) Audit Committee meetings were held on 1<sup>st</sup> December, 2015 & 10<sup>th</sup> March, 2016.

**25. Nomination and Remuneration Committee:-**

In accordance with the provisions of Section 178(1) of the Companies Act, 2013, the Company has constituted a Nomination and Remuneration Committee comprising of the following Directors viz., Mr. Vikram Singh Satish Khatal Patil (Chairman), Mr. Kiran Madhavrao Pawar and Dr. Ashish Vishwas Rawandale. Nomination and Remuneration Committee acts in accordance with the terms of reference specified from time to time by the Board.

No Nomination and Remuneration Committee meeting was held during the Year 2015-16.

**26. Stakeholders Relationship Committee:-**

In accordance with the provisions of Section 178(5) of the Companies Act, 2013, the Company has constituted a Stakeholders Relationship Committee comprising of the following Directors viz., Mr. Kiran Madhavrao Pawar (Chairman), Mr. Vikram Singh Satish Khatal Patil and Dr. Preeti Ashish Rawandale. Stakeholders Relationship Committee acts in accordance with the terms of reference specified from time to time by the Board.

No Stakeholders Relationship Committee meeting was held during the Year 2015-16.

**27. Details in Respect of Adequacy of Internal Financial Controls with Reference to the Financial Statement:-**

Internal Control Systems has been designed to provide reasonable assurance that assets are safeguarded, transactions are executed in accordance's with management's authorization and properly recorded and accounting records are adequate for preparation of financial statements and other financial information. Internal check is conducted on a periodical basis to ascertain the adequacy and effectiveness of internal control systems.

Further, the testing of such controls shall also be carried out independently by the Statutory Auditors as mandated under the provisions of the Companies Act, 2013.

In the opinion of the Board, the existing internal control framework is adequate and commensurate to the size and nature of the business of the Company.

**28. Risk Management Policy:-**

The Company has established a well-defined process of risk management, wherein the identification, analysis and assessment of the various risks, measuring of the probable impact of such risks, formulation of risk mitigation strategy and implementation of the same takes place in a structured manner. Though the various risks associated with the business cannot be eliminated completely, all efforts are made to minimize the impact of such risks on the operations of the Company. The Company on various activities also puts necessary internal control systems in place across the board to ensure that business operations are directed towards attaining the stated organizational objectives with optimum utilization of the resources.

**29. Nomination And Remuneration policy of Directors, Key Managerial Personnel And other Employees:-**

In adherence of Section 178(1) of the Companies Act, 2013, the Board of Directors of the Company in its Meetings, approved a policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided u/s 178(3), based on the recommendations of the Nomination and Remuneration Committee. The broad parameters covered under the Policy are - Company Philosophy, Guiding Principles, Nomination of Directors, Remuneration of Directors, Nomination and Remuneration of the Key Managerial Personnel (other than Managing/ Whole-time Directors), Key-Executives and Senior Management and the Remuneration of Other Employees.



**30. Acknowledgement:-**

The Board wishes to place on record its sincere appreciation for the assistance and co-operation received from Bankers, Government Departments and other Business Associates for their continued support towards the conduct of operations of the Company efficiently.

The Directors express their gratitude to the shareholders for their continuing confidence in the Company. The Directors also acknowledge the hard work and persuasive efforts put in by the employees of the Company in carrying forward Company's vision and mission.

**On behalf of the Board of Directors,  
For Tejnakh Healthcare Limited**

**Sd/-  
Dr. Ashish Vishwas Rawandale  
Chairman**

**Place : Mumbai,**

**Date : May 25, 2016**

**Annexure - I**

**FORM NO. MGT-9  
EXTRACT OF ANNUAL RETURN**

**As on the financial year ended on 31<sup>st</sup> March, 2016**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

<b>i.</b>	CIN	U85100MH2008PLC179034
<b>ii.</b>	Registration Date	18 <sup>th</sup> February, 2008
<b>iii.</b>	Name of the Company	Tejnaksh Healthcare Limited
<b>iv.</b>	Category / Sub-Category of the Company	Public Company - Limited by Shares
<b>v.</b>	Address of the Registered office and Contact Details	Town Centre, Unit No.11, Ground Floor, Marol, Andheri Kurla Road, Andheri (East), Mumbai - 400 059 Email - <a href="mailto:instituteofurology@gmail.com">instituteofurology@gmail.com</a>
<b>vi.</b>	Whether listed company	Yes
<b>vii.</b>	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. Cameo Corporate Services Ltd. Submaramanian Building, 1 Club House Road, Chennai 600 002. Tel No.: +91-44-2846 0390/1989

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

Sr. No	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1.	Hospital activities	86100	99.30

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -**

Sr.No	Name And Address Of The Company	CIN/GIN	Holding/ Subsidiary / Associate	% Of Shares Held	Applicable Section
1.	N.A	N.A	N.A	N.A	N.A

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

**i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year 31/03/2015				No. of Shares held at the end of the year 31/03/2016				% of Change during the year
	Demat	Physical	Total	% of Total TOTSHR	Demat	Physical	Total	% of Total TOTSHR	
<b>A. Promoters</b>									
(1) Indian									
(g) Individuals/ HUF	0	0	0	0	0	0	0	0	0
(h) Central Govt	0	0	0	0	0	0	0	0	0
(i) State Govt(s)	0	0	0	0	0	0	0	0	0
(j) Bodies Corp.	0	0	0	0	0	0	0	0	0
(k) Banks / FI	0	0	0	0	0	0	0	0	0
(l) Any Other....									
* DIRECTORS	0	7,99,995	7,99,995	99.99	7,99,995	0	7,99,995	72.46	(27.53)

* DIRECTORS RELATIVES	0	2	2	0.00	2	0	2	0.00	(0.00)
* PERSON ACTING IN CONCERN	0	0	0	0	0	0	0	0	0
<b>Sub Total (A)(1):-</b>	0	7,99,997	7,99,997	99.99	7,99,995	2	7,99,997	72.46	(27.53)
<b>(2) Foreign</b>									
(a) NRI Individuals	0	0	0	0	0	0	0	0	0
(b) Other Individuals									
(c) Bodies Corp.	0	0	0	0	0	0	0	0	0
(d) Banks / FI	0	0	0	0	0	0	0	0	0
(e) Any Other....									
<b>Sub Total (A)(2):-</b>	0	0	0	0	0	0	0	0	0
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	0	7,99,997	7,99,997	99.99	7,99,995	2	7,99,997	72.46	(27.53)
<b>B. Public Shareholding</b>									
<b>(1) Institutions</b>									
(a) Mutual Funds	0	0	0	0	0	0	0	0	0
(b) Banks FI	0	0	0	0	0	0	0	0	0
(c) Central Govt	0	0	0	0	0	0	0	0	0
(d) State Govet(s)	0	0	0	0	0	0	0	0	0
(e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
(f) Insurance Companies	0	0	0	0	0	0	0	0	0
(g) FIIs	0	0	0	0	0	0	0	0	0
(h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
(i) Others (specify)									
* U.T.I.	0	0	0	0	0	0	0	0	0
* FINANCIAL INSTITUTIONS	0	0	0	0	0	0	0	0	0
* I.D.B.I.	0	0	0	0	0	0	0	0	0
* I.C.I.C.I.	0	0	0	0	0	0	0	0	0
* GOVERNMENT COMPANIES	0	0	0	0	0	0	0	0	0
* STATE FINANCIAL CORPORATION	0	0	0	0	0	0	0	0	0
* QUALIFIED FOREIGN INVESTOR	0	0	0	0	0	0	0	0	0
* ANY OTHER	0	0	0	0	0	0	0	0	0
* OTC DEALERS (BODIES CORPORATE)	0	0	0	0	0	0	0	0	0
* PRIVATE SECTOR BANKS	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(1):-</b>	0	0	0	0	0	0	0	0	0
<b>(2) Non-Institutions</b>									
(a) Bodies Corp.									
(i) Indian	0	0	0	0	0	0	0	0	0
(ii) Overseas	0	0	0	0	0	0	0	0	0
(b) Individuals									
(i) Individual shareholders holding	0	3	3	0.01	1,90,401	2	1,90,403	17.25	17.24

nominal share capital upto Rs. 2 lakh									
(ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	0	0	0	0	64,000	0	64,000	5.80	5.80
(c) Others (specify)									
* N.R.I. (NON-REPAT)	0	0	0	0	0	0	0	0	0
* N.R.I. (REPAT)	0	0	0	0	0	0	0	0	0
* FOREIGN CORPORATE BODIES	0	0	0	0	0	0	0	0	0
Alacrity Securities Limited	0	0	0	0	33,600	0	33,600	3.04	3.04
Bodies Corporate	0	0	0	0	6,400	0	6,400	0.58	0.58
* TRUST	0	0	0	0	0	0	0	0	0
* HINDU UNDIVIDED FAMILY	0	0	0	0	9,600	0	9,600	0.87	0.87
* EMPLOYEE	0	0	0	0	0	0	0	0	0
* CLEARING MEMBERS	0	0	0	0	0	0	0	0	0
* DEPOSITORY RECEIPTS	0	0	0	0	0	0	0	0	0
* OTHER DIRECTORS & RELATIVES	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(2):-</b>	0	3	3	0.01	49,600	2	49,602	4.49	4.48
<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	0	3	3	0.01	3,04,001	2	3,04,003	27.54	27.53
<b>C. TOTSHR held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand Total(A + B + C)</b>	0	8,00,000	8,00,000	100	11,03,996	4	11,04,000	100	-
Other	0	0	0	0	0	0	0	0	0

**(ii) Shareholding of Promoters and Promoters group**

S. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of shares	% of total Shares of the company	% of Shares Pledged / Encumbered to total shares	No. of shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Dr. Ashish Vishwas Rawandale	4,08,000	51.00	0	4,08,000	36.96	0	(13.99)
2	Dr. Preeti Ashish	3,92,000	49.00	0	3,91,995	35.51	0	(13.49)
3	Mr. Utkarsh V. Rawandale	1	0.00	0	1	0.00	0	(0.00)
4	Ms. Pramilabai Rawandale	1	0.00	0	1	0.00	0	(0.00)

(iii). Change in Promoters' Shareholding

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	7,99,997	99.99	-	-
Sale	-	-	-	-
Purchase	-	-	-	-
At the End of the year	-	-	7,99,997	72.46

(iii) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.		Shareholding at the beginning of the year 31/03/2015		Cumulative Shareholding during the year 31/03/2016	
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year
1.	Mr. Sandeep Achyuttrao Chavan				
	At the beginning of the year	-	-		
	Purchase			35,200	3.19
	At the End of the year			35,200	3.19
2.	M/s. Alacrity Securities Limited				
	At the beginning of the year	-	-		
	Purchase			33,600	3.04
	At the End of the year			33,600	3.04
3.	Mr. Prashant Janardan More				
	At the beginning of the year	-	-		
	Purchase			28,800	2.61
	At the End of the year			28,800	2.61
4.	Ms. Girija Dodamani				
	At the beginning of the year	-	-		
	Purchase			16,000	1.45
	At the End of the year			16,000	1.45
5.	Ms. Sheetal Utkarsh Rawandale				
	At the beginning of the year	-	-		
	Purchase			16,000	1.45
	At the End of the year			16,000	1.45
6.	Mr. Arun Suresh Dodamani				
	At the beginning of the year	1	0.00		
	Purchase			14,400	1.31
	At the End of the year			14,401	1.31
7.	Mr. Rajashree Suresh Dodamani				
	At the beginning of the year	-	-		
	Purchase			11,200	1.01
	At the End of the year			11,200	1.01

8.	Ms. Jyoti Haresh Shah				
	At the beginning of the year	-	-		
	Purchase			8,000	0.72
	At the End of the year			8,000	0.72
9.	Ms. Sunita Khariwal				
	At the beginning of the year	-	-		
	Purchase			6,400	0.58
	At the End of the year			6,400	0.58
10.	Mr. Arun Laxman Khairnar				
	At the beginning of the year	-	-		
	Purchase			4,800	0.43
	At the End of the year			4,800	0.43
11.	Ms. Bharti Nitin Pawar				
	At the beginning of the year	-	-		
	Purchase			4,800	0.43
	At the End of the year			4,800	0.43
12.	Mr. Gautamkumar Natwarlal Ladumor				
	At The Beginning Of The Year	-	-		
	Purchase			4,800	0.43
	At the End of the year			4,800	0.43
13.	Mr. Madhav Ramji Pawar				
	At The Beginning Of The Year	-	-		
	Purchase			4,800	0.43
	At the End of the year			4,800	0.43
14.	Mr. Nitin Daulat Pawar				
	At The Beginning Of The Year	-	-		
	Purchase			4,800	0.43
	At the End of the year			4,800	0.43
15.	Mr. Sanjay Bhikajirao Khatal				
	At The Beginning Of The Year	-	-		
	Purchase			4,800	0.43
	At the End of the year			4,800	0.43
16.	Ms. Vaishali Kiran Pawar				
	At The Beginning Of The Year	-	-		
	Purchase			4,800	0.43
	At The End Of The Year			4,800	0.43
17.	Ms. Vinita Suresh Kakaria				
	At The Beginning Of The Year	-	-		
	Purchase			4,800	0.43
	At The End Of The Year			4,800	0.43
18.	M/s. VSL Securities Private Limited				
	At The Beginning Of The Year	-	-		
	Purchase			4,800	0.43
	At The End Of The Year			4,800	0.43

(iv) Shareholding of Directors and Key Managerial Personnel:

Sr.No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	<b>Dr. Ashish Vishwas Rawandale</b>	4,08,000	51.00	4,08,000	36.96
	At the beginning of the year				
	At the End of the year	-	-	4,08,000	36.96
2.	<b>Dr. Preeti Ashish Rawandale</b>	3,91,995	49.00	3,91,995	35.51
	At the beginning of the year				
	At the End of the year			3,91,995	35.51

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>	N.A	N.A	N.A	N.A
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	N.A	N.A	N.A	N.A
<b>Change in Indebtedness during the financial year</b>	N.A	N.A	N.A	N.A
• Addition				
• Reduction				
<b>Net Change</b>	N.A	N.A	N.A	N.A
<b>Indebtedness at the end of the financial year</b>	N.A	N.A	N.A	N.A
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	N.A	N.A	N.A	N.A

XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Remuneration to Managing Directors:

Sr. No.	Particulars of Remuneration	Name of MD - Dr. Ashish Vishwas Rawandale	Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	16,56,000	16,56,000

	(b) Value of perquisites u/s 17(2)Income-tax Act, 1961	-	
	(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...	-	-
5.	Others, please specify	-	-
	<b>Total (A)</b>	<b>16,56,000</b>	<b>16,56,000</b>
	Ceiling as per the Act	10% of Net Profit for all Executive Directors - Managing and Whole Time Director;  5% of Net profit to any one Managing or Whole Time Director	
		-	-

**A. Remuneration to other directors:**

Sr. no.	Particulars of Remuneration	Name of Directors		Total Amount
1	Independent Directors	Mr. Vikramsinh Satish Khatal Patil	Mr. Kiran Madhavrao Pawar	
	<ul style="list-style-type: none"> <li>• Fee for attending board / committee meetings</li> <li>• Commission</li> <li>• Others, please specify</li> </ul>	Nil	Nil	Nil
	<b>Total (1)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
2	Other Non-Executive and Non-Independent Directors	Dr. Preeti A. Rawandale		
	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	11,25,000		11,25,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-		
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-		
	<b>Total (2)</b>	<b>11,25,000</b>		<b>11,25,000</b>
	<b>Total (B)=(1+2)</b>	<b>11,25,000</b>		<b>11,25,000</b>
	Total Managerial Remuneration			
	Overall Ceiling as per the Act	1% of Net Profit of the Company for all Non Executive Directors		



**B. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

Sr. no.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary Ms. Ritika Agarwal	CFO Mr.Ramesh Daulat Kuwar	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	1,10,500	1,83,052	2,93,552
2.	Stock Option		-	-
3.	Sweat Equity		-	-
4.	Commission - as % of profit -others, specify...		-	-
5.	Others, please specify		-	-
	<b>Total</b>	<b>1,10,500</b>	<b>1,83,052</b>	<b>2,93,552</b>

**XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:****Against the Company, Directors and other Officer in Default under the Companies Act, 2013: NONE**

Annexure - II

SECRETARIAL AUDIT REPORT  
FORM NO. MR - 3

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2016

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

To,  
The Members,  
TEJNAKSH HEALTHCARE LIMITED  
Town Centre, Unit No.11, Ground Floor,  
Marol, Andheri Kurla Road, Andheri (East),  
Mumbai - 400 059

I have conducted the secretarial audit of the Compliance of applicable statutory provisions and the adherence to good corporate practices by Tejnakhsh Healthcare Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conduct/Statutory compliances and expressing my opinion thereon.

Based on my verification of Tejnakhsh Healthcare Limited's books, papers, minute books, form 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, I hereby report that in my opinion, the Company has, during the audit period covering the Financial year ended March 31, 2016, complied with the statutory provisions listed hereunder 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, form and returns filed and other records maintained by the Company for the financial year ended on March 31, 2016 according to the provisions of

- (1) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (2) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;
- (3) The Depository 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, Overseas Direct Investment and External Commercial Borrowings;
- (5) The following Regulation 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;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable to the Company during the Audit period)**
  - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit period)**
  - f. The Securities and Exchange Board of India (Registration to an Issue and Share Transfer Agents) Regulation, 1993, regarding the Companies Act and dealing with client;
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit period)**
  - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit period)**

- (6) Other laws applicable specifically to the Company:
- a) Drug & Cosmetic Act, 1940 & Rules made there under;
  - b) The Bombay Nursing Homes Registration Act, 1949 (Amendment Act, 2005);
  - c) Transplantation of Human Organs Act, 1994 and by laws made thereunder;

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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into by the Company with Bombay Stock Exchange (SME Platform).

During the period under review the Company has complied with the provision 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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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 clarification on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

**I further report that** during the audit period, the Company has passed following Special Resolutions which are having major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines.

- (i) Alteration in Capital Clause of the Memorandum of Association as per the Companies Act, 2013.
- (ii) Adoption of the new set of Articles of Association as per the Companies Act, 2013.
- (iii) Conversion form Private Limited Company to Public Limited Company.
- (iv) Issue of Bonus Equity Shares.
- (v) Issue of further allotment of Equity Shares under Section 62(1)(c) as per the Companies Act, 2013.

**I further report that** during the audit period the Company has come out with Initial Public Offer (IPO) of 3,04,000 Equity Shares of Rs. 10/- each for cash at a Price of Rs. 80/- (Including a premium of Rs. 70/-) per share and Listed on the BSE - SME Platform on 27<sup>th</sup> October, 2015.

**I further report that** during the audit period, there were no instances of:

- (i) Right/ preferential issue of shares/ debentures/ sweat equity.
- (ii) Redemption/ buy-back of securities.
- (iii) Merger/ amalgamation/ reconstruction etc.
- (iv) Foreign technical collaborations.

**Place:** Mumbai  
**Date:** 25<sup>th</sup> May, 2016

**For Bhunesh Bansal & Associates**

**Bhunesh Bansal**  
**Proprietor**  
**FCS No. - 6526**  
**CP No. - 9089**

This Report is to be read with my letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

**'Annexure A'**

**To,**  
**The Members,**  
**TEJNAKSH HEALTHCARE LIMITED**  
Town Centre, Unit No.11, Ground Floor,  
Marol, Andheri Kurla Road, Andheri (East),  
Mumbai - 400 059

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

1. Maintenance of Secretarial record is responsibility of the Management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process 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 process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever 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 procedure 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.

**Place:** Mumbai  
**Date:** 25<sup>th</sup> May, 2016

**For Bhwnesh Bansal & Associates**

**Bhwnesh Bansal**  
**Proprietor**  
**FCS No. - 6526**  
**CP No. - 9089**

## Independent Auditor's Report

To  
The Members of  
**Tejnaksh Healthcare Limited**

### Report on the Financial Statements

We have audited the accompanying financial statement of **Tejnaksh Healthcare Limited (the "Company")**, which comprise the Balance Sheet as at 31st March 2016 and the Statement of Profit and Loss for year ended 31st March 2016 and Cash Flow Statement for year ended 31st March 2016 and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statement that give a true and fair view of the financial position and financial performance of the Company in accordance with the sec.134(5) of the Companies Act, 2013, Accounting Standards Notify under Companies Act, 2013 read with General Circular 08/2014 dated 04-04-2014 issued by The Ministry of Corporate Affairs in respect of Section 133 of the Companies Act,2013 and in accordance with the accounting principle generally accepted in India. This responsibility includes the designs, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statement that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the standards on auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment to the risks of material misstatement of the financial statement, 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 financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's Internal Control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for audit opinion on the financial statements.

### Opinion

In our opinion and to the best of our information and according to the explanation given to us, the financial statement 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 31<sup>st</sup> March,2016;and
- b. In the case of the Statement of Profit and Loss, of the profit for the year ended 31<sup>st</sup> March,2016; and
- c. In the case of the Cash Flow Statement, of the cash flows for the year ended 31<sup>st</sup> March,2016; and

## **Report on Other Legal and Regulatory Requirements**

1. The Companies (Auditor's Report) Order, 2016 issued by the Central Government of India in terms of section 143(3) of the Companies Act 2013, is enclosed as Annexure to this report.
2. As required by section 143(3) of the Act, we report that:
  - a. We have obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b. In our opinion proper books of account as required by law have been kept by the company so far as appears from our examination of those books;
  - c. The Balance Sheet and the Statement of Profit and Loss are in agreement with the books of account;
  - d. In our opinion, the Balance Sheet and Statement of Profit and Loss comply with the Accounting Standards notified under the Act read with the General Circular 15/2013 dated 13-09-2013 of the Ministry of Corporate Affairs in respect of section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014;
  - e. On the basis of written representation received from the directors as on 31 March 2016, and taken on record by the board of directors none of the directors is disqualified as on 31st March 2016, from being appointed as a director in terms of section 164 of the Companies Act, 2013.

For and on behalf of  
**P.D.Dalal & Co.**  
Chartered Accountants  
Firm Registration No.102047W

Sd/-  
(Aashish S. Kakaria)  
Partner  
Membership No.102915

Mumbai  
May 25, 2016

**To The Members of  
Tejnaksh Healthcare Limited**

We refer to our report on the financial statements of **Tejnaksh Healthcare Limited** (the Company) for the year ended March 31, 2016 issued on 25<sup>th</sup> May, 2016.

This may be treated as an Annexure to our aforesaid Report on financial statements for the year ended March 31, 2016.

i. In respect of its **fixed assets**:

- a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
- b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
- c) The company owns one guest house and the title deed of the same stands in the name of the company.

ii. In respect of its **inventories**: The company has a system of physically verifying its inventory at the pharmacy at reasonable intervals by the management and as explained to us, no material discrepancies were noticed.

iii. In respect of the **loans, secured or unsecured, granted** by the Company to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013 The company has not granted any loans whether secured or unsecured to any of parties covered in the register maintained under Section 189 of the Companies Act, 2013 accordingly instant clause is not applicable in this case.

iv. According to the information and explanations given to us, in respect of loans, investments, guarantees, and security provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.

v. According to the information and explanations given to us, the Company has not accepted any deposit from the public. Therefore, the provisions of Clause (v) of CARO 2016 are not applicable to the Company.

vi. The company is in to health care services hence maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 is not applicable to company.

vii. In respect of **statutory dues**:

- a) According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as applicable to company have been generally regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2016 for a period of more than six months from the date of becoming payable.
- b) According to records of company, there are no dues of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess have not been deposited on account of any dispute.

viii. The company has not defaulted in repayment of loans or borrowings to a financial institution, bank, Government or dues to any debenture holder.

- ix. The company has raised Rs.243.20 lacs by way of initial public offer by issuing 304000 equity shares having face value of Rs.10 each at a premium of Rs.70 during the year under review. According to the information and explanations given to us, out of the proceeds of this IPO the company has spent Rs.33.20 lacs on Issue Expenses and Rs.40 lacs on Equipment Cost till 31st March, 2016 and has deposited the balance amount of Rs.170 lacs as a deposit in the bank.
- x. According to the information and explanations given to us, no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year under review.
- xi. According to the information and explanations given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- xii. Company is not a Nidhi Company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;
- xiv. According to the information and explanations given to us, company has made private placement of shares during the year under review and the requirement of section 42 of the Companies Act, 2013 have been complied with and the amount raised have been used for the purposes for which the funds were raised.
- xv. According to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him.
- xvi. According to the information and explanations given to us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For and on behalf of  
**P.D.Dalal & Co.**  
Chartered Accountants  
Firm Registration No.102047W

Sd/-  
(Aashish S. Kakaria)  
Partner  
Membership No.102915

Mumbai  
May 25, 2016



Balance Sheet as at 31st March 2016

Particulars	Note No.	For the year ended		For the year ended	
		31 March, 2016		31 March, 2015	
<b>Equity and Liabilities</b>					
<b>Shareholders' Funds</b>					
Share Capital	1	11,040,000		8,000,000	
Reserves and Surpluses	2	51,370,527	<b>62,410,527</b>	16,876,837	<b>24,876,837</b>
<b>Non-Current Liabilities</b>					
Deferred Tax Liabilities (Net)		1,580,823		1,400,226	
Other Long Term Liabilities	3	-	<b>1,580,823</b>	4,299,043	<b>5,699,269</b>
<b>Current Liabilities</b>					
Trade Payables	4	2,113,187		3,933,859	
Short Term Provisions	5	2,279,960	<b>4,393,147</b>	787,835	<b>4,721,694</b>
<b>Total</b>			<b>68,384,498</b>		<b>35,297,800</b>
<b>Assets</b>					
<b>Non-Current Assets</b>					
Fixed assets					
Tangible assets	6	33,285,311		28,603,241	
Intangible assets Under Development		89,370	<b>33,374,681</b>	79,370	<b>28,682,611</b>
(b) Non-Current Investments	7		<b>25,927,441</b>		108,575
<b>Current Assets</b>					
Inventories	8	1,772,202		1,367,194	
Cash and Cash Equivalents	9	4,937,025		2,071,000	
Other Current assets	10	2,373,149	<b>9,082,376</b>	3,068,420	<b>6,506,614</b>
<b>Total</b>			<b>68,384,498</b>		<b>35,297,800</b>

See accompanying notes forming part of the financial statements

In terms of our report attached  
For P.D.Dalal & Co.,  
Chartered Accountants,  
Firm Registration No.102047W

Sd/-  
(Aashish S. Kakaria)  
Partner  
Membership No.102915

Mumbai  
May 25, 2016

For Tejnakh Healthcare Limited,

Sd/-  
(Dr. A.V. Rawandale)  
Managing Director

Sd/-  
(Dr. P.A. Rawandale)  
Director

Sd/-  
(Mr. R. D. Kuwar)  
CFO

Statement of Profit and Loss for the year ended 31 March, 2016

Particulars	Note No.	For the year ended 31 March, 2016	For the year ended 31 March, 2015
<b>Continuing operations</b>			
Revenue from operations (Gross)	11	47,456,505	20,058,067
Other Income	12	334,195	485,446
<b>Total Revenue</b>		<b>47,790,700</b>	<b>20,543,513</b>
<b>Expenses</b>			
Purchases of Stock in Trade	13	7,098,626	2,254,233
Changes in Inventory	14	(405,008)	(1,367,194)
Employee Benefit Expenses	15	4,976,341	4,662,283
Finance Cost	16	12,090	4,261
Depreciation & Amortisation Expenses	17	2,059,005	1,364,080
Other Expenses	18	12,855,358	4,898,714
<b>Total Expenses</b>		<b>26,596,412</b>	<b>11,816,377</b>
Profit / (Loss) Before Tax		21,194,288	8,727,136
Tax Expenses			
Current Tax		7,800,000	2,700,000
Deferred Tax		180,597	50,593
Net Current Tax		7,980,597	2,750,593
<b>Profit / (Loss) for the year</b>		<b>13,213,691</b>	<b>5,976,543</b>
<b>Earnings Per Share (of Rs.10 Each):</b>			
(a) Basic & Diluted		11.97	7.47

See accompanying notes forming part of the financial statements

In terms of our report attached  
For P.D.Dalal & Co.,  
Chartered Accountants,  
Firm Registration No.102047W

Sd/-  
(Aashish S. Kakaria)  
Partner  
Membership No.102915

Mumbai  
May 25, 2016

For Tejnakh Healthcare Limited,

Sd/-  
(Dr. A.V. Rawandale)  
Managing Director

Sd/-  
(Dr. P.A. Rawandale)  
Director

Sd/-  
(Mr. R. D. Kuwar)  
CFO

Cash Flow Statement for the year ended on 31st March, 2016

	For the year ended 31st March, 2016		For the year ended 31st March, 2015	
<b>A.) CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net profit after tax and extraordinary items adjustments for:		13,213,691		5,976,543
Equity Share Premium Account	21,280,000			
Depreciation on Fixed Assets	2,059,005		1,364,080	
Profit/Loss on Sale of assets	-		89,284	
Miscellaneous Expenditure written off		23,339,005	157,308	1,610,672
<b>Operating profit before working capital changes</b>		36,552,696		7,587,215
<b>Adjustments for :</b>				
Decrease (Increase) in Current Assets	695,271		10,910,232	
Decrease (Increase) in Inventories	(405,008)		(1,367,194)	
Increase / (Decrease) in Deferred Tax Liabilities	180,597		50,593	
Increase / (Decrease) in Trade Payables	(1,820,672)		676,602	
Increase / (Decrease) in Short Term Provisions	1,492,125	142,313	(792,580)	9,477,653
<b>Operating profit after working capital changes</b>		36,695,009		17,064,868
<b>B.) CASH FLOW FROM INVESTING ACTIVITIES</b>				
(Purchase) Of Fixed Assets	(6,741,074)		(16,326,311)	
Sale of fixed assets	-		527,500	
Investment made (Net)	-25,818,866			
(Investment) in Intangibles	(10,000)		(79,370)	
<b>Net cash from investing activities</b>		(32,569,940)		(15,878,181)
<b>C.) CASH FLOW FROM FINANCING ACTIVITIES</b>				
Issue of Share Capital	3,040,000		-	
Increase / (Repayment of Long Term Borrowings)	(4,299,043)		(430,832)	
Increase / (Repayment of Short Term Borrowings)	-		-	
<b>Net cash used in financing activities C</b>		(1,259,043)		(430,832)
<b>Net increase/(decrease) in Cash and Cash Equivalents</b>		2,866,025		755,856
Cash and cash equivalent at the beginning of the year		2,071,000		1,315,144
Cash and cash equivalent at the end of the year		4,937,025		2,071,000

See accompanying notes forming part of the financial statements

In terms of our report attached  
For P.D.Dalal & Co.,  
Chartered Accountants,  
Firm Registration No.102047W

For Tejnakh Healthcare Limited,

Sd/-  
(Aashish S. Kakaria)  
Partner  
Membership No.102915

Sd/- Sd/- Sd/- Sd/-  
(Dr. A.V. Rawandale) (Dr. P.A. Rawandale) (Mr. R. D. Kuwar)  
Managing Director Director CFO

Mumbai  
May 25, 2016

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
<b>Note 1 - Share Capital</b>		
Authorised Share Capital 1500000 Equity Shares of Rs. 10 Each	15,000,000	15,000,000
<b>Issued &amp; Paid Up Share Capital</b>		
The Company issued 304000 fresh equity shares of face value of Rs.10 each by way of an Initial Public Offering during the year at a premium of Rs.70 per share	11,040,000	8,000,000
All Shares are Equity Shares of a Single Class having equal voting rights and other rights, preferences and restrictions including restrictions on distribution of dividend and repayment of capital.		
Reconciliation of Shares - (No. of Shares)		
Equity Shares at The Beginning of The Year	800,000	1,000
Add : Issue of Shares During The Year	304,000	799,000
Less : Shares Forfeited / Cancelled During The Year	-	-
Equity Shares at The End of The Year	1,104,000	800,000
More than 5% Shares held by each shareholders at the end of the year -		
<b>Name of Shareholder</b>	<b>Number of Shares held</b>	
1. Dr. Ashish Vishwas Rawandale	408,000	408,000
2. Dr. Preeti Ashish Rawandale	391,995	391,995
<b>Note 2 - Reserves and Surpluses</b>		
<b>I Securities Premium Account</b>		
Balance at The Beginning of The Year		
Add : Amount received on Public Issue of Equity Shares	21,280,000	
Less : Utilised / During The Year	-	
Balance at The End of The Year	21,280,000	
<b>II General Reserve</b>		
Balance at The Beginning of The Year	-	
Add : Additions / Transfer During The Year		
Less : Utilised / During The Year (Bonus Share)	-	
Balance at The End of The Year	-	-
<b>III Surplus / (Deficit) In The Statement of Profit and Loss</b>		
Balance at The Beginning of The Year	16,876,837	18,800,294
Add : Profit / (Loss) During The Year	13,213,691	5,976,543
Transfers From Reserve During The Year		7,900,000
	30,090,527	16,876,837
Less : Transfer To Reserve During The Year		
Proposed Dividend	-	-
Tax on Dividend	-	-
Balance at The End of The Year	30,090,527	16,876,837
	<b>51,370,527</b>	<b>16,876,837</b>

The Company has not defaulted on repayment of any of the above mentioned borrowings and interest thereon.

**Notes on Financial Statements for the year ended 31st March, 2016**

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
<b>Note 3 - Other Long Term Liabilities</b>		
Unsecured Loans from Directors	-	4,299,043
	-	<b>4,299,043</b>
<b>Note 4 - Trade Payables</b>		
Sundry Creditors	2,113,187	3,933,859
	<b>2,113,187</b>	<b>3,933,859</b>
<b>Note 5 - Short Term Provisions</b>		
Provisions For Employee Benefits		
TDS Payable	46,359	92,700
Other Short Term Provisions	217,540	401,311
Duties & Taxes (Net of Advance Tax)	2,016,061	293,824
	<b>2,279,960</b>	<b>787,835</b>

NOTE " 6 "

Assessment Year - 2016 - 2017  
Accounting Year - 2015 - 2016  
(All Amounts in Rs.)

Fixed Assets

Particulars	Gross Block				Depreciation				Net Block	
	As on 31.3.2015	Addition	Deductio n	As on 31.3.2016	As on 31.3.2015	For the Year	Deducti on	As on 31.3.2016	As at 31.3.2016	As at 31.3.2015
Buildings :										
Guest House	14,063,050	-	-	14,063,050	-	-	-	-	14,063,050	14,063,050
Plant & Machinery	14,436,071	5,771,516	-	20,207,587	3,383,515	1,059,306	-	4,442,821	15,764,766	11,052,556
Office Equipments	699,482	473,186	-	1,172,668	138,510	202,676	-	341,186	831,483	560,973
Furniture & Fixtures	204,212	216,942	-	421,154	101,782	20,648	-	122,430	298,724	102,430
Computers	339,206	279,430	-	618,636	301,431	78,854	-	380,285	238,351	37,775
Vehicle	4,406,325	-	-	4,406,325	1,619,867	697,521	-	2,317,388	2,088,937	2,786,458
<b>Grand Total</b>	<b>34,148,346</b>	<b>6,741,074</b>	-	<b>40,889,420</b>	<b>5,545,105</b>	<b>2,059,005</b>	-	<b>7,604,110</b>	<b>33,285,311</b>	<b>28,603,242</b>
<b>Previous year</b>	19,185,442	16,326,311	1,363,407	34,148,346	4,927,648	1,364,080	746,623	5,545,105	28,603,241	14,257,794

Note : Vehicles stand in the name of the director of the company

Notes on Financial Statements for the year ended 31st March, 2016

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
<b>Note 7 - Non Current Investments</b>		
Other Investments		
Fixed Deposit with Banks	25,927,441	108,575
	<b>25,927,441</b>	<b>108,575</b>
<b>Note 8 - Inventories</b>		
Stock In Trade (Valued at Cost)	1,772,202	1,367,194
	<b>1,772,202</b>	<b>1,367,194</b>
<b>Note 9 - Cash and Cash Equivalents</b>		
Cash on Hand	2,145,894	606,354
Balances With Banks		
In Saving Accounts	2,791,131	1,464,646
	<b>4,937,025</b>	<b>2,071,000</b>
<b>Note 10 - Other Current assets</b>		
Loans and Advances	1,590,878	2,439,188
Deposits	782,271	-
Preliminary expenses		629,232
	<b>2,373,149</b>	<b>3,068,420</b>

**Notes on Financial Statements for the year ended 31st March, 2016**

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
<b>Note 11 - Revenue From Operations</b>		
Sale of Traded Goods	11,347,106	1,496,900
Consultation Fee	1,106,500	776,300
Operation & Surgery	24,802,806	11,959,445
Pathology	9,668,279	4,801,856
Other operating Revenue	531,814	1,023,566
	<b>47,456,505</b>	<b>20,058,067</b>
<b>Note 12 - Other Income</b>		
Interest Income	334,005	41,748
Income Tax Refund	190	
Other Income	-	443,698
	<b>334,195</b>	<b>485,446</b>
<b>Note 13 - Purchases of Stock In Trade</b>		
Purchases of Traded Goods		
Medicine	7,098,626	2,254,233
	<b>7,098,626</b>	<b>2,254,233</b>
<b>Note 14 - Changes In Inventory</b>		
Inventories at The End of The Year		
Stock In Trade	1,772,202	1,367,194
Inventories at The Beginning of The Year		
Stock In Trade	1,367,194	-
	<b>(405,008)</b>	<b>(1,367,194)</b>
<b>Note 15 - Employee Benefit Expense</b>		
Salary and Wages	2,012,289	1,263,283
Salary to Directors	2,964,052	3,399,000
	<b>4,976,341</b>	<b>4,662,283</b>
<b>Note 16 - Finance Cost</b>		
Interest Expenses on		
Other Interest	544	-
Other Borrowing Costs		
Bank Charges	11,546	4,261
	<b>12,090</b>	<b>4,261</b>
<b>Note 17 - Depreciation and Amortization Expenses</b>		
Depreciation on		
Building	-	-
Plant and Machineries	1,059,306	852,490
Office Equipments	202,676	52,019
Furniture and Fixtures	20,648	17,590
Computers	78,854	61,714
Vehicles	697,521	380,267
	<b>2,059,005</b>	<b>1,364,080</b>

Notes on Financial Statements for the year ended 31st March, 2016

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
<b>Note 18 - Other Expenses</b>		
Administrative Expenses		
Advertisement	167,621	32,182
Printing & Stationery	319,533	70,489
Postage & Courier	11,269	10,989
Conference Expenses	24,141	101,677
Selling and Distribution Expenses		
Hospital Expenses	5,110,011	911,155
Pathology Expenses	906,036	669,641
Oxygen Cylinder	36,571	21,153
Net Consumption of X Ray Film	203,640	164,480
Other Expenses		
Repairs & Maintenance	311,535	454,358
Rent	123,000	30,000
Insurance	262,963	183,773
Legal & license fees	9,159	5,080
Telephone & Mobile	254,717	171,116
Miscellaneous expenses written off	2,808,036	157,308
Market Making Fee	285,000	
Electricity	1,093,412	602,219
Fulhar Expenses	3,600	3,855
Travelling	57,830	292,161
Interest on Income Tax	12,176	
Computer Expenses	41,860	45,583
Discount	-41,425	(12,628)
Remuneration to the Auditors		
Audit Fees	100,000	
Tax Audit Fees	50,000	
Loss on Sale of Vehicle	-	89,284
Petrol & Diesel Exp.	327,357	501,199
Professional Charges	69,700	-
Profession Tax	2,500	-
Consumables	-	210,600
Sundry Expenses	305,116	183,040
	<b>12,855,358</b>	<b>4,898,714</b>



**BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE**

## 1 Registration Details

Registration No.	U85100MH2008PLC179034		State code
			11
Balance Sheet Date	Date	Month	Year
	31	3	2016

## 2 Capital Raised during the year (Amount in Rs. Thousands)

Public Issue	Right Issue
3040	Nil
Bonus Issue	Private Placement
Nil	Nil

## 3 Position of Mobilisation of Fund (Amount in Thousands)

Source of Funds	Total Liabilities	Total Assets
	68,384	68,384
Application of Funds	Paid-up Capital	Reserve & Surplus
	11,040	51,371
	Secured Loans	Unsecured Loans
	-	-
	Net Fixed assets	Investments
	33,375	25,927
	Net Current Assets	Misc. Expenditure
	4,689	-

## 4 Performance of Company(Amount in Rs. Thousands)

Turnover	Total Expenditure
47,791	26,596
Profit/Loss Before Tax	Profit/Loss After Tax
21,194	13,214
Earning per Share	Dividend rate %
12	Nil

5 Generic names of three Principal products/Services of Company  
(as per monetary terms)

Item Code No.	Product Description
86100	Healthcare Services & Pharmacy

See accompanying notes forming part of the financial statements

In terms of our report attached  
For P.D.Dalal & Co.,  
Chartered Accountants,  
Firm Registration No.102047W

Sd/-  
(Aashish S. Kakaria)  
Partner  
Membership No.102915

Mumbai  
May 25, 2016

For Tejnakh Healthcare Limited,

Sd/-  
(Dr. A.V. Rawandale)  
Managing Director

Sd/-  
(Dr. P.A. Rawandale)  
Director

Sd/-  
(Mr. R. D. Kuwar)  
CFO

## 1 Corporate information

(a) The Company is into healthcare services.

### (b) Contingent Liabilities and Commitments

The company has no contingent liabilities and commitments

## 2 Significant accounting policies

### 2.1 Basis of accounting and preparation of financial statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

### 2.2 Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

### 2.3 Revenue recognition

#### Income from Consultation & Surgeries

Income is recognised generally on cash basis.

### 2.4 Other income

Interest income is accounted on accrual basis.

### 2.5 Employee benefits

The company has not provided for gratuity and other retirement benefits for its employees as specified in AS 15.

### 2.6 Depreciation and amortization

Depreciation has been provided on the straight-line method as per the rates prescribed in Part C of Schedule II to the Companies Act, 2013.

### 2.7 Tangible fixed assets

Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes costs attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date.

## 2.8 Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

## 2.9 Taxes on income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

## 2.10 Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

## 2.11 Earnings per share

### Basic

#### Continuing operations and Total Operations

Net profit / (loss) for the year from continuing & total operations	13,213,691	5,976,543
Less: Preference dividend and tax thereon		
Net profit / (loss) for the year from continuing operations attributable to the equity shareholders	<u>13,213,691</u>	<u>5,976,543</u>
Weighted average number of equity shares	1,104,000	800,000
Par value per share	10	10
Earnings per share from continuing operations - Basic	11.97	7.47

There were no shares to be issued on conversion of dilutive potential shares, hence Diluted EPS need not be calculated.

## 2.12 Deferred tax (liability) / asset

### Tax effect of items constituting deferred tax liability

On difference between book balance and tax balance of fixed assets	1,580,823	1,400,226
On expenditure deferred in the books but allowable for tax purposes		
Others		

Tax effect of items constituting deferred tax liability	<u>1,580,823</u>	<u>1,400,226</u>
---	------------------	------------------

### Tax effect of items constituting deferred tax assets

Tax effect of items constituting deferred tax assets	-	-
--	---	---

<b>Net deferred tax (liability) / asset</b>	<b>1,580,823</b>	<b>1,400,226</b>
---	------------------	------------------

The Company has recognised deferred tax asset on unabsorbed depreciation to the extent of the corresponding deferred tax liability on the difference between the book balance and the written down value of fixed assets under Income Tax.

**Previous year's figures**

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

2.13 Segment Reporting

The company is operating one hospital at Dhule in Maharashtra. Hence there are no reportable segments under Accounting Standard -17.

2.14 In the opinion of the Board, Current Assets and Loans and Advances have a value on realization in the ordinary course of business at least equal to the amount amount at which they are stated in the Balance Sheet.

2.15 Related Party Disclosure

Key Management personnel comprise of the promoters / directors of the company

Dr.Ashish V. Rawandale	Managing Director
Dr.Preeti A. Rawandale	Director
Mr.Vikram Singh Khatal	Director
Mr.Kiran Pawar	Director
Mr.Ramesh Kuwar	Chief Financial Officer

[Amount Rs.]

Particulars	Nature of transaction	2015 - 2016	2014 - 2015
Key Management Personnel			
Dr.Ashish V. Rawandale	Salary	1,656,000	2,024,000
Dr.Preeti A. Rawandale	Salary	1,125,000	1,375,000
Mr.Ramesh Kuwar	Salary	183,052	-

Related parties are as identified by the management and relied upon by the auditors

2.16 Creditors, Debtors (Including Credit Balances) Advances etc, are subject to confirmation and reconciliation.

2.17 Valuation of stock is taken as certified by the management

**For P.D.Dalal & Co.,**

Chartered Accountants,

Firm Registration No.102047W

Sd/-

(Aashish S. Kakaria)

Partner

Membership No.102915

Mumbai

May 25, 2016

**For Tejnakh Health Care Limited,**

Sd/-

(Dr.A.V. Rawandale)

Managing Director

Sd/-

(Dr.P.A. Rawandale)

Director

Sd/-

(Mr. R.D. Kuwar)

CFO

**TEJNAKSH HEALTHCARE LIMITED**

CIN - U85100MH2008PLC179034

Regd. Off.: Town Centre, Unit No.11, Ground Floor, Marol, Andheri Kurla Road,  
Andheri (East), Mumbai - 400 059

Email: [instituteofurology@gmail.com](mailto:instituteofurology@gmail.com), Website: [www.tejnaksh.com](http://www.tejnaksh.com)

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**ATTENDANCE SLIP**

(To be presented at the entrance)

**ANNUAL GENERAL MEETING ON FRIDAY, SEPTEMBER 30, 2016 AT 11.00 A.M.**

Lake Homes Federal Co-op Hsc Soc. Ltd., Lake Club, 1<sup>st</sup> Floor, Adi Sankracharya Marg, Powai, Mumbai - 400076

Email: [instituteofurology@gmail.com](mailto:instituteofurology@gmail.com)

Folio No. \_\_\_\_\_ DP ID No. \_\_\_\_\_ Client ID No. \_\_\_\_\_

Name of the Member \_\_\_\_\_ Signature \_\_\_\_\_

Name of the Proxy holder \_\_\_\_\_ Signature \_\_\_\_\_

1. Only Member/Proxy holder can attend the Meeting.
2. Member/Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.

**PROXY FORM**

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014 - Form No.MGT-11)

Name of the Member(s): .....  
 Registered address: .....  
 E-mail Id : .....  
 Folio No. / Client ID No. : ..... DP ID No. ....

I / We, being the member(s) of ..... Shares of Tejnakhsh Healthcare Limited, hereby appoint:

1. Name: ..... E-mail Id: .....  
 Address: .....  
 ..... Signature: .....  
 or failing him
2. Name: ..... E-mail Id: .....  
 Address: .....  
 ..... Signature: .....  
 or failing him
3. Name: ..... E-mail Id: .....  
 Address: .....  
 ..... Signature: .....  
 or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company to be held on Friday, 30<sup>th</sup> September, 2016 at 11.00A.M. at Lake Homes Federal Co-op Hsc Soc. Ltd., Lake Club, 1<sup>st</sup> Floor, Adi Sankracharya Marg, Powai, Mumbai - 400076 and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

Sr. No.	Resolution	Vote	
		For	Against
1.	Adoption of Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2016.		
2.	Appointment of Dr. Preeti Ashish Rawandale as Director of the Company.		
3.	Ratify the appointment of Statutory Auditors of the Company		

Affix Revenue Stamp
---------------------------

Signed this ..... day of ..... 2016

Signature of shareholder

Signature of Proxy holder(s)

**NOTES:**

1. This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at not less than 48 hours before the commencement of the Meeting.
2. Those Members who have multiple folios with different joint holders may use copies of this Attendance slip/Proxy.

To,

**TEJNAKSH HEALTHCARE LIMITED**

CIN - U85100MH2008PLC179034

Regd. Off.: Town Centre, Unit No.11, Ground Floor, Marol, Andheri Kurla Road,  
Andheri (East), Mumbai - 400 059

Email: [instituteofurology@gmail.com](mailto:instituteofurology@gmail.com), Website: [www.tejnaksh.com](http://www.tejnaksh.com)

Tel: 91-22- 7832 0339

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