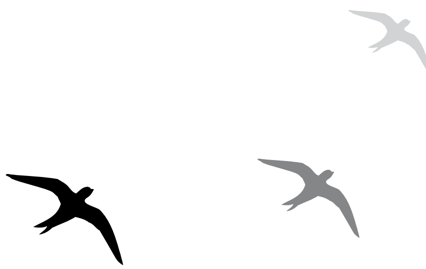
Ind-Swift

Annual Report 2016-17

Ind-Swift Laboratories Limited



Ind-Swift Laboratories Limited focuses on the development of active pharmaceutical ingredients involving complex chemistry for high growth therapeutic segments coupled with an excellence in execution.

It has established global leadership in many products through innovative pharmaceutical solutions.

VICE-CHAIRMAN-CUM-MANAGING DIRECTOR's MESSAGE

Dear Shareholders,

The global pharmaceutical market size is estimated to reach USD 1.4 trillion and the Indian pharmaceutical market size is estimated to be at USD 55 billion by the year 2020. The Indian pharmaceutical sector is expected to grow with faster compound annual growth rate (CAGR) compared to global growth rate during the period upto 2020. The world market will be dominated by countries like USA, EU and Japan and the contribution of Pharmerging countries is expected to be more in coming years. The future of the world pharmaceutical sector will be dominated by medicines for non communicable diseases and original branded medicines More opportunities are seen in the area of Contract Research and Manufacturing Services (CRAMS) by Mergers and Acquisitions (M&A).

The regulatory environment is simultaneously getting more rigorous. The European Medicines Agency (EMA) recently introduced a new, three-pronged approach to the management of adverse reactions. The Food and Drug Administration (FDA) is building an active surveillance system called Sentinel to oversee the safety of all medicines on the US market.

At Ind-Swift, we have built up an organisation that is a strict regulatory and environmental compliant. We have followed the FDA and other regulatory requirements strictly. All Standard Operating Procedures are followed , the manufacturing is done in a GMP controlled environment thus complying to the regulatory standards on one hand and maintaining the world's best quality on the other. The quality, which I believe is not a destination but is a journey and we are focused on it. Gradually, we have invested a lot in making Ind-Swift an environment friendly company, complying strongly to the pollution laws. Which, though has no direct impact on the top line or bottomline, but this is our contribution to the society which do payback to us in form of quick regulatory clearances.

All these years our focus has been to develop the required skill sets . We have dearth of skilled workers having experience of working in a GMP compliant environment and it has been a real challenge to us. We have been working on this since long and now have fully trained and skilled work force, right from the lower levels to the highest levels. These efforts have paid off well by way of high efficiency and reduced attrition levels.

The financial year 2016-17, had been an another challenging year where despite of all odds we had a sustainable operations. The Company continues to strengthen its position as an innovation-led transnational pharmaceutical company, which reinforces our belief that a strong business model, the right business practices, like-minded people, a lucrative pipeline and investments in the past in strategic growth pays rich dividends even in the face of adversity and financial stress.

ISLL 's net sales stood at Rs. 6980 millions and EBITDA at Rs. 1238 million during 2016-17. We are at an advanced stage of the settlement with the Banks and Financial institutions with the help and assistance of the Asset Reconstruction Companies (ARCs). Already as mentioned in the financial statements few of the loan account have been settled through these ARCs. Once the debt resolution plan is through we expect a major financial restructuring of the debt profile of the Company. The same will also lead the Company to focus on the growth path through partnership, alliances & tie ups.

Today ISLL is competitively placed across its business segments. The business is balanced across different regions - Asia , Europe, US etc. Strategically we are shifting our focus from the softly regulated markets to regulated markets where the pricing is better and the margins are high.

Research and Science is core to ISLL strategy for scale and sustainability. Our emphasis and focus is on creating unique Intellectual Property through innovation in products. We are having a robust pipeline of 20-22 products with immense growth and value potential. As a prudent strategy since we are already stoked up with new products upto 2022 so we have shifted our resources towards creating a foothold in the CRAMS business, focusing mostly on the Research Based Projects than the Contract Manufacturing Projects. We have been successful in this endeavour where we have tied up with two International pharma Companies for their NCE Projects.

The company's manufacturing facility enjoys accreditations from all regulatory agencies and went through major inspections and audits from FDA and other regulatory agencies. During the year capacities for few products were increased through process re-engineering and de-bottlenecking. The operations at plant had been smooth throughout the year except for one fire incident in the month of February in one of the plants. There was no loss of life but there has been a substantial damage to the plant and machinery. The remedial action was fast and the affected plant will be back on track in coming months. The Company is focused to avoid such kind of accidents . Special care is taken for the health and the safety of the employees working in the plants and near manufacturing areas.

During the year Company has paid a sum of Rs. 249.59 million towards the direct Tax/indirect taxes and statutory dues. The Company's overall economic activities have created a value of Rs. 1028.96 million for its various stakeholders. The company in this year has also been able to reduce its Fixed Deposit exposure from Rs. 670.39 million to Rs. 492.50 million.

We strive to excel in whatever we do. I appreciate the support provided by our customers , bankers creditors fixed deposit holders, shareholders and above all employees. They have shown their unclenched faith in the Company and Company too will reciprocate in times to come.

N.R. Munjal
Vice-Chairman-cum-Managing Director

Management Discussion and Analysis Report

INDUSTRY STRUCTURE AND DEVELOPMENTS

With buoyant financial markets and a cyclical recovery in manufacturing and trade under way, world growth is projected to rise from 3.1% in 2016 to 3.5% in 2017 and 3.6% in 2018, according to the International Monetary Fund's World Economic Outlook (WEO) forecast (April 2017). Growth in emerging markets and Developing economies is forecast to rise to 4.8% in 2018 respectively, from an estimated growth of 4.1% in 2016, according to the IMF.

In India, Gross Domestic Product (GDP) grew by 7.1% in the Fiscal Year 2016-2017, which makes India the fastest-growing G20 economy. The acceleration of structural reforms, the move towards a rule-based policy framework and low commodity prices have provided a strengthening growth impetus. Recent deregulation measures and efforts to improve the ease of doing business have boosted foreign investment. (Source:2017 Economic Survey of India, OECD). In April 2017, the World Economic Outlook (WEO) report by the International Monetary Fund, estimated that domestic demand and a Growth in exports will remain key Drivers towards GDP growth. Medium-term growth prospects remain favourable, according to the WEO report, with growth forecast to rise to about 8% due to the implementation of key reforms, loosening of supply-side bottlenecks, and appropriate Fiscal and monetary policies. In addition, the Country's most significant tax reform in decades, the Goods and Services Tax (GST) was approved in Parliament with an expectation for implementation in the latter half of 2017.

In the Union Budget 2017, the government has demonstrated its commitment to increase healthcare spending. The National Health Plan has been approved by the Cabinet and aims at a holistic approach to address the healthcare problems of all sectors of society and their solutions with participation from the private sector as strategic partners in this mission.

The Indian pharmaceutical sector evolved in different phases from pre independence era to post Trade-Related Aspects of Intellectual Property Rights (TRIPS). Presently, Indian pharmaceutical sector is dominated by the generics drugs and more drugs are sold in anti-infective category. The Indian pharmaceutical industry is having opportunities in the domestic market with growing demand for quality health care.

OPPORTUNITIES, RISKS, CONCERNS & THREATS

Market growth is shifting toward emerging markets in Asia, Latin America, where pharmaceutical sales are forecast to expand at double digit rates. Further reforms of legislative systems, especially regarding patent protection and enforcement, as well as improving regulatory conditions, will make these markets increasingly attractive.

Pharmerging countries will drive the growth to the tune of 35 % by 2022 led by Brazil, India, China and Russia .Generics sales will increase from $73 billion in 2016 to $115 billion in 2022, Pharmerging countries will add USD 210 Billion sales by 2022.

The Indian pharmaceuticals market is expected to expand at a CAGR of 15.92 per cent to US$ 50 billion by 2022 and will become the sixth largest by size.

Specialty segments like Oncology, Diabetes, etc. will continue to be of increasing importance for growth in developed markets and will also begin to have greater impact in Pharmerging markets.

Innovative products are the drivers in pharmaceutical industry growth, but payer requirements and reimbursement levels will determine the extent to which product innovation will be rewarded.

The increased growth in Pharmerging markets, the continued rise of generics in these markets, and the greater importance of specialty medicines will reduce the share of the top 20 pharmaceutical companies in the global pharmaceutical market.

ISLL has been focusing on the ROW and the domestic market and year 2016-17 saw it shifting focus more on the regulated markets/customers in the region whereby Japan, Korea, Brazil & Mexico were the key contributor from the region. These markets offer a long term sustainability.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company conducts its business with integrity and high standards of ethical behavior and in compliance with the laws and regulations that govern its business. The Company follows a risk based approach for evaluating its operations. The Company also has a well-established framework of internal controls in operation, supported by standard operating procedures, policies and guidelines, including suitable monitoring procedures and self assessment exercises.

Management Discussion and Analysis Report (Contd.)

In addition to the external statutory Audit, the financial and operating controls of your company are reviewed quarterly by Internal Auditors, to report significant findings to the Audit Committee of the Board. The Audit Committee reviews the adequacy and effectiveness of the implementation of audit recommendations, including those relating to strengthening your company's risk management policies and systems.

FINANCIAL PERFORMANCE AND ANALYSIS

The Company achieved a turnover of Rs. 6545.17 million including a sum of Rs. 4509.30 million as export turnover during the financial year 2016-17. It earned an EBIDTA of Rs. 1257.48 million during this period. The Company's net losses are gradually decreasing due to its focus on the high EBIDTA business only . The net loss during the year 2016-17, has come down to Rs. 397.15 Million against a net loss of Rs. 588.61 million during the year 2015-16. The consolidated accounts of the Company during the period under review, showed a turnover of Rs. 7181.32 million with a net loss of Rs. 391.61 million against the turnover of Rs. 6674.36 million and net loss of Rs. 586.88 million in the previous period.

POSITION WITH BANKS AND FINANCIAL INSTITUTIONS

During the year Company focused primarily on the markets and the products yielding high EBIDTA levels which resulted into higher EBIDTA at the end of the year. During the year the Company made discrete efforts to settle with the Banks and Financial Institutions and resultantly 7 (Seven) accounts of the company were settled through Asset Reconstruction Companies (ARCs), with ARCs stepping into the shoes of the corresponding Banks and Financial institutions. The details of the said settlement is mentioned in Note No. III of the Balance sheet. The Company is hopeful of settlement of the remaining banks and Financial institutions in current Fiscal year.

OPERATIONS REVIEW & COMPANY'S OUTLOOK

The operations of the Company had been normal during the Financial year except for a fire incident in the month of February, 2017, in one of the plants located at its manufacturing facility at Derabassi, Punjab . The reason of the fire could not be ascertained but it badly damaged the plant and machinery and it also impacted to a great extant the production capacity and profitability to be generated from the said plant.

Despite fo all the odds the Company continued to perform fairly well . Capacities of 3-4 products were increased 25-30% through de-bottlenecking and process re-engineering.

Validation process was carried out successfully for 5 new products in the different plants at Derabassi location.

The Company continued to be one of the largest API manufacturer in the region with two manufacturing facilities one in Derabassi (Punjab) and another in Samba, (J&K). Company's Derabassi Manufacturing facility has all the major accreditions in place including that of the USFDA, TGA, MHRA, COS, KFDA, ANVISA & PMDA.

HUMAN RESOURCE DEVELOPMENT / INDUSTRIAL RELATIONS

The Industrial relations in all divisions of the Company are cordial and harmonious. The employee strength of the Company as on 31st March, 2017 was 2336 including on-roll and contract employees. The Company encourages the employees to upgrade their knowledge and skills. The training sessions on various working parameters are conducted in routine apart from allowing employees for outside specialized training, wherever required.

ACCOUNTING TREATMENT

In the preparation of the financial statements, the Company has followed the Accounting Standards noticed pursuant to Companies (Accounting Standards) Rules, 2006 (as amended) and as referred to in Section 133 of the Companies Act, 2013. There is no deviation from the prescribed Accounting Standards.

Statements in "Management Discussion and Analysis" describing the Company's objectives, projections, estimates, expectations or predictions are forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectations of future events. The actual results might differ materially from those expressed or implied depending upon factors such as climatic conditions, global and domestic demand-supply conditions, finished goods prices, raw materials cost and availability, foreign exchange market movements, changes in Governmental regulations and tax structure, economic and political developments within India and the countries with which the Company has business. Therefore, the Company assumes no responsibility in respect of forward looking statements herein which may undergo change in future on the basis of subsequent developments, information or events.

Corporate Information

Board of Directors

S.R. Mehta	Non-Executive Chairman
N.R. Munjal	Vice-Chairman-cum-Managing Director
Himanshu Jain	Jt. Managing Director
Rishav Mehta	Executive Director
Dr. G. Munjal	Non Executive Director
Dr. V.R. Mehta	Non Executive Director
K.M.S. Nambiar	Independent Director
Dr. J.K. Kakkar	Independent Director
S.V. Singh	Nominee Director (SBI)
Dr. Ashwani Kumar Vig	Independent Director
Prabhat Khurana	Independent Director
Preetika S Chaubey	Independent Woman Director
S.P. Sharma	Independent Director (appointed w.e.f. 05.07.2017)
Pradeep Kumar	Independent Director (ceased w.e.f. 06.04.2017)

Chief Financial Officer Narinder Kumar Bansal

Compliance Officer Pardeep Verma
GM-Corp. Affairs & Company Secretary

Senior Management Team

Dr. Lalit K. Wadhwa	Chief Operating Officer
Vijay Kumar	Director Marketing & Special Projects
Vikas Narendra	President-US Operations
Sahil Munjal	President - Operations & Special Assignments
G.K. Sharma	Manufacturing Head
Subodh Gupta	Member Executive Board
Dr. R. Arul	Vice President (R&D & CRAMS)
Atul Chaubey	Group HR Head
Sandeep Singh	Vice President (Procurement)
Saranjai Tyagi	Vice President (QA)
Rakesh Bahuguna	Vice President (QC)
Anurag Chaturvedi	Vice President (Marketing)
Varun Chhabra	Vice President (Marketing)

Committees of the Board

Audit Committee

K.M.S. Nambiar	Chairman
Dr. J.K. Kakkar	Member
S.V. Singh	Member
Prabhat Khurana	Member
N.R.Munjal	Member

Nomination & Remuneration Committee

Prabhat Khurana	Chairman
K.M.S. Nambiar	Member
Dr. J.K. Kakkar	Member
S.V. Singh	Member

Stakeholders Relationship Committee

Dr. J.K. Kakkar	Chairman
N.R. Munjal	Member
S.R. Mehta	Member

Compensation Committee

Dr. J.K. Kakkar	Chairman
K.M.S. Nambiar	Member
S.V. Singh	Member

Sub-Committee of Board

N.R. Munjal	Chairman
Himanshu Jain	Member
K.M.S. Nambiar	Member
Dr. J.K. Kakkar	Member

Risk Management Committee

Dr. J.K. Kakkar	Chairman
N.R. Munjal	Member
K.M.S. Nambiar	Member
Dr. A.K. Vig	Member

Solicitors

P.K. Goklaney & Company
Advocate & Solicitors
#38, Sector 16A, Chandigarh-160 015

Auditors

Jain & Associates
Chartered Accountants
SCO 819-20, Sector 22-A, Chandigarh - 160 022

Bankers

Bank of India
Bank Square
SCO: 81-83, Sector 17B, Chandigarh 160017

IDBI Bank
Bank Square
SCO: 72-73, Sector 17B, Chandigarh 160017

State Bank of India
Specialized Commercial Branch
SCO: 103-108, Sector 17B, Chandigarh 160017

Registered Office

SCO 850, Shivalik Enclave, NAC,
Manimajra, Chandigarh - 160 101
Tele: - +91-172-5061850, 2730920
Fax: - +91-172-2730504, 2736294
Email:investor@indswiftlabs.com
Website: www.indswiftlabs.com

Corporate Identity Number:

L24232CH1995PLC015553

Registrars and Share Transfer Agents

M/s Alankit Assignments Ltd.
205-208 Anarkali Market
Jhandewalan Extension,
New Delhi-110 055
Tel:- +91-11-42541965, 42541953
Fax:- +91-11-41540064
E-mail: info@alankit.com
Website: www.alankit.com

Directors' Report

Dear Shareowners,

Your Directors have great pleasure in presenting the 22nd Annual Report together with audited statement of accounts for the year ended 31st March, 2017.

FINANCIAL RESULTS

(Rs. in Millions)

Particulars	Year Ending 31st March 2017	Year Ending 31st March 2016
Sales (net of excise) and other income	**6956.17**	**6529.29**
Less Expenses		
Cost of Materials Consumed	3404.74	3375.39
Purchase of Stock in Trade	30.56	58.26
Change in Inventories of FG/WIP/Stock in trade	334.73	9.11
Employee Benefit Expense	716.50	648.24
Other Expenses	1212.54	1212.27
Total Expenses	**5699.07**	**5303.27**
Profit before Interest, Depreciation, Tax & Amortisation	**1257.10**	**1226.02**
Less: - Interest	883.44	1064.08
- Depreciation	882.56	847.49
- Impairment of Assets	Nil	Nil
- Extra Ordinary Item	Nil	140.53
- Prior period expenses	53.39	5.28
Loss before Tax	**(562.28)**	**(831.36)**
Less: - Provision for Deffered Tax	(164.76)	(242.75)
Loss after Tax (A)	**(397.51)**	**(588.61)**
Amount B/F from Previous year(B)	(902.07)	(313.46)
Loss after Tax available for Appropriations (A+B)	**(1299.58)**	**(902.07)**
Balance carried forward to Balance sheet	**(1299.58)**	**(902.07)**

OPERATIONS AND BUSINESS PERFORMANCE

During the financial year 2016-17, the Company has achieved a turnover of Rs. 6956.17 Millions against the turnover of Rs. 6529.29 millions during financial year 2015-16. The Company continued to recover from losses as Net loss during financial year 2016-17 decreased to Rs. 397.51 millions against loss of Rs. 588.61 millions in 2015-16. The Company's exports remained stable at Rs. 4509.30 Millions during 2016-17 as compared to 4457.58 Millions in 2015-16. There has been no change in the nature of business of the company during the year under review. Kindly refer to Management Discussion & Analysis & Corporate Governance Report which forms part of this report.

CONSOLIDATED FINANCIAL PERFORMANCE

Your company recorded a consolidated turnover of Rs. 7181.32 Millions during 2016-17 against the turnover of Rs. 6674.36 Millions during 2015-16. In consolidated terms, the Company suffered a loss of Rs. 391.61 Millions, against loss of Rs. 586.88 Millions in 2015-16. The Consolidated financial figures include the respective financial figures of the Company's three subsidiaries and One Associate Company. As required under the provisions of the Companies Act 2013 and SEBI (LODR) Regulations, 2015, Audited Consolidated Financial Statements form part of the Annual Report and the same are annexed to this Report.

DIRECTORS

Pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013, one-third of such of the Directors as are liable to retire by rotation, shall retire every year and, if eligible, offer themselves for re-appointment at every AGM. Consequently, Dr. Gopal Munjal (DIN 00005196) and Dr. Vikrant Rai Mehta (DIN: 00010756), Directors will retire by rotation at the ensuing AGM and being eligible, offer themselves for re-appointment in accordance with provisions of the Companies Act, 2013.

Directors' Report (Contd.)

A brief resume of the Directors proposed to be re-appointed, the nature of their expertise in specific functional areas, names of companies in which they have held Directorships, committee memberships/ chairmanships, their shareholding etc., are furnished in the explanatory statement to the notice of the ensuing AGM. The Directors recommend their re-appointment at the ensuing AGM.

During the year Ms. Preetika Chaubey ceased to be a Director due to resignation w.e.f. 11th August, 2016. However, she was again appointed as an Independent Woman Director of the Company for a period of Three Years w.e.f. 20th September 2016. Mr. S.P. Sharma was appointed as an Independent Director for a period of three years w.e.f. 5th July, 2017. The Board has proposed appointment of Ms. Preetika Chaubey and Mr. S.P. Sharma for approval of shareholders in the ensuing AGM. Mr. Pradeep Kumar, Independent Director, ceased to be a Director w.e.f. 6th April, 2017.

The Company has received necessary declaration from all the Independent Directors under Section 149(7) of the Companies Act, 2013 confirming that they meet the criteria of independence as laid down in Section 149(6) of the Companies Act, 2013 and the Listing Regulations.

NO. OF MEETINGS OF THE BOARD

During the year, four Board meetings were held on 25th May 2016, 11th August 2016, 11th November, 2016 and 14th February, 2017. The details regarding the meetings are given in the Corporate Governance Report.

CORPORATE GOVERNANCE

A Report on Corporate Governance forms part of this Annual Report. The Auditors' certificate certifying compliance with the conditions of Corporate Governance under Regulation 34(3) read with Schedule V of the SEBI (LODR) Regulations, 2015 is annexed as **Annexure 1** to this Report.

CORPORATE DEBT RESTRUCTURING

The Company stands exited from CDR system on account of failure of approved restructuring scheme. The Company is however approaching Banks individually for settlement of debts.

DIVIDEND

In view of inadequacy of profits, the Board does not recommend any Dividend for the Financial Year 2015-16.

INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the applicable provisions of the Companies Act, 2013, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('The Rules'), all unpaid or unclaimed dividends are transferred to Investor Education and Protection Fund (IEPF) established by the Central Government, after the completion of seven years. Further, according to the rules, the shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the demat account created by the IEPF Authority. Accordingly, the Company has transferred the unclaimed and unpaid Dividends for the financial year 2008-09 to IEPF. Further, the corresponding shares will be transferred as per the requirements of IEPF rules, details of which are provided on the Company website www.indswiftlabs.com.

The dividends for following years, which remain unclaimed for seven years from the date it is lying in the unpaid dividend account, will be transferred to IEPF in accordance with the schedule given below. Shareholders who have not encashed their dividend warrants relating to the dividends specified below are requested to immediately send their request for issue of duplicate warrants. The details of unclaimed dividends up to the financial year ended 31.03.2011 are also available on the website of the Company www.indswiftlabs.com. Once unclaimed dividend is transferred to IEPF, no claim shall lie in respect thereof with the Company.

Dividend declared in the past

Financial Year	Type of Dividend	Dividend Rate %	Date of declaration	Due date for transfer to IEPF
2009-10	Final	10	22/09/2010	28/11/2017
2010-11	Final	10	26/09/2011	02/12/2018

EMPLOYEE STOCK OPTION SCHEME

During the year, 5,19,260 options were exercised by the employees after vesting. Accordingly, the Company has made the allotment of 5,19,260 equity shares on 11th August, 2016 against the options exercised by the employees.

Directors' Report (Contd.)

During the financial year 2016-17, there has been no change in the Employees Stock Option Plan (Employee Incentive Scheme, 2014) of the Company. Further, it is confirmed that the ESOP Scheme of the Company is in compliance with SEBI (Share Based Employee Benefits) Regulations, 2014.

The applicable disclosures as stipulated under Regulation 14 of SEBI (Share Based Employee Benefits) Regulations, 2014 with regard to Employees Stock Option Plan of the Company are available on the website of the Company at www.indswiftlabs.com and weblink for the same is:

http://www.indswiftlabs.com/pages/Disclosure_regarding_Employee_Stock_Options.pdf

CHANGE IN CAPITAL STRUCTURE AND LISTING OF SHARES

The Company's shares are listed on the National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange Limited (BSE) and are actively traded.

During the year under review, the Company has allotted 3257166 equity shares on Preferential basis to the Promoters Group in terms of the CDR package of the Company. The Company is in process of crediting the said shares to the demat accounts of the respective allottees.

The Company has also allotted 519260 equity shares to the employees of the Company pursuant to conversion of options under the 'Employee Incentive Scheme 2014' of the Company.

SUBSIDIARY COMPANIES

As on 31.03.2017, your Company had 3 Subsidiaries. The US subsidiary of the Company viz. Ind-Swift Laboratories Inc. achieved net sales of $ 7,406,533 and recorded a net Profit of $ 95,395. The Singapore Subsidiary Viz Meteoric Life Sciences PTE Ltd. has no sales and recorded a net loss of $ 7553. The Dubai Subsidiary viz. Ind-Swift Middle East FZE has not started operations yet.

Pursuant to the first proviso to Section 129(3) of the Companies Act, 2013 and Rules 5 and 8(1) of the Companies (Accounts) Rules, 2014, the salient features of the financial statements, performance and financial position of each subsidiary and a joint venture is given in Form AOC - 1 as **Annexure 2** to this report. The Company has framed a policy for determining material subsidiaries, which has been uploaded on the Company's website.

AUDIT REPORT

The Auditors Report for the Financial Year 2016-17 does not contain any qualification ,reservation or adverse remarks . With regard to the emphasis of matter contained in the Auditors Report the Board's view on the same is as under : Clause a) Self explanatory; b) the impact of the assignment of debts has not been booked in the books of accounts of the company as the Company has not entered into final agreement with the ARC companies ; c) Self Explanatory; d) Company will be completing the loss assessment soon and lodge the financial claim before the year end ; e) Self Explanatory.

STATUTORY AUDITORS

Under Section 139 of the Companies Act, 2013 and the rules made thereunder, it is mandatory to rotate the Statutory Auditors on completion of the maximum term permitted under the said section. The Audit Committee of the Company has proposed, and on May 23, 2017, the Board of Directors of the Company has recommended the Appointment of M/s Avishkar Singhal & Associates, Chartered Accountants (Firm Reg. No. 017362N) as the Statutory Auditors of the Company. M/s Avishkar Singhal & Associates will hold office for a period of Five Consecutive years from the conclusion of the 22nd Annual general Meeting, till the conclusion of the 27th Annual General Meeting of the Company to be held in the year 2022, subject to the approval of the shareholders of the Company. The first year of Audit will be the Financial Statements for the Financial Year 2017-18, which will include the audit of the quarterly financial statements for the year.

INTERNAL AUDITORS

Ms. Anju Sharma & Associates were appointed as Internal Auditors of the Company upto 31st March, 2017. Now, M/s Jain & Associates, Chartered Accountants have been appointed as Internal Auditors of the Company w.e.f. 01.04.2017. They will conduct the Internal Audit of the Company as required under Section 138 of the Companies Act and their reports shall be reviewed by the Audit committee and the Board from time to time.

COST-AUDITORS AND THEIR REPORT

M/s. V. Kumar & Associates, Cost Accountants have been duly appointed as Cost Auditors of the Company for audit of cost accounting records which are covered under the Cost Audit Rules for current financial year ending March 31, 2018.

As required by Section 148 of the Companies Act, 2013, necessary resolution has been included in the Notice convening the Annual General Meeting, seeking ratification by the Members to the remuneration proposed to be paid to the Cost Auditors for the financial year ending March 31, 2018.

Directors' Report (Contd.)

The Cost Audit Reports are required to be filed within 180 days from the end of the financial year. The Cost Audit Reports for the financial year 2015-16 issued by M/s V. Kumar and Associates, Cost Auditors, was filed with Ministry of Corporate Affairs within the stipulated time. The Cost Audit Reports for the financial year ended March 31, 2017 will be filed within the prescribed period.

SECRETARIAL AUDITORS AND THEIR REPORT

Mr. Vishal Arora, Practising Company Secretaries, were appointed as Secretarial Auditors of the Company for the financial year 2016-17 pursuant to Section 204 of the Companies Act, 2013. The Secretarial Audit Report submitted by them in the prescribed form MR- 3 is attached as **Annexure 3** and forms part of this report. There are no qualifications or observations or other remarks of the Secretarial Auditors in the Report issued by them for the financial year 2016-17 which call for any explanation from the Board of Directors.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

The Statutory Auditors, Cost Auditors or Secretarial Auditors of the Company have not reported any frauds to the Audit Committee or to the Board of Directors under Section 143(12) of the Companies Act, 2013, including rules made there under.

DEPOSITS

The aggregate amount of fixed deposit outstanding as on 31st March 2017 was Rs. 49.25 crores approx. (previous year Rs. 67.03 crores).

The Hon'ble Company Law Board vide its order No.CP27/01/2013 dated 30th September, 2013 has granted extension of time in repayment of deposits. Now, the Company is making repayment to the fixed deposit holders in terms of the aforesaid order of Hon'ble CLB.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 (2) (e) of the SEBI (LODR) Regulations, 2015, is presented in a separate section forming part of the Annual Report

LISTING FEES

The Annual Listing fee for the year under review has been paid to The BSE Limited and The National Stock Exchange of India Ltd.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

The particulars as prescribed under 134(3)(m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules, 2014 relating to conservation of energy, technology absorption and foreign exchange earnings and outgo are given in **Annexure 4**.

NOMINATION AND REMUNERATION POLICY

The Company has a Nomination and Remuneration Policy. In compliance with the provisions of Sections 134(3)(e) and 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of the SEBI (LODR) Regulations, 2015, the Nomination & Remuneration Committee:

i) has formulated criteria for determining qualifications, positive attributes and independence of a director and recommends to the Board, Policy relating to remuneration for directors, KMP and other employees;

ii) has formulated the evaluation criteria for performance evaluation of independent directors and the Board;

iii) has devised a policy on Board diversity.

iv) identifies persons who are qualified to become directors or may be appointed in Senior Management in accordance with criteria laid down and recommend to the Board their appointment and removal;

v) recommends to the Board whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

PARTICULARS OF EMPLOYEES

Particulars of remuneration of employees required to be furnished pursuant to the provisions of Section 197 (12) of the Companies Act, 2013 (Act), read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given as **Annexure 5** to this Report. Particulars of remuneration of employees required to be furnished in terms of Rules 5(2) and 5(3) of the said Rules, forms part of this Report, which shall be provided to Members upon written request pursuant to the second proviso of Rule 5. Particulars of remuneration of employees are available for inspection by Members at the Registered office of the Company during business hours on all working days up to the date of the forthcoming AGM.

Directors' Report (Contd.)

EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 92 (3) of the Companies Act, 2013, extract of the Annual Return in Form MGT-9 is given in **'Annexure 6'** to this Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Pursuant to the provisions of Section 134(3)(g) of the Companies Act, 2013 (Act), particulars of loans/guarantees/ investments/securities given under Section 186 of the Act are given in the related notes to the Financial Statements forming part of the Annual Report.

RELATED PARTY TRANSACTIONS

All related party transactions entered into during the financial year were on an arm's length basis and in the ordinary course of business. No related party transaction was in conflict with the interest of the Company. Material related party transactions were entered into by the Company only with its subsidiaries. No materially significant related party transaction was made by the Company with the Key Managerial Personnel. As prescribed by Section 134(3)(h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014, particulars of related party transactions are given in Form AOC-2, as **"Annexure 7"** to this Report. The policy on Related Party Transactions as approved by the Board has been uploaded on the Company's website www.indswiftlabs.com

RISK MANAGEMENT

Even though the provision of Regulation 21 of the SEBI (LODR) Regulations, 2015 regarding constitution of Risk Management Committee are not applicable on the Company, the Board has constituted a Risk Management Committee. The details of the Committee and its terms of reference are set out in the Corporate Governance Report.

CORPORATE SOCIAL RESPONSIBILITY

Even though the provisions of Companies Act, 2013 regarding Corporate Social Responsibility are not attracted to the company yet the Company has been, over the years, pursuing as part of its corporate philosophy, an unwritten CSR policy voluntarily which goes much beyond mere philanthropic gestures and integrates interest, welfare and aspirations of the community with those of the Company itself in an environment of partnership for inclusive development.

PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Pursuant to applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations 2015, the Board, in consultation with its Nomination & Remuneration Committee, has formulated a framework containing, inter-alia, the criteria for performance evaluation of the entire Board of the Company, its Committees and Individual Directors, including Independent Directors.

The Independent Directors had met separately without the presence of Non-Independent Directors and the members of management and discussed, inter-alia, the performance of non- Independent Directors and Board as a whole and the performance of the Chairman of the Company after taking into consideration the views of executive and Non-Executive Directors.

The Nomination and Remuneration Committee has also carried out evaluation of every Director's performance. The performance evaluation of all the Independent Directors have been done by the entire Board, excluding the Director being evaluated. On the basis of performance evaluation done by the Board, it shall be determined whether to extend or continue their term of appointment, whenever the respective term expires.

The Directors expressed their satisfaction with the evaluation process.

COMPOSITION OF AUDIT COMMITTEE

The Audit Committee comprises Mr. K.M.S. Nambiar, (Chairman) Dr. J.K. Kakkar, Mr. Prabhat Khurana- Independent directors and Mr. S.V. Singh, Nominee Director Mr. N.R. Munjal, Vice Chairman cum Managing Director of the Company. Mr. Pradeep Kumar, Independent Director has ceased to be a member of the Committee due to resignation w.e.f. 6th April, 2017. The functions performed by the Audit Committee and the particulars of meetings held and attendance thereat are given in the Corporate Governance Report.

VIGIL MECHANISM/WHISTLEBLOWER POLICY

In compliance with the provisions of Section 177(9) of the Companies Act 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI (LODR) Regulations, 2015, your Company has in place a 'Whistleblower Policy,' which provides an opportunity to the directors and employees to raise concerns about unethical and improper practices or any other wrongful conduct in or in relation to the Company.

Directors' Report (Contd.)

The details of the Whistleblower Policy are stated in the Corporate Governance Report and the said Policy has been uploaded on the Company's website www.indswiftlabs.com.

HUMAN RESOURCE

Your Company is of the firm opinion that efficiency of its employees plays a key role in achieving set goals and building a competitive work environment. The Company regularly conducts various programs at different levels so as to ensure that a vibrant and motivated work-force leads to achievement of the defined goals. Employee relations continued to the harmonious and cordial at all levels and in all the units of the Company.

The Company is committed to provide a protective environment at workplace for all its women employees. To ensure that every woman employee is treated with dignity and respect and as mandated under "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013" the Company has constituted "Internal Complaints Committee" for prevention of sexual harassment of its women employees. During the year, the Committee has not received any complaint related to Sexual harassment.

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, 2017, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) that such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgement 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 the Company as at March 31, 2017 and of the profit of the Company for the 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 the 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 in place and that the financial controls were adequate and were operating effectively.

f) that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively..

ACKNOWLEDGEMENT

Your Directors thank all the employees for their sincere efforts, active involvement and devoted services rendered.

Your Directors thank the shareholders of the Company for the confidence reposed in the Management of the Company.

Your Directors place on record their gratitude to the Customers, Suppliers, company's Bankers and Financial Institutions for their support and cooperation during the year under review.

On behalf of the Board of Directors

S.R. Mehta
Chairman

Place: Chandigarh,
Dated: 21st August, 2017

Annexure to Directors' Report

Annexure 1

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of
Ind-Swift Laboratories Limited

We have examined the compliance of conditions of Corporate Governance by M/s Ind-Swift Laboratories Limited for the year ended 31st March 2017 as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was carried out in accordance with the guidance note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India and was limited to review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and explanation given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

For **JAIN & ASSOCIATES**
Chartered Accountants
(Regd. No. 001361N)

Sd/-
(S.C. PATHAK)
Partner
Membership No. 10194

Place: Chandigarh
Date: 21.08.2017

Annexure to Directors' Report (Contd.)

Annexure 2

Form AOC-I
(Pursuant to First Proviso to Sub Section (3) of Section 129 read with Companies (Accounts) Rules, 2014)

PART A : SUBSIDIARIES

Sl. No.	**1**	**2**
Name of the subsidiary	**Ind Swift Laboratories Inc.**	**Meteoric Life Sciences Pte. Ltd.**
The date since when subsidiary was acquired	02.01.2004	20.11.2009
Reporting period of the Subsidiary concerned, if different from the holding company's reporting period	31-12-2016	31-10-2016
Reporting currency and Exchange rate as on the last date of the relevant	USD 67.95	USD 66.86
Financial year in the case of foreign subsidiaries.		
Share Capital	79315591	41684746
Reserves and surplus	28350680	(3555678)
Total Assets	302623141	47055881
Total Liabilities	194956870	8926814
Investments	-	-
Turnover	497277218	NIL
Profit before taxation	9372442	(498795)
Provision for taxation	2967603	NIL
Profit after taxation	6404839	(498795)
Proposed Dividend	NIL	NIL
Extent of shareholding (In %)	100%	100%

Notes :

- The Company has another subsidiary in Dubai i.e. M/s Ind-Swift Middle East FZE which is not yet in operations.

PART B : ASSOCIATES AND JOINT VENTURES

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

SI No.	**Name of Associate**	**Fortune (India) Constructions Ltd**
1	Latest audited Balance Sheet Date	31-March-2016
2	Date on which Associate was associated	16-Oct-2006
3	Shares of Associate held by the company on the year end No.	48,20,000
	Amount of Investment in Associate	4,82,00,000/-
	Extent of Holding (%)	47.723%
4	Description of how there is significant influence	Due to Voting power
5	Reason why the Joint venture is not consolidated	NA
6	Networth attributable to Shareholding as per latest Audited Balance Sheet	5,14,31,330/-
7	Profit/Loss for the year (Share of Group)	
	i. Considered in Consolidation	85,099/-
	ii. Not Considered in Consolidation	93,221/-

Annexure to Directors' Report (Contd.)

Annexure 3

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2017

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

TO

THE MEMBERS,
IND SWIFT LABORATORIES LIMITED

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by IND SWIFT LABORATORIES LIMITED (hereinafter referred to as "the company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the **IND SWIFT LABORATORIES LIMITED's** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2017 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **IND SWIFT LABORATORIES LIMITED** ("the Company") for the financial year ended on 31st March, 2017 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) 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;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(i) The Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015

(vi) **OTHER APPLICABLE ACTS :**

(a) Pharmacy Act, 1948

(b) The Finance Act, 2015

(c) Prevention of Money Laundering Act, 2002 and the Prevention of Money-Laundering (Amendment) Act 2012

(d) Payment of Wages Act, 1936 and rules made thereunder

(e) The Minimum Wages Act, 1948 and Rules made thereunder

(f) The Employee State Insurance Act, 1948 Rules made thereunder

(g) The Employees Provident Fund and Miscellaneous Provisions Act, 1952 and rules made thereunder

(h) The Payment of Bonus Act, 1956 and Rules made thereunder

(i) The Payment of Gratuity Act, 1972

(j) Indian Contract Act, 1872

(k) The Apprentices Act, 1961

Annexure to Directors' Report (Contd.)

(l) The Workmen's Compensation Act, 1923
(m) Sexual Harassment of Women at Work Place (Prevention, Prohibition & Redressal) Act, 2013 Drugs and Cosmetics Act, 1940
(n) The Factories Act, 1948 (Act No 63 of 1948), as amended by the Factories (Amendment) Act, 1987 (Act 20 of 1987)
(o) The drugs (Control) Act, 1950.
(p) The Environment (Protection) Act, 1986
(q) Drugs & Cosmetics Act, 1940
(r) Drugs and Magic Remedies (Objectionable Advertisement) Act, 1954
(s) Narcotic Drugs and Psychotropic Substances Act, 1985
(t) Conservations of Foreign Exchange And Prevention of Smuggling Activities Act, 1974
(u) The Medicinal & toilet Preparations Substances (Excise Duties) Act, 1955
(v) The Indian Copyright Act, 1957
(w) The Patents Act, 1970
(x) The Trade Marks Act, 1999

We 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 Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015

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

We further report that

The Board of Directors of the Company is duly constituted. 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

Majority decisions are carried through while the dissenting members' views are captured and recorded as part of the minutes, wherever required.

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

This report is to be read with our letter of even date which is annexed as "annexure A" and forms and integral part of this report.

Sd/-
(VISHAL ARORA)
COMPANY SECRETARY
FCS NO. 4566/ CP NO.3645

Place : Chandigarh
Date : 21.08.2017

"Annexure -A"

TO

THE MEMBERS,

IND SWIFT LABORATORIES LIMITED

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

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records, based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Whenever required, we 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 are the responsibility of the management. Our examination was limited to the extent of verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Sd/-
(VISHAL ARORA)
COMPANY SECRETARY
FCS NO. 4566/ CP NO.3645

Place : Chandigarh
Date : 21.08.2017

Annexure to Directors' Report (Contd.)

Annexure 4

A. CONSERVATION OF ENERGY

i. Steps taken for conservation of Energy and their impact.

- Water saving - induced draft cooling tower conversion high mist low mist- **Saving of water 20 kl/day**.
- Optimisation of head of utility cooling tower pumps/chw pumps- **22 kwh saved**
- For pl-20A steam ejector installed instead of water ejector so that effluent control and power saving- **Power saving of 44400 unit/year & 600 kl per annum effluent reduction**
- Line size optimised for micronize for pl-2 and ccg so that reduced the pressure drop 0.3 kg/cm2- Energy saving done- **17220 unit/year**.
- Installation of PHE on boiler make up water to recover the heat from contaminated condensate, which received from plant - **Reduction the consumption of steam by 150 kg/hr by the make up water temp rise by 100C**
- Powder coared GI puf pannel installed against walkavailable panels- **painting work & cost reduced, saving of heat load in chamber**.

ii. Steps taken by the Company for utilizing alternate sources of energy.

- Use of Liquid Nitrogen to generate the nitrogen gas- **New technology i.e. 10 kg/cm2 nitrogen gas generated instead of PSA technology**.
- The insulation of cold lines up to +5 deg c optimized for new facility instead of thermocol PUF based insulation installed
- Hot lines, outside the battery limits vapour barrier with SS screw providing
- 4 NO. of VFD's installed at plant 20. All VFD's now run on 35 hz.

iii. Capital Investment on energy conservation equipments

No major capital investments have been made by the Company. However, various benefits have been derived by making changes in the processes related to power generation.

B. TECHNOLOGY ABSORPTION

i. Efforts, in brief made towards technology, absorption, adaptation and innovation.

- To continue developing innovative and commercially viable process know-how for API.
- Research & Development (R&D)
- The developed technologies have been commercialised for both regulated and semi-regulated markets.

ii. Benefits derived as a result of above efforts e.g. product improvements, cost reduction, product development etc.

- Cost reduction, quality improvement.
- No. of products commercialized have been increased.
- R&D Centre is recognized by DSIR, New Delhi.

iii. Information in case of imported technology (imports during last five years).

During the year, the Company did not import any specific technology. The Company developed technology through efforts of its in-house Research & Development.

iv. Expenditure on R & D during the year 2016-17

(Rs. in Millions)

		2016-17	**2015-16**
a.	Capital	46.66	32.14
b.	Revenue	567.36	583.75
	Total	**614.02**	**615.89**
c.	Total R&D expenditure as percentage of total turnover	8.83	9.43
d.	Turnover	6956.17	6529.29

C. FOREIGN EXCHANGE EARNINGS & OUTGO

During the year foreign exchange outgo was Rs. 2451.21 million and the earnings in Foreign Exchange were Rs. 4509.12 million. The details have been given in Note XXXIII of Notes to Accounts.

Annexure to Directors' Report (Contd.)

Annexure 5

Details under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

<table>
<tr><th>Rule</th><th>Particulars</th><th colspan="3"></th></tr>
<tr><td rowspan="3">(i)</td><td rowspan="3">The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year.</td><td>a</td><td>Mr. N.R. Munjal, Managing Director</td><td>73:1</td></tr>
<tr><td>b</td><td>Mr. Himanshu Jain, Jt Managing Director</td><td>73:1</td></tr>
<tr><td>c</td><td>Mr. Rishav Mehta, Executive Director</td><td>20:1</td></tr>
<tr><td rowspan="5">(ii)</td><td rowspan="5">The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year.</td><td>a</td><td>Mr. N.R. Munjal, Managing Director</td><td>Nil</td></tr>
<tr><td>b</td><td>Mr. Himanshu Jain, Jt Managing Director</td><td>Nil</td></tr>
<tr><td>c</td><td>Mr. Rishav Mehta, Executive Director</td><td>Nil</td></tr>
<tr><td>d</td><td>Mr. N.K. Bansal, Chief Financial Officer</td><td>1.80%</td></tr>
<tr><td>e</td><td>Mr. Pardeep Verma, Company Secretary</td><td>10.24%</td></tr>
<tr><td>(iii)</td><td>The percentage increase in the median remuneration of employees in the financial year.</td><td colspan="3">10.54%</td></tr>
<tr><td>(iv)</td><td>The number of permanent employees on the rolls of the company as on 31st March, 2017.</td><td colspan="3">1371</td></tr>
<tr><td rowspan="2">(v)</td><td rowspan="2">Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.</td><td colspan="3">11.4%</td></tr>
<tr><td colspan="3">For comparison purpose the percentage increase in remuneration of KMP is given in Rule no. (ii) above.</td></tr>
<tr><td>(vi)</td><td colspan="4">It is hereby affirmed that the remuneration is as per the Remuneration Policy of the Company.</td></tr>
</table>

Annexure to Directors' Report (Contd.)

Annexure 6

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2017

[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:

i)	CIN	L24232CH1995PLC015553
ii)	Registration Date	04/01/1995
iii)	Name of the Company	IND-SWIFT LABORATORIES LIMITED
iv)	Category / Sub-Category of the Company	Company having Share Capital
v)	Address of the Registered office and contact details	SCO 850, Shivalik Enclave, NAC, Manimajra, Chandigarh - 160101 Tele:- +91-172-5061850, 2730920 Fax:- +91-172-2730504, 2736294 Email: investor@indswiftlabs.com Website: www.indswiftlabs.com
vi)	Whether listed company	Yes (Listed at BSE and NSE)
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s Alankit Assignments Ltd. 205-208 Anarkali Extension Jhandewalan Extension, New Delhi- 110055 Tel:- +91-11-42541965, 42541953 Fax:- +91-11-41540064 E-mail: info@alankit.com Website: www.alankit.com

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 :-

Name and Description of main products/ services	NIC Code of the Product / services	% to Total turnover of the company
Pharmaceuticals	210	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

S.No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN/UIN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	Ind Swift Laboratories Inc. USA	CGWAZ20040125	SUBSIDIARY	100	2(87)
2	Meteoric Life Science Pte Ltd. Singapore	CGWAZ20100711	SUBSIDIARY	100	2(87)
3	Ind-Swift Middle East FZE (UAE)	CGWAZ20121157	SUBSIDIARY	100	2(87)
4	Fortune (India) Construction Ltd. SCO 849, Shivalik Enclave NAC Manimajra, Chandigarh 160101	U45200CH2005PLC028005	ASSOCIATE	47.73	2(6)

Annexure to Directors' Report (Contd.)

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				No. of shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
A. Promoters									
(1) Indian									
(a) Individual/ HUF	2216240	-	2216240	5.41	2486510	-	2486510	5.56	0.15
(b) Central Govt	-	-	-	-	-	-	-	-	
(c) State Govt(s)	-	-	-	-	-	-	-	-	
(d) Bodies Corp.	19340611	-	19340611	47.21	22327507	-	22327507	49.91	2.69
(e) Banks/FI	-	-	-	-	-	-	-	-	
(f) Any Other….	-	-	-	-	-	-	-	-	
Sub-total (A) (1):-	21556851	-	21556851	52.62	24814017	-	24814017	55.46	2.84
(2) Foreign					-	-	-	-	
(a) NRIs - Individuals	-	-	-	-	-	-	-	-	
(b) Other - Individuals	-	-	-	-	-	-	-	-	
(c) Bodies Corp.	-	-	-	-	-	-	-	-	
(d) Banks / FI	-	-	-	-	-	-	-	-	
(e) Any Other….	-	-	-	-	-	-	-	-	
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	
Total shareholding of Promoter(A)=(A)(1)+(A)(2)	- 21556851	-	- 21556851	- 52.62	24814017	0	24814017	55.46	2.84
B. Public Shareholding									
1. Institutions									
(a) Mutual Funds	-	-	-	-	-	-	-	-	
(b) Banks/FI	34773	-	34773	0.08	2025	-	2025	0.00	-0.08
(c) Central Govt	-	-	-	-	-	-	-	-	
(d) State Govt(s)	-	-	-	-	-	-	-	-	
(e) Venture Capital Funds	-	-	-	-	-	-	-	-	
(f) Insurance Companies	-	-	-	-	-	-	-	-	
(g) FIIs	1124685	-	1124685	2.75	1015572	-	1015572	2.27	-0.48
(h) Foreign Venture Capital Funds									
(i) Others (specify)									
Sub-total (B)(1):-	1159458	0	1159458	2.83	1017597	0	1017597	2.27	-0.56
2. Non Institutions									
a) Bodies Corp.	4939285	10300	4949585	12.08	3427122	10300	3437422	7.68	-4.40
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	8627453	361111	8988564	21.94	8747940	358406	9106346	20.35	-1.59
ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	4063227	-	4063227	9.92	6088242	-	6088242	13.61	3.69

Annexure to Directors' Report (Contd.)

c) Others (specify) Custodians/Clearing Members	-	-	-	-	-	-	-	-	-
NRIs	222010	-	222010	0.54	252497	-	252497	0.56	0.02
Sub-total (B)(2):-	17851975	371411	18223386	44.49	18515801	368706	18884507	42.21	-2.28
Total Public Shareholding (B)=(B)(1)+ (B)(2)	19011433	371411	19382844	47.32	19533398	368706	19902104	44.48	-2.83
C. Shares held by Custodian for GDRs & ADRs	23500	-	23500	0.06	23500	-	23500	0.05	-0.01
Grand Total (A+B+C)	**40591784**	**371411**	**40963195**	**100.00**	**44370915**	**368706**	**44739621**	**100.00**	**Nil**

ii) Shareholding of Promoters and Persons Acting in Concert (PAIC):

Sl. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share-holding 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	
	PROMOTERS							
1	S R M Portfolios Pvt Ltd	522500	1.28	100	522500	1.17	100	-0.11
2	V K M Portfolios Pvt Ltd	620900	1.52	100	1152431	2.57	53.87	1.06
3	G M Portfolios Pvt Ltd	735900	1.8	100	735900	1.64	100	-0.16
4	N R M Portfolios Pvt Ltd	748700	1.83	100	1743294	3.90	42.95	2.07
5	A K J Portfolios Pvt Ltd	763000	1.86	100	2025573	4.53	37.67	2.67
6	V R M Portfolios Pvt Ltd	958090	2.34	100	1156288	2.58	82.85	0.24
7	Essix Biosciences Ltd	5491801	13.41	100	5491801	12.28	100	-1.13
8	Ind Swift Ltd	9499720	23.19	100	9499720	21.23	100	-1.96
9	N.R.Munjal	650454	1.59	100	920724	2.06	70.65	0.47
10	Himanshu Jain	406961	0.99	100	406961	0.91	100	-0.08
11	S.R.Mehta	233600	0.57	100	233600	0.52	100	-0.05
12	Rishav Mehta	454545	1.11	100	454545	1.02	100	-0.09
13	V.R.Mehta	52900	0.13	100	52900	0.12	100	-0.01
14	Gopal Munjal	60900	0.15	100	60900	0.14	100	-0.01
	PAIC							
15	Sahil Munjal	2000	0.00	100	2000	0.00	100	0.00
16	Annie Mehta	2780	0.01	100	2780	0.01	100	0.00
17	Bhanavi Mehta	3000	0.01	100	3000	0.01	100	0.00
18	Divya Munjal	3000	0.01	100	3000	0.01	100	0.00
19	Ishav Mehta	3000	0.01	100	3000	0.01	100	0.00
20	Meenakshi Mehta	12000	0.03	100	12000	0.03	100	0.00
21	Ravi Mehta	12000	0.03	100	12000	0.03	100	0.00
22	Neeta Munjal	12000	0.03	100	12000	0.03	100	0.00
23	Nidhi Munjal	12000	0.03	100	12000	0.03	100	0.00
24	Sunita Jain	46100	0.11	100	46100	0.10	100	-0.01
25	Neera Mehta	249000	0.61	100	249000	0.56	100	-0.05
	Total	**21556851**	**52.62**		**24814017**	**55.46**		**2.84**

Annexure to Directors' Report (Contd.)

iii) Change in Promoters' Shareholding (Please specify, if there is no change)

SI No.		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.	**AKJ Portfolios Private Limited**				
	At the beginning of the year	763000	1.86	763000	1.86
	Increase in Share holding on 11.11.2016 due to preferential allotment	1262573	2.82	2025573	4.53
	At the end of the year	2025573	4.53	2025573	4.53
2.	**NRM Portfolios Private Limited**				
	At the beginning of the year	748700	1.83	748700	1.83
	Increase in Share holding on 11.11.2016 due to preferential allotment	994594	2.22	1743294	3.90
	At the end of the year	1743294	3.90	1743294	3.90
3.	**VRM Portfolios Private Limited**				
	At the beginning of the year	958090	2.34	958090	2.34
	Increase in Share holding on 11.11.2016 due to preferential allotment	198198	0.44	1156288	2.58
	At the end of the year	1156288	2.58	1156288	2.58
4.	**VKM Portfolios Private Limited**				
	At the beginning of the year	620900	1.52	620900	1.52
	Increase in Share holding on 11.11.2016 due to preferential allotment	531531	1.89	1152431	2.57
	At the end of the year	1152431	2.57	1152431	2.57
5.	**N R Munjal**				
	At the beginning of the year	650454	1.59	650454	1.59
	Increase in Share holding on 11.11.2016 due to preferential allotment	270270	0.60	920724	2.06
	At the end of the year	920724	2.06	920724	2.06

iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	For Each of the Top Ten Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	AshokKumar Chandak	120000	0.27	1150000	2.57
2.	Albula Investments Fund Ltd	1115572	2.72	1015572	2.27
3.	Chhaganbhai Parsottambhai Patel HUF	-	-	386320	0.86
4.	Mehul Chandrakant Mehta	419282	1.02	364245	0.81
5.	Alchemist Holdings Ltd	325198	0.79	325198	0.73
6.	Arcadia Share & Stock Brokers Pvt Ltd	1065590	2.60	256981	0.57
7.	Fruition Venture Limited	225000	0.55	225000	0.50
8.	Sharekhan Limited	2711	0.01	219440	0.49
9.	Panchkula Finvest Private Limited	191160	0.47	201160	0.45
10.	Atluru Vijay Kumar	166980	0.41	191426	0.43

*The shares of the Company are traded on daily basis and hence the datewise increase/decrease in shareholding is not indicated. Shareholding is consolidated on Permanent Account Number (PAN) of the shareholder. The detailed data can be provided on request to any shareholder.

Annexure to Directors' Report (Contd.)

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. 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.	**Mr. S.R. Mehta (Director)**				
	At the beginning of the year	**233600**	**0.57**	**233600**	**0.57**
	No change during the year	Nil	Nil	Nil	Nil
	At the end of the year	**233600**	**0.52**	**233600**	**0.52**
2.	**Mr. N.R. Munjal (Director & KMP)**				
	At the beginning of the year	**650454**	**1.59**	**650454**	**1.59**
	Shares Allotted during the year	270270	0.60	920724	2.06
	At the end of the year	**920724**	**2.06**	**920724**	**2.06**
3.	**Mr. Himanshu Jain (Director & KMP)**				
	At the beginning of the year	**406961**	**0.99**	**406961**	**0.99**
	No change during the year	Nil	Nil	Nil	Nil
	At the end of the year	**406961**	**0.91**	**406961**	**0.91**
4.	**Mr. Rishav Mehta (Director & KMP)**				
	At the beginning of the year	**454545**	**1.11**	**454545**	**1.11**
	No change during the year	Nil	Nil	Nil	Nil
	At the end of the year	**454545**	**1.02**	**454545**	**1.02**
5.	**Dr. G. Munjal (Director)**				
	At the beginning of the year	**60900**	**0.15**	**60900**	**0.15**
	No change during the year	Nil	Nil	Nil	Nil
	At the end of the year	**60900**	**0.14**	**60900**	**0.14**
6.	**Dr. V.R. Mehta (Director)**				
	At the beginning of the year	**52900**	**0.13**	**52900**	**0.13**
	No change during the year	Nil	Nil	Nil	Nil
	At the end of the year	**52900**	**0.12**	**52900**	**0.12**
7.	**Dr. J.K. Kakkar (Director)**				
	At the beginning of the year	**5000**	**0.01**	**5000**	**0.01**
	No change during the year	Nil	Nil	Nil	Nil
	At the end of the year	**5000**	**0.01**	**5000**	**0.01**
8.	**Mr. K.M.S. Nambiar (Director)**				
	At the beginning of the year	**5000**	**0.01**	**5000**	**0.01**
	No change during the year	Nil	Nil	Nil	Nil
	At the end of the year	**5000**	**0.01**	**5000**	**0.01**
9.	**Mr. Pradeep Kumar (Director)***				
	At the beginning of the year	**5000**	**0.01**	**5000**	**0.01**
	No change during the year	Nil	Nil	Nil	Nil
	At the end of the year	**5000**	**0.01**	**5000**	**0.01**
10.	**Mr. S.V. Singh (Director)**				
	At the beginning of the year	**Nil**	**Nil**	**Nil**	**Nil**
	No change during the year	Nil	Nil	Nil	Nil
	At the end of the year	**Nil**	**Nil**	**Nil**	**Nil**
11.	**Dr. Ashwani K. Vig (Director)**				
	At the beginning of the year	**Nil**	**Nil**	**Nil**	**Nil**
	No change during the year	Nil	Nil	Nil	Nil
	At the end of the year	**Nil**	**Nil**	**Nil**	**Nil**

Annexure to Directors' Report (Contd.)

12.	**Mr. Prabhat Khurana (Director)**				
	At the beginning of the year	**Nil**	**Nil**	**Nil**	**Nil**
	No change during the year	Nil	Nil	Nil	Nil
	At the end of the year	**Nil**	**Nil**	**Nil**	**Nil**
13.	**Ms. Preetika Chaubey (Director)**				
	At the beginning of the year	**Nil**	**Nil**	**Nil**	**Nil**
	No change during the year	Nil	Nil	Nil	Nil
	At the end of the year	**Nil**	**Nil**	**Nil**	**Nil**
14.	**Mr. N.K. Bansal (KMP)**				
	At the beginning of the year	**15000**	**0.04**	**15000**	**0.04**
	Allotted/purchased during the year	26600	0.06	41600	0.09
	At the end of the year	**41600**	**0.09**	**41600**	**0.09**
15.	**Mr. Pardeep Verma (KMP)**				
	At the beginning of the year	**24175**	**0.06**	**24175**	**0.06**
	Allotted during the year	25000	0.06	49175	0.11
	At the end of the year	**49175**	**0.11**	**49175**	**0.11**

*ceased to be a Director w.e.f. 06.04.2017

V. INDEBTEDNESS

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

	Secured loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i) Principal Amount	13032438724	188258533	670394780	13891092037
(ii) Interest due but not paid	963651140	0	0	963651140
(iii) Interest accrued but not due	0	0	277597614	277597614
Total (i+ii+iii)	**13996089864**	**188258533**	**947992394**	**15132340791**
Change in Indebtedness during the financial year				
Addition :				
(i) Principal Amount	0	0	0	0
(ii) Interest due but not paid	632292779	25276298	0	657569077
(iii) Interest accrued but not due	0	0	44436898	44436898
Reduction				
(i) Principal Amount	7320045523	28593325	177896560	938494438
(ii) Interest due but not paid	79312929	25276298	0	104589227
(iii) Interest accrued but not due	0	0	11091842	11091842
Net Change				
Principal	**-7320045523**	**-28593325**	**-177896560**	**-938494438**
Interest	**552979850**	**0**	**33345056**	**586324906**
Indebtedness at the end of the financial year				
(i) Principal Amount	12300434171	159665208	492498220	12952597599
(ii) Interest due but not paid	1516630990	0	0	1516630990
(iii) Interest accrued but not due	0	0	310942670	310942670
Total (i + ii+ iii)	**13817065161**	**159665208**	**803440890**	**14780171259**

Annexure to Directors' Report (Contd.)

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		N.R. Munjal	Himanshu Jain	Rishav Mehta	
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income tax Act, 1961	18000000	18000000	4800000	40800000
	(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	-	-	-	-
	Total (A)	**18000000**	**18000000**	**4800000**	**40800000**
	Ceiling as per the Act*	-	-	-	-

*Company has made necessary applications to Central Government for exemption/permission for payment of remuneration to Executive Directors which is pending with the Central Government.

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Fee for attending board/ committee meetings (Rs.)	Commission	Others (Please specify)	Total Amount (Rs.)
1.	**Independent Directors**				
	Dr. J.K. Kakkar	65000	-	-	65000
	Mr. K.M.S. Nambiar	65000	-	-	65000
	Mr. Pradeep Kumar*	55000	-	-	55000
	Dr. A.K. Vig	22500	-	-	22500
	Mr. Prabhat Khurana	32500	-	-	32500
	Ms. Preetika Chaubey	15000	-	-	15000
	Mr. S.P. Sharma**	-	-	-	-
	Total (1)	255000	-	-	255000
2.	**Other Non-Executive Directors**				
	Mr. S.V.Singh	42500	-	-	42500
	Mr. S R Mehta	20000	-	-	20000
	Dr. Gopal Munjal	15000	-	-	15000
	Dr. V R Mehta	15000	-	-	15000
	Total (2)	92500	-	-	92500
	Total Managerial Remuneration (1+2)	**347500**	**-**	**-**	**347500**
	Ceiling as per the Act	Rs. 100000 per meeting			

*ceased to be a Director w.e.f. 06.04.2017 due to resignation.
**appointed w.e.f. 05.07.2017

Annexure to Directors' Report (Contd.)

C. Remuneration to key managerial personnel other than MD/Manager/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CEO	CFO	Company Secretary	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	16716661	1755016	18471677
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961/ Stock Option	-	683750	683750	1367500
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Sweat Equity	-	-	-	-
3.	Commission - as % of profit - others, specify…	-	-	-	-
4.	Others, please specify	-	-	-	-
	Total	**-**	**17400411**	**2438766**	**19839177**

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES :

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

Annexure to Directors' Report (Contd.)

Annexure 7

FORM AOC-2

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

Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto:

1. No contracts or arrangements or transactions were entered into by the Company with related parties during the year ended March 31, 2017, which were not at arm's length basis.
2. Details of contracts or arrangements or transactions at Arm's length basis:

SI. No.	Particulars	Details				
a)	Name (s) of the related party and nature of relationship	Ind Swift Ltd. (Group Co.)	Essix Bio-Sciences Ltd. (Group Co.)	Halcyon Life Sciences Ltd. (Group Co.)	Hakim Farayand Chemi Co. (Iran) (Group Co.)	Fortune (India) Constructions Ltd. (Group Co.)
b)	Nature of contracts / arrangements /transaction	Purchase & Sale- Goods	Purchase & Sale- Goods	Purchase & Sale- Goods	Sale-Goods	Purchase-Capital Goods
c)	Duration of the contracts/ arrangements / transaction	Ongoing	Ongoing	Single Transaction	Ongoing	Ongoing
d)	Salient terms of the contracts or arrangements or transactions including the value	Based on transfer pricing guidelines. Rs.143,567,787	Based on transfer pricing guidelines. Rs. 672,072,546	Based on transfer pricing guidelines.	Based on transfer pricing guidelines. Rs. 28,151,920	Based on transfer pricing guidelines. Rs. 5,784,354
e)	Date of approval by the Audit Committee/Board	25.05.2016	25.05.2016	25.05.2016	25.05.2016	25.05.2016
f)	Amount paid as advances, if any (Rs.)	197,008,733	23,556,057	373,621,664	-	525,309,025

On behalf of the Board of Directors

Place: Chandigarh
Date: 21st August, 2017

S.R. Mehta
Chairman

Report on Corporate Governance

THE COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large. Strong leadership and effective corporate governance practices have been the Company's hallmark.

The Company has a strong legacy of fair, transparent and ethical governance practices. The Company has adopted a Code of Conduct for its employees including the Managing Director and the Executive Directors. In addition, the Company has adopted a Code of Conduct for its non-executive directors which includes Code of Conduct for Independent Directors which suitably incorporates the duties of independent directors as laid down in the Companies Act, 2013 ("the Act"). These codes are available on the Company's website. The Company's corporate governance philosophy has been further strengthened through the Company's Code of Conduct for Prevention of Insider Trading.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable, with regard to corporate governance.

BOARD OF DIRECTORS

The Board of Directors along with its Committees provides leadership and guidance to the company's management and directs, supervises and controls the performance of the company. The composition of the Board of Directors is governed by the Companies Act, 2013, SEBI (LODR) Regulations, 2015 and Articles of Association of the company. The Board of Directors has an optimum combination of executive and non-executive Directors and presently comprises of **13** Directors, out of which **10** are non-executive Directors. The Company has a non-executive promoter Chairman and **6** Independent Directors and one nominee Director, thus complying with the Corporate Governance Regulations as to the composition of the Board as on **31st March, 2017**.

.

The Vice-Chairman cum Managing Director and Jt. Managing Director of the Company are responsible for the day to day conduct of business and corporate affairs of the Company.

None of the Directors on the Company's Board is member of more than 10 Committees and Chairman of more than 5 Committees across all the companies in which he is a director. All the directors have made necessary disclosures regarding Committee positions held by them in other companies. Also none of the Directors on the Board hold office of Director in more than 20 companies.

The Board of the Company met 4 times during the financial year on the following dates:

25.05.2016	**11.08.2016**
11.11.2016	**14.02.2017**

The maximum time gap between any 2 consecutive Board meetings did not exceed One Hundred and Twenty days.

Report on Corporate Governance (Contd.)

Detail of Composition and category of Directors, their attendance at the Board Meetings, Annual General Meeting and shareholding of each Director is as follows: -

Name of Director	Category	FY 2016-17 Attendance		No. of Directorship(s)/Membership(s)/ Chairmanship(s) held in other companies			Share-holding
		BM	Last AGM 30.9.16	#No. of D'ship	##Committees		
					Member	Chairman	
Mr. S.R. Mehta	Non Executive Chairman, Promoter	4	Yes	4	Nil	Nil	233600
Mr. N.R. Munjal	Vice-Chairman cum Managing Director, Promoter	4	Yes	3	Nil	Nil	920724
Mr. Himanshu Jain	Jt. Managing Director, Promoter	4	Yes	4	1	Nil	406961
Mr. Rishav Mehta	Executive Director, Promoter	4	Yes	2	Nil	Nil	454545
Dr. G. Munjal*	Non Executive Director, Promoter	3	Yes	4	Nil	1	60900
Dr. V.R. Mehta*	Non Executive Director, Promoter	3	Yes	3	1	Nil	52900
Mr. K.M.S. Nambiar	Independent Director	4	Yes	Nil	Nil	Nil	5000
Dr. J.K. Kakkar	Independent Director	4	Yes	1	1	Nil	5000
Mr. Pradeep Kumar**	Independent Director	3	Yes	2	3	2	5000
Mr. S.V. Singh	Nominee Director (SBI)	4	No	Nil	Nil	Nil	Nil
Dr. Ashwani Kumar Vig	Independent Director	4	Yes	Nil	Nil	Nil	Nil
Sh. Prabhat Khurana	Independent Director	4	Yes	Nil	Nil	Nil	Nil
Ms. Preetika S. Chaubey^	Independent Director	2	No	Nil	Nil	Nil	Nil
Mr. S.P. Sharma^^	Independent Director	-	No	1	1	Nil	Nil

#excludes directorship held in Private Limited Companies, Foreign Companies and Section 8 Companies.

Committees considered are Audit Committee Stakeholders' Relationship Committee as per Listing Regulations.

* Dr. Gopal Munjal, (DIN No. 00005196) and Dr. V R Mehta, (DIN: 00010756) are liable to retire by rotation and being eligible, offer themselves for re-appointment. A brief resume of both these directors along with particulars of re-appointment forms part of the notice of 22nd Annual General Meeting of the Company.

^ Ms. Preetika Chaubey ceased to be a Director w.e.f. 11.08.2016 due to resignation. However, she was again appointed as Independent Woman Director for a term of three years w.e.f. 20.09.2016.

^^ Mr. S.P. Sharma was appointed as a Director w.e.f. 05.07.2017.

**Mr. Pradeep Kumar ceased to be a Director w.e.f. 06.04.2017 due to resignation.

Relationship between Directors Inter-se

Mr. N R Munjal and Dr. Gopal Munjal, are related to each other as brothers. Mr. S R Mehta and Dr. V R Mehta are also related to each other as brothers and both are also related to Mr. Rishav Mehta as uncles. None of the other Directors are related to any other Director.

Maximum Tenure of Independent Directors

In accordance with Section 149(11) of the Companies Act, 2013, the current tenure of Independent Directors of the Company (except Ms. Preetika Chaubey and Mr. S.P. Sharma) is for a term of 5 consecutive years from their respective date of appointment.

The tenure of Ms. Preetika Chaubey and Mr. S.P. Sharma whose appointment is being proposed for approval of shareholders in the ensuing AGM, shall be for a period of three years from their respective date of appointment.

Formal Letter of appointment to Independent Directors

In accordance with Regulation 25 of the SEBI (LODR) Regulations, 2015 the Company has issued formal letters of appointment to all the Independent Directors.

The terms & conditions of their appointment have also been disclosed on the website of the Company www.indswiftlabs.com

Separate Meeting of the Independent Directors

The Independent Directors of the Company met separately on 14th February, 2017 without the presence of Non-Independent Directors and the members of management. The meeting was conducted informally to enable the Independent Directors to discuss matters pertaining to the

Report on Corporate Governance (Contd.)

Company's affairs and put forth their combined views to the Board of Directors of the Company. In accordance with the SEBI (LODR) Regulations, 2015, following matters were, inter-alia, discussed in the meeting:

- Performance of Non-Independent Directors and Board as a whole.
- Performance of the Chairman of the Company
- Assessment of the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

FAMILIARIZATION PROGRAMME FOR THE INDEPENDENT DIRECTORS

The Company conducts Familiarization Programme for the Independent Directors to provide them an opportunity to familiarize with the Company, its management and its operations so as to gain a clear understanding of their roles and responsibilities and contribute significantly towards the growth of the Company. They have full opportunity to interact with Senior Management Personnel and are provided all the documents required and sought by them for enabling them to have a good understanding of the Company, its various operations and the industry of which it is a part.

The details regarding the familiarization programme are available on Company's website: www.indswiftlabs.com and the web link thereto is:

http://indswiftlabs.com/pages/Familiarisation_Programme_for_Independent_Directors.pdf

INFORMATION SUPPLIED TO THE BOARD

The Board has complete access to all information with the Company. All Board meetings are governed by a structured agenda which is backed by comprehensive background information.

The following information is regularly provided to the Board, prior to the Board meetings.

- Annual operating plans and budgets and any update thereof.
- Capital budgets and any updates thereof.
- Annual and Quarterly financial results for the Company and its operating divisions and business segments.
- Minutes of the meetings of the Audit Committee and other Committees of the Board.
- Information on recruitment and remuneration of senior officers just below the level of Board, including the appointment or removal of Chief Financial Officer and Company Secretary.
- Materially important show cause, demand, prosecution notices and penalty notices.
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
- Any material default in financial obligations to and by the Company, or substantial non-payment for goods sold by the Company.
- Any issue, which involves possible public or product liability claims of substantial nature, including any judgement or order which may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the Company.
- Details of any joint venture or collaboration agreement.
- Transactions that involve substantial payment towards goodwill, brand equity or intellectual property and any other acquisition.
- Significant labour problems and their proposed solutions. Any significant development on Human Resources / Industrial Relations front, like signing of wage agreement, implementation of voluntary retirement scheme, etc.
- Sale of material nature, of investments, subsidiaries, assets, which is not in the normal course of business.
- Quarterly details of foreign exchange exposures and steps taken by the management to limit the risks of adverse exchange rate movement, if material.
- Non-compliance of any regulatory, statutory or listing requirements and shareholders' service, such as nonpayment of dividend, delay in share transfer, etc.

Post Meeting follow up system

The Company has an effective post Board Meeting follow up procedure. Action taken report on the decisions taken in a meeting is placed at the immediately succeeding meeting for information of the Board. The Board has established procedures to periodically review compliance report of all laws applicable to the Company as well as steps taken by the Company to rectify instances of non-compliance.

Report on Corporate Governance (Contd.)

Roles and Resposibilities of Board Members

The duties of Board members as Directors have been enumerated in Section 166 of the Companies Act, 2013 and Regulation 4(2)(f) of SEBI (LODR) Regulations, 2015 and additionally as Independent Directors as mentioned in Schedule IV of the said Act. There is a clear demarcation of responsibility and authority amongst the Board Members.

COMMITTEES OF THE BOARD

The Board Committees appointed by the Board focus on specific areas and make informed decisions within the authority delegated. Each Committee of the Board is guided by its Charter, which defines the composition, scope and powers of the committee. The Committees also make specific recommendations to the Board on various matters from time-to time. The Company has following Statutory and Non Statutory Committees:

(A) AUDIT COMMITTEE

The terms of reference of Audit Committee have been adopted in line with the provisions of Companies Act, 2013 and Regulation 18 of the SEBI (LODR) Regulations, 2015. Mr. Pradeep Kumar ceased to be a member of the committee due to resignation w.e.f. 6th April, 2017.

The details regarding constitution, new terms of reference and meetings held/ attendance is as under: -

I. Constitution of the Committee

The Audit Committee presently comprises of five members: -

Name	Designation	Category
Mr. K.M.S. Nambiar	Chairman	Non-Executive, Independent
Dr. J.K. Kakkar	Member	Non-Executive, Independent
Mr. S.V. Singh	Member	Nominee Director (SBI)
Mr. N.R.Munjal	Member	Executive, Promoter
Mr. Prabhat Khurana	Member	Non-Executive, Independent

The Committee's composition meets with requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (LODR) Regulations, 2015. Members of the Audit Committee possess financial / accounting expertise / exposure.

The Audit Committee meetings are also attended by Statutory Auditors. The Company Secretary acts as Secretary of the Audit Committee. The Committee relies on the expertise and knowledge of management, internal auditors and the independent statutory auditors in carrying out its oversight responsibilities. Management is responsible for the preparation, presentation and integrity of the company's financial statements including consolidated statements, accounting and financial reporting principles. Management is also responsible for internal control over financial reporting and also procedures are designed to ensure compliance with Accounting Standards, applicable laws, regulations as well as objectively reviewing and evaluating the adequacy, effectiveness and quality of the company's system of internal control.

The Company's Statutory Auditors are responsible for performing an independent audit of the financial statements and expressing an opinion on the conformity of those financial statements with accounting principles generally accepted in India.

The minutes of the Audit Committee Meeting forms part of Board papers circulated for Board meetings. In addition, the Chairman of the Audit Committee briefs the Board members about the significant discussions at Audit Committee meeting.

II. Terms of Reference/ Role of Audit Committee: -

The terms of reference/ role of the Audit Committee inter alia, includes the following:

i. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.

ii. Recommendation to the Board for appointment, reappointment, remuneration and terms of appointment and, if required, the replacement or removal of statutory auditors of the company.

iii. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.

iv. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:

a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause I of sub-section 3 of section 134 of the Companies Act, 2013;

Report on Corporate Governance (Contd.)

b) Changes, if any, in accounting policies and practices and reasons for the same;

c) Major accounting entries involving estimates based on the exercise of judgment by management;

d) Significant adjustments made in the financial statements arising out of audit findings;

e) Compliance with listing and other legal requirements relating to financial statements;

f) Disclosure of any related party transactions; and

g) Qualifications in the draft audit report.

v. Reviewing, with the management, the quarterly financial statements before submission to the board for approval.

vi. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.

vii. Review and monitor the auditor's independence and performance, and effectiveness of audit process.

viii. Approval of transactions with related parties or any subsequent modification thereof and recommend such transactions, if required, to the Board for its approval.

ix. Scrutiny of inter-corporate loans and investments.

x. Valuation of undertakings or assets of the company, wherever it is necessary.

xi. Evaluation of internal financial controls and risk management systems.

xii. Reviewing, with the management, performance of statutory, cost and internal auditors, adequacy of the internal control systems.

xiii. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.

xiv. Discussion with internal auditors of any significant findings and follow up there on.

xv. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.

xvi. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

xvii. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.

xviii. To review the functioning of the Whistle Blower mechanism.

xix. Recommend to the Board for approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate.

xx. Recommending to the Board the terms of appointment, reappointment and if required, the replacement or removal of cost auditors and internal auditors & fixation of their audit fees & fees for other services.

xxi. To review the following information:

a) Management discussion and analysis of financial condition and results of operations;

b) Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;

c) Management letters / letters of internal control weaknesses issued by the statutory auditors;

d) Internal audit reports relating to internal control weaknesses; and

e) The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the Audit Committee.

f) Statement of deviations, if any.

xxii. Investigate any matter referred to it by the Board or within its terms of reference.

Report on Corporate Governance (Contd.)

xxiii. To review the financial statements, in particular, the investments made by the unlisted subsidiary companies of the Company.

2. In addition to the above, the Committee shall have such functions / role / powers, if any, as may be specified in the Companies Act, SEBI (LODR) Regulations or any other applicable law.

3. The Committee shall have full access to information contained in the records of the Company and can seek information from any employee of the Company. The Committee may access external professional and legal advice, if so required in discharge of its functions.

4. The Audit Committee may make recommendations to the Board on any matter within its purview, by passing appropriate resolutions in its meetings."

III. Meetings held and Attendance

The Audit Committee met 4 times during the financial year 2016-17, on the following dates: -

25.05.2016	**11.08.2016**
11.11.2016	**14.02.2017**

The attendance of each member of the Committee is as below: -

Name	Audit Committee Meetings	
	Held during tenure	Attended
Mr. K.M.S Nambiar	4	4
Dr. J.K Kakkar	4	4
Mr. S.V. Singh	4	4
Mr. Pradeep Kumar*	4	3
Mr. N.R.Munjal	4	4
Mr. Prabhat Khurana	2	2

* Ceased to be a member due to resignation w.e.f. 06.04.2017

(B) NOMINATION AND REMUNERATION COMMITTEE

In compliance to the requirements of the Companies Act, 2013 and Regulation 19 of the SEBI (LODR) Regulations, 2015, the Board of the Company has constituted "Nomination and Remuneration Committee" Mr. Pradeep Kumar ceased to be a member of the committee due to resignation w.e.f. 6th April, 2017.

The details regarding constitution, terms of reference and meetings held/ attendance is as under:-

I. Constitution of the Committee

The Nomination and Remuneration Committee presently comprises four members:-

Name	Designation	Category
Mr. Prabhat Khurana *	Chairman	Non-Executive, Independent
K.M.S. Nambiar	Member	Non-Executive, Independent
Dr. J.K. Kakkar	Member	Non-Executive, Independent
S.V. Singh	Member	Nominee Director (SBI)

*Nominated w.e.f. 23.05.2017 in place of Mr. Pradeep kumar, who ceased to be a member due to resignation w.e.f. 06.04.2017

II. Terms of Reference

The terms of reference of this Committee is as under:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;

2. Formulation of criteria for evaluation of Independent Directors and the Board;

3. Devising a policy on Board diversity;

Report on Corporate Governance (Contd.)

4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal. The company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.

5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

6. The Chairman of the nomination and remuneration committee could be present at the Annual General Meeting, to answer the shareholders' queries. However, it would be up to the Chairman to decide who should answer the queries.

7. To undertake related activities, functions and duties as the Board of Directors may from time to time, after deliberations, prescribe or as may be required to be undertaken in terms of any statutory or regulatory provisions including Companies Act, 2013 and rules made thereunder and Listing Agreement with stock exchanges.

8. To make recommendations to the Board on any matter within its purview, by passing appropriate resolutions.

III. Meetings Held and Attendance

No meeting of the committee was held during the year under review.

IV. Performance evaluation of the Board

In terms of the provisions of the Companies Act, 2013 and Schedule II-Part D of the Listing Obligations & Disclosure Regulations, the Board has carried out the annual performance evaluation of its own including the various committee and the individual Directors with a detailed questionnaire covering various aspects of Board's functioning like composition of Board and its Committees, Board culture, performance of specific duties and obligations.

A similar process with a separate exercise was carried out to evaluate the performance of the individual Directors including the Chairman of the Board, who were evaluated on parameters such as the independence of judgement, level of engagement, their contribution, safeguarding the interests of the Company and minority shareholders.

Remuneration of Directors

Executive Directors

The remuneration of Executive Directors is recommended by the Remuneration Committee. The Company pays remuneration by way of salary, perquisites and allowances to its Executive Directors as approved by the shareholders. Remuneration of the Executive Directors paid in respect of the financial year 2016-17 is given below:

(Rs. in Lacs)

Director	Designation	Remuneration for the year ended 31st March, 2017		
		Salary*	Perquisites	Total
Mr. N.R. Munjal	Vice-Chairman cum Managing Director	180.00	Nil	180.00
Mr. Himanshu Jain	Jt. Managing Director	180.00	Nil	180.00
Mr. Rishav Mehta	Executive Director	48.00	Nil	48.00

Note: The Contribution to Gratuity Fund has not been shown in the above table in respect of Managing Directors & Whole Time Directors.
*The Salary consists of the fixed component. There is no variable component or Performance linked incentives.

No options under the ESOP were granted to the Executive Directors during the year.

The terms of appointment of whole time directors are governed by resolution of Board of directors/ Shareholders and applicable rules of the company. None of the directors are entitled to severance fees.

Non-Executive Directors

Remuneration to Non-Executive Directors comprises sitting fees only. The sitting fee is paid to the non-Executive Directors as per the provisions of the Companies Act, 2013 and the rules there under.

Report on Corporate Governance (Contd.)

Sitting fees and other expenses paid in respect of the financial year **2016-17** is given below: -

(Amount in Rs.)

Sr. No.	Director	Designation	Sitting Fees	Other Expenses	Total
1.	Dr. J.K. Kakkar	Independent Director	65000	--	65000
2.	Mr. K.M.S. Nambiar	Independent Director	65000	--	65000
3.	Mr. Pradeep Kumar*	Independent Director	55000	--	55000
4.	Dr. A.K. Vig	Independent Director	22500	--	22500
5.	Mr. S.V.Singh	Nominee Director	42500	--	42500
6.	Mr. Prabhat Khurana	Independent Director	32500	--	32500
7.	Ms. Preetika Chaubey	Independent Director	15000	--	15000
8.	Mr. S.P. Sharma**	Independent Director	--	--	--
9.	Mr. S R Mehta	Non-executive Chairman	20000	--	20000
10.	Dr. Gopal Munjal	Non-executive Director	15000	--	15000
11.	Dr. V R Mehta	Non-executive Director	15000	--	15000

*ceased to be a Director due to resignation w.e.f. 06.04.2017

**appointed w.e.f. 05.07.2017

(C) STAKEHOLDERS RELATIONSHIP COMMITTEE

As per the requirements of Section 178(5) of the Companies Act 2013 and Regulation 20 of the SEBI (LODR) Regulations, 2015, The details regarding constitution, terms of reference and meetings held/ attendance is as under: -

I. Constitution of the Committee

Mr. Pradeep Kumar ceased to be a member of the committee due to resignation w.e.f. 6th April, 2017. The Stakeholders Relationship Committee presently comprises three members: -

Name	Designation	Category
Dr. J.K. Kakkar	Chairman	Non-Executive, Independent
N.R. Munjal Member	Executive, Promoter	
S.R. Mehta Member	Non-Executive, Promoter	

Mr. Pardeep Verma, GM Corp. Affairs and Company Secretary is the Compliance Officer and acts as Secretary to the Committee.

II. Terms of Reference

The Stakeholders Relationship Committee reviews and ensures the existence of a proper system for timely resolution of grievances of the security holders of the Company including complaints related to transfer of shares, non-receipt of balance sheet and non receipt of declared dividends. The following terms of reference of the Committee have been aligned to the Companies Act, 2013: -

1) To review, consider & resolve complaints received from shareholders security holders and other investors ("stakeholders").
2) To review, consider & resolve complaints and other letters received from SEBI, Department of Company Affairs, Stock Exchanges and similar bodies, pertaining to stakeholders.
3) To consider, approve or delegate its powers to the officials of the Company or R&T Agent or any other person relating to the following:-
   a) Transfer and transmission of the securities of the Company
   b) Consolidation, splitting, renewal & replacement certificates pertaining to securities issued by the Company.

      Provided that the new certificate shall be issued only against the surrender of old certificate, which shall be cancelled.
   c) Dematerialisation & rematerialisation of securities issued by the Company.
4) To consider & issue certificates for shares, debentures and other securities issued by the Company and to consider & issue duplicate certificates in lieu of lost, mutilated or destroyed certificates and to authorize officials of the Company or any other person in this matter.

Report on Corporate Governance (Contd.)

5) In addition to the above, the Committee shall have such functions / role / powers, if any, as may be specified in the Companies Act, 2013, Listing Agreement with stock exchanges or any other applicable law / regulations from time to time or as may be assigned by the Board of Directors.

6) The Committee shall have full access to information contained in the records of the Company and its R&T Agent."

The following table shows the number of complaints received from the shareholders during 2016-17 all of which have been resolved during the year. There was no complaint pending as on 31/03/2017.

Status of Complaints	2016-17
Investor complaints at the beginning of the year i.e. 01/04/2016	Nil
Investor complaints Received during the year	4
Investor complaints Resolved during the year	4
Investor complaints remaining unresolved at the end of the year i.e. 31/03/2017	Nil

The company has also received number of complaints from fixed deposits holders regarding repayment of deposits. The Hon'ble Company Law Board vide its order No. CP27/01/2013 dated 30th September, 2013 has granted extension of time in repayment of deposits. Now, the Company is making repayment of interest and Principal amount as due to the fixed deposit holders in terms of the aforesaid order of Hon'ble CLB.

The complaints are generally replied within 15 days from the date of lodgment with the company.

(D) COMPENSATION COMMITTEE

The Compensation Committee was constituted in the year 2004 to administer and superintend the implementation of Employee Stock Option Scheme.

The detail regarding constitution, terms of reference and meetings held/ attendance is as under:

I. Constitution of the Committee

The Compensation Committee presently comprises three members as per details in the following table: -

Name	Designation	Category
Dr. J.K. Kakkar	Chairman	Non-Executive, Independent
K.M.S. Nambiar	Member	Non-Executive, Independent
S.V. Singh Member	Nominee Director (SBI)	

II. Terms of Reference

The Compensation Committee formulates the detailed terms and conditions of the Employee Stock Option Scheme /Plan including the following:

- Administration and superintendence of Employees' Stock Option Scheme (ESOS).
- Formulation of the detailed terms and conditions of the ESOS.

(E) SUB-COMMITTEE OF BOARD

The Sub Committee of Board was constituted in the year 2009 to consider and approve the matters related To Banks/ FIs/ Term Loans/ Corporate Debt Restructuring and matter of general nature.

The constitution of the Sub-Committee of Board and the attendance of each member of the committee is given below.

Name	Designation	Executive/Non-Executive/ Independent	No. of Committee Meeting held during their Tenure	No. of Committee Meeting attended
Mr. N.R Munjal	Chairman/ Member	Executive Director	6	6
Mr. K.M.S Nambiar	Member	Independent/Non-Executive Director	6	6
Dr. J.K. Kakkar	Member	Independent/Non-Executive Director	6	6
Mr. Himanshu Jain	Member	Executive Director	6	6
Sh. Pradeep Kumar*	Member	Independent/Non Executive Director	6	6

*ceased to be a member due to resignation w.e.f. 06.04.2017

Report on Corporate Governance (Contd.)

(F) RISK MANAGEMENT COMMITTEE

The Company has constituted a Risk Management Committee to monitor and review the risk management plans and policies of the Board. The composition of the Risk Management Committee is as follows:

Name	Designation	Executive/Non-Executive/ Independent
Dr. J.K. Kakkar	Chairman	Independent/Non-Executive Director
Mr. K.M.S Nambiar	Member	Independent/Non-Executive Director
Mr. Ashwani Kumar Vig	Member	Independent/Non-Executive Director
Mr. N.R Munjal	Member	Executive Director

PREVENTION OF SEXUAL HARASSMENT POLICY

The Company is committed to provide a protective environment at workplace for all its women employees. To ensure that every woman employee is treated with dignity and respect and as mandated under "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013" the Company has in place a formal policy and a Committee under the name Internal Complaints Committee for prevention of sexual harassment of its women employees.

CODE FOR PREVENTION OF INSIDER-TRADING PRACTICES

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the provisions of Companies Act, 2013, the Company has in place a comprehensive Code of Conduct for Prevention of Insider Trading, for its management and staff. The Code lays down guidelines advising them on procedures to be followed and disclosures to be made while dealing with the shares of Ind-Swift Laboratories Limited, and cautioning them of the consequences of violations. The Company Secretary has been appointed as the Compliance Officer. The Company has also formulated a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information in accordance with SEBI (Prohibition of Insider Trading) Regulations, 2015. The same is available on website of the Company.

NEAPS (NSE Electronic Application Processing System), BSE Corporate Compliance & Listing Centre:

NSE and BSE have developed web based applications for corporates. Periodical compliances like Financial Results, Shareholding Pattern and Corporate Governance Report, etc are also filed electronically on NEAPS/BSE Listing centre.

SCORES (SEBI Complaints Redressal System):

SEBI processes investor complaints in a centralized web based complaints redressal system i.e. SCORES. Through this system a shareholder can lodge compliant against a company for his grievance. The Company uploads the action taken on the complaint which can be viewed by the shareholder. The Company and shareholder can seek and provide clarifications online through SEBI.

Exclusive email ID for investors:

The Company has designated the email-id: investor@indswiftlabs.com, exclusively for investor servicing, and the same is prominently displayed on the Company`s website www.indswiftlabs.com.

GENERAL BODY MEETINGS FOR LAST THREE YEARS

The Location and the time of the Annual General Meetings held during the last three years are as under: -

Financial Year	Category	Venue	Date	Time	Special Resolution
2015-16	21st AGM	PHD Chamber of commerce & Industry, Sector-31 A, Chandigarh	30th September, 2016	10.30 A.M.	Re-appointment of Mr. Prabhat Khurana as Independent Director
2015-16	EGM	SCO 850, Shivalik Enclave, NAC, Manimajra, Chandigarh	6th November, 2015	9.30 A.M.	Preferential Allotment of 1174285 shares in terms of CDR package
2014-15	20th AGM	PHD Chamber of commerce & Industry, Sector-31 A, Chandigarh	30th September, 2015	2.30 P.M.	- Preferential Allotment of 1677476 shares in terms of CDR package - Preferential Allotment of 405405 shares in terms of CDR package - Approval of QIP issue

Report on Corporate Governance (Contd.)

2013-14	19th AGM	PHD Chamber of commerce & Industry, Sector-31 A, Chandigarh	30th September, 2014	2.30 P.M.	- Re-appointment of Mr. N R Munjal as Vice Chairman cum Managing Director - Re-appointment of Mr. Himanshu Jain as Jt. Managing Director - Re-appointment of Mr. Rishav Mehta as Executive Director - Holding of office of profit by Mr. Sahil Munjal - Mortgage of Assets of the Company u/s 180(1)(a), - Borrowing Limits us/s 180 (1)(c) - Preferential Allotment of 1692725 shares in terms of CDR package - Preferential Allotment of 409090 shares in terms of CDR package - Approval for change of Name - Adoption of New Articles of Association - Approval of Employee Stock Option Scheme 2014 - Approval of Contracts/Arrangements/ Agreements between Company and related parties

EGM - Extra Ordinary General Meeting, **AGM** - Annual General Meeting

All the resolutions, including special resolutions set out in the respective notices were passed by the shareholders.

No postal Ballots were used for voting at the meeting held during the year under review.

No special resolution is proposed to be passed through Postal Ballot at the forthcoming Annual General Meeting.

MEANS OF COMMUNICATION

During the Year, quarterly and annual audited financial results on standalone basis and audited annual financial results on the consolidated basis of the Company were submitted to the stock exchanges soon after the Board meeting approved these and un-audited quarterly and half-yearly and audited annual financial results on the consolidated basis were published in leading newspapers - Financial Express (English) and Jansatta (Hindi). These were also promptly put on the Company's website www.indswiftlabs.com. All official news release of relevance to the investors are also made available on the website for a reasonable period of time.

CODE OF CONDUCT

The Company has adopted a Code of Business Conduct and Ethics (the "Code"), which applies to all employees and Directors of the Company, its subsidiaries and affiliates. It is the responsibility of all employees and Directors to familiarize themselves with this Code and comply with its standards.

The Code of Business Conduct and Ethics is posted on the Company's website - www.indswiftlabs.com.

Report on Corporate Governance (Contd.)

GENERAL SHAREHOLDER INFORMATION

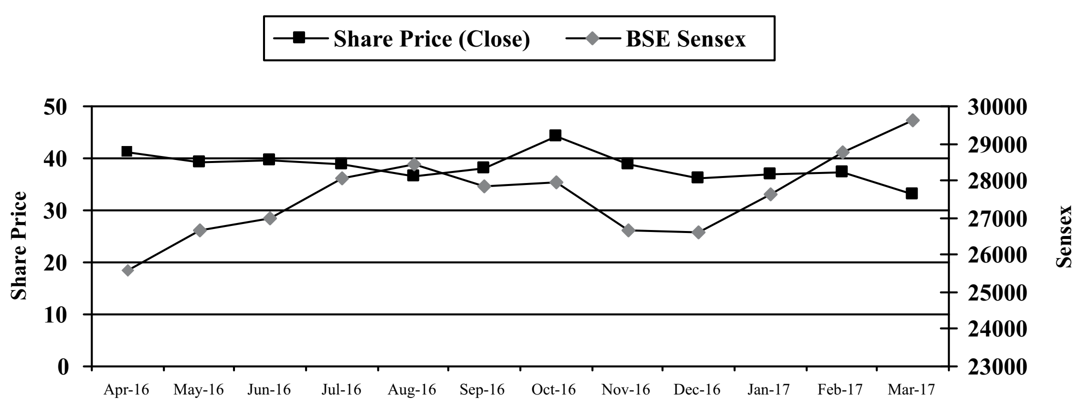
AGM: Date, Time and Venue	26th September, 2017 at 10:30 AM at PHD Chamber of Commerce and Industry, PHD House, Sector 31A, Chandigarh 160031
Financial year	(i) April to March (ii) First Quarter Results- By 14th September, 2017* (iii) Half-yearly Results- By 14th December, 2017* (iv) Third Quarter Results- By 14th February, 2017 (v) Results for the year ending 31st March, 2018- By 30th May, 2018
Date of Book Closure	18th September, 2017 to 26th September, 2017 (both days inclusive).
Dividend Payment	In view of the financial losses, no dividend has been proposed for the Year ended 31st March, 2017.
Listing on Stock Exchanges	The Company's shares are listed at The Stock Exchange, Mumbai (BSE) and The National Stock Exchange of India Limited (NSE). The Annual Listing Fee of both the exchanges has been paid up to date.
Stock Code- Physical	532305 on BSE INDSWFTLAB on National Stock Exchange (NSE)
Demat ISIN No. for NSDL and CDSL	INE915B01019

*In terms of SEBI Circular CIR/CFD/FAC/62/2016 dated 05.07.2016 relaxation of one month for declaration of Financial Results for the June and September Quarter has been given by SEBI due to implementation of Ind-As in the FY 2017-18.

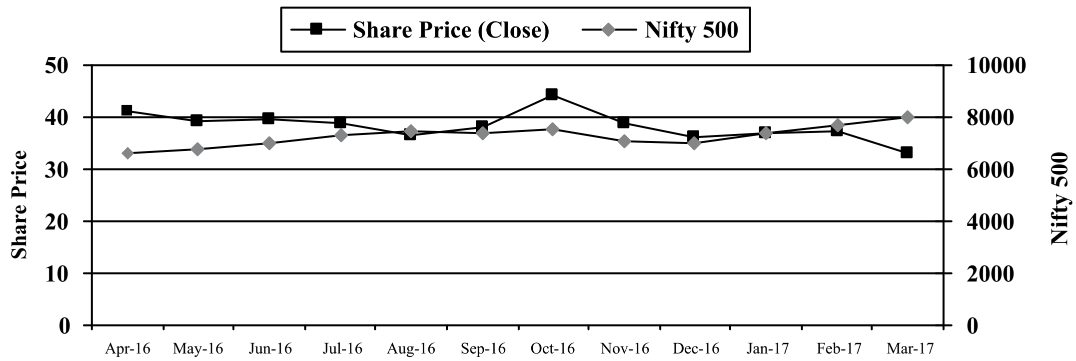
Monthly Share Price Movement during 2016-17 at BSE & NSE

Month	BSE			NSE		
	High (Rs.)	Low (Rs.)	Volume	High (Rs.)	Low (Rs.)	Volume
April 2016	48.00	40.85	772903	47.95	42.5	1276935
May 2016	44.40	36.15	996700	44.35	36.40	1570364
June 2016	45.95	36.80	1383834	45.90	36.65	1966091
July 2016	42.20	38.40	1367385	42.20	38.15	2035302
August 2016	39.95	34.50	1382141	39.75	34.00	1681341
September 2016	42.75	35.30	1017028	42.70	35.10	2072383
October 2016	46.00	37.70	1329697	45.85	37.60	2632227
November 2016	45.60	33.60	594005	44.75	33.30	1174533
December 2016	39.90	34.40	326531	40.25	34.00	470259
January 2017	39.80	35.55	278239	39.65	35.55	431922
February 2017	39.60	35.00	375816	39.60	34.40	456903
March 2017	39.60	32.50	812737	38.80	33.50	521431

(Source: www.bseindia.com) (Source: www.nseindia.com)



Report on Corporate Governance (Contd.)



Registrar and Transfer Agent

Transfer Agent for physical transfer and Demat of Shares:

M/s Alankit Assignments Ltd.
205-208 Anarkali Market
Jhandewalan Extension, New Delhi-110 055
Tel:- +91-11-42541965, 42541953
Fax:- +91-11-41540064
E-mail: info@alankit.com
Website: www.alankit.com

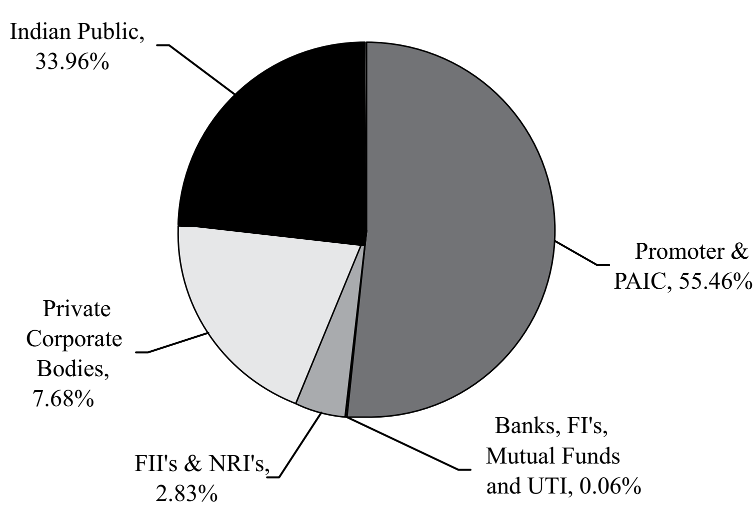
Share Transfer System

Equity shares of the Company traded in dematerialised form are transferred through the depository system. Share transfers in physical form are processed by the Investors Services Department of the Company and placed before the Share Transfer Committee for its approval.

Distribution of Equity Shareholding as on March 31, 2017

Category	No. of Shares Held	%age of Shareholding
Promoters & PAIC	2,48,14,017	55.46
Banks, FI's, Mutual Funds and UTI	25,525	0.06
FII's & NRI's	12,68,069	2.83
Private Corporate Bodies	34,37,422	7.68
Indian Public	1,51,94,588	33.96
Total	**4,47,39,621**	**100.00**

Shareholding Pattern as on 31.03.2017



Report on Corporate Governance (Contd.)

Distribution Schedule as on 31st March 2017

Shares or Debenture holding of Nominal Value of	No. of Share Holders	% age of Total Holders	Shares/ Debenture Amount	% age of Total Equity
1 to 100	8649	45.59	546456	1.22
101 to 500	6855	36.14	1985283	4.44
501 to 1000	1725	9.09	1436278	3.21
1001 to 5000	1320	6.96	3035110	6.78
5001 to 10000	172	0.91	1244886	2.78
10001 to 20000	119	0.63	1713940	3.83
20001 to 30000	37	0.19	908047	2.03
30001 to 40000	14	0.07	472186	1.06
40001 to 50000	10	0.05	469060	1.05
50001 to 100000	34	0.18	2443066	5.46
100001 to 500000	24	0.13	5071506	11.34
500001 to above	11	0.06	25413803	56.80
Total	**18970**	**100.00**	**44739621**	**100.00**

Dematerialization of Shares

The shares of the company are available for trading in the Depository system of both the National Securities Depository Limited and the Central Depository Services (India) Limited. 3257166 shares were allotted in Demat mode on 11th November, 2016. These shares were pending to be credited in to the Allottees Demat Accounts as on 31.03.2017. Listing Applications for listing of 3257166 shares in case of NSE and 1579690 shares in case of BSE were in process as on 31.03.2017. As on 31st March 2017, 44370915 equity shares of the company (including 3257166 shares allotted in demat mode), forming 99.18% of the share capital of the company, stand dematerialized.

Mode of Shares	Number of Shares	%
Physical	368706	0.82
CDSL	9080945	20.30
NSDL	32032804	71.60
Others*	3257166	7.28
Total	**44739621**	**100.00**

*3257166 shares allotted in Demat mode on 11th November, 2016.

Outstanding GDRs/ADRs/Warrants or any convertible instruments.

The Company issued 25,00,000 Global Depository Receipts (GDRs) to FIIs on 12th August, 2005 after getting the previous approval from the shareholders in the Extra-Ordinary general Meeting held on 27th April, 2005. These GDRs were listed at the Luxemburg Stock Exchange. As on 31/03/2017, 23,500 GDR's were outstanding.

Optionally Convertible Warrants

There are no Outstanding Warrants for Conversion.

Reconciliation of Share Capital Audit

Pursuant to the provisions of SEBI (Depositories & Participant) Regulations, 1996 quarterly audit is being undertaken by a Practicing Company Secretary for reconciliation of share capital of the Company.

The audit report inter alia covers and certifies that the total share held in NSDL, CDSL and those in physical from tally wih the issued and paid-up capital of the Company, the Registrar of Members is duly updated and demat requests are confirmed within stipulated time etc.

Report on Corporate Governance (Contd.)

Registered Office

Ind-Swift Laboratories Limited
SCO 850, Shivalik Enclave,
NAC, Manimajra, Chandigarh - 160 101
Tele: - +91-172-2730920
Fax: - +91-172-2730504, 2736294

Plant Locations

1. Village Bhagwanpura, Barwala Road, Near Derabassi, Distt. Patiala, Punjab.
2. SIDCO, Industrial Growth Centre, Jammu (J & K).

Research and Development Facility
Plot No. E-5, Industrial Area, Phase -II,
Mohali (Punjab)

Compliance Officer

Pardeep Verma
GM-Corp. Affairs & Company Secretary
Ind-Swift Laboratories Limited
Corporate Office
SCO 850, Shivalik Enclave,
NAC, Manimajra
Chandigarh 160101
Tel: - +91-172-2730920
Fax: - + 91-172-2730504
Email: pardeep.verma@indswiftlabs.com

OTHER DISCLOSURES

Related Party Transactions

The Board of Directors have approved a policy for related party transactions and has been uploaded on the Company website http://www.indswiftlabs.com/pages/Related_Party_T ransactions_Policy_Procedures.pdf. There are no materiallly significant related party transactions entered into by the Company with its Promoters, Directors or Management, their subsidiaries, or relatives, etc. that may have potential conflict with the interests of the Company at large. All transactions entered with related parties during the year ended 31st March, 2017 as mentioned under Companies Act, 2013 and Regulation 23 and 27(2)(b) of the Listing Obligations & Disclsoures Regulations (LODR) were in the ordinary course of business and on arm's length pricing basis. The Register of Contracts in containing the transactions in which Directors are interested is placed before the Board regularly for its approval.

Transactions with related parties are disclosed in **Note No. XXIII** of Notes to the accounts in the Financial Statements for the year.

Compliances by the Company

During the **last three years,** no penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any other statutory authorities on matters related to capital markets.

Whistle-Blower Policy / Vigil Mechanism

The Company promotes ethical behavior in all its business activities and in line with the best international governance practices, Ind-Swift Laboratories Limited has established a system through which Directors, employees, business associates may report unethical behavior, malpractices, wrongful conduct, fraud, violation of Company's code of conduct without fear of reprisal. The Company has set up a Direct Touch initiative, under which all Directors, employees, business associates have direct access to the Chairman of the Audit Committee, and also to the Ethics Counselor designated for the same purpose. The Whistle- Blower Protection Policy aims to:

- Allow and encourage stakeholders to bring to the management notice concerns about unethical behavior, malpractice, wrongful conduct, actual or suspected fraud or violation of policies.
- Ensure timely and consistent organizational response.
- Build and strengthen a culture of transparency and trust.
- Provide protection against victimization.

Report on Corporate Governance (Contd.)

The above mechanism has been appropriately communicated within the Company across all levels and has been displayed on the Company's intranet as well as on the Company's website www.indswiftlabs.com at the web link: www.indswiftlabs.com/pages/Whistle_Blower_Policy.pdf

The Audit Committee periodically reviews the existence and functioning of the mechanism. It reviews the status of complaints received under this policy on a quarterly basis. The Committee has, in its Report, affirmed that no personnel have been denied access to the Audit Committee.

Subsidiary Companies

The Company monitors performance of its subsidiary companies, inter-alia, by the following means:

i. The Audit Committee reviews financial statements of the subsidiary companies, along with investments made by them.

ii. The Board of Directors reviews all the significant transactions and arrangements, if any, of subsidiary companies. The Company has formulated a policy for determining its 'Material' Subsidiaries.

(A subsidiary shall be considered as material if the investment of the Company in the subsidiary exceeds 20% of its consolidated net worth as per Audited Balance Sheet of the previous financial year or if the subsidiary has generated 20% of the consolidated income of the Company during the previous financial year)

Ind-Swift Laboratories Limited does not have a material non-listed Indian subsidiary. [As per Regulation 24 of SEBI (LODR) Regulations, 2015 a "material non-listed Indian subsidiary" shall mean an unlisted subsidiary, incorporated in India, whose income or net worth (i.e. paid up capital and free reserves) exceeds 20% of the consolidated income or net worth respectively, of the listed holding company and its subsidiaries in the immediately preceding accounting year.

The Company has formulated a policy regarding determination of 'Material' Subsidiaries and the same is available on the website of the Company www.indswiftlabs.com. The weblink for the same is given below:

http://www.indswiftlabs.com/pages/Policy_for_determining_Material_Subsidiaries.pdf

Code of Conduct

The codes of conduct applicable to all Directors and employees of the Company have Been posted on the Company's website. For the year under review all Directors and Senior Management personnel of the Company have confirmed their adherence to the provisions of the said Codes.

Compliance of Corporate Governance Provisions

There is no Non-compliance of any requirement of Corporate Governance Report of Sub Para (2) to (10) of Part C of the Listing Regulations. The Company has complied with all the mandatory requirements laid down by SEBI (LODR) Regulations, 2015. The non-mandatory requirements complied with has been disclosed at relevant places.

Risk Management

The Company has a procedure to inform the Board about the risk assessment and minimization procedures. The Board of directors periodically reviews the risk management framework of the company.

Commodity Price Risks and commodity Hedging Activities

The Company is not dealing in commodity and hence disclosure relating to commodity price risks and commodity hedging activities is not applicable.

Non-Mandatory Requirements

A. The Board

The Chairman of the Board does not maintain a Chairman's office at the Company's expense.

B. Shareholders Right

The quarterly and half yearly results are published in widely circulating dailies such as Financial Express, in English and Jansatta in Hindi. These are not sent individually to the shareholders but hosted on the website of the Company.

C. Audit Qualification

There are no qualifications contained in the Audit Report.

D. Separate post of Chairman and Managing Director.

The posts of Chairman and Managing Director are separate.

E. Reporting of Internal Auditors

The Internal Auditor of the Company reports to the Audit Committee their reports are reviewed by the Audit Committee.

(N.R. MUNJAL)
Vice Chairman-cum-Managing Director

Place: Chandigarh
Date: 21st August, 2017

Independent Auditor's Report

To the Members of Ind-Swift Laboratories Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Ind-Swift Laboratories Limited ("the Company"), which comprises the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act")with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone 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 thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. 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 of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, 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 our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2017, its loss, and its cash flows for the year ended on that date.

Emphasis of Matters

Without qualifying our opinion, we draw attention to the following matters in the Notes to the standalone financial statements:

a) The Provisions of the Companies Act, 1956 (Further amended to Companies act 2013), where the company has got its fixed Deposit Scheme restructured vide order No. C.P 27/01/2013, dated 30.09.2013 of Company Law Board. The Company has been granted extension of time of repayment of those deposits. Few of the FD holders have however approached the courts for the repayment of their Fixed Deposits (Refer Note. No. IV of Financial Statements).

b) Refer Note No. III of Financial Statements in regard to Following:

- As on 31.03.2017 six Banks/ Financial Institutions have transferred their entire Loan Portfolio to their respective Assets Reconstruction Companies.
- During the year in pursuance of AS-9 " Revenue Recognition " issued by ICAI, the company has not provided impact in the books of accounts on account of waiver of liability resulting from the bilateral restructuring of loans of SIDBI and Mahindra & Mahindra services limited.
- During the year in pursuance of AS-10" Accounting for Fixed Assets" issued by ICAI, the company had adjusted the waiver of loan liability of Rs. 2841.81 Lacs pertaining to Catholic Syrian Bank due to settlement of loan with Phoenix ARC Private Limited against its Fixed assets as the loan was taken earlier for the Purchase of Fixed Assets.
- As on 31.03.2017 three banks have declared the accounts of the company as NPA.

c) Regarding payment of Managerial Remuneration of Rs. 407.67 Lacs for the financial year ended 31 march 2017 which is same since 2012, a sum of Rs. 371.67 Lacs has been disallowed in terms of limits prescribed under section 196,197 & 198 read with Part II of Schedule V of Companies Act, 2013. Further the company has filed necessary application to Central Government which is pending approval as on date. Pending the ultimate outcome of the above said matter which is presently unascertainable, no adjustments have been recorded in the statement (Refer Note No. XIV of Financial Statements).

d) During the year , a fire incidence had occurred in one of the plant in Derabassi unit of the company, However the loss assessment has not been completed yet, resultant no accounting impact of the same has not been provided in the books.(Refer Note no. XLI to Financial Statements).

e) During the year ,on account of failure of approved Restructuring Scheme (CDR) , the account of Company stands exited from the CDR system as confirmed by CDR cell vide its letter dated 01.03.2017.(Refer Note XXXVIII to Financial Statements.)

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by section 143 (3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 it appears from our examination of those books;

   (c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

   (e) On the basis of written representations received from the directors as on March 31, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms of section 164 (2) of the Act;

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" ;and

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note XVIII to the financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company;

iv. The Company has provided requisite disclosures in its Financial Statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 and also they are in accordance with books of accounts maintained by the company. Refer Note XXXIX to the Financial Statements.

For JAIN & ASSOCIATES
Chartered Accountants
(Regd No.:001361N)

S.C. Pathak
Partner
Membership No.: 010194

Place : Chandigarh
Date: 23.05.2017

"Annexure A" to the Auditor's Report

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) According to information and explanations given by the management, the company has a system of physical verification of all its fixed assets over a period of four years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.

(c) According to information and explanations given by the management, the title deeds of immovable properties included in fixed assets are held in the name of the Company. Except in case of the following immovable properties where the title deeds are not in the name of the company:

In case of land:

No. of cases	Leasehold/ Freehold	Gross Block as at 31st March, 2017	Net Block as at 31st March, 2017	Remarks
2	Freehold	Rs. 13.79 Crores	Rs. 13.79 Crores	The cost of land amouting to Rs. 13.78 Crores includes the following : • land measuring 29 kanals & 3 Marlas amounting to Rs. 9.75 crores was purchased on Power of Attorney from Fortune (India) constructions Ltd. • land measuring 20 kanals & 17 Marlas amounting to Rs. 4.03 crores was purchased on Power of Attorney from Essix Biosciences Limited
1	Leasehold	Rs.171.89 Lakhs	Rs.151.46 Lakhs	Lease hold land Jammu Plant, Samba

(ii) As explained to us, the inventories, excluding stocks with some of the third parties, were physically verified during the year by the management at reasonable intervals and no material discrepancies were noticed on physical verification. In respect of inventories lying with third parties, these have substantially been confirmed by them.

(iii) According to information and explanations given to us the Company has not granted loans secured or unsecured during the year to companies , firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013, and hence reporting under Accordingly, paragraph 3 (iii) of the Order is not applicable.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, in respect of loans, investments, guarantees and security made.

(v) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of sections 73 to 76 of the Companies Act, 2013 and the rules framed thereunder and the directives issued by The Reserve Bank of India with regards to the deposits accepted from the public .

(vi) The maintenance of cost records has been specified by the Central Government Under sub section (1) of section 148 of the act. We have broadly reviewed the cost records maintained by the Company pursuant to the companies(Cost records and audit) Rules 2014, as amended , prescribed by the Central Government under sub-section (1) of section 148 of the act and are of the opinion that, prima facie the prescribed cost records have been made and maintained. We have however not made a detailed examination of the cost records with a view to determine whether they are accurate or not.

(vii) According to information and explanations given to us in respect of Statutory Dues;

(a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, customs duty, excise duty, value added tax, cess and other material statutory dues applicable to it though there have been slight delays in few cases.

(b) There were no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, sales-tax, duty of custom, duty of excise, value added tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(c) the dues outstanding of income-tax, sales-tax, , service tax, duty of custom, duty of excise ,value added tax and cess on account of any dispute, are as follows:

Name of the Statute	Nature of Dues	Amount (In Rs Lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act,1961	Demand Amount as per Order	0.22	AY 2006-07	No appeals
Income Tax Act,1961	Demand Amount as per Order	31.08	AY 2007-08	CIT(A)
Income Tax Act,1961	Demand Amount as per Order	11.09	AY 2009-10	ITAT
Income Tax Act,1961	Demand Amount as per Order	24.65	AY 2010-11	ITAT
Income Tax Act,1961	Demand Amount as per Order	37.00	AY 2011-12	ITAT
Income Tax Act,1961	Demand Amount as per Order	145.04	AY 2012-13	CIT (A)
The Punjab Vat Act,2005	Sale tax, Penalty & Interest	31.94	April 2006 to March 2007	Appellate Tribunal
The Punjab Vat Act,2005	Sale tax, Penalty & Interest	46.40	April 2007 to March 2008	DETC (Appeals)
The Punjab Vat Act,2005	Sale tax, Penalty & Interest	48.46	April 2012 to March 2013	DETC (Appeals)
Jammu Vat Act	Sale tax, Penalty & Interest	1.35	April 2012 to March 2013	Commissioner Appeals
Jammu Vat Act	Sale tax, Penalty & Interest	32.20	April 2013 to March 2014	ETC (Appeal)
The Custom Act, 1962	Differential CD	23.06	2012-13	CESTAT, Ahmedabad
The Central Excise Act, 1944	Penalty under Excise Rules	8.10	2009-10	CESTAT, Chandigarh
The Central Excise Act, 1944	Interest & Penalty under Excise Rules	4.70	2007-08	CESTAT, Chandigarh
The Central Excise Act, 1944	Service Tax & Penalty Thereon	192.32	2012-13 & 2013-14	CESTAT, Chandigarh
The Central Excise Act, 1944	Service Tax & Penalty Thereon	82.28	2009-10 & 2010-11	Commissioner (Appeal), Chandigarh
The Central Excise Act, 1944	Disallowed Self Credit Refund	6.00	2005-10	CESTAT, Chandigarh

(viii) In our opinion and according to the information and explanations given to us, the Company has defaulted in repayment of dues to the financial institution, bank or debenture holders. The details of such default are as follows:

Particulars	Amount of default as at 31st March, 2017	Period of default	Remarks, if any
i) Name of the lenders in case of:			
Financial Institution:			
1. DEG	4652.18	More than 2 years	-
2. IFCI Limited	-	-	Entire Loan Portfolio transferred to ARC. Hence period and amount of default is unascertained.
Banks:			
1. State Bank Of India	3475.64	More than 3 years	Declared NPA by the Bank
2. Canara Bank	1070.41	More than 3 years	Declared NPA by the Bank

3.	Central Bank Of India	-	-	Entire Loan Portfolio transferred to ARC. Hence period and amount of default is unascertained.
4.	State Bank Of Patiala	976.02	9 Months	Declared NPA during the year 2016-17
5.	Exim Bank	-	-	Entire Loan Portfolio transferred to ARC. Hence period and amount of default is unascertained.
6.	State Bank Of Hyderabad	-	-	Entire Loan Portfolio transferred to ARC. Hence period and amount of default is unascertained.
7.	Bank of Baroda	11354.09	More than 2 years	-
8.	Allahabad Bank	-	-	Entire Loan Portfolio transferred to ARC. Hence period and amount of default is unascertained.
9.	State Bank Of Travancore	-	-	Entire Loan Portfolio transferred to ARC. Hence period and amount of default is unascertained.

(ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.

(x) According to the information and explanations given by the management, we report that no fraud by the Company or no fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.

(xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/ provided the following amounts for managerial remuneration which will not be allowed as mandated under section 197 read with Schedule V to the Act and the approval granted by the Central Government on application by the company.

Payment made to:

Director/ WTD/ MD/ Manager	**Amount approved by Central Government**	**Amount due for recovery as at 31st March, 2017**	**Steps taken to secure the recovery of the amount**	**Remarks, if any**
407.67 Lacs	36.00 Lacs	371.67 Lacs	The company has applied to the Central Government for the requisite approval.	Approval is still pending as on 31.03.2017.

(xii) In our opinion, the Company is not a Nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has complied with the provisions of the Act with respect to shares issued under preferential allotment during the year.

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

(xvi) the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company

For JAIN & ASSOCIATES
Chartered Accountants
(Regd No.:001361N)

S.C.Pathak
Partner
Membership No.: 010194

Place : Chandigarh
Date: 23.05.2017

"Annexure B" to the Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

To the Members of Ind-Swift Laboratories Limited

We have audited the internal financial controls over financial reporting of Ind-Swift Laboratories Limited("the Company") as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For JAIN & ASSOCIATES
Chartered Accountants
(Regd No.:001361N)

S.C. Pathak
Partner
Membership No.: 010194

Place : Chandigarh
Date: 23.05.2017

Balance Sheet as at 31st March, 2017

(Rs. in Lacs)

Particulars	Note No.	As at 31.03.2017	As at 31.03.2016
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
a) Share Capital	I	4545.86	4168.22
b) Reserves & Surplus	II	45200.62	47300.54
(2) Non-current liabilities			
(a) Long-term borrowings	III	62502.65	74632.82
(3) Current Liabilities	IV		
(a) Short term Borrowings		53470.47	50365.69
(b) Trade Payables		9494.53	12945.07
(c) Other current liabilities		34072.63	31608.87
		209286.75	**221021.21**
II. ASSETS			
Non-Current Assets			
(1) (a) Fixed Assets	V		
(i) Tangible Assets		81618.08	87969.48
(ii) Intangible Assets		19761.63	21575.98
(iii) Capital work in Progress (Tangible)		6147.92	6588.12
(iv) Capital work in Progress (Intangible)		878.51	1258.48
(v) Assets held for disposal		306.25	306.25
Net Block		**108712.39**	**117698.31**
(b) Non-Current investment	VI	2641.66	2637.66
(c) Defferred Tax Assets(Net)	VII	4556.20	2908.57
(d) Long-term loans & advances	VIII	6851.58	6892.13
(2) Current assets	IX		
(a) Inventories		34355.77	35601.73
(b) Trade receivables		34082.46	35881.93
(c) Cash and cash equivalents		1421.00	2142.88
(d) Short-term loans and advances		16665.69	17257.99
		209286.75	**221021.21**
Significant Accounting Policies	XLIII		

As per our separate report of even date

For JAIN & ASSOCIATES
Chartered Accountants
(Regd.No.001361N)

N.R. Munjal
Vice Chairman
Cum Managing Director
DIN-00015096

Himanshu Jain
Joint Managing Director
DIN-00014533

S.C. Pathak
Partner
Membership No. 10194

N.K. Bansal
Chief Financial Officer

Pardeep Verma
GM-Corporate Affairs &
Company Secretary

Date : 23.05.2017
Place : Chandigarh

Statement of Profit & Loss for the year ended 31st March, 2017

(Rs. in Lacs)

Particulars	Note No.	Year ended 31.03.2017	Year ended 31.03.2016
Revenue from Operation	X	67490.25	63874.40
Other Income	XI	2071.50	1418.47
Total Revenue		**69,561.74**	**65292.86**
EXPENSES			
Cost of Materials Consumed	XII	34047.37	33753.87
Purchase of Stock In Trade		305.61	582.63
Change in Inventories of FG/WIP/Stock in trade	XIII	3347.26	91.08
Employee benefits expense	XIV	7164.99	6482.41
Financial Cost	XV	8834.40	10640.78
Depreciation & amortisation expenses	XVI	8825.61	8474.88
Other Expenses	XVII	12125.36	12122.69
Total-B		**74650.60**	**72148.32**
Profit / (Loss) before exceptional & extraordinary items & Tax		**(5088.86)**	**(6855.46)**
Exceptional items			
Previous Year Loss /(Income)		(51.81)	(41.12)
Previous Year Expenses		585.72	94.01
Exceptional Item Loss (Profit)		0.00	1405.26
Profit /(Loss) before Tax		**(5622.77)**	**(8313.62)**
TAX EXPENSES:			
Deferred Tax Liability/(Assets)		(1647.62)	(2427.51)
Profit/ (Loss) for the period from continuing Operation		**(3975.15)**	**(5886.11)**
Earings per equity share:			
(1) Basic		**(9.34)**	**(14.37)**
(2) Diluted		**(9.34)**	**(14.37)**
Significant Accounting Policies	XLIII		

As per our separate report of even date

For JAIN & ASSOCIATES
Chartered Accountants
(Regd.No.001361N)

N.R. Munjal
Vice Chairman
Cum Managing Director
DIN-00015096

Himanshu Jain
Joint Managing Director
DIN-00014533

S.C. Pathak
Partner
Membership No. 10194

N.K. Bansal
Chief Financial Officer

Pardeep Verma
GM-Corporate Affairs &
Company Secretary

Date : 23.05.2017
Place : Chandigarh

Cash Flow Statement for the year ended 31st March, 2017

(Rs. in Lacs)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and Extra-Ordinary Items	(5088.86)	(6855.46)
ADJUSTMENTS FOR:		
i) Depreciation	8825.61	8474.88
(ii) Exchange (profit)/loss	381.07	47.97
(iii) Employee stock option plan	395.74	0.00
(iii) Previous year items	(533.91)	(52.90)
(iv) Interest on term loans & FD	4183.62	5915.16
(v) Interest received	(92.15)	(71.09)
(vi) Provision for Doubtful Debts	774.31	1853.04
(vii) Loss on sale of fixed assets	3.61	(172.06)
(Viii)Income tax adj of previous years	0.00	0.00
(ix) Amortisation of Subsidy	(2.53)	(2.53)
(x) Gain/ Loss on sale of investment	0.00	0.00
(xi) Provision for interest on cc	2859.27	2659.46
OPERATING PROFIT BEFORE WORKING CAPITAL CHARGES	**11705.77**	**11796.47**
ADJUSTMENTS FOR:		
i) Trade & Other Receivables	677.48	(1860.09)
ii) Inventories	1245.96	(771.05)
iii) Loan & advances	632.85	(549.44)
iv) Current Liabilities	(4672.45)	(2990.93)
v) Working Capital Borrowing	(322.57)	2418.90
vi) Income taxes (Including Advance Tax/TDS)	0.00	0.00
	(2438.73)	**(3752.60)**
NET CASH FLOW FROM OPERATING ACTIVITIES	**9267.05**	**8043.87**
B. CASH FLOW FROM INVESTING ACTIVITIES		
i) Purchase of fixed Assets Tangible	(1998.90)	(2564.09)
ii) Purchase of fixed Assets Intangible	(1191.15)	(996.56)
iii) Sale of fixed assets	2.76	537.73
iv) (Purchase)/ Sale of Investments	(4.00)	(4.50)
v) Interest Received	92.15	71.09
NET CASH FROM INVESTING ACTIVITIES	**(3099.13)**	**(2956.33)**

Cash Flow Statement (Contd.)

(Rs. in Lacs)

Particulars		Year ended 31.03.2017	Year ended 31.03.2016
C. CASH FLOW FROM FINANCING ACTIVITIES			
i) Repayment of Term Loans to Banks & Financial Institutions & FD		(6312.56)	(3739.05)
ii) Interest paid on Term Loans & FD		(629.17)	(1705.08)
(iii) Promoter's Contribution		0.00	651.73
(iv) ESOP contributions		51.92	0.00
iv) Proceeds from Term Loans From Banks & Financial Institutions		0.00	0.00
NET CASH FLOW FROM FINANCING ACTIVITIES		**(6889.81)**	**4792.40**
		(721.89)	**295.15**
NET INCREASE IN CASH OR CASH EQUIVALENTS		**(721.89)**	**295.15**
Opening Cash & Cash Equivalents		2142.88	1847.73
Closing Cash & Cash Equivalents		1421.00	2142.88
Significant Accounting Policies	XLIII		

The accompanying notes form an integral part of the standalone financial statements.

As per our separate report of even date

For JAIN & ASSOCIATES
Chartered Accountants
(Regd.No.001361N)

S.C. Pathak
Partner
Membership No. 10194

Date : 23.05.2017
Place : Chandigarh

N.R. Munjal
Vice Chairman
Cum Managing Director
DIN-00015096

N.K. Bansal
Chief Financial Officer

Himanshu Jain
Joint Managing Director
DIN-00014533

Pardeep Verma
GM-Corporate Affairs &
Company Secretary

Notes Forming Part of Standalone Financial Statements

(Rs. in Lacs)

Particulars		As at 31.03.2017	As at 31.03.2016
NOTE NO. I : SHARE CAPITAL			
a)	**Authorised**		
	Balance as per Last Balance Sheet:	6000.00	6000.00
	Addition during the year		
	Nil (Previous Year NIL) Equity share of Rs. 10/- Each		
	6,00,00,000 (Previous Year 6,00,00,000) Equity Shares of Rs.10/- Each	**6000.00**	**6,000.00**
b)	**Issued, Subscribed & Paid Up**		
	Balance as per Last Balance Sheet:	4096.32	4,096.32
	Addition during the year		
	37,76,426 (P.Y. Nil) Equity share of Rs. 10.00 each	377.64	0.00
	4,47,39,621 (Previous Year 4,09,63,195) Equity Shares	**4473.96**	**4,096.32**
	of Rs.10/-each fully called up and paid up.		
c)	**Share Forfieted**		
	Share Warrants Forfieted Account	63.23	63.23
	Equity Share Forfieted Account(175900 shares in the year 2002-03)	8.67	8.67
		71.90	**71.90**
		4545.86	**4168.22**
d)	**List of Shareholders holding more than 5 % shares**		
	Name	No. of shares	No. of shares
	Ind Swift Ltd	9499720 (21.23%)	9499720 (23.19%)
	Essix Bioscience Ltd	5491801(12.28%)	5491801(13.41%)
e)	**During the year company has alloted 5,19,260 shares against ESOPs to Employees and also has alloted 3257166 shares as preferential allotment to promotors under CDR scheme having face value of Rs.10 at a premium of Rs.45.50 per share**		
	ESOP Details 2016-17		
	No. of options outstanding at the beginning of the year	16,00,000	
	No. of options exercised during the year	5,19,260	
	No. of Shares allotted during the year pursuant to exercise of options	5,19,260	
	Exercise Price	Rs. 10.00	
	Intrinsic Value	Rs. 38.58	
	No. of options lapsed during the year	Nil	
	No. of options outstanding at the end of the year	10,80,740	
NOTE NO II : RESERVES & SURPLUS			
(a)	**Capital Reserves :**		
	State Subsidy on DG Set & QC Subsidy		
	Opening Balances:-	32.61	35.14
	Additions	-	-
	Less:- Amortisation during the year	2.53	2.53
		30.08	**32.61**
(b)	Capital Redemption Reserve	0.02	0.02
(c)	Employee Stock Option Outstanding	247.34	-
(d)	Securities Premium		
	Opening Balance	21422.59	21,422.59
	Addition during the year	1630.42	0.00
		23053.01	**21,422.59**

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
(e) Revaluation Reserve		
Opening balance	28412.75	31,881.15
Addition (decrease) during the year	0.00	(1,878.06)
Less : Depreciation charges on revalued assets trf to Gerneral reserve	1584.25	1,590.35
	26828.50	**28,412.75**
(f) General Reserve		
As per Last Balance Sheet	6453.25	4,862.91
Add: Trf from ESOP	0.00	-
Add: Dep on revaluaed assets Deducted from Revaluation Reserves	1584.25	1,590.35
	8037.50	**6,453.25**
(g) Surplus in closing statement of Profit & Loss Account		
As per Last Balance Sheet	(9020.68)	(3,134.56)
Add: Loss for the year closing	(3975.15)	(5,886.11)
Closing	(12995.82)	(9,020.68)
	45,200.62	**47,300.54**

NOTE NO. III : LONG-TERM BORROWINGS		
Secured Loans		
(a) Term Loans		
From Banks	54029.37	62,235.20
From other parties	2780.73	4,449.24
(b) UnSecured Loans:-		
(i) Fixed Deposits	5692.55	7,948.38
	62,502.65	**74,632.82**

(a) Maturity profile of term Loans:- (Rs. in Lacs)

Secured loan from Banks /ARC outstanding as on 31.03.2017 .

Particulars	Amount (In LAcs)	Installment Due F.Y 2017-18	After F.Y 2017-18	Rate Of Interest
ECB	3241.89	1080.64	2161.25	4.86%
FITL	1765.47	296.96	1468.52	10.00%
TERM LOANS	958.32	130.68	827.64	9.95%
ARC	2656.68	307.62	2349.06	9.00%
ECB	10559.43	6630.27	3929.16	4.42%
ECB	12821.91	10067.56	2754.34	4.52%
TERM LOAN	1875.00	450.00	1425.00	11.50%
TERM LOAN	10768.45	2179.49	8951.04	10.45%
FITL	6195.83	1452.51	4743.32	9.70%
TERM LOAN	285.75	198.99	86.76	5.00%
TERM LOAN	936.96	796.01	140.95	13.00%
TERM LOAN	8.02	4.42	0.00	15.00%
TERM LOAN	1550.00	875.00	0.00	14.25%
Total	**53623.71**	**24470.14**	**28837.04**	

The balance confirmation for DEG Kfin Banken Group (DEG Loan),Bank of Baroda ,Canara Bank, SBI, SBOP (Now SBI) are unavailable,in the absence of same provisional interest is being booked for the year ended 31st March 2017.

The company has charged total interest amounting to Rs.3030.55. Lakhs in the books of the company on provisional basis for the year ending 31.03.2017.

(b)Detail of Loans transferred from Banks to Asset Reconstruction Companies/ Financial institutions

Name of the Bank	Name of ARC/ Financial Institution	Date Of Transfer to ARC	Amount in Lacs (As per Assignment agreement)
State Bank Of Travancore	Edelweiss ARC Limited	31.03.2015	2500.00
Central Bank of India	Edelweiss ARC Limited	30.03.2016	3250.00
ICICI Bank	Nouam Financial Consultants Pvt Ltd	29.06.2015	215.00
Allahabad Bank	Edelweiss ARC Limited	31.12.2015	1265.00
State Bank Of Hyderabad	Asset Reconstruction Company (India) Limited	31.03.2016	2033.00
IFCI	Edelweiss ARC Limited	23.03.2016	1533.00
EXIM Bank	Edelweiss ARC Limited	30.09.2016	2920.00

The above figures have been obtained as per assignment agreement between Banks & respective ARC's, pending the execution of formal agreement between ARC's & the company, the difference between outstanding as per our books and the amount as per assignment agreement is yet to be ascertained.

In the absence of any formal execution of Balance confirmation agreement with Asset reconstruction companies, the company has considered them as Non current liability and no interest has been booked. on the outstanding balance.

The same is not being included in the calculation of maturity profile

1. Loans from Mahindra & Mahindra Financial Services Ltd and SIDBI has been bilaterally restructured but no impact regarding waiver of liability and its concequent impact on profit and loss has been taken in books of accounts in view of AS-9 "Revenue Recognisation"
2. The company have entered into a formal agreement with Phoenix ARC Pvt Ltd during the current Year vide which the loan of Catholic Syrin Bank Ltd. amounting to Rs.5638.42 lacs (Principal :Rs. 5381.82 & Interest : Rs. 256.50) obtain for purchase of Fixed assets for the company has been settled at Rs. 2796.50 Lacs . Accordingly the waiver of Rs. 2841.81 has been adjusted with Fixed assets as per AS-10 "Accounting for Fixed Assets"
3. Loan from TDB has been recasted and repayable in twenty installment.

Note:-

A) Bank borrowings for working capital Rs.495.32 crores (P.Y. Rs. 469.52Crores) from S.B.I., Bank of India, S.B.O.P., I.D.B.I., S.I.D.B.I. are secured by :-

(1) a first ranking pari passu charge over the entire current assets on the borrower in favour of "Security trustee 2" for the benefit of the respective lenders and

(2) a second ranking pari passu charge over the entire fixed assets (both present and future) of the borrower by way of an equitable mortgage, in favour of " Security trustee 1 " for the benefit of the respective lenders and

(3) unconditional and irrevocable on demand personal guarantee from each promoter to the extent of their respective net worth in the form acceptable to the lenders and the security Trustee 1 in the favour of the " Security Trustee 1" for benefit of the respective lenders and

(4) unconditional and irrevocable on the demand corporate guarantee from each of the affiliate companies in the form acceptable to the lenders and the "Security Trustee 1" in the favour of the "Security Trustee 1" for the benefit of the respective lenders and

(5) Pledge of Promoters Group Shareholding in the borrower (48.18% of the fully diluted equity share capital of the borrower as on the effective date), free of all encumbrances, (7.28% additional shares acquired by the promoters on infusion of equity in the Borrower, under the CDR are yet to be pledged) in the favour of the "Security Trustee 1" and Security Trustee 2" for the benefit of all respective lenders.

B) (i) Term Loan Rs. 496.72 crores (P.Y. 540.09 crores) from State Bank of India including State Bank of Indore (as now merged with SBI) , Edelweiss ARC Ltd. (Central Bank of India, State Bank of Travancore & Allahabad Bank), State Bank of Patiala, Bank of India (including ECB), Canara Bank, Bank of India, Phoenix ARC Private Limited (Catholic Syrian Bank), Edelweiss ARC Ltd.(Export Import Bank of India, IDBI Bank, Nouam Financial Consultants Private Ltd. (ICICI Bank Limited), Asset Reconstruction Company (India) Ltd. (State Bank of Hyderabad), SIDBI FITL are secured by :-

(1) a first ranking pari passu charge over the entire fixed assets (both present and future) of the borrower by way of an equitable mortgage, in favour of " Security trustee 1 " for the benefit of the respective lenders and

(2) a second ranking pari passu charge over the entire current assets on the borrower in favour of " Security trustee 2 " for the benefit of the respective lenders and

(3) unconditional and irrevocable on demand personal guarantee from each promoter to the extent of their respective net worth in the form acceptable to the lenders and the security Trustee 1 in the favour of the " Security Trustee 1" for benefit of the respective lenders and

(4) unconditional and irrevocable on the demand corporate guarantee from each of the affiliate companies in the form acceptable to the lenders and the "Security Trustee 1" in the favour of the "Security Trustee 1" for the benefit of the respective lenders and

(5) Pledge of Promoters Group Shareholding in the borrower (48.18% of the fully diluted equity share capital of the borrower as on the effective date), free of all encumbrances, (7.28% additional shares acquired by the promoters on infusion of equity in the Borrower, under the CDR are yet to be pledged) in the favour of the "Security Trustee 1" and Security Trustee 2" for the benefit of all respective lenders.

(ii) ECB Rs. 233.81 crores (P.Y. 240.69 Crores) from Bank of Baroda and DEG. Rupee term loan from Edelweiss ARC Ltd.(IFCI) Rs. 15.94 crores (P.Y. Rs. 15.94 crores), L&T Rs. 9.37 crores (P.Y.16.54 crores), M&M Rs. 15.50 (P.Y. 24.50) are secured by first ranking pari passu equitable charge on the moveable and immovable properties admeasuring 68 bighas & 13 biswas situated at village Behra & village Bhagwanpura Plot No E-5, Industrial Focal Point, Phase II , Mohali in the state of Punjab together with all buildings & structures, Plant & Machinery thereon and personal guarantees of promoter directors.

(iii) Other term loan & advances Rs. 2.94 crores (P.Y. 3.45 crores) includes ICICI Home Loan in the name of Mr. N.R.Munjal, which is secured against the office premises in Mumbai and another Term loan from Technology Development Board is secured by way of charges on movable fixed assets & personal guarantee of Shri N.R.Munjal.

Exim Bank & ICICI Bank assigned their Loan to Edelweiss ARC Ltd. & Nouam Financial Consultants Pvt. Ltd. respectively, however these assignments of Loan is not registered with MCA yet.

(C) Default of Loans :- (Rs. in Lacs)

Name		Amount	Period of Default	Remarks
Financial Institution				
1.	DEG Bank	4652.18	More than 2 years	-
2.	IFCI			Entire Loan Portfolio tansferred to ARC. Hence period of default NA
Banks				
3.	State Bank of India	3475.64	More than 3 years	NPA
4.	Canara Bank	1070.41	More than 3 years	Declared NPA
5.	Central Bank of India			Entire Loan Portfolio tansferred to ARC. Hence period and amount of default unascertained
6.	State Bank of Patiala	976.02	9 months	Declared NPA During the year 2016-17
7.	EXIM Bank			Entire Loan Portfolio tansferred to ARC. Hence period and amount of default unascertained
8.	State Bank of Hyderabad			Entire Loan Portfolio tansferred to ARC. Hence period and amount of default unascertained
9.	Bank Of Baroda	11354.09	2 years	-
10.	Allahabad Bank			Entire Loan Portfolio tansferred to ARC. Hence period and amount of default unascertained
11.	State Bank Of Travancore			Entire Loan Portfolio tansferred to ARC. Hence period and amount of default unascertained

(D) Details of Banks/Financial institution who have declared the accounts of the company as NPA.

Name of the Bank	**Date of NPA**
State Bank Of India	30.11.2012
Canara Bank	31.12.2014
State Bank Of Patiala	23.12.2016

*In the absence of balance confirmation, Company is charging interest on provisional basis on NPA accounts.

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
NOTE NO IV		
CURRENT LIABLITIES		
a) Short term Borrowings		
Secured		
(i) Borrowings for working capital.	49531.96	46951.56
Unsecured		
(i) Fixed Deposits	2092.78	1507.69
(ii) Interest accrued on FD Short Term	249.08	23.85
(iii) Others	1596.65	1882.59
Total	**53470.47**	**50365.69**

i) Loan from SIDBI has been bilaterally restructured, but no impact have been taken in books of accounts in view of AS-9 issued by ICAI.

FIXED DEPOSITS RESTRUCTURING

Under the provisions of the Companies Act, 2013, the Company has got its Fixed Deposit Scheme restructured vide its order No. C.P 27/01/2013, Dated 30.09.2013 through Hon'ble Company Law Board. The Company has been granted extension of time in repayment of these deposits.

Few of the FD holders have however approached the courts for the repayment of their Fixed Deposits and the matter is still pending in the courts as on 31.03.2017

b) Trade Payable:		
(i) Total outstanding dues to Micro small & medium enterprises		
Under MSMED Act, 2006	82.55	73.71
(ii) Outstanding dues of Creditors other than	9411.98	12871.37
small scale industrial undertakings		
Total	**9,494.53**	**12945.07**
c) Other Current Liabilities:		
(i) Advances from Customers	257.53	1690.89
(ii) Advance from Related Party	198.64	205.08
(iii) Statutory Liabilities	182.94	190.96
(iv) Expenses Payable	1604.91	1389.31
(V) Application Money received for allotment & due for refund	0.00	1807.73
(vi) Current Maturity of Term Loan From Banks/financial institution	24470.14	20724.87
(vii) Interest accrued on term loans from banks/financial institution	7358.45	5600.02
Total	**34,072.63**	**31608.87**

i) Statutory Liablities include TDS/TCS payable, GTA payable, ESI Payable, PF payable, Labour welfare Payable, Excise duty/Sales Tax/ Service Tax payable

ii) Expenses payable include Salary, wages, Bonus, EL, Audit Fees, Electricity Exp payable

NOTE No. V : FIXED ASSETS AS ON 31.03.2017 (Rs. in Lacs)

PARTICULARS	GROSS BLOCK					DEPRECIATION / AMORTISATION				NET BLOCK	
	AS ON 01.04.2016	ADDITION/ ADJUSTMENT	REVALUATION	SALE/TRANSFER	AS ON 31.03.17	AS ON 01.04.16	DURING THE	PERIOD WRITTEN BACK	AS ON 31.03.17	AS ON 31.03.17	AS ON 31.03.2016
TANGIBLE ASSETS											
LAND FREE HOLD	6259.70	117.05	0.00	0.00	6376.75	0.00	0.00	0.00	0.00	6376.75	6259.70
LAND LEASE HOLD	171.89	0.00	0.00	0.00	171.89	18.67	1.77	0.00	20.43	151.46	153.23
FACTORY BUILDINGS	21473.13	(141.16)	0.00	0.00	21331.97	3664.16	692.53	0.00	4356.68	16975.29	17808.98
OFFICE BUILDINGS	668.81	0.00	0.00	0.00	668.81	100.22	10.55	0.00	110.77	558.04	568.59
FLATS	1458.10	(0.00)	0.00	0.00	1458.10	142.11	23.02	0.00	165.14	1292.97	1315.99
R&D BUILDINGS	2376.88	14.59	0.00	0.00	2391.47	544.96	75.51	0.00	620.47	1771.00	1831.92
BUILDING - PILOT PLANT	170.22	0.00	0.00	0.00	170.22	59.00	5.27	0.00	64.27	105.94	111.22
PLANT&MACHINERY	72842.87	(1124.05)	0.00	0.00	71718.82	20957.65	3369.24	0.00	24326.89	47391.92	51885.22
R&D MACHINERY	6366.25	107.50	0.00	0.00	6473.75	2549.83	285.10	0.00	2834.93	3638.82	3816.42
PLANT & MACHINERY-PILOT PLANT	392.34	0.00	0.00	0.00	392.34	210.21	17.11	0.00	227.32	165.02	182.13
ELECTRIC INSTALIATIONS	6030.74	19.42	0.00	0.00	6050.16	2463.53	785.73	0.00	3249.25	2800.91	3567.21
ELECTRIC INSTALLATIONS-PILOT PLANT	2.44	0.00	0.00	0.00	2.44	2.32	0.00	0.00	2.32	0.12	0.12
FURNITURE & FIXTURES	459.62	20.76	0.00	0.00	480.38	320.25	41.98	0.00	362.23	118.15	139.37
OFFICE EQUIPMENTS	294.18	10.38	0.00	0.00	304.56	240.44	24.14	0.00	264.57	39.98	53.75
COMPUTER & PERIPHERALS	118.31	52.76	0.00	0.00	171.07	58.65	40.01	0.00	98.66	72.40	59.66
VEHICLES	1061.66	17.86	0.00	30.62	1048.90	845.68	68.18	(24.25)	889.61	159.29	215.98
TOTAL (A)	**120147.14**	**(904.89)**	**0.00**	**30.62**	**119211.62**	**32177.65**	**5440.14**	**(24.25)**	**37593.55**	**81618.08**	**87969.48**
INTANGIBLE ASSETS			0.00								
R&D TECHNOLOGY	21575.98	1571.12	0.00	3385.47	19761.63	0.00	3385.47	(3385.47)	0.00	19761.63	21575.98
TOTAL(B)	**21575.98**	**1571.12**	**0.00**	**3385.47**	**19761.63**	**0.00**	**3385.47**	**(3385.47)**	**0.00**	**19761.63**	**21575.98**
TOTAL(A+B)	**141723.11**	**666.23**	**0.00**	**3416.09**	**138973.25**	**32177.65**	**8825.61**	**(3409.72)**	**37593.55**	**101379.70**	**109545.46**
PREVIOUS YEAR	**140177.97**	**8918.97**	**(1878.06)**	**5495.77**	**141723.11**	**28739.87**	**8474.88**	**(5037.09)**	**32177.65**	**109545.46**	**111438.10**

*Figures has been shown as net figure instead of previously disclosed as gross figures.

i) Previously Company has revalued its assets comprising of Land, Plant & Machinery of Derabassi Unit and Jammu plant by the approved External valuer to reflect the market value and accordingly the appreciation amounting to Rs.10138.73, Rs. 14330.37 & Rs. 14231.00 lacs (excluding land and Plant and machinery of Jammu) respectively have been credited to Capital Reserve Account (Re-valuation Reserve A/c) as on 31.03.2007, 08.06.2011 & 30.06.2012

ii) Depreciation on revaAlued assets amounting to Rs. 1584.35 Lacs (P.Y. Rs. 1590.35) has been provided during the year from the Profit and Loss Account as per the Schedule II of Companies Act 2013& the same is transferred from Revaluation Reserve to General Reserves .

iii) Office Buildings includes Mumbai Office Buildings Rs. 330.68 Lacs which was purchased in the name of the Managing Director of the Company out of which one building amounting to Rs. 41.46 Lacs is mortgaged with ICICI Bank Ltd. The Company has entered into an "agreement to sell" and has taken GPA from the Managing Director. The property is yet to be registered in the name of Company.

iv) Freehold land includes Rs.13.79 crores and Flats Rs. 14.58 Crore for which agreement to sell and GPA in favour of the company has been executed and the same have been put to use. The Freehold Land & Flats are yet to be registered /transferred in the name of the Company. The said property is mortgaged with SBI on behalf of all the CDR lenders as per LOA.

(v) Capital Work in Progress (Tangible) includes: Expenses pending capitalisation Rs. 1969.24 Lacs (Previous Year Rs. 1972.76 lacs) .

(vi) Adjustment includes impact of Exchange fluctuation on Foreign Currency Term loans as per Para 46 of AS-11 "The effect of changes in foreign exchange rates" and Term loan waiver income on a/c of Term loans of Catholic Syrian Bank transfer to Phoenix ARC Pvt Ltd.

(vi) The interest which has been capitalised in Tangible Assets is confirmity with AS - 16.

(Rs. in Lacs)

Description	Opening Balance (in CWIP Tangible)	Additions	Capitalised	Closing Balance
Interest Cost Fixed Assets	1887.47	198.42	252.33	1833.57
Salary & Wages	85.28	94.91	47.47	132.72
Freight	6.05	0.01	3.10	2.96
Total	**1978.81**	**293.34**	**302.91**	**1969.24**
Previous Year	**3256.49**	**299.80**	**1583.53**	**1972.76**

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
NOTE NO. VI		
NON-CURRENT ASSETS		
a) Non-Current investment: (Unquoted Investments)		
Trade Investments :		
- Investment in Equity shares of Subsidiries:		
i) Investment in Ind Swift Laboratories Inc, USA		
Common Stock(1204 Share , No par Value)	544.10	544.10
Share Application Money pending (1000 $)	0.44	0.44
ii) Investment in Meteoric Life Science Pte. Ltd. Singapore		
1000,000 Ordinary Share	367.88	367.88
iii) Investment in Ind Swift Middle East FZE, UAE		
Share Capital	441.68	441.68
- Investment in Equity shares of Associates:		
i) Investment in Fortune (India) Construction Ltd		
48,20,000 Equity Share of Rs.10/- each fully paid up.	482.00	482.00
Other Investments :		
- Investment in Equity shares of others:		
i) Investment in Essix Bioscience Limited		
12,35,000 Equity Share of Rs.10/- each fully paid up.)	767.50	767.50
ii) Investment in Nimbua Green Field (Punjab) Ltd		
1,40,625 Equity Share of Rs. 10/- each fully paid	14.06	14.06
(iii) Investment in Mohali green investment pvt ltd		
2,40,000 Equity Share of Rs. 10/- each fully paid	24.00	18.00
Advance Against Share Capital	0.00	2.00
Total	**2,641.66**	**2637.66**
NOTE NO. VII		
Deferred Tax:		
The Break Up of Deferred Tax Liabilities/(Assets)		
as at March 31, 2017 is as under:		
Deferred Tax Liabilties		
Timing Difference on account of :		
Depreciation	14433.97	14937.62
Total Deferred Tax Liability	14433.97	14937.62
Deferred Tax Assets		
Timing Difference on account of :		
Provision for Doubtful Debts/Gratuity/Bonus/EL Encashment/commission	350.15	884.68
Carried Forward Losses as per Income Tax Act	10064.27	9677.21
Funded Interest Term loan & Interest Accrued	8575.75	7284.30
Total Deferred Tax Assets	**18990.16**	**17846.19**
Deferred Tax Assets /(Liability) net	4556.20	2908.57
Deferred Tax Assets /(Liabilties) Charged to P&L A/c	1647.62	2427.51

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
NOTE NO-VIII		
LONG TERM LOANS & ADVANCES (Unsecured but Considered Good)		
(a) Security Deposits	167.89	166.35
(b) Capital Advances		
- Related Party (Fortune India Construction Ltd)	5253.09	5356.51
- Others	1430.60	1369.26
Total	**6851.58**	**6892.13**
NOTE NO-IX		
CURRENT ASSETS		
(a) INVENTORIES		
(As per inventories taken, valued & certified by the Management)		
Raw Materials	7633.11	5479.53
Work in Process	16897.29	21572.01
Finished Goods*	8423.04	7095.58
Goods-in-Transit (Raw material)	759.48	899.66
Stores & Consumables	642.84	554.95
Total	**34355.77**	**35601.73**
*Finished Goods includes Goods under consignment, Goods lying at port		
MODE OF VALUATION OF INVENTORY		
Inventories are valued as under:-		
Stores and spares are valued at cost.		
Closing stock of Raw material is valued at Cost		
Work in progress is valued at estimated cost basis or net realisable value which ever is less		
Finished goods are valued at cost or net realisable value whichever is less		
(b) Trade Receivables		
(Unsecured & Considered Good)		
Debts outstanding for a period exceeding six months from the date of booking sale		
- Unsecured Considered good	21651.97	22411.88
- Unsecured Considered doubtful	0.00	1853.04
Debts outstanding for a period less than six months from the date of booking sale		
Other Debtors	12430.49	13470.05
	34082.46	37734.97
Less: Provision for Doubtful Debts	0.00	1853.04
Total	**34082.46**	**35881.93**
(c) Cash and Cash equivalents		
Cash balance in hand	37.99	554.62
Bank balances with Scheduled Banks :		
Fixed Deposits With Banks*	1329.07	1521.02
Interest accrued but not due on Fixed Deposits	30.09	14.34
Current Accounts (FD Division)	23.85	52.90
Total	**1421.00**	**2142.88**

*Fixed Deposits With Banks include Margin monies against LC and margin monies againsts Public Deposits .

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
(d) Short-term loans and advances		
(a) Loans and advances (Unsecured but considered good)		
- Related Parties*	5941.86	6935.91
- Others Advances to Creditors	1596.10	1155.56
(b) Others		
- Mat Credit entitlement	6084.37	6304.59
- Cenvat/Vat Recoverable	1577.21	1270.20
- Advance Custom Duty Paid /Export Incentive Scheme	58.48	143.80
- Advance Tax/TDS	367.35	365.62
- Prepaid Expenses	54.78	54.71
- Advances recoverable in cash or in kind or value to be received	985.54	1027.59
Total	**16665.69**	**17257.99**
* Loans/advances represents advances to Related parties for Business purpose only.		

NOTE NO -X		
REVENUE FROM OPERATION		
Sale of Products		
- Domestic	24,055.94	21016.56
- Exports	45,004.65	44260.25
Trading of goods		
- Domestic	222.09	273.29
- Exports	88.37	315.64
Less:		
Excise Duty	1,880.80	1991.34
Total	**67,490.25**	**63874.40**
The company is dealing in the manufacturing and sales of various products and		
it is not possible to disclose seperately each product as per Schedule III.		

NOTE NO-XI		
OTHER INCOME		
Interest Income	92.15	71.09
Export Incentive & other Operating Income	1,677.45	1086.60
Other Non operating Income	301.89	260.77
Total	**2,071.50**	**1418.47**

NOTE NO-XII		
EXPENSES		
COST OF MATERIAL CONSUMED/SOLD		
Opening Stock	6,379.19	5529.00
Purchases	36,060.77	34604.07
	42,439.97	40133.07
Less:Closing Stock	8,392.60	6379.19
Total (A)	**34,047.37**	**33753.87**

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
NOTE NO-XIII		
INCREASE /DECREASE IN INVENTORY		
Opening Stock		
Work in Process	21,572.01	19274.85
Finished Goods	7,095.58	9483.81
	28,667.59	**28758.66**
Closing Stock		
Work in Process	16,897.29	21572.01
Finished Goods/Stock in Trade	8,423.04	7095.58
	25,320.33	28667.59
Total (B)	**(3,347.26)**	**(91.08)**
Total (A-B)	**37,394.63**	**33844.95**
NOTE NO-XIV		
EMPLOYEE BENEFITS EXPENSES		
Directors Remuneartion		
-- Salary & Allowances	407.67	407.63
-- Contribution to P.F.	0.65	0.65
Salary & Allowance	1,792.22	1634.45
Salary & Wages	4,408.75	3915.58
P.F. & Other Funds	242.29	210.31
Staff Welfare Expenses	72.92	80.78
Recruitment Expenses	6.39	6.95
Gratuity Premium	108.51	225.38
Training & Development Expenses	1.94	0.68
ESOP	123.67	0.00
Total	**7,164.99**	**6,482.41**

The Company has paid a sum of Rs. 407.67 Lacs to its executive directors towards the managerial remuneration which is same since 2012. However a sum of Rs. 371.67 lacs has been disallowed in terms of the limits prescribed under Section 196,197 and 198 read with Part II of Schedule V to the Companies Act, 2013 and permission granted by the central govt to the Company. The Company has however again approached the Central Government for approval of the remuneration paid to these executive directors for FY 2016-17. Pending outcome of the application filed with the Central Government, no adjustments have been made in the Financial Statements.

NOTE NO.-XV		
FINANCE COST		
Interest on Term Loans	3,731.94	5249.67
Interest on Working Capital	3,737.71	3825.51
Bank Charges & Others	1,554.87	1725.37
Forex Fluctuations-Expenses (gain)	(190.13)	(159.77)
Total	**8,834.40**	**10640.78**
NOTE NO -XVI		
DEPRECIATION & AMORTISATION EXPENSES		
Depreciation	8,825.61	8474.88
Total	**8,825.61**	**8474.88**

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
NOTE NO -XVII		
OTHER EXPENSES		
MANUFACTURING EXPENSES		
Job Work Charges	1,011.48	1237.40
Power, Fuel & Water Charges	2,599.51	2265.48
Stores & Spares	1,187.33	813.33
Repair & Maint. :		
-- Plant & Machinery	393.90	368.64
-- Buildings	365.96	175.25
-- Electrical	75.38	78.36
Excise Duty on Closing Finished Goods	(0.75)	2.41
Other Manufacturing Expenses	60.02	45.68
Total	**5,692.84**	**4986.56**
ADMINISTRATIVE & OTHER EXPENSES		
Travelling & Conveyance	300.24	179.19
Auditors Remuneration		
-- Audit Fees	7.50	7.50
-- Certification Fees	3.90	3.90
-- Out of Pocket Exp.	1.75	1.01
Office Rent	54.04	52.83
Rate fee & Taxes	59.44	95.94
Insurance Charges	146.68	137.97
Legal & Professional Charges	143.27	154.62
Printing & Stationary	109.51	81.91
Vehicle Running & Maint.	194.28	181.00
Telephone & Postage	49.44	69.52
Office Expenses	79.57	71.94
Charity & Donation	8.17	3.59
Listing Fees	9.89	4.15
Books & Periodicals	1.67	1.10
Meeting, Membership & Subscription Fees	8.14	4.13
Security Expenses	112.34	95.37
Repair & Maintenance-General	103.69	156.17
Other Expenses	59.05	73.74
Total	**1,452.58**	**1375.59**

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
SELLING & DISTRIBUTION EXPENSES		
Advertisement & Publicity	1.45	4.10
Business Promotion	132.62	88.10
Commission on Sales	2,170.13	2115.35
Packing Material	325.22	313.76
Rebate & Discount	0.40	16.94
Freight Outward	486.87	563.38
Insurance Charges	9.30	20.16
ECGC Premium	21.00	0.01
Other expenses	3.31	1.23
Total	**3,150.30**	**3123.02**
RESEARCH & DEVELOPMENT EXPENSES		
Salary & Wages (R&D)	733.98	645.53
Administration Expenses	1.47	0.00
Consumables , Chemicals & Regents	297.04	268.77
Technical Study & Consultancy & Product registration	19.22	42.24
Total	**1,051.71**	**956.54**
Loss on Sale of Fixed Assets	3.61	(172.06)
Provision for Doubtful Debts	774.31	1853.04
Total	**777.92**	**1680.98**
Grand Total-Note No XVII	**12,125.36**	**12,122.69**

NOTE NO. XVIII : CONTINGENT LIABILITIES NOT PROVIDED FOR:		
a. Letter of Credit against purchase of raw material:		
- Domestic	314.68	863.65
- Import	3633.35	5426.73
b. Bank Guarantees		
- Inland	48.31	39.25
- Foreign Currency	0.00	1686.68
c. Export obligation in respect of custom duty :	1232.84	447.81
d. Contingent Liabilities in respect of unassessed/ assessed	Unascertained	Unascertained
(Pending in Appeal) cases of Income Tax, Excise Duty,		
Sales Tax and Service Tax.		
e. Corporate guarantees given on behalf of (To the extent Utilized)		
Essix Biosciences Ltd	2247.08	2661.13
Halcyon Life Science Pvt Ltd	2625.29	2644.56

NOTE NO. XIX Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of advances) Rs 365.90 Lacs (Previous year Rs. 242.28 lacs)

NOTE NO. XX In the opinion of the Board, the Current Assets, Loans & Advances shown in the Balance Sheet have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

NOTE NO. XXI Other expenses under head administrative expenses includes Rs. 349876.00 (Previous Year Rs. 325000.00) paid to directors as sitting fee.

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
NOTE No. XXII : Earning per share is calculated as shown below:	**F.Y. 2016-17**	F.Y. 2015-16
Profit as per Profit & Loss Account	(397514751)	(588611095)
Profit available for Equity Shareholders	(397514751)	(588611095)
For Basic Earning		
No of weighted average equity shares	**42552916**	**40963195**
For Diluted Earning		
(No Dilution as PAT is negative)	0	0
No of weighted average of Diluted Equity Shares	**42552916**	**40963195**
Nominal Value of Equity Share	10.00	10.00
Earning Per Share (Rs.)		
Basic	(9.34)	(14.37)
Diluted	(9.34)	(14.37)

NOTE NO. XXIII In accordance with Accounting Standard 18, 'Related Party Disclosures', issued by the Institute of Chartered Accountants of India, the Company has compiled the following information :

a. **List of related parties and their relationship**

Subsidiary Companies	Ind Swift Laboratories Inc. USA Meteoric Life Science Pte Ltd. ,Singapore Ind-Swift Middle East FZE (UAE)
Associate Companies	Fortune(India) Constructions Ltd.
Key Management personnel/Directors	Sh. N.R. Munjal, VC cum MD Sh. Himanshu Jain, Jt. Managing Director Mr. Rishav Mehta, Executive Director Mr. N.K. Bansal, Chief Financial Officer Sh. S.R. Mehta ,Director Dr. V.R. Mehta ,Director Dr. G. Munjal,Director Sh. Pardeep Verma, GM-Corp. Affairs & CS
Others (Entities in which KMP or their relative is a Director; or KMP or their relative exercises control	Ind Swift Limited Essix Biosciences Limited Halcyon Life Sciences Pvt Ltd. Mansa Print & Publishers Limited Swift Fundamental Research & Education Society 3M Advertisers & Publishers Ltd. Punjab Renewable Energy Pvt Ltd. Mohali Green Environment Private Limited Saidpura Envirotech Private Limited Consummate Pharmaceuticals Private Limited Nimbua Green Field (Punjab) Limited Dashmesh Medicare Private Limited AKJ Portfolios Pvt. Ltd. NRM Portfolios Pvt. Ltd GM Portfolios Pvt. Ltd. VRM Portfolios Pvt Ltd. VKM Portfolios Pvt Ltd. SRM Portfolios Pvt Ltd. Integral Buildcon Private Limited Vibrant Agro Industries Limited BM Cosmed Pvt Ltd. Hakim Farayand Chemi Co.(Iran)

b. Related Party Transactions (Rs. in Lacs)

Particulars	Associates		Others (Entities in which KMP or their relative is a Director; or KMP or their relative exercises control		Subsidiary	
	2016-17	2015-16	2016-17	2015-16	2016-17	2015-16
Nature of Transactions						
1) Transactions during the year						
Purchase	-	-	4,905.60	3,853.76	-	-
Sales	-	-	2,795.18	1,006.77	3,526.78	2,214.20
Interest receivable	-	-	-	-	-	-
Expenses	43.93	0.89	1,459.28	1,564.95	3.33	-
Service taken/Capital Exp.	13.91	302.99	-	-	-	-
Income Recd.	-	-	-	-	136.15	-
Equity Contribution	-	-	-	1,807.73	-	-
Investment Purchased	-	-	-	-	-	-
Corporate Gurantee Given	-	-	4,872.37	5,305.69	-	-
(To the extent utilised)	-					
2) Outstanding						
Balances as on 31.03.17						
Share Capital	-	-	2,232.75	1,499.15	-	-
Investment	482.00	482.00	826.56	801.56	1,354.10	1,354.10
Loan & Advances Given	-	-	6,105.60	6,935.91	-	-
Loan & Advances Taken	-	-	-	-	-	-
Debtors	-	-	18,652.72	15,643.06	574.87	627.53
Creditors	-	-	-	-	-	-
Capital Advances	5,253.09	5,356.51	-	-	-	-

NOTE NO. XXIV Total amount of secured Term Loans installments payable during twelve months following 31.03.2017 are Rs. 24470.15 Lacs (Previous year Rs. 20724.87 Lacs)

NOTE NO. XXV The balance in the parties accounts whether in debit or credit are subject to confirmation, reconciliation and adjustment. The impact of the same on the accounts at the year end is unascertainable .

NOTE NO. XXVI In compliance with AS-15, during the year, company has provided Rs. 108.50 Lacs (Rs. 300.37 Lacs) as provision towards the Company Gratuity Policy maintained with LIC as per the valuation by the LIC.

NOTE NO. XXVII The company entered into Forward Exchange Contracts being derivative instruments, which are not intended for trading or speculative purposes, but for hedge purposes,to establish the amount of reporting currency required or available at the settlement date.

NOTE NO. XXVIII Company has not received intimation from supplier regarding the status under Micro, Small and Medium Enterprises Development Act 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with the interest paid/payable as required under the said Act have not been given.

NOTE NO. XXIX The outstanding dues of Micro small & medium enterprises have been determined to the extent such parties have been identified on the basis of information available with the company. The parties to whom the Company owes sum outstanding for more than 30 days as at the balance sheet date are:

(1)Ammonia Supply Co.(2) Time technoplast Ltd.

NOTE NO. XXX Detail of Auditor's Remuneration(i.e payment to Auditors)

Particulars	F.Y. 2016-17	F.Y. 2015-16
Audit Fees	750000	750000
Certification Fees	390000	390000
	1140000	**1140000**

NOTE NO. XXXI Loans & Advances include Rs. 8.27 lacs (P.Y 8.27 lacs) due from CFO. Maximum amount due during the year is Rs. 8.27 Lacs(P.Y. 8.27 Lacs) and Rs. 12.67 lacs (P.Y 12.67 lacs) due from Company Secretary. Maximum amount due during the year is Rs. 12.67 Lacs(P.Y. 14.94 Lacs)

NOTE NO. XXXII

SEGMENT REPORTING

The Company operates only in one business segment viz. Bulk Drugs & Pharmaceuticals. However the figures in Segment Reporting is based on geographical location of its customers.

(Rs. in Lacs)

	In India	Outside India	Total
REVENUE	22397 (19299)	45093 (44576)	67490 (63874)
RESULTS	7661 (7398)	13297 (15006)	20957 (22405)
Less: Financial Expenses			8834 (10641)
Less: Unallocated Expenses			19817 (21496)
Add: Operating Income			2071 (1418)
Add Extra Ordinary Item			- -
Less: Income Tax Provision			- -
Add: Mat Credit entitlement			- -
Add: Deferred Tax			1648 (2428)
Profit\(Loss) after Tax			(3975) (12274)
OTHER INFORMATION			
SEGMENT ASSETS	33150 (31526)	7784 (11248)	40934 (42774)
UNALLOCATED ASSETS			168353 (178247)
TOTAL ASSETS			209287 (221021)
SEGMENT LIABILITIES	5801 (8289)	3693 (4656)	9495 (12945)
UNALLOCATED LIABILITIES			199792 (208076)
TOTAL LIABILITIES			209287 (221021)
CAPITAL EXPENDITURE			(8986) (5246)
DEPRECIATION			8826 (8475)
NON CASH EXPENSES OTHER THAN DEPRECIATION			778 (1681)

NOTES:-

1 **Geographical Segments :**

The segment reporting is performed on the basis of the geographical location of customers.The management views the indian market and export markets as distinct geographical segments.

2 **Segment assets & liabilities :**

Segment assets consists of debtors , Long term loans & advances and the segment liabilities consists of creditors.

3 **The figures in brackets are in respect of previous year.**

NOTE NO. XXXIII (a) The company has not provided quantitive information under clause 2(5) in view of the exemption granted by central Government vide their notification no. 301 dated 08.02.2011.

(Rs. in Lacs)

		2016-17	% of Total	2015-16	% of Total
(b)	C.I.F. Value of Imports :-(Rs. in Lacs)				
(i)	For Raw Material	23112.31	63.55%	21456.84	60.98%
(ii)	For Capital Goods	NIL		NIL	
(c)	Expenditure in Foreign Currency :(Rs. in Lacs)				
	Interest	240.73		1394.06	
	Others	1159.08		1099.52	
	Total	**1399.81**		**2493.58**	
(d)	Earnings in Foreign Currency (Rs. in Lacs)				
	FOB Value of Goods	44958.39		43995.57	
	Other Income received	132.82		0.00	

NOTE NO. XXXIV Unpaid dividend as on 31.03.2017 is Rs.9.76 lacs (Previous year Rs . 9.76 lacs).

NOTE NO. XXXV Capital WIP includes expenses incurred on "Product Technology Development Expenditure" amounting to Rs. 263.14 Lacs (Previous Year Rs. 680.71 Lacs).

NOTE NO. XXXVI Expenditure on Research & Development

(Rs. in Lacs)

		2016-17	2015-16
a)	Addition in Tangible Assets -DB Unit	78.19	97.17
b)	Addition in Intangible Assets -DB Unit	330.00	204.26
c)	Addition in Fixed Assets - Mohali Unit	58.40	19.95
d)	Revenue R&D Expenditure-Mohali Unit	823.56	996.56
e)	Debited to Profit & Loss Account as per Annexure XIV(DB Unit)	1051.71	1184.43
f)	Depreciation	3798.30	3656.56

The Depreciation related to research & development is clubbed under respective head in profit & loss account.

NOTE NO. XXXVII Product Development and process forming part of the Capital Work in Progress consists of following Expenditure.

(Rs. in Lacs)

Particulars	Opening Balance	Additions During the Year	Trf. R&d Technology Internally Developed	Closing Balance
Raw Material, Consumbales, Lab Chemicals & Regents	235.82	395.77	529.97	101.62
Salary & Wages	208.14	294.91	404.49	98.56
Utility & Running/Maint Expenses	58.96	35.67	87.49	7.13
Analytical Fees & Study	3.48	10.91	6.35	8.04
Finance & Interest Charges	10.30	22.30	18.79	13.82
Patent Filling	6.26	1.52	6.41	1.37
Administrative Expenses	157.75	62.48	187.62	32.60
TOTAL	**680.71**	**823.56**	**1241.12**	**263.14**
PREVIOUS YEAR	**1849.07**	**1387.37**	**1829.89**	**1406.55**

The expenditure incurred has been capitalised and carried in Capital Work in Progress .The Management is of the view that it is in the nature of development expenditure and meets the capitalisation criteria set out in AS-26 on Intangible Assets issued by ICAI. The management is of the view that these products would be commercially viable & there is no reason to believe that there is any uncertainty that may lead to not securing registration for the products from regulating authorities in US and/or Europe.

NOTE NO. XXXVIII CORPORATE DEBT RESTRUCTURING STATUS

As confirmed by CDR Cell vide letter dates 01.03.2017 the account of the company stands exited from CDR system on account of failure of approved restructuring scheme.

NOTE NO. XXXIX Disclosure of Cash as required by MCA vide notification dated 30th March, 2017.

(Rs. in Lacs)

	SBNs (Old Notes)	Notes in other denomination	Total
Closing cash in hand as on 08.11.2016	51.31	18.40	69.70
(+) Permitted Receipts	0.00	28.38	28.38
(-) Permitted Payments	11.59	41.04	52.63
(-) Amount deposited in banks	39.72	0.00	39.72
Closing cash in hand as on 30.12.2016	**0.00**	**5.74**	**5.74**

NOTE NO. XL The insurance claim lodged with The United India Insurance company Ltd. In regards to fire occurred on the premises of M/s Dashmesh medicare Pvt. Ltd. on 30th April,2012 is still pending though the site has beeen released to M/s Dashmesh medicare pvt. Ltd. By punjab administration control. The losses could not be quantified as on 31st March, 2017.

NOTE NO. XLI On 08th Feb,2017 a fire incident occur at one of the plant in Derabassi unit of the company. The assessing of losses by Insurer of the company i.e. SBI General Insurance co Ltd. is under process.

The accounting adjustment of the same has not been made with respect of this as the company is unable to ascertain the exact loss on account of fire at this point of time.

However company does not consider this event anyway affecting the going concern assumption of the company.

NOTE NO. XLII Previous year figures have been regrouped, rearranged wherever considered necessary for comparison.

NOTE NO XLIII : SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

A. SIGNIFICANT ACCOUNTING POLICIES

1. SYSTEM OF ACCOUNTING

The financial statements of the company have been prepared to comply with all material aspects of the applicable Accounting Principles in India, the applicable Accounting Standards notified under section 211 (3C) and the other relevant provision of the Companies Act , 2013. The financial statements have been prepared under the historical cost convention and on the basis of going concern.

2. FIXED ASSETS & DEPRECIATION

a. COST OF FIXED ASSETS

All Fixed Assets are valued at cost/revalued cost net of cenvat credit wherever eligible. Cost includes all expenses and borrowing cost attributable to the project till the date of commercial production / ready to use.

b. DEPRECIATION /AMORTIZATION

Depreciation is provided on straight line method at the rates specified in schedule II of the Companies Act 2013 on pro rata basis and the assets having the value upto Rs. 5000 have been depreciated at the rate of 100%. Lease hold Land is amortized over the period of lease. The policy of company is to provide depreciation on the Buildings , Plant & Machinery and Other Fixed assets from the date of commercial production/ ready to use.

c. INTANGIBLE ASSETS (OTHER ASSETS)

Cost of product development for which the company becomes entitled to a Patent or DMF filed with regulatory authorities is recognized as other assets. The policy of company is to amortise such assets acquired upto 31-03-2008 on straight-line basis in five subsequent years and those acquired after 31.3.2008 and onwards in ten subsequent years from the year in which these are acquired.

3. BORROWING COSTS

Borrowing costs that are directly attributable to the acquisition, construction of qualifying assets have been capitalised as part of cost of assets. Other Borrowing costs are recognised as an expense in the period in which they are incurred.

4. INVENTORIES

Inventories are valued as under :

Stores & Spares are valued at cost.

Raw Materials are valued at cost on FIFO basis

Work in Process is valued at estimated cost basis or net realisable value whichever is less.

Finished Goods are valued at cost or net realisable value whichever is less and is inclusive of excise duty and all expenditure directly attributable to production.

5. RECOGNITION OF INCOME AND EXPENDITURE

Sales are recognised when goods are supplied and are recorded net of rebates and sales tax but inclusive of excise duty. Expenses are accounted for on accrual basis.

6. FOREIGN CURRENCY TRANSACTIONS

Transactions in foreign currencies are recorded at the exchange rates prevailing at the date of the transactions. The gain or loss arising from forward transactions have been recognised in the year in which the contract has been cancelled/ matured. Foreign currency denominated current assests & current liablities are translated at year end exchange rates. The resulting gain or loss is recognised in the Profit& Loss Account.

In translating the financial statement of representative foreign offices for incorporation in main financial statements, the monetary assets and liabilities are translated at the closing rates non monetary assets and liabilities are translated at exchange rates prevailing at the dates of the transactions and income and expenses items are converted at the yearly average rate.

7. COMMODITY EXCHANGE TRANSACTIONS

Commodity Exchange Transaction are recorded at the commodity exchange rate prevailing on the transaction date. Contracts remaining outstanding at the year end have been recorded as per year end rate and resultant profit and loss arising from outstanding contracts are recognised accordingly in the profit and loss account.

8. RETIREMENT BENEFITS

The retirement benefits of the employees include Gratuity ,Provident Fund & Leave Encashment . The gratuity is funded through the Group Gratuity Policy with Life Insurance Corporation of India and the contribution to the fund is based on actuarial valuation carried out yearly as at 31st March. Contribution to the provident fund is provided on accrual basis. The leave encashment is provided on the basis of employees entitlement in accordance with company's rules.

9. EMPLOYEES STOCK OPTION SCHEME

The accounting value of stock options representing the excess of the market price on the date of grant over the exercise price of the shares granted under "Employees Stock Option Scheme" of the Company, is amortised as "Deferred Employees Compensation" on a straight-line basis over the vesting period in accordance with the SEBI [Employee Stock Option Scheme and Employee Stock Purchase Scheme] Guidelines, 1999 and Guidance Note 18 " on Share Based Payments" issued by the ICAI.

10. CURRENT & DEFERRED TAX

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deffered tax resulting from "timing difference" between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. Deferred tax assets is recognised and carried forward only to the extent that there is a virtual certainty that the asset will be realised in future.

MAT Credit Entitlement is shown under the Current Assets in the Balance Sheet . The same will be charged to profit & loss account in coming years as per the provisions of Section 115JB of Income Tax Act, 1961.

11. PROVISION, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

A provision is recognized when there is a present obligation as a result of a past event, that probably requires an outflow of resources and a reliable estimate can be made to settle the amount of obligation. Provision is not discounted to its present value and is determined based on the last estimate required to settle the obligation at the year end. These are reviewed at each year end and adjusted to reflect the best current estimate. Contingent liabilities are not recognized but disclosed in the financial statements. Contingent assets are neither recognized nor disclosed in the financial statements.

12. GOVERNMENT SUBSIDY

The policy of company is to account for the Government Subsidy on actual receipt basis.

13. EXPORT INCENTIVES

a) Obligation / entitlements on account of Advance Licenses Scheme for import of raw materials are not accounted for but given by way of note.

b) Export incentives are treated as income on export under MEIS & other post export incentive schemes and the same is offset & treated as expenditure in the year of import/ utilization of license.

14 INVESTMENTS

Long Term Investments are being valued at cost

Current Investments are carried at lower of cost & fair value, determined on an individual investment basis.

15 IMPAIRMENT OF ASSETS

Management periodically assesses using external and internal sources where there is an indication that an asset may be impaired. An impairment occurs where the carrying value exceeds the present value of future cash flows expected to arise from the continuous use of the assets and its eventual disposal. The impairment loss to be accounted for is determined as the excess of the carrying amount over the higher of the asset's net sales price or present value.

16 TRADE RECEIVABLES

Sundry debtors more than three years at the end of Balance Sheet date will be written off from the books of accounts except those debtors pertaining to related parties and disputed debtors having matter pending under different Courts.

17 OTHER ACCOUNTING POLICIES

Accounting Policies not specifically referred to are in accordance with generally accepted accounting principles.

As per our separate report of even date

For JAIN & ASSOCIATES Chartered Accountants (Regd.No.001361N)	**N.R. Munjal** Vice Chairman Cum Managing Director DIN-00015096	**Himanshu Jain** Joint Managing Director DIN-00014533
S.C. Pathak Partner Membership No. 10194	**N.K. Bansal** Chief Financial Officer	**Pardeep Verma** GM-Corporate Affairs & Company Secretary

Date : 23.05.2017
Place : Chandigarh

Independent Auditors' Report on Consolidated Financial Statements

The Members,
Ind-Swift Laboratories Limited,
Chandigarh

Report on the Financial Statements

We have audited the accompanying Consolidated financial statements of M/s Ind-Swift Laboratories Limited (hereinafter referred to as "the Holding Company"), and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") its associates, comprising of the Consolidated Balance Sheet as at March 31, 2017, the Consolidated Statement of Profit & Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information(hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its Associates in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group and of its associates responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the 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 thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the Holding Company has an adequate internal financial controls system over financial reporting in place and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associates as at 31st March 2017, and their consolidated loss and their consolidated cash flows for the year ended on that date.

Emphasis of Matters

Without qualifying our opinion, we draw attention to the following matters in the Notes to the consolidated financial statements:

a) The Provisions of the Companies Act, 1956 (Further amended to Companies act 2013), where the company has got its fixed Deposit Scheme restructured vide order No. C.P 27/01/2013, dated 30.09.2013 of Company Law Board. The Company has been granted extension of time of repayment of those deposits. Few of the FD holders have however approached the courts for the repayment of their Fixed Deposits (Refer Note. No. IV of Consolidated Financial Statements).

b) Refer Note No. III of Consolidated Financial Statements in regard to Following:

- As on 31.03.2017 six Banks/ Financial Institutions have transferred their entire Loan Portfolio to their respective Assets Reconstruction Companies.
- During the year in pursuance of AS -9 " Revenue Recognition " issued by ICAI, the company has not provided impact in the books of accounts on account of waiver of liability resulting from the bilateral restructuring of loans of SIDBI and Mahindra & Mahindra services limited.
- During the year in pursuance of AS-10" Accounting for Fixed Assets" issued by ICAI, the company had adjusted the waiver of loan liability of Rs.2841.81 Lacs pertaining to Catholic Syrian Bank due to settlement of loan with Phoenix ARC Private Limited against its Fixed assets as the loan was taken earlier for the Purchase of Fixed Assets.
- As on 31.03.2017 three banks have declared the accounts of the company as NPA.

c) Regarding payment of Managerial Remuneration of Rs.407.67 Lacs for the financial year ended 31 march 2017, however a sum of Rs. 371.67 Lacs has been disallowed in terms of limits prescribed under section 196,197 & 198 read with Part II of Schedule V of Companies Act, 2013. Further the company has filled necessary application to Central Government which is pending approval as on date. Pending the ultimate outcome of the above said matter which is presently unascertainable, no adjustments have been recorded in the statement (Refer Note No. XIV of Consolidated Financial Statements).

d) During the year , a fire incidence had occurred in one of the plant in Derabassi unit of the company, However the loss assessment has not been completed yet, resultant no accounting impact of the same has not been provided in the books.(Refer Note no. XLIII to Consolidated Financial Statements).

e) During the year ,on account of failure of approved Restructuring Scheme , the account of Company stands exited from the CDR system as confirmed by CDR cell vide its letter dated 01.03.2017.(Refer Note XL to Consolidated Financial Statements.)

Other Matters

a) The financial statements / financial information of Ind Swift Laboratories Inc (100% Subsidiary) have been audited by other auditor whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

b) The financial statements / financial information of Meteoric Lifesciences Pte Ltd (100% Subsidiary) and Fortune (India) Constructions Ltd(Its Associates) are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries and associates, is based solely on such unaudited financial statements / financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements / financial information are not material to the Group.

c) The Company has not included Ind-Swift Middle East FZE (100% Subsidiary) for Consolidation of Accounts as the company is not yet in operations.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section143(3) of the Act, we report, to the extent applicable, that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

   (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

   (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2017 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and associate companies incorporated in India, none of the directors of the Group companies, its associate companies incorporated in India is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" ;and

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Consolidated Financial Statements disclose the impact of pending litigations on its financial position in its financial statements - Refer Note XVIII to the consolidated financial statements;

   ii. The Group and its associates did not have any material foreseeable losses on long-term contracts including derivative contracts

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies, associates companies.

   iv. The Company has provided requisite disclosures in its Consolidated Financial Statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November,2016 to 30th December,2016 and also they are in accordance with books of accounts maintained by the company. Refer Note XLI to the Consolidated Financial Statements.

For JAIN & ASSOCIATES
Chartered Accountants
(Regd No.:001361N)

S.C. Pathak
Partner
Membership No.: 010194

Place : Chandigarh
Date: 23.05.2017

"Annexure A" to the Independent Auditor's Report of even date on the Consolidated Financial Statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

To the Members of Ind-Swift Laboratories Limited

We have audited the internal financial controls over financial reporting of Ind-Swift Laboratories Limited ("the Company") as of March 31, 2017 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For JAIN & ASSOCIATES
Chartered Accountants
(Regd No.:001361N)

S.C. Pathak
Partner
Membership No.: 010194

Place : Chandigarh
Date: 23.05.2017

Consolidated Balance Sheet as at 31st March, 2017

(Rs. in Lacs)

Particulars	Note No.	As at 31.03.2017	As at 31.03.2016
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
a) Share Capital	I	4545.86	4168.22
b) Reserves & Surplus	II	45530.88	47574.29
(2) Non-current liabilities			
(a) Long-term borrowings	III	62502.65	74632.82
(3) Current Liabilities	IV		
(a) Short term Borrowings		53470.47	50365.69
(b) Trade Payables		10163.79	13243.38
(c) Other current liabilities		34054.80	31459.69
(d) Short term Provisions		2.53	12.32
		210270.97	**221456.40**
II. ASSETS			
Non-Current Assets			
(1) (a) Fixed Assets	**V**		
(i) Tangible Assets		81618.08	87969.48
(ii) Intangible Assets		19782.81	21597.16
(iii) Capital work in Progress (Tangible)		6147.92	6588.12
(iv) Capital work in Progress (Intangible)		878.51	1258.48
(v) Assets held for disposal		306.25	306.25
Net Block		**108733.57**	**117719.49**
(b) Non-Current investment	VI	1740.74	1763.17
(c) Defferred Tax Assets(Net)	VII	4556.20	2908.57
(d) Long-term loans & advances	VIII	6854.17	6895.54
(2) Current assets	IX		
(a) Inventories		34355.77	35601.73
(b) Trade receivables		35727.49	37244.62
(c) Cash and cash equivalents		1608.80	2257.75
(d) Short-term loans and advances		16942.18	17531.55
(e) Foreign Currency Translation		(247.95)	(466.04)
		210270.97	**221456.40**
Significant Accounting Policies	XLV		
The accompanying notes form an integral part of the consolidated financial statements.			

As per our separate report of even date

For JAIN & ASSOCIATES
Chartered Accountants
(Regd.No.001361N)

N.R. Munjal
Vice Chairman
Cum Managing Director
DIN-00015096

Himanshu Jain
Joint Managing Director
DIN-00014533

S.C. Pathak
Partner
Membership No. 10194

N.K. Bansal
Chief Financial Officer

Pardeep Verma
GM-Corporate Affairs &
Company Secretary

Date : 23.05.2017
Place : Chandigarh

Consolidated Statement of Profit & Loss for the year ended 31st March, 2017

(Rs. in Lacs)

Particulars	Note No.	Year ended 31.03.2017	Year ended 31.03.2016
Revenue from Operation	X	69741.70	65324.91
Other Income	XI	2071.50	1418.72
Total Revenue		**71,813.19**	**66743.63**
EXPENSES			
Cost of Materials Consumed	XII	35565.97	34625.52
Purchase of Stock In Trade		305.61	582.63
Change in Inventories of FG/WIP/Stock in trade	XIII	3347.26	91.08
Employee benefits expense	XIV	7376.89	6684.73
Financial Cost	XV	8836.57	10641.60
Depreciation & amortisation expenses	XVI	8825.61	8474.88
Other Expenses	XVII	12555.40	12440.91
TOTAL-B		**76813.32**	**73541.34**
Profit / (Loss) before exceptional & extraordinary items & Tax		**(5000.12)**	**(6797.71)**
Exceptional items			
Previous Year Loss /(Income)		(51.81)	(41.12)
Previous Year Expenses		585.72	116.29
Exceptional Item Loss (Profit)		0.00	1405.26
Profit /(Loss) before Tax		**(5534.04)**	**(8278.14)**
TAX EXPENSES:			
Provision for Income Tax		29.68	18.15
Deferred Tax Liability/(Assets)		(1647.62)	(2427.51)
Profit/ (Loss) for the period from continuing Operation		**(3916.09)**	**(5868.79)**
Earings per equity share:			
(1) Basic		(9.20)	(14.33)
(2) Diluted		(9.20)	(14.33)
Significant Accounting Policies	XLV		

The accompanying notes form an integral part of the Consolidated financial statements.

As per our separate report of even date

For JAIN & ASSOCIATES
Chartered Accountants
(Regd.No.001361N)

N.R. Munjal
Vice Chairman
Cum Managing Director
DIN-00015096

Himanshu Jain
Joint Managing Director
DIN-00014533

S.C. Pathak
Partner
Membership No. 10194

N.K. Bansal
Chief Financial Officer

Pardeep Verma
GM-Corporate Affairs &
Company Secretary

Date : 23.05.2017
Place : Chandigarh

Consolidated Cash Flow Statement for the year ended 31st March, 2017

(Rs. in Lacs)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and Extra-Ordinary Items	(5000.12)	(6797.71)
ADJUSTMENTS FOR:		
i) Depreciation	8825.61	8474.88
(ii) Exchange (profit)/loss	381.07	47.97
(iii) Emplyee stock option plan	395.74	-
(iv) Previous year items	(533.91)	(75.17)
(iv) Interest on term loans & FD	4183.62	5915.16
(v) Interest received	(92.15)	(71.09)
(vi) Provision for Doubtful Debts	774.31	1853.04
(vii) Loss on sale of fixed assets	3.61	(172.06)
(viii) Amortisation of Subsidy	(2.53)	(2.53)
(ix) Provision for interest on cc	2859.27	2659.46
OPERATING PROFIT BEFORE WORKING CAPITAL CHARGES	**11794.51**	**11831.94**
ADJUSTMENTS FOR:		
i) Trade & Other Receviables	395.14	(1814.92)
ii) Inventories	1245.96	(771.05)
iii) Loan & advances	630.75	(576.02)
iv) Current Liabilities	(4170.15)	(3145.81)
v) Working Capital Borrowing	(322.57)	2418.90
vi) Income taxes (Including Advance Tax/TDS)	0.00	(0.04)
	(2220.87)	**(3888.94)**
NET CASH FLOW FROM OPERATING ACTIVITIES	**9573.64**	**7943.01**
B. CASH FLOW FROM INVESTING ACTIVITIES		
i) Purchase of fixed Assets Tangible	(2020.08)	(2557.61)
ii) Purchase of fixed Assets Intangible	(1191.15)	(996.56)
iii) Sale of fixed assets	2.76	537.73
iv) (Purchase)/ Sale of Investments	22.44	(10.97)
v) Interest Received	92.15	71.09
NET CASH FROM INVESTING ACTIVITIES	**(3093.88)**	**(2956.32)**

Consolidated Cash Flow Statement (Contd.)

(Rs. in Lacs)

Particulars		Year ended 31.03.2017	Year ended 31.03.2016
C. CASH FLOW FROM FINANCING ACTIVITIES			
i) Repayment of Term Loans to Banks & Financial Institutions & FD		(6312.56)	(3739.05)
ii) Interest paid on Term Loans & FD		(629.17)	(1705.08)
(iii) Promoter's Contribution		0.00	651.73
(iv) ESOP contributions		51.92	0.00
NET CASH FLOW FROM FINANCING ACTIVITIES		**(6889.81)**	**(4792.40)**
NET INCREASE IN CASH OR CASH EQUIVALENTS		**(410.05)**	**194.30**
Opening Cash & Cash Equivalents		2257.75	1983.68
Closing Cash & Cash Equivalents		1608.80	2257.75
Add: Unrealised gain/(Loss) in Foreign Currency		218.09	(79.78)
Closing Balance of Cash & Cash Equivalent		1826.89	2177.97
Significant Accounting Policies	XLV		
The accompanying notes form an integral part of the Consolidated financial statements.			

As per our separate report of even date

For JAIN & ASSOCIATES
Chartered Accountants
(Regd.No.001361N)

N.R. Munjal
Vice Chairman
Cum Managing Director
DIN-00015096

Himanshu Jain
Joint Managing Director
DIN-00014533

S.C. Pathak
Partner
Membership No. 10194

N.K. Bansal
Chief Financial Officer

Pardeep Verma
GM-Corporate Affairs &
Company Secretary

Date : 23.05.2017
Place : Chandigarh

Notes Forming Part of Consolidated Financial Statements

(Rs. in Lacs)

	Particulars	As at 31.03.2017	As at 31.03.2016
Note No. I : SHARE CAPITAL			
a)	**Authorised**		
	Balance as per Last Balance Sheet:	6000.00	6000.00
	Addition during the year		
	Nil (Previous Year NIL) Equity share of Rs. 10/- Each		
	6,00,00,000 (Previous Year 6,00,00,000) Equity Shares of Rs.10/- Each	**6000.00**	**6,000.00**
b)	**Issued, Subscribed & Paid Up**		
	Balance as per Last Balance Sheet:	4096.32	4,096.32
	Addition during the year		
	37,76,426 (P.Y. Nil) Equity share of Rs. 10.00 each	377.64	0.00
	4,47,39,621 (Previous Year 4,09,63,195) Equity Shares	**4473.96**	**4,096.32**
	of Rs.10/-each fully called up and paid up.		
c)	**Share Forfieted**		
	Share Warrants Forfieted Account	63.23	63.23
	Equity Share Forfieted Account(175900 shares in the year 2002-03)	8.67	8.67
		71.90	**71.90**
		4545.86	**4168.22**
d)	**List of Shareholders holding more than 5 % shares**		
	Name	**No. of shares**	**No. of shares**
	Ind Swift Ltd	9499720 (21.23%)	9499720 (23.19%)
	Essix Bioscience Ltd	5491801(12.28%)	5491801(13.41%)
e)	**During the year company has alloted 5,19,260 shares against ESOPs to Employees and also has alloted 3257166 shares as preferential allotment to promotors under CDR scheme having face value of Rs.10 at a premium of Rs.45.50 per share**		
	ESOP Details 2016-17		
	No. of options outstanding at the beginning of the year	16,00,000	
	No. of options exercised during the year	5,19,260	
	No. of Shares allotted during the year pursuant to exercise of options	5,19,260	
	Exercise Price	Rs. 10.00	
	Intrinsic Value	Rs. 38.58	
	No. of options lapsed during the year	Nil	
	No. of options outstanding at the end of the year	10,80,740	
NOTE NO. II : RESERVES & SURPLUS			
(a)	**Capital Reserves :**		
	State Subsidy on DG Set & QC Subsidy		
	Opening Balances:-	32.61	35.14
	Additions	0.00	-
	Less:- Amortisation during the year	2.53	2.53
		30.08	**32.61**
(b)	Capital Redemption Reserve	0.02	0.02
(c)	Employee Stock Option Outstanding	247.34	-
(d)	Securities Premium		
	Opening Balance	21422.59	21,422.59
	Additon during the year	1630.42	0.00
		23053.01	**21,422.59**

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
(e) Revaluation Reserve		
Opening balance	28412.75	31,881.15
Addition (decrease) during the year	0.00	(1,878.06)
Less:Depreciation charges on revalued assets trf to Gerneral reserve	1584.25	1,590.35
	26828.50	**28,412.75**
(f) General Reserve		
As per Last Balance Sheet	6453.25	4,862.91
Add: Trf from ESOP	0.00	-
Add: Dep on revaluaed assets Deducted from Revaluation Reserves	1584.25	1,590.35
	8037.50	**6,453.25**
(g) Surplus in closing statement of Profit & Loss Account		
As per Last Balance Sheet	(8760.97)	(2,916.07)
Add: Loss for the year closing	(3904.59)	(5,830.86)
Closing	(12665.56)	(8,746.93)
	45,530.88	**47,574.29**

NOTE NO. III :

(A) LONG-TERM BORROWINGS		
Secured Loans		
(a) Term Loans		
From Banks	54029.37	62,235.20
From other parties	2780.73	4,449.24
(B) UNSECURED LOANS:-		
(i) Fixed Deposits	5692.55	7,948.38
	62,502.65	**74,632.82**

(a) Maturity profile of term Loans:- (Rs. in Lacs)

Secured loan from Banks /ARC outstanding as on 31.03.2017

Particulars	Amount (In Lacs)	Installment Due F.Y 2017-18	After F.Y 2017-18	Rate of Interest
ECB	3241.89	1080.64	2161.25	4.86%
FITL	1765.47	296.96	1468.52	10.00%
TERM LOANS	958.32	130.68	827.64	9.95%
ARC	2656.68	307.62	2349.06	9.00%
ECB	10559.43	6630.27	3929.16	4.42%
ECB	12821.91	10067.56	2754.34	4.52%
TERM LOAN	1875.00	450.00	1425.00	11.50%
TERM LOAN	10768.45	2179.49	8951.04	10.45%
FITL	6195.83	1452.51	4743.32	9.70%
TERM LOAN	285.75	198.99	86.76	5.00%
TERM LOAN	936.96	796.01	140.95	13.00%
TERM LOAN	8.02	4.42	0.00	15.00%
TERM LOAN	1550.00	875.00	0.00	14.25%
TOTAL	**53623.71**	**24470.14**	**28837.04**	

The balance confirmation for DEG Kfin Banken Group (DEG Loan), Bank of Baroda, Canara Bank, SBI, SBOP (Now SBI) are unavailable, in the absence of same provisional interest is being booked for the year ended 31st March 2017.

The company has charged total interest amounting to Rs. 3030.55. Lakhs in the books of the company on provisional basis for the year ending 31.03.2017.

(b) Detail of Loans transferred from Banks to Asset Reconstruction Companies/ Financial institutions

Name of the Bank	Name of ARC/ Financial Institution	Date of Transfer to ARC	Amount in Lacs (As per Assignment agreement)
State Bank Of Travancore	Edelweiss ARC Limited	31.03.2015	2500.00
Central Bank of India	Edelweiss ARC Limited	30.03.2016	3250.00
ICICI Bank	Nouam Financial Consultants Pvt Ltd	29.06.2015	215.00
Allahabad Bank	Edelweiss ARC Limited	31.12.2015	1265.00
State Bank Of Hyderabad	Asset Reconstruction Company (India) Limited	31.03.2016	2033.00
IFCI	Edelweiss ARC Limited	23.03.2016	1533.00
EXIM Bank	Edelweiss ARC Limited	30.09.2016	2920.00

The above figures have been obtained as per assignment agreement between Banks & respective ARC's, pending the execution of formal agreement between ARC's & the company, the difference between outstanding as per our books and the amount as per assignment agreement is yet to be ascertained.

In the absence of any formal execution of Balance confirmation agreement with Asset reconstruction companies, the company has considered them as Non current liability and no interest has been booked. on the outstanding balance.

The same is not being included in the calculation of maturity profile

1. Loans from Mahindra & Mahindra Financial Services Ltd and SIDBI has been bilaterally restructured but no impact regarding waiver of liability and its concequent impact on profit & loss has been taken in books of accounts in view of AS-9 "Revenue Recognisation"
2. The company have entered into a formal agreement with Phenix ARC Pvt Ltd during the current Year vide which the loan of Catholic Syrin Bank Ltd amounting to Rs.5638.42 lacs (Principal :Rs. 5381.82 & Interest : Rs. 256.50) obtain for purchase of Fixed assets for the company has been settled at Rs. 2796.50 Lacs . As the loan has been adjusted for the waiver in case of Rs. 2841.81 lacs with Fixed assetsas per AS-10 "Accounting for Fixed Assets"
3. Loan from TDB has been recasted and repayable in twenty installment

Note:-

A) Bank borrowings for working capital Rs.495.32 crores (P.Y. Rs. 469.52Crores) from S.B.I., Bank of India, S.B.O.P., I.D.B.I., S.I.D.B.I. are secured by :-

(1) a first ranking pari passu charge over the entire current assets on the borrower in favour of " Security trustee 2 " for the benefit of the respective lenders and

(2) a second ranking pari passu charge over the entire fixed assets (both present and future) of the borrower by way of an equitable mortgage, in favour of " Security trustee 1 " for the benefit of the respective lenders and

(3) unconditional and irrevocable on demand personal guarantee from each promoter to the extent of their respective net worth in the form acceptable to the lenders and the security Trustee 1 in the favour of the " Security Trustee 1" for benefit of the respective lenders and

(4) unconditional and irrevocable on the demand corporate guarantee from each of the affiliate companies in the form acceptable to the lenders and the "Security Trustee 1" in the favour of the "Security Trustee 1" for the benefit of the respective lenders and

(5) Pledge of Promoters Group Shareholding in the borrower (48.18% of the fully diluted equity share capital of the borrower as on the effective date), free of all encumbrances, (7.28% additional shares acquired by the promoters on infusion of equity in the Borrower, under the CDR are yet to be pledged) in the favour of the "Security Trustee 1" and Security Trustee 2" for the benefit of all respective lenders.

B) (i) Term Loan Rs. 496.72 crores (P.Y. 540.09 crores) from State Bank of India including State Bank of Indore (as now merged with SBI) , Edelweiss ARC Ltd. (Central Bank of India, State Bank of Travancore & Allahabad Bank), State Bank of Patiala, Bank of India (including ECB), Canara Bank, Bank of India, Phoenix ARC Private Limited (Catholic Syrian Bank), Edelweiss ARC Ltd.(Export Import Bank of India, IDBI Bank, Nouam Financial Consultants Private Ltd. (ICICI Bank Limited), Asset Reconstruction Company (India) Ltd. (State Bank of Hyderabad), SIDBI FITL are secured by :-

(1) a first ranking pari passu charge over the entire fixed assets (both present and future) of the borrower by way of an equitable mortgage, in favour of " Security trustee 1 " for the benefit of the respective lenders and

(2) a second ranking pari passu charge over the entire current assets on the borrower in favour of " Security trustee 2 " for the benefit of the respective lenders and

(3) unconditional and irrevocable on demand personal guarantee from each promoter to the extent of their respective net worth in the form acceptable to the lenders and the security Trustee 1 in the favour of the " Security Trustee 1" for benefit of the respective lenders and

(4) unconditional and irrevocable on the demand corporate guarantee from each of the affiliate companies in the form acceptable to the lenders and the "Security Trustee 1" in the favour of the "Security Trustee 1" for the benefit of the respective lenders and

(5) Pledge of Promoters Group Shareholding in the borrower (48.18% of the fully diluted equity share capital of the borrower as on the effective date), free of all encumbrances, (7.28% additional shares acquired by the promoters on infusion of equity in the Borrower, under the CDR are yet to be pledged) in the favour of the "Security Trustee 1" and Security Trustee 2" for the benefit of all respective lenders.

(ii) ECB Rs. 233.81 crores (P.Y. 240.69 Crores) from Bank of Baroda and DEG. Rupee term loan from Edelweiss ARC Ltd.(IFCI) Rs. 15.94 crores (P.Y. Rs. 15.94 crores), L&T Rs. 9.37 crores (P.Y.16.54 crores), M&M Rs. 15.50 (P.Y. 24.50) are secured by first ranking pari passu equitable charge on the moveable and immovable properties admeasuring 68 bighas & 13 biswas situated at village Behra & village Bhagwanpura Plot No E-5, Industrial Focal Point, Phase II , Mohali in the state of Punjab together with all buildings & structures, Plant & Machinery thereon and personal guarantees of promoter directors.

(iii) Other term loan & advances Rs. 2.94 crores (P.Y. 3.45 crores) includes ICICI Home Loan in the name of Mr. N.R.Munjal, which is secured against the office premises in Mumbai and another Term loan from Technology Development Board is secured by way of charges on movable fixed assets & personal guarantee of Shri N.R.Munjal.

Exim Bank & ICICI Bank assigned their Loan to Edelweiss ARC Ltd. & Nouam Financial Consultants Pvt. Ltd. respectively, however these assignments of Loan is not registered with MCA yet.

(C) Default of Loans :- (Rs. in Lacs)

Name	Amount	Period of Default	Remarks
Financial Institution			
1. DEG Bank	4652.18	More than 2 years	-
2. IFCI			Entire Loan Portfolio tansferred to ARC. Hence period of default NA
Banks			
3. State Bank of India	3475.64	More than 3 years	NPA
4. Canara Bank	1070.41	More than 3 years	Declared NPA
5. Central Bank of India			Entire Loan Portfolio tansferred to ARC. Hence period and amount of default unascertained
6. State Bank of Patiala	976.02	9 months	Declared NPA During the year 2016-17
7. EXIM Bank			Entire Loan Portfolio tansferred to ARC. Hence period and amount of default unascertained
8. State Bank of Hyderabad			Entire Loan Portfolio tansferred to ARC. Hence period and amount of default unascertained
9. Bank Of Baroda	11354.09	2 years	-
10. Allahabad Bank			Entire Loan Portfolio tansferred to ARC. Hence period and amount of default unascertained
11. State Bank Of Travancore			Entire Loan Portfolio tansferred to ARC. Hence period and amount of default unascertained

(D) Details of Banks/Financial institution who have declared the accounts of the company as NPA.

Name of the Bank	Date of NPA
State Bank Of India	30.11.2012
Canara Bank	31.12.2014
State Bank Of Patiala	23.12.2016

*In the absence of balance confirmation, Company is charging interest on provisional basis on NPA accounts.

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
NOTE NO -IV		
CURRENT LIABLITIES		
a) Short term Borrowings		
Secured		
(i) Borrowings for working capital	49531.96	46951.56
Unsecured		
(i) Fixed Deposits	2092.78	1507.69
(ii) Interest accrued on FD Short Term	249.08	23.85
(iii) Others	1596.65	1882.59
Total	**53470.47**	**50365.69**

i) Loan from SIDBI has been bilaterally restructured, but no impact have been taken in books of accounts in view of AS-9 issued by ICAI.

FIXED DEPOSITS RESTRUCTURING

Under the provisions of the Companies Act, 2013, the Company has got its Fixed Deposit Scheme restructured vide its order No. C.P 27/01/2013, Dated 30.09.2013 through Hon'ble Company Law Board. The Company has been granted extension of time in repayment of these deposits.

Few of the FD holders have however approached the courts for the repayment of their Fixed Deposits and the matter is still pending in the courts as on 31.03.2017

b) Trade Payable:		
(i) Total outstanding dues to Micro small & medium enterprises		
Under MSMED Act, 2006	82.55	73.71
(ii) Outstanding dues of Creditors other than	10081.23	13169.67
small scale industrial undertakings		
Total	**10,163.79**	**13243.38**
c) Other Current Liabilities:		
(i) Advances from Customers	362.86	1690.89
(ii) Statutory Liabilities	182.94	190.96
(iii) Expenses Payable	1680.39	1445.21
(iv) Application Money received for allotment & due for refund	0.00	1807.73
(v) Current Maturity of Term Loan From Banks/financial institution	24470.14	20724.87
(vi) Interest accrued on term loans from banks/financial institution	7358.45	5600.02
Total	**34,054.80**	**31459.69**
i) Statutory Liablities include TDS/TCS payable, GTA payable, ESI Payable,		
PF payable, Labour welfare Payable, Excise duty/Sales Tax/ Service Tax payable		
ii) Expenses payable include Salary, Wages, Bonus, EL, Audit Fees,		
Electricity Exp payable		
d) Short Term Provisions :		
(i) Income Tax	2.53	12.32
Total	**2.53**	**12.32**

NOTE No. V : FIXED ASSETS AS ON 31.03.2017 (Rs. in Lacs)

PARTICULARS	GROSS BLOCK					DEPRECIATION / AMORTISATION				NET BLOCK	
	AS ON	ADDITION/	REVALUATION	SALE/TRANSFER	AS ON	AS ON	DURING THE	PERIOD	AS ON	AS ON	AS ON
	01.04.2016	ADJUSTMENT			31.03.17	01.04.16		WRITTEN BACK	31.03.17	31.03.17	31.03.2016
TANGIBLE ASSETS											
LAND FREE HOLD	6259.70	117.05	0.00	0.00	6376.75	18.67	0.00	0.00	0.00	6376.75	6259.70
LAND LEASE HOLD	171.89	0.00	0.00	0.00	171.89	18.67	1.77	0.00	20.43	151.46	153.23
FACTORY BUILDINGS	21473.13	(141.16)	0.00	0.00	21331.97	3664.16	692.53	0.00	4356.68	16975.29	17808.98
OFFICE BUILDINGS	668.81	0.00	0.00	0.00	668.81	100.22	10.55	0.00	110.77	558.04	568.59
FLATS	1458.10	(0.00)	0.00	0.00	1458.10	142.11	23.02	0.00	165.14	1292.97	1315.99
R&D BUILDINGS	2376.88	14.59	0.00	0.00	2391.47	544.96	75.51	0.00	620.47	1771.00	1831.92
BUILDING - PILOT PLANT	170.22	0.00	0.00	0.00	170.22	59.00	5.27	0.00	64.27	105.94	111.22
PLANT&MACHINERY	72842.87	(1124.05)	0.00	0.00	71718.82	20957.65	3369.24	0.00	24326.89	47391.92	51885.22
R&D MACHINERY	6366.25	107.50	0.00	0.00	6473.75	2549.83	285.10	0.00	2834.93	3638.82	3816.42
PLANT & MACHINERY - PILOT PLANT	392.34	0.00	0.00	0.00	392.34	210.21	17.11	0.00	227.32	165.02	182.13
ELECTRIC INSTALLATIONS	6030.74	19.42	0.00	0.00	6050.16	2463.53	785.73	0.00	3249.25	2800.91	3567.21
ELECTRIC INSTALLATIONS - PILOT PLANT	2.44	0.00	0.00	0.00	2.44	2.32	0.00	0.00	2.32	0.12	0.12
FURNITURE & FIXTURES	459.62	20.76	0.00	0.00	480.38	320.25	41.98	0.00	362.23	118.15	139.37
OFFICE EQUIPMENTS	294.18	10.38	0.00	0.00	304.56	240.44	24.14	0.00	264.57	39.98	53.75
COMPUTER & PERIPHERALS	118.31	52.76	0.00	0.00	171.07	58.65	40.01	0.00	98.66	72.40	59.66
VEHICLES	1061.66	17.86	0.00	30.62	1048.90	845.68	68.18	(24.25)	889.61	159.29	215.98
TOTAL (A)	**120147.14**	**(904.89)**	**0.00**	**30.62**	**119211.62**	**32177.65**	**5440.14**	**(24.25)**	**37593.55**	**81618.08**	**87969.48**
INTANGIBLE ASSETS			0.00								
R&D TECHNOLOGY	21575.98	1571.12	0.00	3385.47	19761.63	0.00	3385.47	(3385.47)	0.00	19761.63	21575.98
GOODWILL	21.18	0.00	0.00	21.18	0.00	0.00	0.00	0.00	21.18	21.18	21.18
TOTAL(B)	**21597.16**	**1571.12**	**0.00**	**3406.66**	**19761.63**	**0.00**	**3385.47**	**(3385.47)**	**21.18**	**19782.81**	**21597.16**
TOTAL(A+B)	**141744.30**	**666.23**	**0.00**	**3437.27**	**138973.25**	**32177.65**	**8825.61**	**(3409.72)**	**37614.73**	**101400.89**	**109566.64**
PREVIOUS YEAR	**140199.15**	**8918.97**	**(1878.06)**	**5495.77**	**141723.11**	**28739.87**	**8474.88**	**5037.09**	**32177.65**	**109545.46**	**111438.10**

*Figures has been shown as net figure instead of previously disclosed as gross figures.

i) Previously Company has revalued its assets comprising of Land, Plant & Machinery of Derabassi Unit and Jammu plant by the approved External valuer to reflect the market value and accordingly the appreciation amounting to Rs.10138.73, Rs. 14330.37 & Rs. 14231.00 lacs (excluding land and Plant and machinery of Jammu) respectively have been credited to Capital Reserve Account (Re-valuation Reserve A/c) as on 31.03.2007, 08.06.2011 & 30.06.2012

ii) Depreciation on revalued assets amounting to Rs. 1584.35 Lacs (P.Y. Rs. 1590.35) has been provided during the year from the Profit and Loss Account as per the Schedule II of Companies Act 2013& the same is transferred from Revaluation Reserve to General Reserves.

iii) Office Buildings includes Mumbai Office Buildings Rs. 330.68 Lacs which was purchased in the name of the Managing Director of the Company out of which one building amounting to Rs. 41.46 Lacs is mortgaged with ICICI Bank Ltd. The Company has entered into an "agreement to sell" and has taken GPA from the Managing Director. The property is yet to be registered in the name of Company.

iv) Freehold land includes Rs.13.79 crores and Flats Rs. 14.58 Crore for which agreement to sell and GPA in favour of the company has been executed and the same have been put to use. The Freehold Land & Flats are yet to be registered /transferred in the name of the Company. The said property is mortgaged with SBI on behalf of all the CDR lenders as per LOA.

(v) Capital Work in Progress (Tangible) includes:

Expenses pending capitalisation Rs. 1969.24 Lacs (Previous Year Rs. 1972.76 lacs).

(vi) Adjustment includes impact of Exchange fluctuation on Foreign Currency Term loans as per Para 46 of AS-11 "The effect of changes in foreign exchange rates" and Term loan waiver income on a/c of Term loans of Catholic Syrian Bank transfer to Phoenix ARC Pvt Ltd.

(vi) The interest which has been capitalised in Tangible Assets is confirmity with AS - 16.

(Rs. in Lacs)

Description	Opening Balance (in CWIP Tangible)	Additions	Capitalised	Closing Balance
Interest Cost Fixed Assets	1887.47	198.42	252.33	1833.57
Salary & Wages	85.28	94.91	47.47	132.72
Freight	6.05	0.01	3.10	2.96
Total	**1978.81**	**293.34**	**302.91**	**1969.24**
Previous Year	**3256.49**	**299.80**	**1583.53**	**1972.76**

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
NOTE NO. VI		
NON-CURRENT ASSETS		
a) Non-Current investment: (Unquoted Investments)		
Trade Investments :		
- Investment in Equity shares of Subsidiries:		
i) Investment in Ind Swift Middle East FZE,UAE		
Share Capital	441.68	441.68
- Investment in Equity shares of Associates:		
i) Investment in Fortune (India) Construction Ltd		
48,20,000 Equity Share of Rs.10/- each fully paid up.	493.50	519.93
Other Investments :		
- Investment in Equity shares of others:		
i) Investment in Essix Bioscience Limited		
12,35,000 Equity Share of Rs.10/- each fully paid up.)	767.50	767.50
ii) Investment in Nimbua Green Field (Punjab) Ltd		
1,40,625 Equity Share of Rs. 10/- each fully paid	14.06	14.06
(iii) Investment in Mohali green investment pvt ltd		
2,40,000 Equity Share of Rs. 10/- each fully paid	24.00	18.00
Advance Against Share Capital	0.00	2.00
Total	**1,740.74**	**1763.17**

NOTE NO. VII		
Deferred Tax:		
The Break Up of Deferred Tax Liabilities/(Assets)		
as at March 31, 2017 is as under:		
Deferred Tax Liabilties		
Timing Difference on account of :		
Depreciation	14433.97	14937.62
Total Deferred Tax Liability	**14433.97**	**14937.62**
Deferred Tax Assets		
Timing Difference on account of :		
Provision for Doubtful Debts/Gratuity/Bonus/EL Encashment/commission	350.15	884.68
Carried Forward Losses as per Income Tax Act	10064.27	9677.21
Funded Interest Term loan & Interest Accrued	8575.75	7284.30
Total Deferred Tax Assets	**18990.16**	**17846.19**
Deferred Tax Assets /(Liability) net	4556.20	2908.57
Deferred Tax Assets /(Liabilties) Charged to P&L A/c	1647.62	2427.51

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
NOTE NO-VIII		
LONG TERM LOANS & ADVANCES (Unsecured but Considered Good)		
(a) Security Deposits	170.48	169.76
(b) Capital Advances		
- Related Party(Fortune India Construction Ltd)	5253.09	5356.51
- Others	1430.60	1369.26
Total	**6854.17**	**6895.54**
NOTE NO-IX		
CURRENT ASSETS		
(a) Inventories		
(As per inventories taken, valued & certified by the Management)		
Raw Materials	7633.11	5479.53
Work in Process	16897.29	21572.01
Finished Goods*	8423.04	7095.58
Goods-in-Transit (Raw material)	759.48	899.66
Stores & Consumables	642.84	554.95
Total	**34355.77**	**35601.73**
*Finished Goods includes Goods under consignment, Goods lying at port		
MODE OF VALUATION OF INVENTORY		
Inventories are valued as under:-		
Stores and spares are valued at cost.		
Closing stock of Raw material is valued at Cost		
Work in progress is valued at estimated cost basis or net realisable value which ever is less		
Finished goods are valued at cost or net realisable value whichever is less		
b) Trade Receivables		
(Unsecured & Considered Good)		
Debts outstanding for a period exceeding six months from the date of booking sale		
- Unsecured Considered good	21651.97	22411.88
- Unsecured Considered doubtful	0.00	1853.04
Debts outstanding for a period less than six months from the date of booking sale		
Other Debtors	14075.52	14832.74
	35727.49	39097.66
Less: Provision for Doubtful Debts	0.00	1853.04
Total	**35727.49**	**37244.62**
(c) Cash and Cash equivalents		
Cash balance in hand	225.79	669.49
Bank balances with Scheduled Banks :		
Fixed Deposits With Banks*	1329.07	1521.02
Interest accrued but not due on Fixed Deposits	30.09	14.34
Current Accounts (FD Division)	23.85	52.90
Total	**1608.80**	**2257.75**
*Fixed Deposits With Banks include Margin monies against LC and margin monies againsts Public Deposits .		

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
(d) Short-term loans and advances		
(a) Loans and advances (Unsecured but considered good)		
- Related Parties*	5941.86	6935.91
- Others Advances to Creditors	1872.59	1429.13
(b) Others		
- Mat Credit entitlement	6084.37	6304.59
- Cenvat/Vat Recoverable	1577.21	1270.20
- Advance Custom Duty Paid /Export Incentive Scheme	58.48	143.80
- Advance Tax/TDS	367.35	365.62
- Prepaid Expenses	54.78	54.71
- Advances recoverable in cash or in kind or value to be received	985.54	1027.59
Total	**16942.18**	**17531.55**
* Loans/advances represents advances to Related parties for Business purpose only.		

NOTE NO.-X		
REVENUE FROM OPERATION		
Sale of Products		
- Domestic	22,457.05	21016.56
- Exports	48,854.99	45710.76
Trading of goods		
- Domestic	222.09	273.29
- Exports	88.37	315.64
Less: Excise Duty	1,880.80	1991.34
Total	**69,741.70**	**65324.91**
The company is dealing in the manufacturing and sales of various products and		
it is not possible to disclose seperately each product as per Schedule III.		

NOTE NO-XI		
OTHER INCOME		
Interest Income	92.15	71.09
Export Incentive & other Operating Income	1,677.45	1086.60
Other Non operating Income	301.89	261.03
Total	**2,071.50**	**1418.72**

NOTE NO-XII		
EXPENSES		
COST OF MATERIAL CONSUMED/SOLD		
Opening Stock	6,379.19	5529.00
Purchases	37,579.37	35475.72
	43,958.57	41004.72
Less:Closing Stock	8,392.60	6379.19
Total (A)	**35,565.97**	**34625.52**

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
NOTE NO-XIII		
INCREASE /DECREASE IN INVENTORY		
Opening Stock		
Work in Process	21,572.01	19274.85
Finished Goods	7,095.58	9483.81
	28,667.59	28758.66
Closing Stock		
Work in Process	16,897.29	21572.01
Finished Goods/Stock in Trade	8,423.04	7095.58
	25,320.33	28667.59
Total (B)	**(3,347.26)**	**(91.08)**
Total (A-B)	**38,913.23**	**34716.60**

Note No-XIV		
EMPLOYEE BENEFITS EXPENSES		
Directors Remuneartion		
-- Salary & Allowances	407.67	407.63
-- Contribution to P.F.	0.65	0.65
Salary & Allowance	1,999.75	1836.77
Salary & Wages	4,408.75	3915.58
P.F. & Other Funds	242.29	210.31
Staff Welfare Expenses	72.92	80.78
Recruitment Expenses	6.39	6.95
Gratuity Premium	108.51	225.38
Training & Development Expenses	6.31	0.68
ESOP	123.67	0.00
Total	**7,376.89**	**6,684.73**

The Company has paid a sum of Rs. 407.67 Lacs to its executive directors towards the managerial remuneration which is same since 2012. However a sum of Rs. 371.67 Lacs has been disallowed in terms of the limits prescribed under Section 196,197 and 198 read with Part II of Schedule V to the Companies Act, 2013 and permission granted by the central govt to the Company. The Company has however again approached the Central Government for approval of the remuneration paid to these executive directors for FY 2016-17. Pending outcome of the application filed with the Central Government, no adjustments have been made in the Financial Statements.

NOTE NO.-XV		
FINANCE COST		
Interest on Term Loans	3,731.94	5249.67
Interest on Working Capital	3,737.71	3825.51
Bank Charges & Others	1,557.05	1726.19
Forex Fluctuations-Expenses (gain)	(190.13)	(159.77)
Total	**8,836.57**	**10641.60**

NOTE NO -XVI		
DEPRECIATION & AMORTISATION EXPENSES		
Depreciation	8,825.61	8474.88
Total	**8,825.61**	**8474.88**

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
NOTE NO-XVII		
OTHER EXPENSES		
MANUFACTURING EXPENSES		
Job Work Charges	1,011.48	1237.40
Power, Fuel & Water Charges	2,599.51	2265.48
Stores & Spares	1,187.33	813.33
Repair & Maint. :		
Plant & Machinery	393.90	368.64
Buildings	365.96	175.25
Electrical	75.38	78.36
Excise Duty on Closing Finished Goods	(0.75)	2.41
Other Manufacturing Expenses	60.02	45.68
Total	**5,692.84**	**4986.56**
ADMINISTRATIVE & OTHER EXPENSES		
Travelling & Conveyance	360.54	242.46
Auditors Remuneration		
--Audit Fees	7.50	7.50
--Certification Fees	3.90	3.90
--Out of Pocket Exp.	1.75	1.01
Office Rent	54.04	70.06
Rate fee & Taxes	190.03	201.91
Insurance Charges	154.09	143.06
Legal & Professional Charges	252.61	160.24
Printing & Stationary	109.51	81.91
Vehicle Running & Maint.	194.28	181.00
Telephone & Postage	60.45	76.95
Office Expenses	91.92	80.24
Charity & Donation	8.17	3.59
Listing Fees	9.89	4.15
Books & Periodicals	1.67	1.10
Meeting, Membership & Subscription Fees	13.90	9.12
Security Expenses	112.34	95.37
Repair & Maintenance-General	103.69	156.17
Other Expenses	59.05	76.50
Total	**1,789.35**	**1596.25**

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
SELLING & DISTRIBUTION EXPENSES		
Advertisement & Publicity	1.45	4.10
Business Promotion	225.89	185.66
Commission on Sales	2,170.13	2115.35
Packing Material	325.22	313.76
Rebate & Discount	0.40	16.94
Freight Outward	486.87	563.38
Insurance Charges	9.30	20.16
ECGC Premium	21.00	0.01
Other expenses	3.31	1.23
Total	**3,243.57**	**3220.58**
RESEARCH & DEVELOPMENT EXPENSES		
Salary & Wages (R&D)	733.98	645.53
Administration Expenses	1.47	0.00
Consumables , Chemicals & Regents	297.04	268.77
Technical Study & Consultancy & Product registration	19.22	42.24
Total	**1,051.71**	**956.54**
Loss on Sale of Fixed Assets	3.61	(172.06)
Provision for Doubtful Debts	774.31	1853.04
Total	**777.92**	**1680.98**
Grand Total-Note No XVII	**12,555.40**	**12,440.91**

NOTE NO. XVIII : CONTINGENT LIABILITIES NOT PROVIDED FOR:		
a. Letter of Credit against purchase of raw material:		
- Domestic	314.68	863.65
- Import	3633.35	5426.73
b. Bank Guarantees		
- Inland	48.31	39.25
- Foreign Currency	0.00	1686.68
c. Export obligation in respect of custom duty :	1232.84	447.81
d. Contingent Liabilities in respect of unassessed/ assessed	Unascertained	Unascertained
(Pending in Appeal) cases of Income Tax, Excise Duty,		
Sales Tax and Service Tax.		
e. Corporate guarantees given on behalf of (To the extent Utilized)		
Essix Biosciences Ltd	2247.08	2661.13
Halcyon Life Science Pvt Ltd	2625.29	2644.56

NOTE NO. XIX Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of advances) Rs 365.90 Lacs (Previous year Rs. 242.28 lacs)

NOTE NO. XX In the opinion of the Board, the Current Assets, Loans & Advances shown in the Balance Sheet have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

NOTE NO. XXI Other expenses under head administrative expenses includes Rs. 349876.00 (Previous Year Rs. 325000.00) paid to directors as sitting fee.

(Rs. in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
NOTE NO. XXII : Earning per share is calculated as shown below:	**F.Y. 2016-17**	**F.Y. 2015-16**
Profit as per Profit & Loss Account	(391608707)	(586878676)
Profit available for Equity Shareholders	(391608707)	(586878676)
For Basic Earning		
No of weighted average equity shares	**42552916**	**40963195**
For Diluted Earning		
(No Dilution as PAT is negative)	0	0
No of weighted average of Diluted Equity Shares	**42552916**	**40963195**
Nominal Value of Equity Share	10.00	10.00
Earning Per Share (Rs.)		
Basic	(9.20)	(14.33)
Diluted	(9.20)	(14.33)

NOTE NO. XXIII In accordance with Accounting Standard 18, 'Related Party Disclosures', issued by the Institute of Chartered Accountants of India, the Company has compiled the following information :

a. List of related parties and their relationship

Subsidiary Companies	Ind Swift Laboratories Inc. USA Meteoric Life Science Pte Ltd. ,Singapore Ind-Swift Middle East FZE (UAE)
Associate Companies	Fortune(India) Constructions Ltd.
Key Management personnel/Directors	Sh. N.R. Munjal, VC cum MD Sh. Himanshu Jain, Jt. Managing Director Mr. Rishav Mehta, Executive Director Mr. N.K. Bansal, Chief Financial Officer Sh. S.R. Mehta ,Director Dr. V.R.Mehta ,Director Dr. G.Munjal,Director Sh. Pardeep Verma, GM-Corp. Affairs & CS
Others (Entities in which KMP or their relative is a Director; or KMP or their relative exercises control	Ind Swift Limited Essix Biosciences Limited Halcyon Life Sciences Pvt Ltd. Mansa Print & Publishers Limited Swift Fundamental Research & Education Society 3M Advertisers & Publishers Ltd. Punjab Renewable Energy Pvt Ltd. Mohali Green Environment Private Limited Saidpura Envirotech Private Limited Consummate Pharmaceuticals Private Limited Nimbua Green Field (Punjab) Limited Dashmesh Medicare Private Limited AKJ Portfolios Pvt. Ltd. NRM Portfolios Pvt. Ltd GM Portfolios Pvt. Ltd. VRM Portfolios Pvt Ltd. VKM Portfolios Pvt Ltd. SRM Portfolios Pvt Ltd. Integral Buildcon Private Limited Vibrant Agro Industries Limited BM Cosmed Pvt Ltd. Hakim Farayand Chemi Co.(Iran)

b. Related Party Transactions (Rs. in Lacs)

Particulars	Associates		Others (Entities in which KMP or their relative is a Director; or KMP or their relative exercises control		Subsidiary	
Nature of Transactions	**2016-17**	**2015-16**	**2016-17**	**2015-16**	**2016-17**	**2015-16**
1) Transactions during the year						
Purchase	-	-	5,018.83	3,853.76	-	-
Sales	-	-	2,795.18	1,006.77	3,237.41	2,214.20
Interest receivable	-	-	-	-	-	-
Expenses	43.93	0.89	1,459.28	1,564.95	3.33	-
Service taken/Capital Exp.	13.91	302.99	-	-	-	-
Income Recd.	-	-	-	-	136.15	-
Equity Contribution	-	-	-	1,807.73	-	-
Investment Purchased	-	-	-	-	-	-
Corporate Gurantee Given	-	-	4,872.37	5,305.69	-	-
(To the extent utilised)	-					
2) Outstanding						
Balances as on 31.03.17						
Share Capital	-	-	2,232.75	1,499.15	-	-
Investment	482.00	482.00	826.56	801.56	1,354.10	1,354.10
Loan & Advances Given	-	-	6,105.60	6,935.91	-	-
Loan & Advances Taken	-	-	-	-	-	-
Debtors	-	-	18,652.72	15,643.06	285.49	627.53
Creditors	-	-	-	-	-	-
Capital Advances	5,253.09	5,356.51	-	-	-	-

NOTE NO. XXIV Total amount of secured Term Loans installments payable during twelve months following 31.03.2017 are Rs. 24470.15 Lacs (Previous year Rs. 20724.87 Lacs)

NOTE NO. XXV The balance in the parties accounts whether in debit or credit are subject to confirmation, reconciliation and adjustment. The impact of the same on the accounts at the year end is unascertainable .

NOTE NO. XXVI In compliance with AS-15, during the year, company has provided Rs. 108.50 Lacs (Rs. 300.37 Lacs) as provision towards the Company Gratuity Policy maintained with LIC as per the valuation by the LIC.

NOTE NO. XXVII The company entered into Forward Exchange Contracts being derivative instruments, which are not intended for trading or speculative purposes, but for hedge purposes,to establish the amount of reporting currency required or available at the settlement date.

NOTE NO. XXVIII Company has not received intimation from supplier regarding the status under Micro, Small and Medium Enterprises Development Act 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with the interest paid/payable as required under the said Act have not been given.

NOTE NO. XXIX The outstanding dues of Micro small & medium enterprises have been determined to the extent such parties have been identified on the basis of information available with the company.The parties to whom the Company owes sum outstanding for more than 30 days as at the balance sheet date are:

(1)Ammonia Supply Co. (2) Time technoplast Ltd.

NOTE NO. XXX Detail of Auditor's Remuneration(i.e payment to Auditors)

Particulars	F.Y. 2016-17	F.Y. 2015-16
Audit Fees	750000	750000
Certification Fees	390000	390000
	1140000	**1140000**

NOTE NO. XXXI Loans & Advances include Rs. 8.27 lacs (P.Y 8.27 lacs) due from CFO. Maximum amount due during the year is Rs. 8.27 Lacs (P.Y. 8.27 Lacs) and Rs. 12.67 lacs (P.Y 12.67 lacs) due from Company Secretary. Maximum amount due during the year is Rs. 12.67 Lacs(P.Y. 14.94 Lacs)

NOTE NO. XXXII

SEGMENT REPORTING

The Company operates only in one business segment viz. Bulk Drugs & Pharmaceuticals. However the figures in Segment Reporting is based on geographical location of its customers.

(Rs. in Lacs)

	In India	Outside India	Total
REVENUE	20798 (19299)	48943 (46026)	69742 (65325)
RESULTS	7508 (7636)	15701 (16219)	23209 (23855)
Less: Finacial Expenses			8837 (10642)
Less: Unallocated Expenses			21978 (22888)
Add:Operating Income			2071 (1419)
Add Extra Ordinary Item			- -
Less: Income Tax Provision			29.68 (18.15)
Add: Mat Credit entitlement			- -
Add: Deferred Tax			1648 (2428)
Profit\(Loss) after Tax			(3916) (5847)
OTHER INFORMATION			
SEGMENT ASSETS	31967 (31136)	10615 (13004)	42582 (44140)
UNALLOCATED ASSETS			167689 (177316)
TOTAL ASSETS			210271 (221456)
SEGMENT LIABILITIES	6471 (8587)	3693 (4656)	10164 (13243)
UNALLOCATED LIABILITIES			200107 (208213)
TOTAL LIABILITIES			210271 (221456)
CAPITAL EXPENDITURE			(8986) (5246)
DEPRECIATION			8826 (8475)
NON CASH EXPENSES OTHER THAN DEPRECIATION			778 (1681)

NOTES:-

1 **Geographical Segments**

The segment reporting is performed on the basis of the geographical location of customers. The management views the indian market and export markets as distinct geographical segments.

2 **Segment assets & liabilities**

Segment assets consists of debtors, Long term loans & advances and the segment liabilities consists of creditors.

3 **The figures in brackets are in respect of previous year.**

NOTE NO. XXXIII (a) The company has not provided quantitive information under clause 2(5) in view of the exemption granted by central Government vide their notification no. 301 dated 08.02.2011.

(Rs. in Lacs)

	2016-17	% of Total	2015-16	% of Total
(b) C.I.F. Value of Imports :-(amount in Rs)				
(i) For Raw Material	23112.31	63.55%	21456.84	60.98%
(ii) For Capital Goods	NIL		NIL	
(c) Expenditure in Foreign Currency : (amount in Rs.)				
Interest	240.73		1394.06	
Others	1159.08		1099.52	
Total	**1399.81**		**2493.58**	
(d) Earnings in Foreign Currency (Amount in Rs.)				
FOB Value of Goods	44958.39		43995.57	
Other Income received	132.82		0.00	

NOTE NO. XXXIV Unpaid dividend as on 31.03.2017 is Rs. 9.76 lacs (Previous year Rs. 9.76 lacs).

NOTE NO. XXXV Capital WIP includes expenses incurred on "Product Technology Development Expenditure" amounting to Rs. 263.14 Lacs (Previous Year Rs. 680.71 Lacs) .

NOTE NO. XXXVI Expenditure on Research & Development

(Rs. in Lacs)

		2016-17	2015-16
a)	Addition in Tangible Assets -DB Unit	78.19	97.17
b)	Addition in Intangible Assets -DB Unit	330.00	204.26
c)	Addition in Fixed Assets - Mohali Unit	58.40	19.95
d)	Revenue R&D Expenditure-Mohali Unit	823.56	996.56
e)	Debited to Profit & Loss Account as per Annexure XIV(DB Unit)	1051.71	1184.43
f)	Depreciation	3798.30	3656.56

The Depreciation related to research & development is clubbed under respective head in profit & loss account.

NOTE NO. XXXVII Product Development and process forming part of the Capital Work in Progress consists of following Expenditure.

(Rs. in Lacs)

Description	Opening Balance	Additions During the Year	Trf. R&d Technology Internally Developed	Closing Balance
Raw Material, Consumbales, Lab Chemicals & Regents	235.82	395.77	529.97	101.62
Salary & Wages	208.14	294.91	404.49	98.56
Utility & Running/Maint Expenses	58.96	35.67	87.49	7.13
Analytical Fees & Study	3.48	10.91	6.35	8.04
Finance & Interest Charges	10.30	22.30	18.79	13.82
Patent Filling	6.26	1.52	6.41	1.37
Administrative Expenses	157.75	62.48	187.62	32.60
Total	**680.71**	**823.56**	**1241.12**	**263.14**
Previous Year	**1849.07**	**1387.37**	**1829.89**	**1406.55**

The expenditure incurred has been capitalised and carried in Capital Work in Progress .The Management is of the view that it is in the nature of development expenditure and meets the capitalisation criteria set out in AS-26 on Intangible Assets issued by ICAI.

The management is of the view that these products would be commercially viable & there is no reason to believe that there is any uncertainty that may lead to not securing registration for the products from regulating authorities in US and/or Europe.

NOTE NO.XXXVIII Statement containing salient features of the financial statement of Subsidiaries.

(Rs. in Lacs)

Particulars	Year	Ind Swift Laboratories Inc. 31-12-2016	Meteoric Life Sciences PTE. Ltd. 31-10-2016
Capital	2016-17	793	417
	2015-16	729	422
Reserves	2016-17	284	-36
	2015-16	258	-45
Total Liablities	2016-17	1950	89
	2015-16	876	86
Total Assets	2016-17	3026	471
	2015-16	1864	463
Turnover Net	2016-17	4973	NIL
	2015-16	2574	NIL
Provision For Tax	2016-17	30	NIL
	2015-16	18	NIL
Profit /(Loss before Tax)	2016-17	94	-5
	2015-16	60	-52
Proposed dividend	2016-17	NIL	NIL
	2015-16	NIL	NIL
Reporting Currency:-			
Currency		$	$
Exchange Rate as on 31.03.2017		67.95	66.86
Exchange Rate as on 31.03.2015		66.33	65.22

Notes:-

1) In Compliance with provisions of SEBI (LODR) regulations 2015,audited consolidated financial statements form part of this Annual reports.
2) The details fo Dubai subsidiary M/s Ind-Swift Middle East FZE are not included as the company is not yet in operations
3) The company has consolidated the Audited results of its 100 % subsidiary Ind Swift Laboratories Inc for the financial Year Jan 16 to Dec 16 of the Subsidiary company.
4) The company has consolidated the Unaudited results of its 100 % subsidiary Meteoric Lifesciences Pte Ltd for the financial Year Nov 15 to Oct 16 of the Subsidiary company.
5) The company has consolidated the unaudited results of associate "Fortune (india) Constructions Ltd. ". As per the Equity Method.
5) Full accounts of the aforesaid subsidiary are available for inspection at the registered office of the Company and on request will be sent to the members free of cost.

NOTE NO.XXXIX Additional information pursuant to para 2 of general instructions for the preparations of Consolidated financial statements.

Name of the entity	Net Assets (Total Assets minus total Liability)		Share in profit or Loss	
Parent Subsidiaries Indian	**% of consolidated assets**	**Amount (In lacs)**	**% of consolidated assets**	**Amount (In lacs)**
Ind Swift Laboratories Ltd	97.09%	48,619	102%	(3,916)
Foreign				
Ind Swift Laboratories Inc. USA	2.15%	1,077	-2.45%	94
Meteoric Life Science Pte Ltd. ,Singapore	0.76%	381	0.13%	(5)
Ind-Swift Middle East FZE (UAE)	Nil	Nil	0%	Nil
Sub Total	**100%**	**50,077**	**100%**	**(3,827)**
Associates				
Fortune (India) Construction Ltd		525.80		11.50

NOTE NO. XL CORPORATE DEBT RESTRUCTURING STATUS

As confirmed by CDR Cell wide letter dates 01.03.2017 the account of the company stands exited from CDR system on account of failure of approved restructuring scheme.

NOTE NO. XLI Disclosure of Cash as required by MCA vide notification dated 30th March, 2017.

(Rs. in Lacs)

	SBNs (Old Notes)	Notes in other denomination	Total
Closing cash in hand as on 08.11.2016	51.31	18.40	69.71
(+) Permitted Receipts	0.00	28.38	28.38
(-) Permitted Payments	11.59	41.04	52.63
(-) Amount deposited in banks	39.72	0.00	39.72
Closing cash in hand as on 30.12.2016	0.00	5.74	5.74

NOTE NO. XLII The insurance claim lodged with The United India Insurance company Ltd. In regards to fire occurred on the premises of M/s Dashmesh medicare Pvt. Ltd. on 30th April,2012 is still pending though the site has beeen released to M/s Dashmesh medicare pvt. Ltd. By punjab administration control. The losses could not be quantified as on 31st March, 2017.

NOTE NO. XLIII On 08th Feb, 2017 a fire incident occur at one of the plant in Derabassi unit of the company. The assessing of losses by Insurer of the company i.e. SBI General Insurance co Ltd. is under process.

The accounting adjustment of the same has not been made with respect of this as the company is unable to ascertain the exact loss on account of fire at this point of time.

However company does not consider this event anyway affecting the going concern assumption of the company.

NOTE NO. XLIV Previous year figures have been regrouped, rearranged wherever considered necessary for comparison.

NOTE NO. XLV : SIGNIFICANT ACCOUNTING POLICIES

ACCOUNTING POLICIES UNIFORMLY FOLLOWED BY ALL THE ENTITIES TO THE CONSOLIDATION

1 BASIS OF PREPARATION

a) Company has wholly owned subsidiary in USA which was incorporated on Jan 2, 2004. The financial year of Parent Company is from April 16 to March 17 whereas the financial year of Subsidiary Company is from Jan 15 to Dec 16. Accordingly, subsidiary's financial statements for the year ended on 31-12-2016 are considered for the purpose of consolidation. Effect for significant transactions or events that the have occurred in subsidiary for period Jan 01, 2016 to March 31, 2016 have been accounted for.

b) Company has another wholly owned subsidiary in Singapore which was incorporated on Nov 20, 2009. The financial year of the Parent company is from April 16 to March 17 whereas the financial year of Subsidiary Company is from Nov 15 to Oct 16. Accordingly, subsidiary's financial statements for the year ended on 31-10-2016 are considered for the purpose of consolidation. Effect for significant transactions or events that the have occurred in subsidiary for period Nov 01, 2015 to March 31, 2016 have been accounted for.

c) Company has Investment in associates "Fortune (India) constructions Ltd." Company has consolidated its associate accounts as per the AS-23 "Accounting for Investment in associates in consolidated Financial statements"

d) The Parent Company maintains its records and prepares its financial statements under the historical cost convention, in accordance with Generally Accepted Principles in India, While the foreign subsidiary maintain their records and prepare their financial statements in conformity with Generally Accepted Principles prevalent in the country of their domicile. No adjustments are made in these consolidated financial statements for inconsistencies in accounting policies.

2 PRINCIPLES OF CONSOLIDATION

The consolidated financial statements comprise of the financial statements of Parent Company and its wholly owned subsidiaries (Ind Swift Laboratories Inc USA, Meteoric Life Sciences Pte Ltd). The consolidated financial statements have been prepared on the following basis.

a) The financial statements of the Parent Company and its subsidiary have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after elimination of intra-group transactions, intra-group balances and the unrealised profits/(losses).

b) The financial statements of the Parent Company and its subsidiary have been consolidated using uniform accounting policies for the like transactions and other events in similar circumstances except as specifically mentioned.

c) The excess of the cost to the Parent Company of its investment in the subsidiary over the company's portion of equity of the subsidiary is recognised in the financial statements as goodwill or capital reserve.

d) Associates are entities over which the group has significant influence but not control. Investments in associates are accounted for using the equity method of accounting as laid down under AS-23 "Accounting for Investment in associates in consolidated Fin

3 USE OF ESTIMATES

The presentation of consolidated financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilites on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between actual results and estimates are recognised in the period in which the results are known/materialised.

4 FIXED ASSETS & DEPRECIATION

In relation to the Parent Company

a) **COST OF FIXED ASSETS**

All Fixed Assets are valued at cost net of cenvat credit wherever eligible. Cost includes all expenses and borrowing cost attributable to the project till the date of commissioning.

b) **DEPRECIATION /AMORTISATION**

Depreciation is provided on straight line method at the rates specified in schedule II of the Companies Act 2013 on pro rata basis and the assets having the value upto Rs. 5000 have been depreciated at the rate of 100%. Lease hold Land is amortised over the period of lease.

The Policy of Company is to provide depreciation on the Buildings , Plant & Machinery & other fixed assets from the date of up of commercial production/ put to use.

5 BORROWING COSTS

In relation to the Parent Company

Borrowing costs that are directly attributable to the acquisition, construction of qualifying assets have been capitalised as part of cost of assets.

Other Borrowing costs are recognised as an expense in the period in which they are incurred.

6 INVENTORIES

In relation to the Parent Company

Inventories are valued as under :

Stores & spares are valued at cost.

Raw Materials are valued at cost on FIFO basis

Work in process is valued at estimated cost basis or net realisable value whichever is less.

Finished Goods are valued at cost or net realisable value whichever is less and is inclusive of excise duty and all expenditure directly attributable to production

7 RECOGNITION OF INCOME AND EXPENDITURE

In relation to the Parent Company

Sales are recognised when goods are supplied and are recorded net of rebates and sales tax and inclusive of excise duty. Expenses are accounted for on accural basis and provision is made for all known losses and expenses.

In relation to the Subsidiary Company

Revenue generated from products shipped is recognised when the risk and rights of ownership have been passed to the customer.

8 FOREIGN CURRENCY TRANSACTIONS

In relation to the Parent Company

Transactions in foreign currencies are recorded at the exchange rates prevailing at the date of the transactions. The gain or loss arising from forward transactions have been recognised in the year in which the contract has been cancelled/ matured. Foreig

In translating the financial statement of representative office for incorporation in financial statements, the monetary assets and liabilties are transalted at the exchange rates prevailing at the dates of the transactions and income and expenses items ar

In relation to the Subsidiary Company

In case of foreign subsidiary, the local accounts are maintained in the local and functional currency. The financial statements of such subsidiary, which are integral foreign operations for the parent company, have been translated to indian currency on the following basis:

a) All income and expenses are transalted at yearly average rate of exchange prevailing during the year.

b) Monetary assets and liabilties are transalted at the closing rate on the Balance Sheet date.

c) Non-Monetary Assets and Liabilties are transalted at historical rates.

d) The resulting exchange difference is accounted as "Foreign Currency Translation Reserve" which is disclosed separately on the balance sheet.

9 TRADE RECEIVABLES

Sundry debtors more than three years at the end of Balance Sheet date will be written off from the books of accounts except those debtors pertaining to related parties ands disputed debtors having matter pending under different Courts.

10 OTHER SIGNIFICANT ACCOUNTING POLICIES

Other accounting policies adopted for preparation of consolidated financial statements are same as set out in the part A of Schedule XLV accompanying the financial statements of Ind Swift Laboratories Limited. The other accounting policies adopted by subsdiary are the same as that of Ind Swift Laboratories Limited in all material respect.

As per our separate report of even date

For JAIN & ASSOCIATES
Chartered Accountants
(Regd.No.001361N)

N.R. Munjal
Vice Chairman
Cum Managing Director
DIN-00015096

Himanshu Jain
Joint Managing Director
DIN-00014533

S.C. Pathak
Partner
Membership No. 10194

N.K. Bansal
Chief Financial Officer

Pardeep Verma
GM-Corporate Affairs &
Company Secretary

Date : 23.05.2017
Place : Chandigarh

Notice

NOTICE is hereby given that the **22nd Annual General Meeting** of the Members of Ind-Swift Laboratories Limited will be held on Tuesday, the 26th Day of September, 2017 at 10:30 A.M. at PHD Chamber of Commerce and Industry, PHD House, Sector 31-A, Chandigarh-160031, to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider, approve and adopt the Audited Financial Statements (including Consolidated Financial Statements) for the year ended 31st March, 2017 together with the Directors' and Auditors' Reports thereupon.

2. To appoint Director in place of Dr. Gopal Munjal (DIN: 00005196) who retires by rotation and being eligible, offers himself for re-appointment.

3. To appoint Director in place of Dr. V R Mehta (DIN: 00010756), who retires by rotation and being eligible, offers himself for re-appointment.

4. **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, 142 and other applicable provisions, if any, of the Companies Act, 2013 and of the Companies (Audit and Auditors) Rules, 2014, M/s Avishkar Singal & Associates, Chartered Accountants (Firm Registration No. 017362N) be and are hereby appointed as Statutory Auditors of the Company (in place of M/s Jain Associates, Chartered Accountants, the retiring Statutory Auditors), for a term of five consecutive years to hold office from the conclusion of this 22nd Annual General Meeting until the conclusion of 27th Annual general Meeting to be held in calendar year 2022, subject to annual ratification by members at every Annual General Meeting on such remuneration as may be decided by the Audit Committee/Board of Directors."

SPECIAL BUSINESS

5. **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 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of SEBI (LODR) regulations, 2015, Ms Preetika S. Chaubey (DIN: 02272298), an Additional Director of the Company, who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Woman Director of the Company, to hold office for a term of three years w.e.f. 20th September, 2016."

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

   "RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of SEBI (LODR) regulations, 2015, Mr. S P Sharma (DIN: 00475413), an Additional Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company, to hold office for a term of three years w.e.f. 5th July, 2017."

7. **To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-**

   "**RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s V.Kumar & Associates, Cost Accountants, having Firm Registration No. 100137, appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2017-18, amounting to Rs. 1.75 Lakhs (Rupees One Lakh Seventy Five Thousand only) per annum plus applicable taxes and reimbursement of out of pocket expenses incurred by them in connection with the aforesaid audit, as recommended by the Audit Committee and approved by the Board of Directors of the Company, be and is hereby ratified, confirmed and approved."

8. **To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Special Resolution:-**

   "RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions of the Companies Act, 2013 ('Act') read with Rule Nos. 11 and 13 the Companies (Meeting of Board and its Powers) Rules, 2014, including any statutory modification(s), amendments or re-enactment thereof, the Articles of Association of the Company, other applicable laws, approvals, consents, sanctions and permissions, as may be necessary, consent and approval of the Company be and is hereby accorded to the Board of Directors ('the Board', which term shall be deemed to mean and include any Committee constituted by the Board) to grant loans and/or provide guarantees/securities and/or make investments for amounts exceeding 60% of the paid-up share capital, free reserves and securities premium account or 100% of free reserves and securities premium account but not exceeding Rs. 300 Crores (Rupees Three Hundred Crores), over and above the aggregate of free reserves and securities premium account of the Company at any point of time.

Notice (Contd.)

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to negotiate and decide, from time to time, terms and conditions, to execute such documents, deeds, writings, papers and agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate and settle any questions, difficulty or doubt that may arise in this regard for the purpose of giving effect to this Resolution."

By Order of the Board

Sd/-
Pardeep Verma
GM-Corporate Affairs &
Company secretary

Place: Chandigarh
Date: 21.08.2017

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the business under Item No. 4 to 8 is annexed hereto. Relevant details, in terms of SEBI (LODR) Regulations, 2015, in respect of Director retiring by rotation and proposed to be re-appointed and other Directors proposed to be appointed are disclosed in the explanatory statement annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. A blank Proxy Form is enclosed with this notice and if intended to be used, the form duly completed should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the Annual General Meeting. Proxies submitted on behalf of Companies, Societies etc. must be supported by appropriate resolution/ authority as applicable.
4. The Members/ Proxies attending the meeting are requested to bring the enclosed Attendance Slip and deliver the same after filling in their folio number at the entrance of the meeting hall. Admission to the Annual General Meeting venue will be allowed only on verification of the signature(s) on the Attendance Slip.
5. Duplicate attendance slip shall not be issued at the Annual General Meeting venue. The same shall be issued at the Registered Office of the Company up to a day preceding the day of the Annual General Meeting.
6. Corporate Members are requested to send a duly certified copy of the Board resolution/ Power of Attorney authorizing their representative to attend and vote at the Annual General Meeting.
7. In case of joint holders attending the meeting, only such joint holders who are higher in the order of names will be entitled to vote.
8. As a measure of economy, copies of the Annual Report will not be distributed at the venue of the Annual General Meeting. The Members are, therefore requested to bring their copies of the Annual Report to the meeting. Those members who have not received copies of Annual Report can collect their copies from the Corporate/ Registered Office of the Company.
9. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 18th September, 2017 to Tuesday, 26th September, 2017, both days inclusive.
10. The members are requested to inform changes, if any, in their Registered Address along with Pin Code Number to the Company Secretary at the Registered office address.
11. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting. The 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 AGM.
12. Members desirous of seeking any information relating to the Accounts of the Company may write to the Company at registered office address for the attention of Mr. Pardeep Verma, GM-Corporate Affairs & Company Secretary, at least seven days in advance of the Meeting so that requisite information can be made available at the Meeting.
13. All documents referred to in the accompanying notice and the Explanatory Statement are available for inspection at the Registered Office of the Company during working hours between 10.00 A.M. to 5.00 P.M. except holidays up to the date of Annual General Meeting.
14. Attention of members is hereby invited towards provisions of Section 188 (1) of the Companies Act 2013 wherein under second proviso thereto, no member of the Company shall vote on such special resolution, to approve any contract or arrangement which may be entered into by the Company, if such member is a related party.

Notice (Contd.)

15. Electronic copy of the Annual Report and Notice of the 22nd Annual General Meeting of the Company along with Attendance Slip and Proxy Form and instructions for e-voting is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report and Notice of the 22nd Annual General Meeting of the Company along with Attendance Slip, Proxy Form and instructions for e-voting is being sent in the permitted mode.

16. In terms of section 107 and 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 the Company is providing the facility to its Members holding shares in physical and dematerialized form as on the cut off date 19th September, 2017 to exercise their right to vote by electronic means on any or all of the business specified in the accompanying notice. Necessary information and instructions for e-voting is also enclosed.

The instructions for members for voting electronically are as under:

I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

IV. The remote e-voting period commences on 23rd September, 2017 (9:00 am) and ends on 25th September, 2017 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 19th September, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

V. The process and manner for remote e-voting are as under:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:

(i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "remote e-voting.pdf".

(ii) Launch internet browser by typing the following URL: https://www.evoting.nsdl.com/

(iii) Click on Shareholder - Login

(iv) Put your user ID and password. Click Login.

(v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.

(vii) Select "EVEN" of "Ind-Swift Laboratories Limited".

(viii) Now you are ready for remote e-voting as Cast Vote page opens.

(ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

(x) Upon confirmation, the message "Vote cast successfully" will be displayed.

(xi) Once you have voted on the resolution, you will not be allowed to modify your vote.

(xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to csvishalarora@yahoo.in with a copy marked to evoting@nsdl.co.in

Notice (Contd.)

B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

(i) Initial password is being provided separately.

EVEN (Remote e-voting Event Number) **USER ID** **PASSWORD/PIN**

(ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

NOTE: Shareholders who forgot the User Details/Password can use "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com.

In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID).

In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No+Folio No).

VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 19th September, 2017.

X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 19th September, 2017, may obtain the login ID and password by sending a request at evoting@nsdl.co.in.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

XIII. Mr. Vishal Arora, Company Secretary (Membership No. 4566) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper"" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.indswiftlabs.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited.

XVII. Members who have not registered their e-mail address so far are requested to register their email addresses for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.

Place: Chandigarh
Date: 21.08.2017

By Order of the Board

Sd/-
Pardeep Verma
GM-Corporate Affairs &
Company secretary

Registered Office:
SCO 850,Shivalik Enclave,
NAC, Manimajra,
Chandigarh - 160001

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

This explanatory statement is provided though strictly not required as per Section 102 of the Act.

In terms of the provisions of Section 139 of the Act, no listed Company can appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years. The Act further prescribes that the Company has to comply with these provisions within the period specified under Section 96(1) of the Act, after three years from the date of commencement of the Act.

M/s Jain & Associates, Chartered Accountants, (ICAI Firm Registration No. 001361N) have been in office for more than 10 years and in compliance with the provisions of the Act, the Company has to appoint a new Auditor in their place. Accordingly, Board of Directors at their meeting held on 23rd May, 2017, have, subject to approval of shareholders in the forthcoming AGM, approved the appointment of M/s Avishkar Singhal & Associates (Firm Registration No. 017362N) as the Statutory Auditors of the Company in place of M/s Jain & Associates for a period of 5 years, to hold office from the conclusion of this 22nd AGM till the conclusion of the 27th AGM to be held in the year 2022, subject to ratification by the members at every AGM, if so required under the Act.

None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the Resolution set out at Item No. 4 of the Notice.

The Board commends the Ordinary Resolution as set out at Item No. 4 of the Notice for approval by the Members.

Item No. 5 and 6

The appointment of Ms. Preetika S. Chaubey as an Indpendent Woman Director of the Company is proposed for a second term of three years from 20th September, 2016 to 19th September, 2019. Earlier she had been on the Board of the Company as an Independent Woman Director from 25th March 2015 to 11th August, 2016. She is also the Chairperson of the Internal Complaints Committee of the Company. Mr. S P Sharma was appointed as an Additional Director w.e.f. 5th July, 2017. His appointment is proposed for a term of three years from 5th July, 2017 to 4th July, 2020.

The Company has received notices under Section 160 of the Companies Act, 2013 from members along with the requisite deposit signifying their intention to propose the candidature of Ms. Preetika Chaubey and Mr. S.P. Sharma for the office of Independent Director of the Company. The Company has also received declarations from Ms. Preetika S. Chaubey and Mr. S.P. Sharma that they meet the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 and also under of the SEBI (LODR) Regulations, 2015. Further, they have also confirmed that they are not disqualified from being appointed as Directors under Section 164 of the said Act.

In the opinion of the Board, Ms. Preetika S. Chaubey and Mr. S.P. Sharma meet the criteria of independence as provided in the Section 149 read with Schedule IV of the Act for such appointment.

Brief resumes of the Directors, nature of their expertise in specific functional areas and names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated as required under Regulation 36 of SEBI (LODR) Regulations is appended below: -

Name of Director	Ms. Preetika S. Chaubey	Mr. S.P. Sharma
Age	36 years	61 years
Nationality	Indian	Indian
Date of Appointment	20th September, 2016	5th July, 2017
Shareholding in the Company	Nil	Nil
Qualifications	B.Sc.	MBA, CA (Inter)
Expertise in specific Functional Area	Over 10 years of experience in Human Resource Management & Training	Ex-Vice President of IFCI, has rich experience in the fields of Finance, Management, and Administration
Directorships held in other listed companies	Nil	Ind-Swift Limited
Chairmanships/ Memberships of Committees in other listed Companies	Nil	Member-Audit Committee & Nomination and Remuneration Committee of Ind-Swift Limited
Relationship inter-se between Directors	Nil	Nil

Keeping in view their expertise and knowledge, it will be in the interest of the Company that Ms. Preetika S. Chaubey and Mr. S.P. Sharma are appointed as Independent Directors.

A copy of the draft letter of appointment to be issued to the Appointees for appointment as Independent Directors setting out the terms and conditions shall be kept open for inspection by the Members at the Registered Office of the Company during usual business hours viz. 10.00 AM to 5.00 PM on any working day till the date of the Annual General Meeting. This Statement may also be regarded as a disclosure under the SEBI (LODR) Regulations, 2015.

Except for the proposed appointees/ their relatives who may be deemed to be interested in the respective resolution as it concerns their appointment as Independent Directors, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution set out at Item No. 5 and 6 of the Notice.

The Board recommends the Ordinary Resolutions set out at Item No. 5 and 6 of the Notice for approval by the shareholders.

Item No. 7

The Board of Directors of the Company on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s V. Kumar & Associates, Cost Accountants, to conduct the cost audit of the cost records of the Company for the financial year ended 31st March, 2018.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company. Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditors for audit of cost records of the Company for the financial year 2017-18 as set out in the resolution for the aforesaid services to be rendered by them.

None of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) are in any way, whether financially or otherwise, concerned or interested, in the said resolution.

The Board of Directors recommend the Ordinary Resolution as set out at Item No. 7 of the Notice for approval by the members.

Item No. 8

Pursuant to the provisions of Section 186(2) of the Companies Act, 2013 ('Act'), the Company shall not directly or indirectly: -

(a) give any loan to any person or other body corporate;

(b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and

(c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is higher.

Pursuant to the provisions of Section 186(3) of the 'Act', where the giving of any loan or guarantee or providing any security or the acquisition of securities exceeds the limits specified in Section 186(2) of the 'Act', prior approval by means of a Special Resolution passed at a General Meeting is necessary. In terms of Rule No.11(1) of the Companies (Meeting of Board and its Powers) Rules ('Rules'), where a loan or guarantee is given or security has been provided by a company to its wholly-owned subsidiary or a joint venture, or acquisition is made by a holding company, by way of subscription of securities of its wholly-owned subsidiary, the requirement of Section 186(3) of the 'Act' shall not apply, however it will be included for the purpose of overall limit.

In the normal course of business, the Company may be required to give loans or guarantees or make investments in excess of the limits specified in Section 186(2) of the 'Act'. Accordingly, it is proposed to seek prior approval of Members vide an enabling Resolution to provide Loans, Guarantees and Make Investments upto a sum of Rs. 300 crores over and above the aggregate of free reserves and securities premium account of the Company at any point of time. None of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) are in any way, whether financially or otherwise, concerned or interested, in the said resolution.

The Board of Directors recommend the Special Resolution as set out at Item No. 8 of the Notice for approval by the members.

Details of Directors Seeking Re-appointment at the forthcoming Annual General Meeting of the Company (pursuant to Regulation 36 of SEBI (LODR) Regulations, 2015)

Name of Director	**Dr. Gopal Munjal**	**Dr. V R Mehta**
Date of Birth	01.08.1958	22.10.1958
Date of Appointment	04.01.1995	04.01.1995
Expertise in specific Functional Area	Marketing & Product Development	Marketing & Product Development Generic Products
Qualifications	Medical Graduate	M.Sc. (PAU)
Listed Companies in which Directorships held as on 31.03.2017	Ind Swift Limited	Ind Swift Limited
Chairmanship/Membership of the Audit Committee/ Stakeholders Relationship Committee of other listed Companies as on 31.03.2017	Nil	Ind-Swift Limited (Member-Stakeholders Relationship Committee)
Relationship inter-se between Directors	Related with Sh. N R Munjal, Vice Chairman-cum-Managing Director as Brother.	Related with Sh. S R Mehta, Director as Brother and Mr. Rishav Mehta, Director as Uncle
DIN	00005196	00010756

By Order of the Board

Sd/-
Pardeep Verma
GM-Corporate Affairs &
Company secretary

Place: Chandigarh
Date: 21.08.2017

ATTENDANCE SLIP

Ind-Swift Laboratories Limited

Regd Off: SCO 850, SHIVALIK ENCLAVE, NAC, MANIMAJRA, CHANDIGARH-160101
CIN NO: L24232CH1995PLC015553

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint Shareholders may obtain additional Slip at the Venue of the meeting.

DP Id*			**Folio No.**	
Client Id*			**No. of Shares**	

NAME AND ADDRESS OF THE SHAREHOLDER____

Please register/ update my/ our under mentioned E-mail ID for sending all future Company's correspondence: ______________________

E-mail ID____________________________ Shareholder(s) Signature ____________________________

I hereby record my presence at the **22nd ANNUAL GENERAL MEETING** of the Company held on **Tuesday, September 26, 2017** at **10:30 AM** at **PHD Chamber of Commerce and Industry, PHD House,** Sector 31-A, Chandigarh-160031.

*Applicable for investor holding shares in electronic form.

____
Signature of Shareholder / Proxy

ADMISSION AT THE ANNUAL GENERAL MEETING VENUE WILL BE ALLOWED ONLY ON VERIFICATION OF THE MEMBERSHIP DETAILS AND SIGNATURES ON THE ATTENDANCE SLIP.

Ind-Swift Laboratories Limited

Regd Off: SCO 850, SHIVALIK ENCLAVE, NAC, MANIMAJRA, CHANDIGARH-160101
CIN NO: L24232CH1995PLC015553

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint Shareholders may obtain additional Slip at the Venue of 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]

Name of the member(s): **Registered address:**		**e-mail Id:** **Folio No/*Client Id** *** DP Id:**	

I/We, being the member(s) of -- shares of Ind Swift Laboratories Limited, hereby appoint:

1) ………..…………of……………….......................…………….having e-mail id…….......................………………..or failing him

2) ………..…………of……………….......................…………….having e-mail id…….......................………………..or failing him

3) ………..…………of……………….......................…………….having e-mail id…….......................………………..or failing him

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **22nd ANNUAL GENERAL MEETING** of the Company, to be held on **Tuesday, September 26, 2017** at **10:30 AM** at **PHD Chamber of Commerce and Industry, PHD House,** Sector 31-A, Chandigarh-160031 and at any adjournment thereof in respect of such resolutions as are indicated below :

Sr. No.	Resolutions
	Ordinary Business
1.	Receive, consider, approve and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the year ended 31st March, 2017 together with the Directors' and Auditors' Reports thereupon.
2.	Re-appointment of Dr. Gopal Munjal, Director who retire by rotation.
3.	Re-appointment of Dr. Vikrant Rai Mehta, Director who retire by rotation.
4.	Appointment of Auditor and fixing their Remuneration.
	Special Business
5.	Appointment of Ms. Preetika Chaubey as an Independent Woman Director for a term of three years.
6.	Appointment of Mr. S.P. Sharma as an Independent Director for a term of three years.
7.	Approval of remuneration of Cost Auditors for the Financial year 2017-18.
8.	Approval of Higher Limits for making/granting Loans/Investments or Guarantees.

Signed this .... day of 2017

Signature of shareholder

Affix Rs. 1.00 Revenue Stamp

------------------------------------- Signature of first proxy holder

------------------------------------- Signature of second proxy holder

------------------------------------- Signature of third 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.*

MEMBERS / PROXY HOLDERS ARE REQUESTED TO BRING THEIR ID PROOFS FOR VERIFICATION.
NO REQUESTS FOR ADMISSION WILL BE ENTERTAINED WITHOUT VALID ID PROOF.

Route Map for the

22nd Annual General Meeting of Ind-Swift Laboratories Limited

to be held on Tuesday, the 26th Day of September, 2017 at 10:30 A.M.

at PHD Chamber of Commerce and Industry,

PHD House, Sector 31-A, Chandigarh-160031

Ind-Swift

www.indswiftlabs.com

Design & Printed at
Three Arrows, Chd., Ph.: 0172-5034154