



(Formerly Known as M/s. Biodeal Pharmaceuticals Private Limited)

18th
Annual Report
(2022-2023)

CORPORATE INFORMATION

DETAILS

CIN: U00304HP2005PLC029451

Website:- [www. Biodealpharma.com](http://www.Biodealpharma.com)

Email: info@Biodealpharma.com

REGISTERED OFFICE

Village Saini Majra, Nalagarh Ropar Road,
Nalagarh, Dist. Solan, H.P. - 174101

Ph No: 01795-265667/68

CORPORATE OFFICE

Unit 007, Floor S2, Lower Tower A

Urbtech Trade Centre (UTC), Sector 132,

Noida -201305

Ph No: 011-46106868/69

DIRECTORS

Mr. Anurag Kumar (Managing Director)

Mr. Dev Datt (Whole Time Director)

Ms. Anchal Kumari(Director)

INDEPENDENT DIRECTORS

Mr. Prabhat Kumar

Ms. Puja Kasera

Mr. Shubham Jain

COMPANY SECRETARY

Ms. Sirat Arora

STATUTORY AUDITOR

M/s Khandelwal Jain & Co

G-8 & 9, Hans Bhawan, 1,

Bahadur Shah Zafar Marg,

New Delhi-110002

REGISTRAR AND

SHARE TRANSFER AGENT

Bigshare Services Private Limited

302, Kushal Bazar

32-33, Nehru Place,

New Delhi-110019

bssahd1@bigshareonline.com



BOARD'S REPORT

Dear Members,

The Board of Directors of **M/s. Biodeal Pharmaceuticals Limited** (Formerly Known as M/s. M/s. Biodeal Pharmaceuticals Private Limited) ("The Company") are pleased to present their 18th Annual Report together with the Audited Statements of Accounts for the financial year ended 31st March 2023.

1. THE STATE OF COMPANY'S AFFAIRS

A. FINANCIAL HIGHLIGHTS

The summarized results for the financial year ended 31st March 2023 are given below:
(Amount in Lakhs)

PARTICULARS	FOR THE YEAR ENDED 31.03.2023	FOR THE YEAR ENDED 31.03.2022
Total Revenue	10120.78	7207.95
Less: Expense	9311.35	6631.61
Profit / Loss Before Tax	809.43	576.34
Tax Expenses		
Current Tax	213.90	88.84
Deferred Tax	8.46	65.05
Excess / Short Provisions relating earlier year tax	6.92	0.87
Profit / (Loss) After Taxation	580.15	421.58
Other Comprehensive Income	13.59	1260.12
Profit for the Year	593.74	1681.70
EPS	2.32	1.69

B. RESULTS OF OPERATIONS

The Key highlights pertaining to the business of the company for the financial year ended March 31, 2023 have been given hereunder:

During the period under review, the Company earned a profit of **Rs. 593.74/-** Lakhs as compared to profit for the last financial Year of **Rs. 1681.70/-** Lakhs. The gross revenue for the Financial Year 2022-2023 is **Rs 10120.78 /-** as compared to gross revenue of **Rs. 7207.95 /-** in Previous Financial Year.

2. CHANGE IN THE NATURE OF BUSINESS

During the year under review, there has been significant change in the nature of business of company by conversion of legal entity from Private Limited Company to Public Limited Company in their Board Meeting dated 23th December, 2022 and thereafter approved by the Shareholders in Extra Ordinary General Meeting held on dated 26th December, 2022 afterwards the approvals Ministry of Corporate Affairs was obtained on 04th January, 2023.

3. DIRECTORS & KEY MANAGERIAL PESSONNEL (KMP)

Details of Directors and KMPs

a) Director retire by rotation:

Mr. Anurag Kumar (DIN: 08598700) Director of the Company is liable to retire by rotation and being eligible and has offered himself for re-appointment. Your Board of Directors recommended the re-appointment of Mr. Anurag Kumar as a Director of the Company, liable to retire by rotation.”

b) Directors

1. Mr. Anurag Kumar(Managing Director)
2. Mr. Dev Datt(Whole Time Director)
3. Ms. Anchal Kumari(Director)
4. Mr. Prabhat Kumar (Independent Director)
5. Ms. Puja Kasera (Independent Director)
6. Mr. Shubham Jain (Independent Director)

During the year, there are following changes in the composition of the Board of Directors of the company during the Financial Year ended 31st March, 2023:

- a) *Ms. Anchal Kumari* was appointed as Additional director of the company in the Board meeting held on 30th November, 2022.
- b) *Mr. Anurag Kumar* was appointed as Managing director of the Company in the Board meeting held on 06th January, 2023 and subsequently by the shareholder in Extra Ordinary General Meeting held on 31th January, 2023
- c) *Mr. Prabhat Kumar, Ms. Puja Kasera and Mr. Shubham Jain* were appointed as Additional -Independent Director of the company in the Board meeting held on 20th January, 2023.
- c) **Changes in Key Managerial Persons (KMPs).**

a) *Mr. Naveen Kumar* was appointed as Chief Financial officer of the Company in the Board meeting held on 16th December, 2022 and thereafter has been resigned from the post of Chief Financial officer in the Board meeting held on 31th January, 2023.

***The company is actively seeking a suitable candidate for the position of CFO, in compliance with the stipulations set forth in the Companies Act of 2013.*

b) *Ms. Anupam Aditya* was resigned from the post of Company Secretary of the company in the Board meeting held on 13th February, 2023 and thereafter *Ms. Sirat Arora* was appointed as Company Secretary of the Company in the same board meeting.

4. **STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR**

During the year, annual performance evaluation of the integrity, expertise and experience (Including the proficiency) of the independent director was carried out as per the criteria and process approved by Nomination and Remuneration Committee. The Chairman and other members of the Board discussed upon the performance evaluation outcome and concluded that they were satisfied with the overall performance of the Independent directors individually.

5. **NAMES OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR**

During the year, no Company has become or ceased to be Subsidiaries, Joint Ventures or Associate Companies of the Company.

6. **DEPOSITS COVERED UNDER CHAPTER V OF THE ACT**

The Company has not accepted any deposits during the year pursuant to the provisions of Chapter V of the Companies Act, 2013.

The details relation to deposits, covered under Chapter V of the Act.

- a) Accepted during the year - NIL
- b) Remained unpaid or unclaimed as at the end of the year - NIL
- c) Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved - NA
 - (i) At the beginning of the year - Nil
 - (ii) Maximum during the year - Nil
 - (iii) At the end of the year - Nil

7. **DEPOSITS NOT IN COMPLIANCE WITH THE REQUIREMENT OF CHAPTER OF THE ACT**

The details of deposits which are not in compliance with the requirements of Chapter V of the Act - NA

8. **DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE**

There were no significant or material orders passed by any governing authority of the Company including regulators, courts or tribunals which could impact the going concern status and company's operations in future.

9. **DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH RESPECT TO THE FINANCIAL STATEMENT**

The Company has an adequate internal financials control with reference to the financial statement. During the year hence no reportable material weakness in the design or operations were observed.

10. **DISCLOSURE AS TO WHETHER MAINTENANCE OF COST RECORDS AS SPECIFIED BY THE CENTRAL GOVERNMENT UNDER SUB -SECTION (1) OF SECTION 148 OF THE COMPANIES ACT, 2013, IS REQUIRED BY THE COMPANY AND ACCORDINGLY SUCH ACCOUNTS AND RECORDS ARE MADE AND MAINTAINED**

As per Section 148 of the Companies Act, 2013, the Company is required to have the audit of its cost records conducted by a Cost Accountant in practice.

Pursuant to the provisions of Section 141 read with Section 148 of the Companies Act, 2013 and Rules made there under, M/s JSN & Co., Cost Accountants (Firm Registration No. 000455) were appointed as the Cost Auditor of the Company for the year ending 31st March, 2023 in the board meeting held on 20th September 2022.

11. **STATEMENT THAT THE COMPANY HAS COMPLIED WITH THE PROVISIONS RELATING TO THE CONSTITUTION OF INTERNAL COMPLAINTS COMMITTEE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has zero tolerance for Sexual Harassment at workplace and has adopted and laid down a policy on prevention of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made there under. The policy aims to provide protection to employees at the workplace and prevent redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure. The Internal complaint committee known as Prevention of Sexual Harassment (POSH) Committee has also been formed by the Directors to inquire into the complaints of sexual harassment and recommend the appropriate actions, if any.

Your company is fully committed to protect the rights of any women, of any age, whether employed or not, who alleges to have been subjected to any act of sexual harassment within the Company's premises. Your Company provides a safe and healthy work environment.

However, there were no cases reported otherwise, during the year ended on March 31, 2023 of sexual harassment.

12. **DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR**

During the financial year under review, neither any application was made nor any application was pending under the Insolvency and Bankruptcy code, 2016 (31 of 2016)

13. **DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THERE OF.**

As company has not done any one time settlement during the year under review, hence no disclosure is required.

14. **THE WEB ADDRESS**

The company is using web address as <https://biodealpharma.com/investors/> in compliance with the provisions of the Section 92 of the Companies Act, 2013 read with notification dated 28.08.2020.

15. **NUMBER OF MEETINGS**

BOARD MEETING

The Board were met 21 times in the Financial Year 2022-23, on the following dates 11/05/2022, 03/06/2022, 09/06/2022, 25/08/2022, 20/09/2022, 21/09/2022, 31/10/2022, 30/11/2022*, 13/12/2022, 16/12/2022, 23/12/2022, 06/01/2023**, 20/01/2023***, 31/01/2023 01/02/2023, 06/02/2023, 07/02/2023, 13/02/2023, 24/02/2023, 20/03/2023, 31/03/2023

**Mr Anurag Kumar (Appointed as Managing Director 06/01/2023) and Mr. Dev Datt (Whole Time Director) has attended all the Board meetings of the company.

*Ms. Anchal Kumari was appointed as Additional director on 30/11/2022 and thereafter she has attended all the Board meetings of the company.

*** Mr. Prabhat Kumar, Ms. Puja Kasera and Mr. Shubham Jain, was appointed as Additional (Non executive and Independent) director on 20/01/2023 and thereafter they have attended all the Board meetings of the company.

GENERAL MEETING

a) *Extra Ordinary General Meeting:* There were (Five) 5 EGM during Financial Year 2022-23 held on 01/07/2022, 13/10/2022, 08/11/2022, 26/12/2022, 31/01/2023.

b) *Annual General Meeting:* The 17th Annual General Meeting of the Company was held on 29th September, 2023.

The provisions of Companies Act, 2013 and Secretarial Standards issued by Institute of Company Secretaries of India were adhered to, while considering the time gap between two meetings. Also proper notices were given and the proceedings were properly recorded, signed and maintained in the Minutes book kept by the Company for the purpose.

16. **DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION 12 OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT**

There are no frauds reported by Auditors under subsection (12) of Section 143.

17. STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTOR UNDER SUB-SECTION 6 OF SECTION 149

All Independent Directors have submitted requisite declarations confirming that they

(i) Continue to comply with the Code of Conduct laid down under Schedule IV of the Act.

The Directors have further confirmed that they are not debarred from holding the office of director under the order of any such authority.

18. COMMITTEES OF THE BOARD AND NUMBER OF MEETING OF THE COMMITTEES

As on the date of this report the Board has the following committees:

- i) Audit Committee
- ii) Nomination and Remuneration Committee
- iii) Corporate Social Responsibility Committee

I) AUDIT COMMITTEE

During the year the committee met Three (3) times: 24/02 /2023, 20/03/2023 and 31/03/2023.

II) NOMINATION AND REMNEURATION COMMITTEE

During the year the committee met 2 times: 24/02 2023 and 31/03/2023.

III) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

During the year the committee met (Two) 2 times: 24/02/ 2023 and 31/03/2023. The Attendance of each member is given below

Attendance Details of Board and Committee Meeting

Name of the Meeting	Board Meeting	Audit Committee	Nomination and Remuneration Committee	Corporate Social Responsibility Committee
Number of meeting held	21	3	2	2
Attendance of Director				
Mr. Anurag Kumar	21	3	NA	2
Mr. Dev Datt	21	3	NA	2
Ms. Anchal Kumari	14	NA	NA	NA
Mr. Prabhat Kumar	9	3	2	2
Ms. Puja Kasera	9	3	2	2
Mr. Shubham Jain	9	NA	2	NA

The CSR Activities undertaken by the Company were under the thrust areas of Community Healthcare, Sanitation & Hygiene, Education & Knowledge Enhancement and Social Care & Concern. During the year, the Company was required to spend Rs. 8.77/- Lakhs (2% of the average net profit of the past three financial years and surplus arising at implementing agency level from temporary investment of funds for FY 2022-2023). The Company contributed to implementing agency Rs. 9.60 /- Lakhs during the year. The total amount spent during the year was Rs. 9.60/- Lakhs.

Further, the Company has in place CSR Committee and Policy as per the applicable laws and regulations. The disclosures on the same as per Rule 8 of Companies (Corporate Social Responsibility Policy) Rules, 2014 are annexed herewith as Annexure - III to this Report in the prescribed format

19. EXPLANATION OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE -

(i) By the auditor in his report: and

The members are informed that pursuant to the provisions of Section 139 read with the Companies (Audit and Auditors) Rules, 2014; M/s Khandelwal Jain & Co., (Chartered Accountants), New Delhi have been appointed as Statutory Auditor of the Company in the Extra ordinary general meeting held on 8th November 2022, in casual vacancy due to resignation of Joshi Vishal and Associates

AUDITOR'S REPORT

The observations of Auditor's in their report read with relevant notes are self - explanatory and do not require any further clarification and explanation. Further, there are no instances of any fraud reported by the Auditor of the Company in pursuance to section 143(12) of the Companies Act, 2013.

(ii) By the company secretary in practice in his secretarial audit report

SECRETARIAL AUDITOR FOR FINANCIAL YEAR 2022-23

Your Directors wish to inform that the Secretarial audit was not applicable to the company during the Financial Year 2022-23.

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

There are transactions by the Company attracting the provisions of the section 186 of the Companies Act, 2013 and such transactions are in compliance with provisions of applicable laws .

21. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SECTION 188(1)

During the period there are contracts or arrangements entered with related parties referred to in the provision of the Section 188(1) of the Companies Act, 2013 which are attached as Annexure I to this report.

22. STATE OF COMPANY'S AFFAIRS

The Company is into the business to manufacture, produce, process, prepare, sale, import, export and deals in all kinds of commercial activities related to pharmaceuticals and chemical products of medicaments in all its branches.

23. THE AMOUNTS, IF ANY, WHICH IT PROPOSES TO, CARRY TO ANY RESERVES

The Company had transferred the amount of **Rs. Rs. 593.74/-** Lakhs being the profit for the current year to the general reserve in the balance sheet during the financial year ended 31st March, 2023

24. THE AMOUNT, IF ANY, WHICH IT RECOMMENDS SHOULD BE PAID BY WAY OF DIVIDEND

The Board of Directors of the Company has not recommended any dividend for the financial year ending March 31, 2023.

25. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There is no material changes and commitments affecting the financial position of the Company which have occurred between the end of the Financial Year of the Company to which the financial statements relate and the date of the report.

26. CAPITAL STRUCTURE

There is significant change in the authorized & Paid up share capital during the period under review.

The **Authorized Share Capital** of the Company has been Increased by **Rs. 4,500,000/-** (Rupees Forty Five Lakhs only) divided into **450000** (Four Lakhs Fifty Thousand only) Equity Share of Rs. 10 each i.e. from **Rs. 2,50,000,000/-** (Rupees Twenty Five Crores Only) divided into **25000000** (Two Crore Fifty Lakhs only) Equity Shares of Rs. 10 each to **Rs. 2,54,500,000 /-** (Rupees Twenty Five Crores Forty Five Lakhs only) divided into **25450000** (Two Crore Fifty four Lakhs fifty thousand only) Equity Shares of Rs. 10/-

The **Paid up Share Capital** of the Company has been increased by **Rs. 3,400,000/-** (Rupees Thirty Four Lakhs only) divided into **340000** (Three Lakhs Forty Thousand only) Equity Share of Rs. 10 each pursuant to Conversion of loan to equity of 170000 Equity shares and Subsequently by two Right Issues of 85000 Equity shares respectively i.e. from **Rs. 2,50,000,000/-** (Rupees Twenty Five Crores Only) divided into **25000000** (Two Crore Fifty Lakhs only) Equity Shares of Rs. 10 each to **Rs. 2,53,400,000 /-** (Rupees Twenty Five Crores Thirty Four Lakhs only) divided into **25340000** (Two Crore Fifty Three Lakhs Forty Thousand only) Equity Shares of Rs. 10/- each.

The Physical Shares of the company has been dematerialised and new International Securities Identification Number (ISIN) has been allotted as **INE0P2Z01014** and subsequently activated on Central Depository Services (India) Limited (CDSL) on 08/03/2023 and on National Securities Depository Limited (NSDL) on 21/03/2023.

Other mandatory disclosures as per Companies Act, 2013 are provided hereunder:

Issue of Equity Shares with Differential Rights:-

During the financial year ended 31st March, 2023, the Company has not issued any Equity Shares with Differential Rights.

Issue of Employee Stock Options:-

During the financial year ended 31st March, 2023, the Company has not issued any Employee Stock Options as stated in Section 62(1)(b) of the Companies Act, 2013 and Rule 12(9) of Companies (Share Capital and Debenture Rules, 2014).

Issue of Sweat Equity Shares:-

During the financial year ended 31st March, 2023, the Company has not issued any sweat equity shares as specified in Section 54 of the Companies Act, 2013 and Rule 8(13) of Companies (Share Capital and Debenture Rules, 2014).

27. **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO**

The information relating to the Conservation of energy, technology absorption and foreign exchange earnings and outgo as required under Rule 8(3) of the Companies (Accounts) Rules, 2014 is annexed as **Annexure I** and forms part of this report.

28. **RISK MANAGEMENT POLICY**

The Company has adequate risk management plans and processes in place that commensurate with the size of its business operations. The Management of your Company has devised proper strategies to apprehend risks, take timely actions to mitigate them and convert them to opportunities for the Company.

29. **STATEMENT INDICATING THE MANNER IN WHICH FORMAL ANNUAL EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITTEE AND INDIVIDUAL DIRECTOR HAS BEEN MADE**

During the year, annual performance evaluation of the Board and Committees of the Board, individual Directors was carried out as per the criteria and process approved by Nomination and Remuneration Committee. The Chairman and other members of the Board discussed upon the performance evaluation outcome and concluded that they were satisfied with the overall performance of the Board and Committees of the Board and Directors individually.

30. **CONSOLIDATED FINANCIAL STATEMENT**

Since the Company is not having any Subsidiaries, Joint Ventures or Associate Companies therefore provision related to consolidation of financial statements is not applicable.

31. **VIGIL MECHANISM**

The provisions regarding vigil mechanism as provided in Section 177(9) of the Companies Act, 2013 read with rules framed there under are not applicable on the Company.

32. **HUMAN RESOURCES AND INDUSTRIAL RELATIONS**

The Company is pleased to report that during the year under reporting, the relations were cordial.

33. **LOAN TAKEN FROM DIRECTOR OR THEIR RELATIVE**

The loan taken from Director forms the part of the notes to the financial statements.

34. **OPERATIONS**

Your company's operations were running smoothly during the year.

35. **PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES DETAILS PURSUANT TO SECTION 197(12) READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

Since the company is not a listed company, provision of section 197(12) is not applicable on the company.

36. **DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors' states that:

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The directors had prepared the annual accounts on a going concern basis;

(e) The directors had devised proper systems to ensure compliances with the provisions of all applicable laws and that such systems were adequate and operating effectively.

37. ACKNOWLEDGEMENT

Your Board of Directors wish to thank and place on record their appreciation for the co-operation and support extended to the Company.

The Board of Directors also expresses its sincere gratitude to all the shareholders for their continuous support and trust they have shown in the management. The dedication and sense of commitment shown by the employees at all levels during the year deserve special mention.

For and on behalf of the Board of Directors of
Biodeal Pharmaceuticals Limited
(Formerly Known as Biodeal Pharmaceuticals Private Limited)

For Biodeal Pharmaceuticals Ltd.
(Formerly known as Biodeal Pharmaceuticals Pvt. Ltd.)



Director

Anurag Kumar
(Managing Director)
DIN 08598700

For Biodeal Pharmaceuticals Ltd.
(Formerly known as Biodeal Pharmaceuticals Pvt. Ltd.)



Director

Dev Datt
(Whole Time Director)
DIN 09129131

Place: Noida
Date: 31/07/2023

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

A. CONSERVATION OF ENERGY

- 1) the steps taken or impact on conservation of energy: **The Company does regular maintenance of Plant & Machinery**
- 2) the steps taken by the company for utilizing alternate sources of energy: **Arrangements for increased day lightening area in factory premises has made.**
- 3) the capital investment on energy conservation equipment's: **The company has made some purchase during the years for the equipment as shown in tangible assets under the financial statement of the year.**

B. TECHNOLOGY ABSORPTION

- 1) the efforts made towards technology absorption: **Latest Technology advancements made and developed using in house Infrastructure & Technical Capabilities.**
- 2) the benefits derived like product improvement, cost reduction, product development or import substitution: **The adoption of highly advanced equipment's are beneficial in product improvements as reported during the year.**
- 3) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year): **NIL**
- 4) the expenditure incurred on Research and Development: **Rs. 23.14 (in lakhs)**

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

On accrual basis, following is the relevant information:

S. No.	<u>OTHER DISCLOSURES</u>	As at 31.03.2023	As at 31.03.2022
		Amount (Rs.)	Amount (Rs.)
1	Expenditure in Foreign Currency	1543.45(USD) 41078.15(EURO)	483.62(USD) 222773.79 (EURO)
2	Earning in Foreign Currency	632296.55 (USD)	499185.18 (USD)

FORM NO. 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

Form for 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 arms' length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.- Nil
2. Details of contracts or arrangements or transactions at Arm's Length basis:-

(Amount in Lakhs)

S. No.	Name(s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts / arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Amount For the year ended March 31, 2023	Date of approval by the Board, if any:	Amount paid as advances, if any
1.	Atlantas Worldwide Pvt Ltd	Freight Charges/ Entity under control of Director or Relative of Director	12 Months	Freight Charges Paid	133.17	11-05-2022	NIL
2.	Lobster Overseas	Purchase and Sale of goods/ Entity under control of Director or Relative of Director	12 Months	Sale of Goods Purchases of Goods	34.04 257.10	11-05-2022	NIL
3.	Xenone Healthcare Pvt. Ltd	Sale of Goods/ Entity under control of Director or Relative of Director	12 Months	Sale of Goods	80.57	11-05-2022	NIL
4.	Mr. Anurag Kumar	Loan Taken and Loan Repaid/ Key Managerial Personnel	12 Months	Loan Taken Loan Repaid	494.26 581.30	11-05-2023	NIL

For and on behalf of the Board of Directors of
Biodeal Pharmaceuticals Limited

(Formerly Known as Biodeal Pharmaceuticals Private Limited)

For Biodeal Pharmaceuticals Ltd.
(Formerly known as Biodeal Pharmaceuticals Pvt. Ltd.)

For Biodeal Pharmaceuticals Ltd.
(Formerly known as Biodeal Pharmaceuticals Pvt. Ltd.)



Director



Director

Place: Noida
Date: 31/07/2023

Anurag Kumar
(Managing Director)
DIN 08598700

Dev Datt
(Whole Time Director)
DIN 09129131

Form No. MGT-9

EXTRACT OF ANNUAL RETURN as on the financial Year ended on 31.03.2023

[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:	
CIN:-	U00304HP2005PLC029451
Registration Date	30.12.2005
Name of the Company	BIODEAL PHARMACEUTICALS LIMITED (Formerly Known as Biodeal Pharmaceuticals Private Limited)
Category / Sub-Category of the Company	COMPANY LIMITED BY SHARES
Address of the Registered office and contact details	Village Saini Majra, Nalagarh-Ropar road, Teh, Nalagarh, Distt. Solan (HP-174101)
Whether listed company Yes / No	No
Name, Address and Contact details of Registrar and Transfer Agent (RTA)	Bigshare Services Private Limited 302, Kushal Bazar 32-33, Nehru Place, New Delhi-110019 Contact Person : Mr. Paresh bssahd1@bigshareonline.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:-

S. NO.	NAME AND DESCRIPTION OF MAIN PRODUCTS /SERVICES	NIC CODE OF THE PRODUCT/SERVICE	% TO TOTAL TURNOVER OF THE COMPANY
01	Manufacturing of Pharmaceuticals , Medicinal Chemicals and Botanical Products	2423	84.83%
02	Trading of Pharmaceuticals and Medical goods	5231	15.17%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. NO.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
NIL					

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

i) Category-wise Share Holding

(Amount in Lakhs except Shares)

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2022]				No. of Shares held at the end of the year[As on 31-March-2023]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	NIL	25000000	25000000	100%	NIL	25310000	25310000	99.88%	0.12%
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.									
e) Banks / FI									
f) Any other									
Total shareholding of Promoter (A)	NIL	25000000	25000000	0.00%	NIL	25310000	25310000	99.88%	0.12%
B. Public Shareholding									
1. Institutions									

a) Mutual Funds									
b) Banks / FI									
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIIs									
h) Foreign Venture Capital Funds									
i) Others	NIL	NIL	NIL	NIL	NIL	30000	25340000	0.12%	0.12%
Sub-total (B)(1):-	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
2. Non-Institutions									
a) Bodies Corp.									
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) Others (FOREIGN DIRECTOR)									
Non Resident Indians									
Overseas									

Corporate Bodies									
Foreign Nationals									
Clearing Members									
Trusts									
Foreign Bodies - D R									
Sub-total (B)(2):-	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total Public Shareholding (B)=(B)(1)+ (B)(2)									
C. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Grand Total (A+B+C)	NIL	2,50,00,000	2,50,00,000	100%	NIL	25340000	25340000	100%	

ii) Shareholding of Promoter-

(Amount in Lakhs except Shares)

SN	Shareholder's Name	Shareholding at the beginning of the year			Share holding 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	
1	Anurag Kumar	24991700	99.97%	NIL	25281700	99.77%	NIL	1.160%
2	Subodh Prasad Singh	8300	0.03%	NIL	8300	0.03%	NIL	NIL
3	Gunjan Kumar	NIL	NIL	NIL	10000	0.04%	NIL	100%
4	Anchal Kumari	NIL	NIL	NIL	10000	0.04%	NIL	100%

C) Change in Promoters' Shareholding (please specify, if there is no change)

(Amount in Lakhs except Shares)

SN		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	Anurag Kumar				
	At the beginning of the year	24991700	99.97%		
	Increase in Promoters shareholding during the year	290000	1.16%		
	At the end of the year	25281700	99.77%	25281700	99.77%
2	Subodh Kumar				
	At the beginning of the year	8300	0.03%		
	Increase/Decrease in Promoters shareholding during the year		NIL		
	At the end of the year	8300	0.03%	8300	0.03%
3	Gunjan Kumar				
	At the beginning of the year	NIL	NIL		
	Increase/Decrease in Promoters shareholding during the year		100%		
	At the end of the year	10000	0.04%	10000	0.04%
4	Anchal Kumari				
	At the beginning of the year	NIL	NIL		
	Increase/Decrease in Promoters shareholding during the year		100%		
	At the end of the year	10000	0.04%	10000	0.04%

D) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	Name	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	NIL	--				
	At the beginning of the year		--	--		
	Increase /Decrease in Promoters shareholding during the year			--		
	At the end of the year		--	--	--	--
2	NIL	--				
	At the beginning of the year		--	--		
	Increase /Decrease in Promoters shareholding during the year			--		
	At the end of the year		--	--	--	--

E) Shareholding of Directors and Key Managerial Personnel:

(Amount in Lakhs except Shares)

SN	Shareholding of each Directors and each Key Managerial Personnel	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	Anurag Kumar (Managing Director)				
	At the beginning of the year	24991700	99.97%		
	Increase /Decrease in		(1.16%)		

	Promoters shareholding during the year				
	At the end of the year	25281700	99.77%	25281700	99.77%
2	Dev Datt (Whole Time Director)				
	At the beginning of the year	NIL	0.00%		
	Increase/Decrease in Promoters shareholding during the year		0.04%		
	At the end of the year	10000	0.04%	10000	0.04%
3	Anchal Kumari (Director)				
	At the beginning of the year	NIL	0.00%		
	Increase/Decrease in Promoters shareholding during the year		0.04%		
	At the end of the year	10000	0.04%	10000	0.04%
4	Prabhat Kumar (Independent Director)	-	-	-	-
	At the beginning of the year	-	-	-	-
	Increase/Decrease in Promoters shareholding during the year	-	-	-	-
	At the end of the year	-	-	-	-
5	Shubham Jain (Independent Director)	-	-	-	-
	At the beginning of the year	-	-	-	-
	Increase/Decrease in Promoters shareholding during the year	-	-	-	-
	At the end of the year	--	-	-	-
6	Puja Kasera (Independent Director)	-	-	-	-
	At the beginning of the year	-	-	-	-
	Increase/Decrease in Promoters shareholding during the year	-	-	-	-

	At the end of the year	-	-	-	-
7	Mr. Naveen Kumar * (Chief Financial officer)	-	-	-	-
	At the beginning of the year	-	-	-	-
	Increase /Decrease in Promoters shareholding during the year	-	-	-	-
	At the end of the year	-	-	-	-
8	Ms. Anupam Aditya (Company Secretary)	-	-	-	-
	At the beginning of the year	-	-	-	-
	Increase /Decrease in Promoters shareholding during the year	-	-	-	-
	At the end of the year	-	-	-	-
9	Sirat Arora (Company Secretary)	-	-	-	-
	At the beginning of the year	-	-	-	-
	Increase /Decrease in Promoters shareholding during the year	-	-	-	-
	At the end of the year	-	-	-	-

F) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Amount in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	684.91	189.80	--	874.71
ii) Interest due but not paid				
iii) Interest accrued but not due				

Total (i+ii+iii)	684.91	189.80	--	874.71
Change in Indebtedness during the financial year				
* Addition	--	2.82	--	2.82
* Reduction	346.62	--	--	346.62
Net Change	346.62	2.82		349.64
Indebtedness at the end of the financial year				
i) Principal Amount	338.29	192.62		145.67
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	338.29	192.62		145.67

vii.) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

(Amount in Lakhs)

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Anurag Kumar (Managing Director)	Dev Datt (Whole Time Director)	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	60	12	72
	(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	-	-	-
13	Sweat Equity	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-
5	Others, please specify	-	-	-
	Total (A)	60	12	72
	Ceiling as per the Act	NIL	NIL	NIL

Ceiling as per the Act	NIL	NIL	NIL
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B. Remuneration to other directors

(Amount In Lakhs)

SN.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	Prabhat Kumar	Shubham Jain	Puja Kasera	
	Fee for attending board committee meetings	.60	.60	.60	1.8
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	.60	.60	.60	1.8
2	Other Non-Executive Directors/ Executive Director	Anchal Kumari	NIL	NIL	
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others,(Remuneration)	18	-	-	18
	Total (2)	18	-	-	18
	Total (B)=(1+2)	18.60	.60	.60	19.8
	Total Managerial Remuneration	18.60	.60	.60	19.8
	Overall Ceiling as per the Act	NIL	NIL	NIL	NIL

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

(Amount in Lakhs)

SN	Particulars of Remuneration	Key Managerial Personnel				
		CEO	CS		CFO	Total
1	Gross salary	NA	Anupam Aditya	Sirat Arora	Naveen Kumar	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		2.75	1.01	6.79	10.556
	(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		2.75	1.01	6.79	10.556

XII. 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			NIL	NIL	NIL
Punishment			NIL	NIL	NIL
Compounding			NIL	NIL	NIL
B. DIRECTORS					
Penalty			NIL	NIL	NIL
Punishment			NIL	NIL	NIL
Compounding			NIL	NIL	NIL

C. OTHER OFFICERS IN DEFAULT					
Penalty			NIL	NIL	NIL
Punishment			NIL	NIL	NIL
Compounding			NIL	NIL	NIL

**For and on behalf of the Board of Directors of
Biodeal Pharmaceuticals Limited
(Formerly Known as Biodeal Pharmaceuticals Private Limited)**

For Biodeal Pharmaceuticals Ltd.
(Formerly known as Biodeal Pharmaceuticals Pvt. Ltd.)


Director

For Biodeal Pharmaceuticals Ltd.
(Formerly known as Biodeal Pharmaceuticals Pvt. Ltd.)


Director

Place: Noida
Date: 31/07/2023

Anurag Kumar
(Managing Director)
DIN 08598700

Dev Datt
(Whole Time Director)
DIN 09129131

Annual Report on Corporate Social Responsibility (CSR) Activities
[Pursuant to the Companies (Corporate Social Responsibility) Rules, 2014]

1. Brief outline on CSR Policy of the Company.

- Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, differently abled and livelihood enhancement projects.
- Any other CSR activities as per Companies Act, 2013 and approved by the Board from time to time.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation Nature Directorship	/ of	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Anurag Kumar	Managing Director		2	2
2	Dev Datt	Whole Time Director		2	2
3	Prabhat Kumar	Non Executive Independent Director		2	2
4	Puja Kasera	Non Executive Independent Director		2	2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.
[www. biodealpharma.com](http://www.biodealpharma.com)

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

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any **NOT APPLICABLE**

Sl. No.	Financial Year	Amount available for set-off from preceding financial	Amount required to be set- off for the financial year, if
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(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(Amount In Lakhs)

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in schedule VII to the Act.	(4) Local area (Yes/No).	(5) Location of the project.		(6) Amount spent for the project (in Rs.).	(7) Mode of implementation - Direct (Yes/No).	(8) Mode of implementation - Through implementing agency.	
				State.	District.			Name.	CSR registration number.
1.	Education Of Children	ii	No	Uttar Pradesh	Mathura	4.75	Yes	Jan Jagriti Sevarth Sansthan	1958/2007-08
2.	Education Of Children	ii	No	Uttar Pradesh	Mathura	4.85	Yes	Jan Jagriti Sevarth Sansthan	1958/2007-08
Total						9.60			

(d) Amount spent in Administrative Overheads : NIL

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

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) : Rs. 9.60/- Lakhs

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	Rs. 8.77

(ii)	Total amount spent for the Financial Year	Rs. 9.60
(iii)	Excess amount spent for the financial year [(ii)-(i)]	Rs. 0.83
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Rs. 0.83

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

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (In Rs.)
				Name of the Fund	Amount (in Rs.)	Date of transfer.	
1.	-	-	-	-	-	-	-
	Total						

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs.).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
1	-	-	-	-	-	-	-	-
	Total							

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

(Asset - wise details)

(a) Date of creation or acquisition of the capital asset(s). : NONE

(b) Amount of CSR spent for creation or acquisition of capital asset. : NIL

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc : **NIL**

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset) : **NOT APPLICABLE**

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

**For and on behalf of the Board of Directors of
Biodeal Pharmaceuticals Limited
(Formerly Known as Biodeal Pharmaceuticals Private Limited)**

For Biodeal Pharmaceuticals Ltd.
(Formerly known as Biodeal Pharmaceuticals Pvt. Ltd.)

For Biodeal Pharmaceuticals Ltd.
(Formerly known as Biodeal Pharmaceuticals Pvt. Ltd.)



Director



Director

Place: Noida
Date: 31/07/2023

Anurag Kumar
**(Managing Director &
Chairperson of CSR)**
DIN 08598700

Dev Datt
(Whole Time Director)
DIN 09129131