



CAPLIN POINT LABORATORIES LTD.

CIN : L24231TN1990PLC019053

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03.10.2015

BSE Ltd.
Department of Corporate Services
1st Floor, New Trading Ring,
Rotunda Building
P J Towers, Dalal Street
Fort, Mumbai -400 001
BSE Scrip Code: 524742

National Stock Exchange of India Ltd
Department of Corporate Relationship
Exchange Plaza, Plot no. C/1, G Block
Bandra-Kurla Complex, Bandra (E),
Mumbai- 400 051
NSE Symbol-CAPLIPOINT

Dear Sir/s,

Sub: Intimation of Annual General Meeting and Book Closure and
Submission of Annual Report along with Form A

The Twenty Fourth Annual General Meeting of the Shareholders of the Company is proposed to be held on Thursday, the 5th November, 2015 at 10.30 a.m. at Sri Thyaga Brahma Gana Sabha (Vani Mahal) No. 103, G N Road, T. Nagar, Chennai - 600 017.

The Register of Members and Share Transfer Books of the company will be closed from Saturday, 31st October, 2015 to Thursday, 5th November, 2015 (both days inclusive) for the purpose of 24th Annual General Meeting and also towards payment of Final Dividend subject to the approval of the shareholders at the ensuing Annual General Meeting.

Also, please find enclosed the Annual Report – 2014-15 along with Form A, for your records.
Please arrange to upload the Annual Report 2014-15, in your website.

Kindly acknowledge receipt and take the above information on record.

Thanking you,

Yours faithfully,
For CAPLIN POINT LABORATORIES LIMITED

P HARIHARA PONNAMBALAM
CHIEF FINANCIAL OFFICER





Unit I : No: 85/3, Suthukeny Village, Mannadipet Commune, Puducherry - 605 502. Ph.: +91 413 2674046 / 4047

Unit II : No.19, Chinnapuliur Village, Sirupuzhalpettai (Post), Gummidipoondi Taluk, Thiruvallur District. Pincode - 601 201. Ph.: +91 44 27900901


Unit III : KHASRA No.435,Village Suraj Majra, N.H. No.21,Baddi, Teh. Nalagarh, District Solan, Himachal Pradesh – 173205. Ph.: +91 1795 245512

Unit IV: Survey No.: 895 & 897, Guruvarajakandigai, Sirupuzhalpettai (Post), Gummidipoondi Taluk, Thiruvallur District, Pincode – 601 201.

Ph. +9197884 59333/69333

Form A		
Format of covering letter of the annual audit report to be filed with the stock exchanges		
1.	Name of the Company:	CAPLIN POINT LABORATORIES LIMITED
2.	Annual financial statements for the year ended	30 th June 2015
3.	Type of Audit observation	Un-qualified / Matter of Emphasis
4.	Frequency of observation	Whether appeared first time / repetitive / since how long period Not Applicable
5.	To be signed by-	
	<p>© CEO/Managing Director</p> <p>© CFO</p> <p>Auditor of the company</p> <p>© Audit Committee Chairman</p>	<p>For CAPLIN POINT LABORATORIES LIMITED</p> <p></p> <p>MANAGING DIRECTOR</p> <p>For CAPLIN POINT LABORATORIES LIMITED</p> <p></p> <p>CHIEF FINANCIAL OFFICER</p> <p>For CNGSN & ASSOCIATES LLP</p> <p></p> <p>CHARTERED ACCOUNTANTS</p> <p>For CAPLIN POINT LABORATORIES LIMITED</p> <p></p> <p>AUDIT COMMITTEE CHAIRMAN</p>





This is a picture of Thelma deep in the interiors of Central America. What she needs is access to available and affordable remedies. To make her life better. She has an unusual ally. An Indian company called Caplin Point.

∞ Caplin Point Laboratories is one of the fastest growing mid-cap pharmaceutical companies in India. ∞ We grew revenues compounded at 25.61 per cent and profit after tax by 43.15 per cent in the three years leading to 2014-15. ∞ We enhanced EBITDA margins every single year in the last five years. ∞ We reported revenue growth across eight successive quarters leading to the close of 2014-15. ∞ We grew revenues 45 per cent and profit after tax 59 per cent during the year under review. ∞ And all because of one reality...

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We chose to be
different.



Caplin Point.
One of the
most exciting
pharmaceutical
stories of India.

History

Caplin Point was established in 1990 to manufacture a range of ointments, creams and other external applications.

The Company was listed in 1994 following its IPO which was oversubscribed 117 times, the proceeds of which were deployed in setting up a manufacturing facility at Pondicherry. Thereafter, the Company expanded its product range and increased its production capacity.

The Company focused on the semi-regulated pharmaceutical markets of Central America, Caribbean, Francophone and Southern Africa.

The Company has emerged as one of the leading Indian pharmaceutical companies in semi-regulated pharmaceutical markets, enjoying a dominant presence in Latin America.

Management

The Caplin Point management is headed by Chairman Mr.C.C.Paarthipan, supported by a professional management team under the guidance of a stellar Board of Directors.

Awards

Listed on the Forbes Asia's '200 Best under a billion' in 2015

Listed on the Forbes Asia's '200 Best under a billion' in 2014



Manufacturing facilities

CP I

Manufacturing: Tablets, capsules, liquid orals, soft gelatin capsules, penem injections and suppositories.

Location: Suthukeny, Puducherry

CP II (R&D)

Function: A dedicated pharmaceutical FR&D (formulation research & development) facility with capabilities to develop safe and effective products.

Location: Gummidipoondi, Chennai

Argus

Manufacturing: Dosage forms such as capsules, ointments and creams.

Location: Baddi, Himachal Pradesh

CP IV (manufacturing and R&D)

Manufacturing: Pharmaceutical formulations in Specialised Injectable dosage forms (vials, ampoules and ophthalmic drops) and FR&D.

Location: Gummidipoondi, Chennai

Credentials and approvals

1700 product registrations all over the world.

12 years of operating presence in Latin America

ANVISA approval (Brazilian) for sterile injectables and ophthalmics.

EU-GMP approval (European Union) for sterile injectables

Geographical presence

The Company's products enjoy a growing presence in Latin America (Guatemala, Honduras, Nicaragua, El Salvador, Venezuela, Haiti and Dominican Republic).

The Company is also building its brand in the Francophone Africa.

Corporate vision

Caplin Point aims to create new niches in our existing markets to ensure the current foothold remains strong and innovative. We envisage implementing our unique business model at all corners of the globe to ensure access to quality medicines at affordable prices.

Corporate mission

Innovate to change the rules of the game and not to compete in the game. Innovation distinguishes between a leader and a follower.

OUR PHILOSOPHY

Before we begin
to explain what
Caplin Point is,
let us start with
some of the things
we are *not*.


We are an ideals-driven company.
We are not driven only by topline growth.

We are driven by the prospect of creating our own market.
We are not in business to merely capture existing market share.

*We are excited by the prospect of making medicines
available, affordable and accessible for those at the
bottom of the economic pyramid.*
We are not in business to market products at the highest prices.

We are driven by the vision to make prospects sustainable.
We are not focused on maximising one-time profits.

We are focused on acquiring customers.
We are not focused on acquiring companies.



Caplin Point. Providing remedies.
Bringing smiles to people.

How Caplin Point resisted the conventional and walked the road less travelled.

The conventional business model is to manufacture first and then find a market. **Caplin Point focused on finding an attractive market, examining its growing needs and then proceeding to market those products.**

The conventional business models are manufacturing-driven, their manufacturing activities accounting for the largest proportion of their management bandwidth.

Caplin Point is a market-driven company instead, either outsourcing or manufacturing products as per strategic and economic prudence.

The conventional models pride in their multi-country marketing presence.

Caplin Point has concentrated its geographic focus instead, selecting to patiently grow its presence in Latin America and parts of Africa – largely contiguous - across 14 years.

The conventional model is to provide extensive credit to primary customers – dealers, stockists and pharmacies – with the objective to accelerate offtake.

Caplin Point works almost completely with advances from its primary customers, resulting in working capital surplus.

The conventional models work with the quantum of debt they find reasonable.

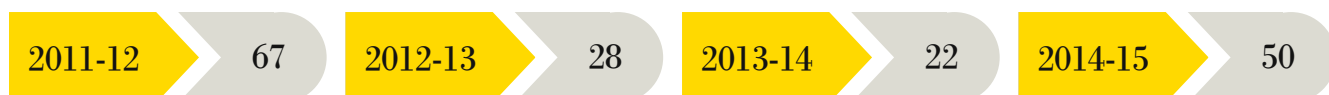
Caplin Point has negligible debt on its books.

The conventional model depends completely on local marketing resources – either in the form of employees or downstream trade channel partners.

Caplin Point's unique business model controls the entire value chain (manufacture and export on the one hand and distribution and retail on the other, through exclusive partners).

Note. Caplin Point's strategic differentiation has been extensively articulated in the Chairman's overview and the section dealing with the Business Model

Caplin Point's product launches

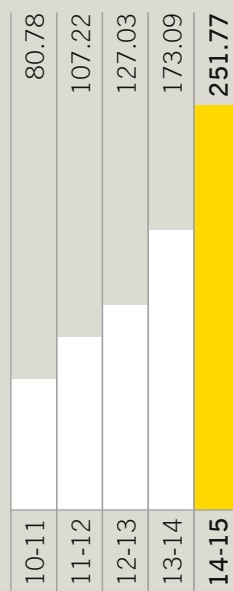


How we have grown over the years.

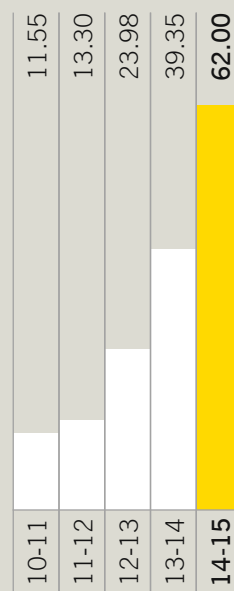
Sustained
financial growth



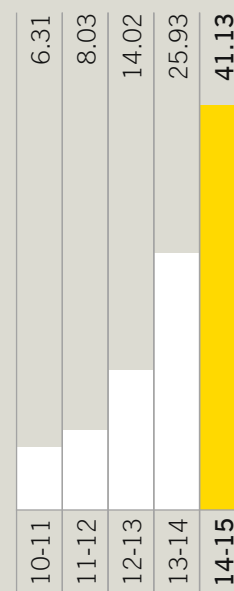
Net sales (₹ crore)



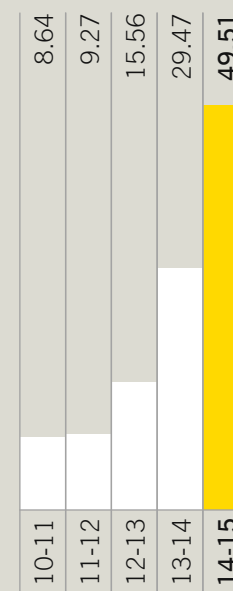
EBITDA (₹ crore)



Net profit (₹ crore)



Cash profit (₹ crore)



Revenue growth (%)

45

Over
2013-14

26

CAGR over
5 years

EBITDA growth (%)

58

Over
2013-14

40

CAGR over
5 years

Net profit growth (%)

59

Over
2013-14

45

CAGR over
5 years

Cash profit growth (%)

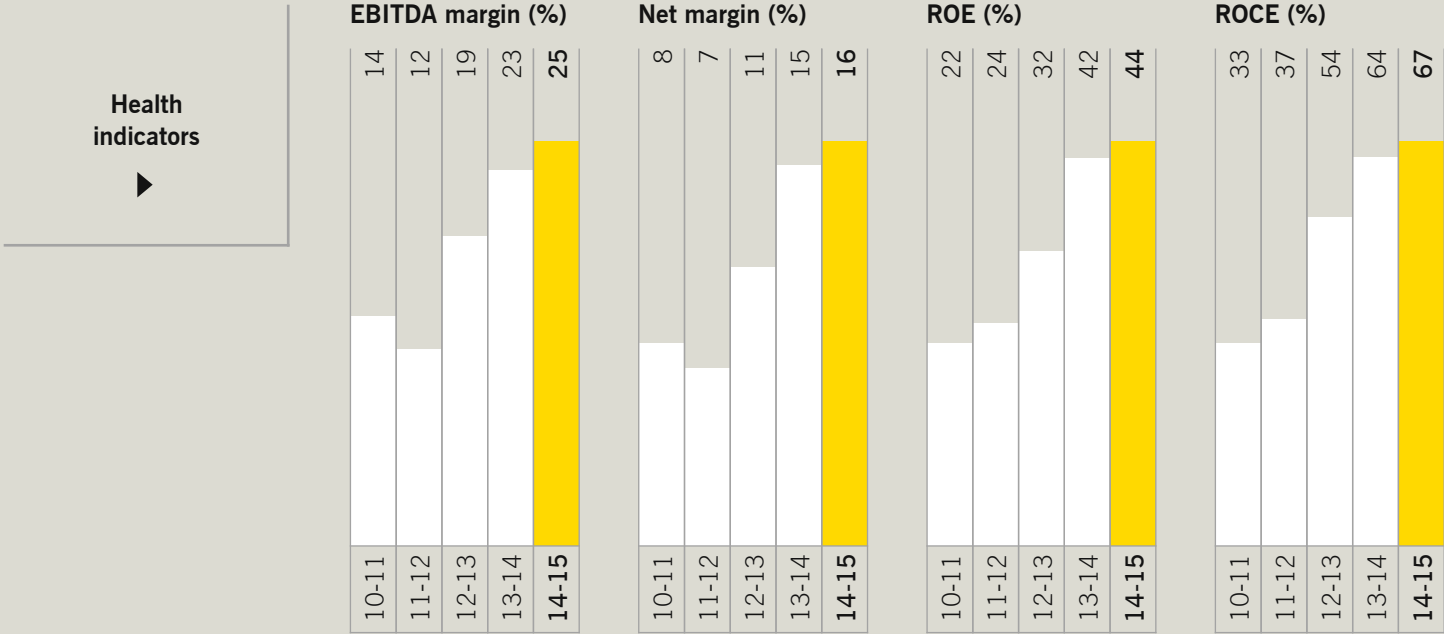
68

Over
2013-14

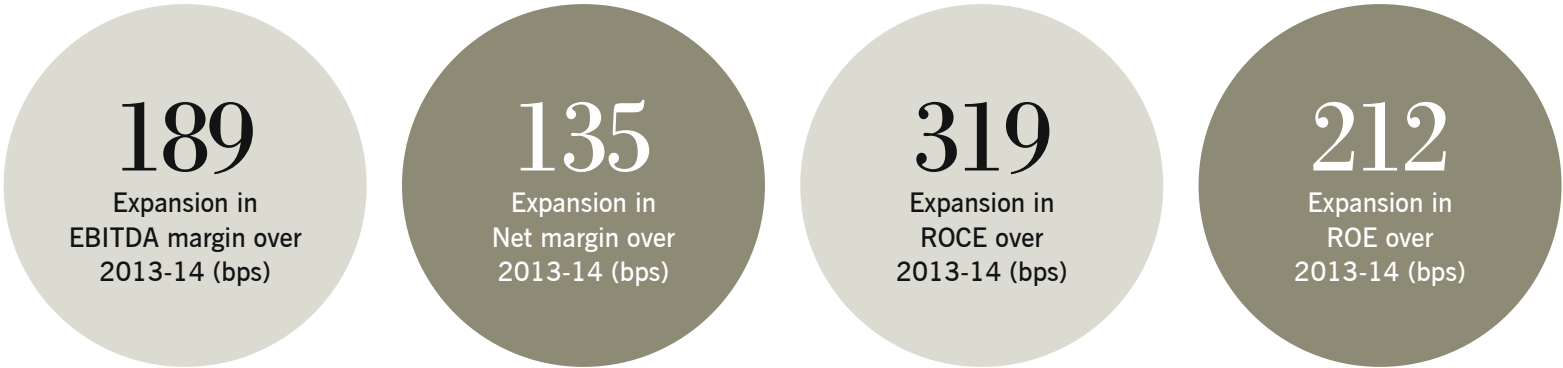
42

CAGR over
5 years

How our margins have progressively strengthened.



Strengthening profitability





In our factories, we manufacture products.
In our markets, we provide hope.

Caplin Point is a challenge-embracing company that intends to strengthen its competitiveness further.

A number of well-wishers have asked: what kind of a company is Caplin Point? If I have to express this in just three words, they would be 'challenge-embracing company'.

As an opportunity-driven company, we have consistently tested the frontiers of our business, resulting in a deep understanding of not just what will work but what may not work in specific geographies at specific junctures, resulting in a lower down time and a quicker time-to-success.

Caplin Point has consistently refused to accept the conventional, has challenged status quo, has sought a better way to do things, has extended beyond the linear to the lateral and has refused to believe that what has worked for us in the past will continue to work in the future.

A spirit of continuous change is reflected in the fact that Caplin Point was included in Forbes Asia's "Best 200 Under a Billion" list for the second year running from almost 17,000 listed companies across Asia

with revenues less than 1 Billion. Caplin Point is the only Indian pharma company to be featured both in 2014 and 2015.

Strategic differentiation

There are a number of ways in which we have been different from most companies with our industry.



One, we have been different in our market selection. The conventional model would be to market formulation products in India, utilise surpluses and then venture abroad, starting with unregulated geographies enjoying demographics similar to India and offering logistical convenience.

At Caplin Point, we selected to do the more difficult thing upfront; we selected to enter Central America, one of the most challenging geographies for Indian companies on account of the distance, language, small population clusters and market complexity. The result is that today, our major revenues are derived from Central America and none at all from India, which is unusual for companies in our segment. Our success is measured by the fact that



Our growth strategy

Extend from seven Latin American countries to 12 between 2016 and 2018, including Brazil, Chile, Ecuador, Costa Rica and Colombia. ● Increase profitable revenue growth in Francophone and Southern Africa. ● Increase the number of product licenses from 1700 in June 2015 to 2200 in the near future. ● Widen the product basket with soft gels, penems, dermo-cosmetics and suppositories. ● Explore an extension into retail, strengthening the consumer connect. ● Seek USFDA approval for the CP-IV manufacturing facility as a major step towards regulated market entry

we grew revenues in six of seven existing markets in 2014-15; we outperformed the average growth in each of the markets of our presence, we reported profitable growth for the seventh successive year.

Two, we have been different in our positioning and organisational structure. For instance, the conventional model would have been to invest in manufacturing facilities and seek markets.

Caplin Point reversed the paradigm; the company sought its markets first, shortlisted the products that would best plug market gaps and proceeded to either manufacture in-house or outsource the manufacture of most of these products from some of the most competitive and quality-respecting companies in the world. The result is that the competitiveness of our vendors has been passed on to our customers, enhancing product affordability. The Caplin Point of today is a totally marketing-driven agile company that moves with speed to changes in market preferences and trends; the company possesses a turnaround time that is one of the shortest in the business, reflected in the fact that inventory turns increased over the last three years even as our revenues increased a sizable 98 per cent.

Three, the conventional model would have been to aggressively grow topline at the cost of business quality.

Caplin Point has grown its business without compromising competitiveness. For instance, even as revenues increased 25.61 per cent compounded in the three years leading to 2014-15, receivables were a mere 8 days of turnover equivalent and payables at 112 days of turnover equivalent – working capital surplus. This business model helped the company generate ₹95.42 crore in aggregate net profit over the five years leading to 2014-15. Besides, sustained advances from customers made it possible for the company to invest in future-facing manufacturing assets with negligible debt on its books.

Implementation excellence

At Caplin Point, we have successfully reconciled strategic foresight with robust project execution.

Even as we were generating surpluses from marketing products in semi-regulated markets a few years ago, we recognised the need to evolve into a new product niche addressing the regulated markets. In view of this, we embarked on building a new injectables facility in 2011 coupled

with the creation of a team to address the demanding standards of these regulated markets. I am proud to state that the plant was approved by EU-GMP and ANVISA following the first inspection, which is a testimony to the company's recruitment and management competence.

The soft gels facility in Pondicherry, commissioned in April 2015, achieved a high 50 per cent capacity utilisation within the first four months based on approvals for just two products with another 13 pending approval.

The company successfully doubled its Pondicherry formulations capacity to 50 million units a month with existing infrastructure following prudent line balancing and team working.

Outlook

So where does Caplin Point expect to go from here?

Having generated adequate surpluses from our current semi-regulated markets, the time has come to embark on a number of initiatives to sustain our growth.

We intend to mine deeper in the markets of our presence based on our understanding that these geographies still represent unaddressed potential.

We intend to extend wider across Latin America through a wider footprint across more semi-regulated markets of Colombia, Costa Rica, Ecuador and Chile, as a precursor to our entry in the regulated geographies of Brazil and USA. This concurrent management of our business in two geographies – gradually maturing Latin America and a matured US market – will make it possible for us to reconcile business volume with value, reinforcing our business sustainability.

We intend to increase the number of product licenses from 1700 to 2200 in the near future, accelerating our revenue growth.

We expect to widen our product basket with soft gels, penems, dermo-cosmetics and suppositories, while making a deeper retail extension, completing the value chain.

We believe that the combination of these various realities and competitive advantages will make it possible for us to sustain the steadiness of growth and continue enhancing value for all our stakeholders.

C.C.Paarthipan
Chairman

Our financial model

Caplin Point Laboratories Limited is characterised by a high-margin financial model that maximises accruals and helps grow the business without a proportionate increase in the use of working capital.

Growing revenues: Caplin Point grew revenues by a CAGR of 25.61% over the last three years by consolidating its presence in the Latin American markets, increasing product registrations and strengthening marketing/distribution chains. During 2014-15, the Company reported a revenue increase of 45% to ₹251.77 crore against ₹173.09 crore in the previous year.

Cost management: The material costs for the Company were at 54% for the year 2014-15 declining from 59% in 2013-14. Caplin increased the proportion of traded goods by outsourcing the manufacture of formulations from reputed manufacturers and hence, concentrated on the manufacture of higher value products. The proportion of traded goods in 2014-15 was 55% due to the Company's strategy of outsourcing non-core manufacturing activities and focusing on marketing instead.

Employee costs: The employee costs for the Company was 7.46% of turnover for 2014-15 compared to 7.37% in the previous year.

R&D-spend: The Company consistently invested in R&D with a cumulative investment of ₹13.81 crore across three years. The R&D

spend for the year 2014-15 was ₹7.75 crore.

Debt free: The Company's unique model allowed it to generate substantial cash flow and grow its business with an efficient investment of capital. Caplin Point remained debt free (net debt basis) over five years.

Margins: The Company's early-mover presence in the semi-regulated Latin American markets, combined with the strength of its distribution chain, product quality, brand recognition and asset-balanced model, resulted in EBITDA margins in excess of 20% in the last two years. The Company's EBITDA margin strengthened from 14% in 2010-11 to 25% in 2014-15. The Company consistently enjoyed exceptional rates of return on capital employed with the return for the year 2014-15 being 67%. The return for the years 2013-14 and 2012-13 stood at 64% and 54% respectively.

Liquidity: The combination of rising profitability and declining debt strengthened interest cover from 74x in 2012-13 to 233x in 2014-15, an index of excellent fiscal comfort. The Company focused on maximising cash flows by ensuring high internal rate of return for capital expenditure, negative cash cycle and outsourcing non-core activities. The Company generated a cash profit of ₹49.51 crore in 2014-15. The Company had adequate liquidity to fund expansions on the strength of its own Balance Sheet and generate increasing cash flow. Liquid funds as at June 30, 2015

stood at ₹45.37 crore held across the Company's bank accounts and fixed deposits.

Net worth: The net worth of Caplin Point rose from ₹25.37 crore in 2010-11 to ₹89.73 crore in 2014-15, strengthened by rising revenues and higher margins.

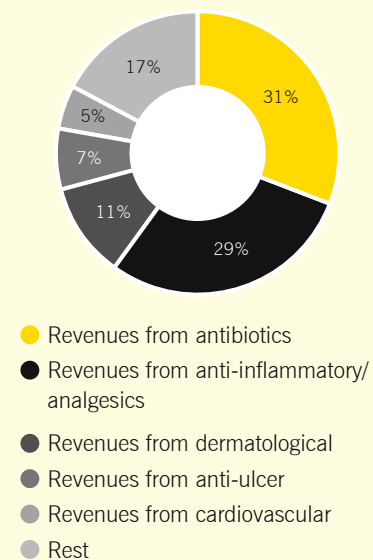
Capital expenditure: Caplin Point cumulatively invested ₹141 crore in capital expenditure across five years, which was equivalent to 2.82 years of operating cash flow of year 2014-15

Working capital management: Caplin Point operated on working capital surplus, riding minimal inventory and receivables. This advantage allowed the Company to scale its business with a non-linear growth in capital requirements. The Company worked closely with suppliers to ensure payments as per contracted terms and generally paid in around 100 days with a payables turnover of 3.25x. A significant portion of the Company's sales are on advance/immediate terms of payment enabling it to maintain minimal receivables. A revenue growth of 212% over the last five years from ₹80.78 crore in 2010-11 to ₹251.77 crore in 2014-15 was accompanied by a marginal decrease in receivables from ₹8.32 crore to ₹5.66 crore. The Company had a receivables turnover of 43x and generally collected receivables within just 8 days, one of the lowest in India's pharmaceutical sector. The strength of Caplin Point's inventory management is demonstrated by the fact that while revenues grew by

₹171 crore (by 212%) over the last five years, inventory-at-hand grew from ₹5.50 crore to ₹13.66 crore in 2014-15. The Company maintained an inventory turnover at 10x over the last two years with a corresponding inventory of just 37 days at any time.

Market capitalisation: Caplin Point Laboratories market capitalisation as on the June 30, 2015 stood at ₹1405 crore, a rise of over 4060% over the last five years signifying an increasing acknowledgement of the sustainability of the Company's financial performance and the robustness of its business model.

Revenue mix, 2015



Note: The product segment mix has remained the same over the last five years accompanied by increased product registrations and growing market penetration

“Caplin Point reported its seventh straight year of profitable growth in 2014-15 for various reasons that are likely to sustain”

A review of the various things that went right for Caplin Point in 2014-15 in a conversation with Dr. Sridhar Ganesan, Managing Director

Caplin Point's products are available in over 3500 pharmacies of Central America – 9 out of 10 independent pharmacies across Central America.

Caplin Point provides wide choice. Certain products are provided across seven to eight different dosages, enhancing patient convenience.

Caplin Point is among the five leading pharmaceutical exporters from India to Central America.



Q: Were you pleased with the Company's performance in 2014-15?

A: The Caplin Point management was absolutely pleased with the performance of the company during the financial year under review. The Company reported profitable growth in the high double-digits; revenues grew 45 per cent while profit after tax strengthened 59 per cent in 2014-15. This was the seventh straight year of profitable growth reported by the company wherein profit growth in percentage terms was higher than revenue growth. I must also mention that the company reported revenue growth in eight successive quarters leading to the end of 2014-15, indicating the enduring robustness of our business model.

Q: What were some of the reasons that contributed to this sustained growth in performance?

A: The growth in the company's performance was derived from a convergence of various factors.

One, we grew in six of the seven Latin American markets of our presence. We reported a growth percentage of over 90% in some of the newer countries and over 40% in matured countries, which contribute the maximum to our current revenues. On an average, we grew over 35-40% overall in Latin America.

Two, we grew the number of product registrations from an aggregate 1200 in 2012-13 to around 1700 in 2014-15, which accelerated our market launches.

Three, we strengthened our senior management through the appointment of experienced competent professionals and the ongoing implementation of a new ERP, which translated into stronger projects implementation.

Four, we strengthened our business with a EU-GMP and ANVISA certification for our latest facility for manufacturing injectables and ophthalmics, which serves as our credential that obviates the need to be certified across the different countries of our presence or entry.

Q: From the face of it, it would appear that the prevailing environment during the year under review was fairly easy.

A: That would be an incorrect assumption. The company did encounter a few challenging realities, contributed mainly by external circumstances. For one, most countries where we are present are strengthening their

regulatory environments, which prioritise stronger compliances for serious companies like ours. There was a sharp currency fluctuation in Angola, which delayed our payments even though our earnings remained unaffected. The cross-continental nature of our business made it imperative to plug market demand gaps through stronger logistical linkages. Besides, there was the ongoing challenge of getting dependable quality-driven contract manufacturers in India.

Q: What were some business-strengthening initiatives embarked upon by the company in 2014-15?

A: The company strengthened its business model through a combination of enhanced capacity, value-addition and accelerated product development. For instance, the company added 70-odd relatively high-margin products in off-patent spaces marked by relatively low competition. As a strategic direction, the company ventured into the niche pharmaceutical soft gels space marked by few Indian players, value-addition and quicker patient relief. The Company also added two other niche segments in Penem injectable and Suppository lines, the benefits of which will progressively accrue.

Q: How does the company expect to enhance value going ahead?

A: The company is developing dossiers (including ANDAs) directed

at the regulated markets for sterile Injectables and Ophthalmics. The new ERP commissioned by the company is expected to go live across its eco-system, strengthening its replenishment and forecasting model. The company took initiatives to launch its Employee Stock Option Scheme (ESOS) and medical insurance support. A combination of these initiatives is expected to widen our revenue engines, enhance our operating efficiency and strengthen the attraction and retention of intellectual capital.

Q: What is the company's outlook across the foreseeable future?

A: At Caplin Point, we are optimistic of sustaining our steady growth across the foreseeable future even on enlarging revenue bases. Besides, we expect to protect our margins, translating into enhanced profits and shareholder value. The basis of our optimism is our niche and deepening geographic presence, an increased preference for generic alternatives over branded remedies in the markets of our presence, selection of product niches that promise high margins and a larger number of product registrations that make it possible to launch more products and generate a higher offtake. In view of this, we are optimistic of sustaining our growth across the foreseeable future.

THE BUSINESS MODEL EXPLAINED - 1

At Caplin Point, our differentiated strategy has helped generate consistent sectoral outperformance

Caplin Point Limited revived its business in 2003-04 and evolved its business through the decade with the objective to enhance stakeholder value in a sustainable way.



Objective The objective at Caplin Point is to focus on the bottom of the pyramid by enhancing product availability, accessibility and affordability. The company focuses on providing relevant products, placing them across a large number of stores and catalyzing their consumption through attractive pricing. In doing so, the company focuses on helping private and public institutions enhance the effectiveness of their healthcare programs, making it a responsible citizen in the geographies of its presence.



Sustainable growth Caplin Point has built its business around long-term sustainability. The Company believes it will endure as a business corporation as long as it continues to recognise that there must be adequate value left on the table for vendors, customers, employees and itself. The result is that a long-termism guides its decision making, reflected in the prudent selection of under-penetrated business spaces, enduring engagements with distribution partners in international geographies and commissioning of future-ready manufacturing facilities. The result is that the company has accelerated growth percentage terms even as it has grown larger. Revenues in the five years leading to 2014-15 grew 212 per cent. Correspondingly, ROCE increased from 33% in 2010-11 to 67% in 2014-15 (on a larger resource base).



Personality Caplin Point's personality is of a marketing company that manufactures and outsources a large variety of products, making it possible to dive deeper into the regions of its presence, market closer to customers and service their needs better. Over the years, the company has trained and managed a number of marketing executives in Latin America through its exclusive partners in the region, resulting in a comprehensive coverage in the markets of presence. In turn, the sales formats were progressively de-risked; smaller stockists accounted for 50 per cent of offtake, pharmacies accounted for 30 per cent and government sales/tenders for the rest. The marketing focus helped the company widen the number of distributors over the last few years and increase retail presence from 10% in 2010 to almost 90% in 2015.



Product mix Caplin Point has selected to market products on the WHO essential drugs list, pricing them competitively vis a vis local players, carving out a large customer wallet share, making it easier to market more products and accounting for a high single-digit market share in the countries of its presence. The Company's generic products comprise antibiotic (30 per cent of the product mix), NSAIDS, pain management and anti-ulcers among others.

Our manufacturing capacity across all plants: Tablets - 600 million ● Capsules - 400 million ● Liquid Injection - 35 million vials ● 30 million ampoules ● 12 million Ophthalmic units ● Softgels - 170 million ● Suppositories - 12 million ● Liquids - 6 million bottles ● Penems - 12 million vials



Asset balancing Caplin Point has selected to balance asset building, marked by a relatively low ownership of manufacturing facilities. On the contrary, the Company has entered into Contract Manufacturing agreements with large, respected and compliant International companies, coupled with similar arrangements in India, a flexible approach influenced by value dynamics. These agreements have resulted in Caplin Point outsourcing a growing quantum of formulations from these facilities corresponding to 55 per cent of its revenues in 2014-15. The Company deputed its quality assurance executives across these facilities, assuring product integrity. This outsourcing-driven model has helped enhance the attractiveness of the Company's Balance Sheet in what is a capital-intensive business



Value-addition At Caplin Point, one of the critical drivers of our success is our revenue mix. The company wishes to be present in spaces that can generate an optimal mix of volumes and value. However, we recognise that some business segments may be presently low on the volume-value matrix, but they justify their place within our offerings because they complete our basket and as business environments evolve, their relevance could increase. From a strategic perspective, the company's decision to extend into injectables addressing large regulated markets represents a strategic value-addition intended to enhance revenues and profitability.



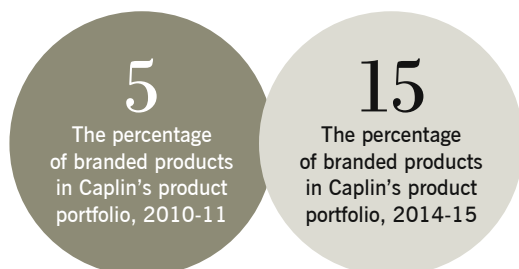
Service At Caplin Point, we recognise that in a business where the product is manufactured in Asia and marketed in Latin America, there could be a delay in addressing demand upturns, resulting in a loss in market share. Being marketing-driven, Caplin Point strengthened its supply chain and logistic capabilities, making it possible to adapt to market dynamics with speed. This translated into quicker inventory turns (even as the company's revenues increased). The company's inventory turns of 10x in 2014-15 is among the best in the industry.



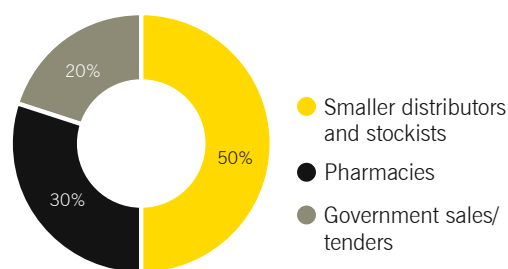
Liquidity priority Caplin Point recognises that the most credible foundation is a robust Balance Sheet. This Balance Sheet has been marked by a relatively low proportion of debt and receivables. The Company remained debt free (net basis) as on June 30, 2015 giving it considerable strength to focus on its key areas of marketing and product development. The company's financials were also marked by near-complete cash and carry sales arrangements (95 per cent exports against advances) resulting in tight control of bad debt. The company's interest cover of 233 was higher than the prevailing industry average, representing adequate fiscal comfort. The result of this conservatism has been a negative working capital cycle, adequate cash on books and investment in value-accretive capital assets out of accruals. During the year under review, the company reported an increase in:

- Advances towards exports
- Fixed deposits
- Profitability
- Investment in block assets without bank borrowings
- Handling incremental operating expenses without bank borrowings

Our evolving branded presence



Sales formats





Value chain Caplin Point has selected to focus on the vast opportunities residing in the business of marketing formulations. The Company has consciously refrained from setting up supporting API capacities, convinced that most such facilities intended to achieve business integration are able to enhance value only to the extent of the raw material consumed in-house whereas the rest needs to be marketed to other users. In the opinion of the management, the gains accruing out of captive resource consumption are not enough to justify a focused investment in APIs or intermediates. On the contrary, the company has selected to follow an alternative approach wherein it outsourced formulations that contributed to almost 55% of its revenue, manufactured from quality respecting companies and focused on

downstream marketing instead. This approach has been vindicated by the Company's rising return on employed capital – an increase of 1278 bps in the three years leading to 2014-15 even as revenues increased 98.20 per cent.

Within formulations, the company intends to graduate to the manufacture of injectables and ophthalmics for the regulated markets, generating attractive value-addition.

Going ahead, the company also intends to extend its presence to retail, market complementary pharmaceutical products and extend to non-pharmaceutical products. This retailisation will make it possible for the company to capture the large mark-up at the retail end, widen its value chain and capitalise on a cash-and-carry nature of the model.



Geographies Caplin Point selected to focus on some of the most attractive global geographies, marked by a relative under-penetration of remedies and a growing traction for superior but affordable medicines. The Company consciously selected to focus on the growing prospects of Latin America. This is a continent where regulatory standards are rising, and where exists an attractive opportunity between high-priced branded drugs and generic alternatives. The barriers to entry in this market comprise sub-economies related to freight and logistics in the first few years on account of an inability to provide full container loads of products, a forbidding reality for most intending entrants.

This is an area relatively small for the large pharmaceutical companies but relatively large for small pharma companies, making it attractive for the company to grow its presence there (a sweet spot).

The company is largely shielded from currency fluctuations due to a natural hedge formed by almost equal distribution of manufacturing and international outsourcing and also the currencies in most of the existing markets remaining largely stable.

The company selected to concentrate and consolidate on this continent rather than spread itself thin, exploring deeper within these geographies and mining more extensively for prospects. The company selected to focus on suburban and rural population clusters with a greater propensity to reduce their healthcare costs through the purchase of generic products. The company strengthened this geographic positioning through a widening distribution network, to enhance product visibility in Latin America. The result is that Latin America accounted for 90% of the company's revenues during the year under review.

Going ahead, the company intends to market products for the regulated markets. The company prepared for this through a proactive investment in a manufacturing facility in Chennai, aimed at entry into Regulated Markets. The injectables facility was approved by EU-GMP and ANVISA in 2015. The company intends to seek USFDA clearance for this injectables facility and develop its own ANDAs to address prospects in the largest global pharmaceutical market (USA).

Our evolving product focus



How our differentiated strategy translated into sectoral outperformance...

Revenue growth: The company grew revenues 45 per cent in 2014-15 against the Indian pharmaceutical sector average of 9 to 12 per cent.

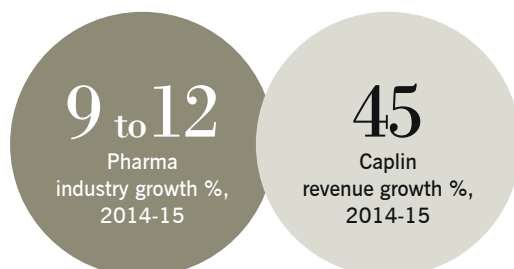
Resource management: The company generated superior terms of trade that translated into a progressive decline in material cost intensity – every single year across the last five years - from 75 per cent of revenues in 2011-12 to 54 per cent in 2014-15.

Cash-accretion: The result was a value-accretive model wherein the quantum of earnings was generally larger than the quantum required to be invested in the business. The company generated ₹49.51 crore in cash profit in 2014-15; it invested ₹25.48 crore in the facility during the year. The company possessed ₹45.37 crore in cash on its Balance Sheet as on June 30, 2015; the company was a debt-free company (net debt basis).

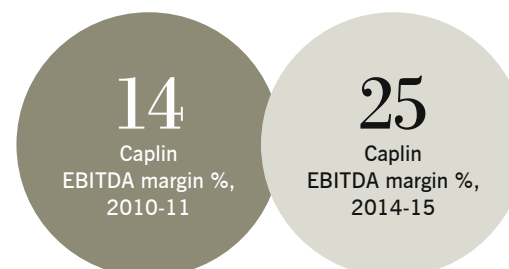
Capital efficiency: The company generated an asset-turnover ratio of 2.16 in 2014-15 (without factoring the facilities directed at the regulated markets that will only progressively generate revenues) as against the industry average of 2.0.

Margins: The company is among the top performers in its segment with an EBITDA margin in excess of 23 per cent.

Revenue growth



Superior margins



...and how our outperformance influenced our capital allocation

Investments: Invested ₹141 crore in manufacturing facilities across five years completely out of accruals, the benefits of which will be increasingly visible across the foreseeable future.

Marketing: Invested in strengthening supply chain and logistic networks in our existing markets.

R&D: Strengthened research and development capabilities to enhance robustness and efficacy of our formulations.

Manufacturing: Invested in assets intended to manufacture products for the regulated and existing markets

Capabilities: Invested in its people and their competencies, enriching its management bandwidth

Systems: Invested in a new ERP (live in 2015-16)

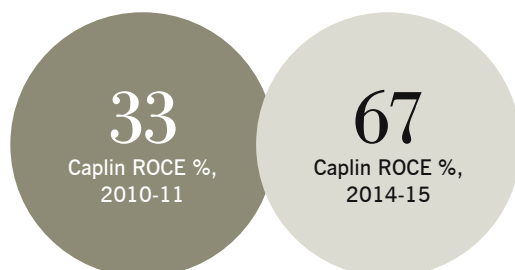
Major certifications received, 2015:

EU-GMP certification: Caplin Point received the EU-GMP approval in July 2015 for the sterile injectables factory in Chennai. There are a limited number of global units that are EU-GMP certified in the sterile injectables space, giving Caplin Point a unique opportunity to cater the

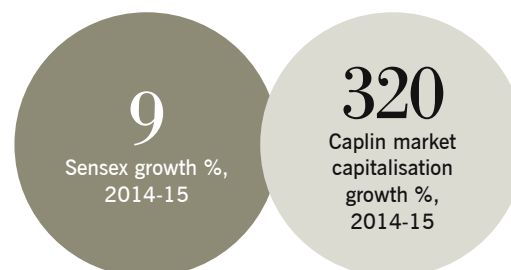
large EU market. The Company expects to translate this approval into market entry, supplying the large generic injectables market frequently plagued by shortages and establishing its reputation as a quality injectables supplier in the years ahead.

ANVISA certification: The ANVISA certification allows Caplin Point to enter the Brazilian pharmaceutical market. The Company tied up with a niche pharma player in Brazil; it expects to enter the injectable and ophthalmic segments in the near future.

Higher return on employed capital



Market capitalisation



Management Discussion and Analysis

Global economic overview

Global: Global growth in 2014 was a modest 3.4%, with an improvement in advanced economies compared to the previous year and a slowdown in emerging markets and developing economies. Emerging markets and developing economies accounted for three-fourths of global growth in 2014. Global GDP growth is projected to increase slightly to reach around 3.5% in 2015 and then rise further to 3.7% during 2016. The increase is expected to be aided by a rebound in advanced economies, spurred by falling oil prices, with the United States leading the economic recovery. Growth in emerging markets is projected to decline in 2015 for the fifth year in a row, reflecting downward revisions for oil exporters, a slowdown in China in a bid to move towards a growth that is less reliant on investment, and a weaker outlook for Latin America resulting from a softening of commodity prices.

Indian economic overview

India: In 2014-15, the Indian economy retained its position as one of the largest in the world with a promising outlook. This optimism was inspired by moderated inflation, domestic demand growth, increased investments and declining oil prices. The RBI tightened its monetary policy,

which helped contain demand, creating a buffer against external shocks and keeping currency volatility under check. The average Wholesale Price Index inflation for 2014-15 declined to 3.4% (April-December) compared to 8.9% in 2013-14, largely influenced by a decline in fuel prices. Food price inflation moderated to 4.8% during April-December 2014 compared to 9.4% in 2013-14.

For 2015-16, the Economic Survey pegged real gross domestic product growth (at market prices) between 8 and 8.5%, which was 0.6 to 1.1 percentage points higher than estimates for the current financial year. In the short run, growth is likely to be boosted by a combination of lower oil prices, monetary policy easing and a normal monsoon.

Latin American economic overview

The total GDP of the 20 Latin American countries reached US\$6.172 trillion in 2014, doubling from US\$3.2 trillion in 2006. Latin America is a large market of 582 million people with average per capita income of \$11,000.

Latin America is projected to post lower GDP growth of 0.5% in 2015 (Source: ECLAC), the lowest since 2011. The 2015 growth rate declined from 1.1% in 2014, the lowest

following the peak of 5% in 2010, caused by decline in demand and prices of commodities (oil, metals and agro-products), among other factors. What is important is that the macroeconomic fundamentals of the region (with the exception of Venezuela and to some extent Argentina) remain strong with adequate capacity of resilience to get back to higher growth.

Panama is expected to report the highest growth of 6% followed by Dominican Republic and Nicaragua with 4.8% each and Bolivia with 4.5%. Mexico's growth projection is 2.4%, Colombia's 3.4%, Argentina 0.5%, Peru 3.9% and Chile 2.5%. Brazil is likely to experience GDP contraction of -1.5% and Venezuela -5.5%.

South America is expected to contract 0.4% while Central America and Mexico are likely to expand 2.7%. South America, more dependent on commodity exports, has been impacted by the global economic slowdown. On the other hand, Mexico and Central America, aligned more to the US market, benefitted from the US economic revival.

The pharmaceutical industry

Global overview: Global spending on medicines is forecast to reach nearly US\$1.3 trillion by 2018,

an increase of about 30% over the 2013 level. This level of growth — a compound annual growth rate of 4-7% on a constant currency basis — will be slightly higher than the 5.2% recorded over the past five years, as the introduction of new specialty medicines and increased accessibility for patients coincides with lower impacts from patents expiry in developed markets. Among the major markets, the United States remains the largest, representing over a third of the global total and expected to grow at a compounded annual growth rate of 5-8% through 2018.

Over the next five years, advances in the therapy areas of oncology, diabetes and Hepatitis C will be of interest and importance. The surge in cancer drug innovation over the recent years is likely to sustain, the global spending on oncology drugs reaching about US\$100 billion in 2018, up from US\$65 billion in 2014.

The growing relevance of generics

The global spending on medicines is expected to shift towards generics as developed economies are increasingly implementing strategies for optimising healthcare expenditure. Generic medicines account for over 50% of the global prescriptions – in the US, generic usage (by volume) is estimated at 86%.



10

Caplin's retailer
penetration (%) in
Central America,
2009-10

90

Caplin's retailer
penetration in Central
America (%),
2014-15

6

Percentage of
revenues backed by
outsourced products,
2006-07

55

Percentage of
revenues backed by
outsourced products,
2014-15

Drivers of pharmaceutical sales in Latin America

The major drivers shaping the structure of the Latin American markets and fuelling pharmaceutical sales growth are as below:

Consumption patterns driven by increasing generics use: The use of generic drugs are being encouraged by governments aiming to improve healthcare access at reduced costs, leading to generics driving the pharmaceuticals market. The market comprises local manufacturers of generic drugs who produce branded and private labels for pharmacy chains. Local producers have witnessed annual growth rates of around 28%, catalysed largely by generics marketed 70% cheaper than patented products.

Consolidation of pharmacies and the expansion of retail/supermarket chains: This trend is aiding the growth of the pharmaceutical market with pharmacies encouraging the use of generic drugs. A study conducted by Nadro, a Mexican medical wholesaler, indicates that pharmacy chains and supermarkets went from controlling 69% of Mexican pharmaceutical sales in 2007 to 88% in 2014, reducing the participation of independent owners.

Increasing traction in health insurance: Private health insurance is gaining traction in Latin America; the market for 'middle income' private clinics and hospitals is booming. This is expected to drive market growth for medical devices and pharmaceutical drugs on the back of an aging Latin American population.

Population growth and an aging population: The Latin American countries are expected to benefit from a 'demographic bonus', its active population exceeding that of children and seniors, opening a 30-year opportunity window. The Latin American countries also have a significant population of people aged over 65 years, an age group expected to treble by 2050. This rise in population growth, increasing urbanisation and an aging population are expected to drive pharmaceuticals demand in Latin America.

Rising urbanisation and women empowerment: Close to four-fifths of Latin America lives in towns and cities. A report by the United Nations Human Settlements Programme (UN Habitat) has estimated that by 2050, close to 90% of this

population will reside in towns and cities. The report further says that Brazil and other parts of the southern Latin America may reach this level by 2020.

Rising income levels and declining income inequality in Latin America: A combination of favourable economic conditions and policies has helped raise income levels and reduce income inequality in Latin America. Over the last 15 years, average real incomes in Latin America have risen by nearly 25%, moderating income inequality and poverty while raising healthcare expenditure. The Latin American market for pharmaceuticals is expected to grow at an average 14-15% growth per annum on the back of rising generic drug sales.





**Pharmaceutical
sales drivers,
Latin America**

Urbanisation
Greater access to education
Larger proportion of women
in the workforce
Rising income levels

Latin America: The Latin American region is the fastest growing pharmaceutical market in the world by far with an estimated market size of US\$ 80 billion in 2014 and is expected to cross US\$100 billion in the next three years. Generics, around 70% cheaper than original drugs, account for a significant portion of Latin American pharmaceutical markets. Medical prescriptions in most Latin American countries must only list the medical name and not the brand name of the prescribed drug, allowing pharmacists to recommend generics. The affordability of generics, combined with rising incomes and an aging population, has helped unleash consumer demand for pharmaceuticals in Latin America. The pharmacy retail sector generates the largest sales of pharmaceuticals in Latin America and is evolving to address rising demand. Generic drugs in Latin America provide a healthy margin for pharmacy retailers, catalysing increased volumes.

Latin America is expected to remain one of the drivers of pharmaceutical sales growth across the next five years. Since pharmaceutical sales are rising at around 3% per year in the mature markets of North America, Europe and Japan, Latin American and Asian markets are slated to lead the global growth over the foreseeable future with 14-16 per cent annual growth (Source: IMS).

The Latin American markets are witnessing sustained pharmaceutical sales growth on the back of significant poverty reduction, increased government healthcare spending, urbanisation, education access, increased women workers and rising incomes. The Latin American middle-class population reported an expansion from 103m people to 152m between 2003 and 2009. The World Bank has

estimated that the middle-class in Latin America will expand significantly and comprise half the total population by 2030.

Indian pharmaceutical exports to Latin America

India exported around US\$900 million of pharmaceuticals to Latin America in 2013-14 (April-March). This amounted to 7% of the total exports from India to Latin America, whose share in India's global pharma export was also around 7%. Of the total pharma exports to Latin America, formulations accounted for US\$ 540 million and bulk drugs 360 million dollars. The large markets of Brazil, Mexico, Argentina and Colombia accounted for most of India's bulk drug exports. Argentina, which did not allow the import of Indian finished formulations under pressure from the local industry lobby, removed the restrictions in August 2014 following which India exported USD \$ 15 million of finished drugs.

Regulated pharmaceutical markets (Brazil, Mexico and Argentina)

Brazil and Mexico, are the largest and second largest pharma markets in the region. Brazil accounts for close to 43% of the region's pharmaceutical sales followed by Mexico, which accounts for close to 17% of the region's sales. The regulatory norms in Brazil and Mexico are stringent, making it difficult for pharmaceutical makers to enter these markets. Besides, regulators like Brazil's ANVISA demands higher compliance, similar to the guidelines followed by the U.S. FDA.

Brazil: Brazil is the largest economy in Latin America and widely expected to become the world's fourth largest

pharma market by 2017 (after the US, China and Japan). The Brazilian government has been relentlessly pushing for more and more production and use of generic medicines. The Brazilian pharmaceutical industry has shown significant progress, benefiting from growing healthcare expenditure and increase in household income. From 2007 to 2011, retail drug sales increased by nearly 82.2% - from R\$23.6 billion to R\$43 billion (Source: Interfarma).

Mexico: Mexico is the twelfth largest pharmaceutical market and the second largest in Latin America (after Brazil). There are a reported 2.5 billion unit sales of medications annually in Mexico. Between 1999 and 2006, the pharmaceutical industry grew more than 200% and by a further 14% annually between 2007 and 2009. As a member of the North American Free Trade Agreement (NAFTA), Mexico has access to the established and emerging pharmaceutical markets in North and Latin America. The Mexican pharmaceutical industry is fast-growing, with the generic and OTC markets reflecting attractive prospects. A large part of the generic market in Mexico remains untapped with experts projecting a growth of 11 times the current market of \$2.2bn.

Semi-regulated pharmaceutical markets (Colombia, Peru and Chile)

Colombia and Peru present strong pharmaceutical prospects, thanks to high economic growth and better economic indicators. Chile remains a comparatively mature market with consistent and stable growth.

Least regulated markets (Guatemala, Honduras, Costa Rica, El Salvador, Panama, Nicaragua, Dominican Republic,

Haiti, Uruguay, Paraguay, Ecuador and Bolivia)

These being small markets, there is little local production and high import dependence. Except Costa Rica and Uruguay in this list, all the other countries suffer significant poverty and development challenges.

Guatemala is the biggest economy in Central America and considered the port of entry for other Central American countries. Significant progress in achieving macroeconomic and democratic stability and grew at 4.2% in 2014 and is expected to grow at 3.6% in 2015-16. The country possessed a GDP of \$58.73 billion and population of 15.86 million in 2014 (Source: World Bank).

Threats to Indian pharmaceutical industry

- Wage inflation
- Other low-cost countries affecting outsourcing demand for Indian pharmaceutical products
- Entry of foreign players (well equipped technology-based products) into the market.

Outlook

The outlook for the company appears positive for a number of reasons: the company markets products addressing a specific opportunity (price point) that helps widen medical treatment, it is present in relatively under-penetrated geographies, possesses a value chain that extends from the factory to the marketplace and works with associates (outsourced manufacturers, dealers and pharmacists) that help enhance market penetration. Besides, the company has proactively invested in products, facilities and certifications addressing the regulated markets, which will progressively evolve the company towards value-addition and enhanced revenues.

Internal control systems and their adequacy

The Company has instituted a system of checks and balances to ensure that all assets are safeguarded and adequately protected against the chances of occurrences of any loss or damage whether foreseen or unforeseen. Internal controls are working satisfactorily and are commensurate with the size and nature of the organization. The Company regularly carries out checks to ensure that the internal controls are working satisfactorily.

The internal control systems are monitored and reviewed on a regular basis by the Chairman, Managing Director and COO, among others. A system has been put in place to ensure that any major discrepancies or lapse in controls is reported to the Board of Directors of the Company and action is taken to control any breach.

Discussion on financial performance with respect to operational performance

This section is covered in the Director's Report under the section of financial results and performance. The Financial review for the year has been covered specifically in a different section of this Annual Report.

Human resources

The Company has over the years strived to build human capital by retaining employees within the organisation and recruiting high-performing individuals from across the industry. The Company has successfully maintained harmonious industrial relations across its various operating locations and with its employees. The total workforce strength as on June 30, 2015 was 591.

How we mitigate risks

1

Geographical concentration risks

THE COMPANY'S FOCUS ON THE LATIN AMERICA MARKET MAY PROVE CHALLENGING

Mitigation: The Company has a strong entrenched positioning in the Latin America markets and is making inroads into the regulated markets of the EU and the US. The Company aims to mitigate geographical concentration risks in the following manner:

Caplin Point has a strong positioning in the Latin American & Caribbean countries of Guatemala, Honduras, Nicaragua, El Salvador, Venezuela, Dominican Republic & Haiti.

The Company is expanding its presence to other countries in Latin America such as Colombia, Chile, Ecuador, Costa Rica and Brazil.

The Company received facility approval with EU-GMP and aims to have a presence in the EU pharmaceutical markets by the year 2018. The Company has also received approval from ANVISA to enter the Brazilian pharmaceutical market.

The Company aims enter the US market by 2019-20 by the filing its own ANDAs, in addition to the ones that will be filed with partner companies.

2

Foreign exchange risks

THE COMPANY'S INTERNATIONAL OPERATIONS EXPOSES IT TO FOREIGN EXCHANGE FLUCTUATIONS THAT CAN ADVERSELY AFFECT THE COMPANY'S FINANCIAL PERFORMANCE.

Mitigation: The Company has international operations in Latin America and Africa, and manages risks arising from foreign currency fluctuations in the following manner:

Maintains low trade receivables that helps reduce impact of foreign currency fluctuations

A significant portion of the Company's business is done on the basis of advance payments that eliminate the risk of currency fluctuations

The Company has a natural hedge against fluctuations due to an almost equal distribution of manufacturing and international outsourcing.

The currencies in the larger Latin American markets have devalued, but current smaller markets have largely remained stable.

3

Marketing risks

POOR MARKETING INFRASTRUCTURE MAY IMPACT THE COMPANY'S PROSPECTS

Mitigation: Caplin Point Laboratories Ltd. has been operating in Latin America over the last 12 years and has strengthened its marketing/supply chain capabilities and brand goodwill over the years. The marketing risks are mitigated in the following manner:

The Company has built strong mutually exclusive partnerships with robust marketing and distribution companies in its focus markets of Latin America.

Caplin Point works closely with its distributors, stockists and retail pharmaceutical outlets to spur increased product offtake and distribution reach

The company has made deeper inroads into the markets of operations over the years, covering over 3500 retail pharmacy outlets as on date.



A DECLINE IN PRODUCT QUALITY WILL IMPACT THE COMPANY'S BUSINESS

Mitigation: Caplin Point Laboratories Ltd. enjoys product approvals from global regulatory authorities and has instituted comprehensive quality control checks at its facilities. The quality risks are mitigated in the following manner:

The Company has constituted a Corporate Quality Assurance team comprising a large group of technically sound professionals with considerable experience to ensure product quality across the Company's manufacturing facilities.

The Company regularly undergoes internal and external quality audits to ensure highest degree of quality standards compliance.

The company has a strong team of scientists at its FR&D facility who continuously work on strengthening the robustness of existing products.

Caplin Point has quality approvals from global regulatory bodies such as the EU-GMP and ANVISA that strengthen the product quality standards and benchmarks.



ANY PROLONGED SLOWDOWN MIGHT AFFECT THE COMPANY'S ABILITY TO FUND ITS BUSINESS GROWTH AND CONDUCT BUSINESS

Mitigation: Caplin Point has sufficient funds to conduct its business and is capable of funding business growth on the strength of its operational cash flows. The liquidity and funding risks are mitigated in the following manner:

Caplin Point generated close to ₹49.51 crore of cash profit in 2014-15, thereby generating adequate funds for business expansion

As on 30th June 2015, the Company has liquid funds of ₹45 crore that allow it to mitigate liquidity risks

The Company operates on minimal inventory requirements and low receivables thus allowing it to reduce its working capital requirements



INCREASED COMPETITION COULD AFFECT ITS BUSINESS

Mitigation: Being an early entrant into its focus markets of Latin America, Caplin Point enjoys significant competitive advantages in the form of brand recognition and goodwill, distribution and marketing partners, product penetration and efficient volumes, among others. The competition risks are mitigated in the following manner:

Caplin Point has operated in the Latin American markets over the last 12 years and its products enjoy brand recognition and goodwill

The Company has advantages over competitors in the form of its marketing and distribution reach that allows it to cover over 3500 retail pharmaceutical outlets

The Company's product volumes allow it to cover transportation and freight costs from its manufacturing facilities to its markets in an efficient manner thereby allowing it to price its products competitively

The Company has around 1700 product registrations globally, enabling it to increase product range and penetration.

DIRECTORS' REPORT

To the Members,

The Directors present their 24th Annual Report on the business and operations of the Company and the accounts for the Financial Year ended June 30, 2015.

FINANCIAL HIGHLIGHTS

PARTICULARS	₹ In Lakhs except EPS			
	STANDALONE FOR THE YEAR ENDED JUNE 30		CONSOLIDATED FOR THE YEAR ENDED JUNE 30	
	2015	2014	2015	2014
Sales (net of excise duty) and other Income	24,297.20	16,973.52	25,479.92	17,680.80
Profit before Finance Costs, Tax, Depreciation & Amortisation Expenses	5,930.49	3,693.67	6,199.84	3,934.97
Less: Finance Costs	22.79	11.84	23.04	12.26
Depreciation & Amortisation Expense	827.92	343.89	837.93	353.63
Profit Before Tax	5,079.78	3,337.94	5,338.87	3,569.08
Less: Tax Expenses	986.22	774.40	1,226.22	975.80
Profit after Tax	4,093.56	2,563.54	4,112.65	2,593.28
Less : Minority Interest	-	-	8.96	8.42
Add: Surplus at the beginning of the year	3,555.81	2,057.51	3,501.64	1,982.02
Profit available for Appropriation	7,649.37	4,621.05	7,605.33	4,566.88
Less: Transfer to General Reserves	409.39	340.00	409.36	340.00
Final Dividend proposed	755.50	604.40	755.50	604.40
Tax on Dividend	153.80	120.84	153.80	120.84
Adjustment on account of Depreciation, Net of taxes	48.87	--	48.87	--
Balance carried to Balance Sheet	6,281.81	3,555.81	6,237.80	3,501.64
Paid up Capital	1,511.00	1,511.00	1,511.00	1,511.00
Reserves & Surplus	7,852.40	4,717.01	7,808.39	4,662.87
Networth	8,990.02	5,854.63	8,972.67	5,818.19
Earnings per Share	27.09	16.97	27.16	17.11

REVIEW OF OPERATIONS

The Company has on standalone basis registered total revenue from operations of ₹24,022.80 Lakhs during the year under review as against ₹16,639.80 Lakhs in the previous financial year. The Profit after tax was ₹4,093.56 Lakhs during the year under review as against ₹2,563.54 Lakhs in the previous financial year.

The Company has made a consolidated revenue from operations of ₹25,176.98 Lakhs during the current financial year as against ₹17,308.89 Lakhs in the previous financial year.

A detailed review of the Company's state of affairs & outlook has been discussed in Management Discussion Analysis which forms a part of this Annual Report.

DIVIDEND

Considering the Company's financial performance, the Directors have recommended a Dividend of ₹5/- per equity share (50%) on the Capital of 1,51,10,000 equity share of ₹10/- each for the FY 2014-15. The said dividend, if approved by the members, would involve cash outflow of ₹909.30 Lakhs (Previous year- ₹725.24 Lakhs) including Dividend Distribution tax.

TRANSFER TO RESERVE

The Company transferred an amount of ₹409.39 Lakhs to the General reserves of the Company.

SUBSIDIARIES

During the year, no company became or ceased to be a subsidiary of the Company. The Company has one subsidiary LLP (i.e) Argus Salud Pharma LLP.

The consolidated financial results/ performance incorporating the financial statements of the above subsidiary LLP is attached to the annual report as required under the Accounting Standards and the Listing Agreement.

Further, a statement containing the salient features of the financial statements of our subsidiary pursuant to Section 129(3) of the Companies Act, 2013, in the prescribed Form AOC-1 is appended as Annexure I to the Board's report.

During the year under review, the Company has invested a sum of ₹89.10 Lakhs in Argus Salud Pharma LLP. Consequently the Company's share in LLP has increased to 99.90% in Argus Salud Pharma LLP.

DEPOSITS

The Company has not accepted any fixed deposits from the public.

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

Particulars of loans, guarantees and investments as on June 30,2015 are given in the Note No.12 to the standalone financial statements.

NUMBER OF MEETINGS OF THE BOARD

The Board met five times during the year ended June 30, 2015 which were held on 25.08.2014, 12.11.2014, 04.02.2015, 13.02.2015 and 12.05.2015.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Based upon the recommendation of the Nomination and Remuneration Committee, the Board appointed Dr K Nirmala Prasad (DIN:07088120) as an Additional

Director(Independent) effective February 04, 2015 and Mr R Viswanathan (DIN:07173713) as an Additional Director (Independent) effective May 12,2015 subject to the approval of the Members. They will hold the office for three years from their effective date of appointment. The Company has received separate notices from the members signifying their candidature for the position of Independent Director. Resolutions are being moved at the ensuing Annual general meeting for their appointment as Independent Directors.

In terms of Section 152 of the Companies Act, 2013, Mr M Jayapal (DIN:0186977) and Mr D P Mishra (DIN:02032818) retires by rotation and being eligible offers themselves for re-appointment.

In terms of Section 203 of the Companies Act, 2013 , Dr Sridhar Ganesan (DIN: 06819029) was appointed as the Whole-time Director at the previous Annual general Meeting . Subsequently he was appointed as the Managing Director from March 28, 2015 for a period of three years from August 25, 2014.

Mr. M Jayapal (DIN:0186977) was appointed as the Whole- time Director of the Company w.e. f. March 28,2015 for a period of one year and Mr D P Mishra (DIN:02032818) was re-appointed as the Whole-time Director w. e. f. May 01,2015 for a period of one year.

During the year under review, Mr Venkat Radhakrishnan(DIN:03451231) resigned from the Board with effect from May 12,2015. The Board places on record the appreciation and gratitude for the guidance and contribution during his association with the Company

Further to the resignation of Mr S Mohan Raj as the Chief Financial Officer and Company Secretary w. e. f. February 13, 2015, Mr Harihara Ponnambalam P was appointed as Chief Financial Officer w. e. f. May 06, 2015 and Mr Vinod Kumar S was appointed as Company Secretary w. e. f. April 13, 2015.

The Compensation of the Board of Directors are in conformity with the applicable provisions of the Companies Act, 2013 and Listing agreement.

DECLARATION BY INDEPENDENT DIRECTORS

The Independent Directors of the Company have submitted their declaration as required pursuant to Section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as stipulated in Section 149(6) of the Companies Act, 2013.

EXTRACT OF ANNUAL RETURN

As required pursuant to Section 134 (3) (a) of the Companies Act, 2013, an extract of Annual Return in the prescribed Form MGT 9 is given as Annexure II to this Directors' Report.

DIRECTORS RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, the Directors Confirms 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 as at June 30, 2015 and of the Profit 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 the Companies Act, 2013 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 laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- f. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts, arrangements and transactions with related parties are on arm's length basis and in normal course of business. Pursuant to Section 134 of the Companies Act, 2013 and the rules made thereunder, Particulars of transactions with the related parties, in prescribed form AOC 2 is enclosed as an Annexure III of this Directors Report.

The related party transaction policy has been uploaded on the website of the Company (www.caplinpoint.net)

NOMINATION AND REMUNERATION COMMITTEE (NRC) AND ITS POLICY

The Nomination and Remuneration Committee is empowered to authorize and exercise the power as specified in section 178 of the Companies Act, 2013. The Company has a policy on Directors appointment and remuneration including the criteria for determining the qualification, positive attributes and independence of a Director and other matters as provided under section 178(3) of the Companies Act, 2013. The Nomination and Remuneration Committee policy is annexed in Annexure IV of the Directors report.

MATERIAL CHANGES AND COMMITMENTS

There were 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.

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

Particulars of conservation of energy, technology absorption, foreign exchange earnings and outgo, as prescribed in Rule 8 (3) of the Companies (Accounts) Rules, 2014 are given as Annexure V to this Directors' Report.

BOARD EVALUATION

Pursuant to Clause 49 of the Listing agreement, Section 134(3)(p) of the Companies Act, 2013 and Schedule V of the Companies Act, 2013, the Board had carried out performance evaluation of its own and that of its Committees and of the individual Directors. Independent Directors at a separate meeting evaluated performance of the Non-Independent Directors, Board as a whole and of the Chairman of the Board. The outcome of the evaluation process were satisfactory, which resulted in the active engagement of the Board and committees in the Company.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Pursuant to the provisions of section 135 of the Companies Act, 2013 read with CSR Rules, the Company has constituted Corporate Social Responsibility Committee. Based upon the recommendation of the CSR committee the Board of Directors have approved CSR Policy.

During the year under review, the Company has spent a sum of ₹5.31 Lakhs towards CSR in accordance with Schedule VII of the Companies Act, 2013. This being the first year of CSR implementation, the CSR activities of the Company are being planned and the company is in the process of identifying suitable/ focus areas in which CSR activities could be done. Moreover, Company aims to identify CSR activities which would ensure optimum utilization and maximum social relevance in its endeavor to fulfill the criteria under CSR. The Company plans to increase CSR spending in the years to come. Disclosure under Companies (Corporate Social Responsibility policy) Rules, 2014 is annexed as an Annexure VI to this report.

AUDIT COMMITTEE

The composition of the Audit Committee, meetings of the Audit Committee and their terms of reference of the Audit committee have been disclosed separately in the Corporate Governance Report which is annexed and forms a part of this annual report.

POLICY ON BOARD DIVERSITY

In terms of Clause 49(IV) of the Listing agreement, the Nomination and Remuneration Committee has formulated a Policy on Board diversity to align with the business requirements of the Company, which inter-alia specifies optimum combination of Executive and Non-Executive Directors and Independent Directors. The recommendatory requirement for each of the Directors to possess functional diversity and role of NRC to ensure that the Policy on Board diversity is taken into account while recommending the appointment of new Directors on the Board of the Company.

INTERNAL FINANCIAL CONTROLS

The Company has designed and implemented adequate internal financial control systems with respect to the financial statements. During the year under review, no serious / strict observation have been received from the internal auditors of the Company with respect to ineffectiveness or inadequacy of such controls.

AUDITORS

STATUTORY AUDITORS

Pursuant to Section 139 of the Companies Act, 2013, M/s. CNGSN & Associates LLP, Chartered Accountants, Chennai, were appointed as Statutory Auditors of the Company at the Twenty Third Annual General Meeting of the Company for a consecutive period of three years till the conclusion of Twenty Sixth Annual General Meeting. The Company has received a certificate from the Statutory Auditors to the effect that ratification of their appointment, if made, would be in compliance with the requirements of the Companies Act, 2013 and the rules made there under. Accordingly, the Audit Committee and the Board of Directors have recommended to ratify their appointment as Auditors of the Company for the financial year 2015-16. The necessary resolution is being placed before the shareholders for approval.

SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the Board of Directors of the Company appointed M/s. G Ramachandran & Associates, Company Secretaries, Chennai to conduct the Secretarial Audit of the Company for the financial year ended June 30, 2015.

The Secretarial Audit Report (Form MR – 3) is given as Annexure VII to this Directors' Report.

The reports of Statutory Auditors (which forms a part of this report) and the report of the Secretarial Auditor (which is annexed to this Directors Report) are self-explanatory having no adverse remarks/ comments or disclaimer.

CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement, Corporate Governance and Management Discussion and Analysis report is given separately which form a part of this Annual report.

The Company has paid the listing fees for the year 2015-16 to the Stock exchanges where the shares of the Company are listed.

RISK MANAGEMENT

The Board has designed and framed risk management approach through which it identifies and manages the risk parameters. The senior level management periodically reviews the risk parameters through which key business risk are identified and addressed. A brief report on the Risk Management are referred in the Management Discussion and Analysis Report which forms a part of the Annual Report.

VIGIL MECHANISM

The Company has established a vigil mechanism, through a Whistle Blower Policy, where Directors and employees can voice their genuine concerns or grievances about any unethical or unacceptable business practice. A whistle-blowing mechanism

not only helps the Company in detection of fraud, but is also used as a corporate governance tool leading to prevention and deterrence of misconduct. It provides direct access to the employees of the Company to approach the Compliance Officer or the Chairman of the Audit Committee, when necessary. The Company ensures that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment or victimization. The vigil Mechanism policy is disclosed on the website of the Company (www.caplinpoint.net).

DISCLOSURES

1. There has been no change in the nature of business of the Company during the year under review.
2. During the year under review, no significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.
3. **PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**
Particulars pursuant to Section 197(12) of Companies Act, 2013 read with Rule 5(1) & (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is enclosed in the Annexure VIII to this Directors report.
4. During the Financial year 2014-15, none of the employees were in receipt of the remuneration pursuant to Section 197(12) of Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
5. There were no Complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
6. Neither the Managing Director nor the Whole-time Directors of the Company receives any remuneration or commission from any of its subsidiaries

ACKNOWLEDGEMENT

The Board of Directors wishes to place on record their sincere appreciation to the customers, suppliers, business partners and group companies and shareholders for their support. The Directors would like to thank the Bankers and financial Institutions, Central and State Governments of Tamil Nadu, Puducherry, Himachal Pradesh and Regulatory Authorities and Stock Exchanges as well. The Directors would take this opportunity to express their appreciation for the dedicated efforts of the employees and their contribution which is deeply acknowledged

FOR AND ON BEHALF OF THE BOARD

Place : Chennai
Date : August 20, 2015

C C PAARTHIPAN
CHAIRMAN

Annexure No	Details of Annexure
Annexure I	Details of Subsidiary – Form AOC 1
Annexure II	Extract of Annual Return – MGT -9
Annexure III	Disclosure of Contracts/arrangements with Related parties – Form AOC 2
Annexure IV	Nomination and Remuneration Committee Policy
Annexure V	Conservation of Energy, Technology absorption and foreign exchange outgo
Annexure VI	Disclosure under CSR Activities
Annexure VII	Secretarial Audit Report – MR 3
Annexure VIII	Particulars of Employee Related Disclosures

ANNEXURE I

DETAILS OF SUBSIDIARIES

FORM AOC I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES/ASSOCIATE COMPANIES/JOINT VENTURES

PART “A”: SUBSIDIARIES

Name of the Subsidiary	Argus Salud Pharma LLP
Reporting Period of the Subsidiary Concerned, if different from the Holding Company reporting period	March 31, 2015
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA
Share Capital	₹10,00,000
Partners share of Profit	₹11,63,28,607
Total Assets	₹22,85,75,771
Total Liabilities	₹22,85,75,770
Investments	NIL
Turnover	₹35,53,74,541
Profit before taxation	₹12,22,68,716
Provision for taxation	₹2,55,00,000
Profit after taxation	₹9,67,68,716
Proposed Dividend	NA
% of Share holding as on March 31, 2015	99%

Notes:

- Names of subsidiaries which are yet to commence operations: NIL
- Names of subsidiaries which have been liquidated or sold during the year: NIL

PART “B”: ASSOCIATES AND JOINT VENTURES

STATEMENT PURSUANT TO SECTION 129 (3) OF THE COMPANIES ACT, 2013 RELATED TO ASSOCIATE COMPANIES AND JOINT VENTURES

NOT APPLICABLE

ANNEXURE II

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on June 30, 2015

[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:

Sl. No	Particulars	Details
1.	CIN	L24231TN1990PLC019053
2.	Registration Date	16.04.1990
3.	Name of the Company	CAPLIN POINT LABORATORIES LIMITED
4.	Category / Sub-Category of the Company	Category - Company limited by shares Sub-Category - Indian Non Government Company
5.	Address of the Registered office and contact details	"Narbavi", No. 3, Lakshmanan Street, T. Nagar, Chennai – 600 017. Phone: +91 44 28156653, 28156905/6901 E-mail: info@caplinpoint.net
6.	Whether listed company - Yes / No	Yes. BSE Limited and National Stock Exchange of India Limited
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. Karvy Computershare Private Ltd UNIT: Caplin Point Laboratories Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda Hyderabad - 500 032. Phone:91-40-67161500 Fax # 91-40-23420814 E-mail: einward.ris@karvy.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:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service*	% to total turnover of the company
1	Pharmaceutical Products	210 - Manufacture of pharmaceuticals, medicinal chemical and botanical products	100%

*As per National Industrial Classification 2008 – Ministry of Statistics and Programme Implementation

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES/LLP

Sr. No.	Name And Address Of The Company/LLP	CIN/GLN	Holding/ Subsidiary/Associate	% of shares held	Applicable Section
1.	Argus Salud Pharma LLP "Narbhavi" No. 3, Lakshamanan Street, T Nagar, Chennai -600 017	AAA-1115	Subsidiary	99.90	2(87)(ii)

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	8639353	-	8639353	57.17	10015353	-	10015353	66.28	9.1*
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt. (s)	-	-	-	-	-	-	-	-	-
d) Body Corporates	231400	-	231400	1.53	231400	-	231400	1.53	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1)	8870753	-	8870753	58.71	10246753	-	10246753	67.81	9.1
a) NRIs- Individuals	-	-	-	-	-	-	-	-	-
b) Other –individuals	-	-	-	-	-	-	-	-	-
c) Body Corporate	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	8870753	-	8870753	58.71	10246753	-	10246753	67.81	9.1

* The actual acquisition during the year amounts to 9.1%, reclassifications has been made where ever necessary.

B. Public Shareholding

1. Institutions

a) Mutual Funds	-	11700	11700	0.08	-	11700	11700	0.08	-
b) Banks / FI	700	-	700	0.00	6227	-	6227	0.04	0.04
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	256501	-	256501	1.70	1.70
h) Foreign Venture Capital	-	-	-	-	-	-	-	-	-
i) Funds Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	700	11700	12400	0.08	262728	11700	274428	1.82	1.74

2. Non-Institutions

a) Body Corporates -									
i) Indian	219357	32200	251557	1.66	253752	29700	283452	1.88	0.22
ii) Overseas	-	45500	45500	0.30	-	45500	45500	0.30	-
b) Individual -									
i) Individual shareholders holding nominal share capital up to ₹1 lakh	1114811	1809086	2923897	19.35	1303498	1452715	2756213	18.24	(1.11)
ii) Individual shareholders holding nominal share capital in excess of ₹1 lakhs	2668761	175025	2843786	18.82	1190688	110050	1300738	8.61	(10.21)
c) Others (specify)									
Clearing Members	31381	-	31381	0.21	12139	-	12139	0.08	(0.13)

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	
Non Resident Indians	85626	45100	130726	0.87	148677	42100	190777	1.26	0.39
Sub-total (B)(2)	4119936	2106911	6226847	41.21	2908754	1680065	4588819	30.37	-10.84
Total Public Shareholding (B)=(B)(1)+ (B)(2)	4120636	2118611	6239247	41.29	3171482	1691765	4863247	32.19	-9.1
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	12991389	2118611	151100000	100	13418235	1691765	15110000	100	-

(II) SHAREHOLDING OF PROMOTERS:-

SI No	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	P VIJAYALAKSHMI	2200000	14.56	-	3576000	23.67	-	9.1
2	ASHOK GORKEY PARTHEEBAN	1810000	11.98	-	1810000	11.98	-	-
3	PARTHEEBAN VIVEK SIDDARTH	1800000	11.91	-	1800000	11.91	-	-
4	C C PAARTHIPAN	814812	5.39	-	2829353	18.73	-	13.34
5	MAY INDIA PROPERTY PRIVATE LIMITED	231400	1.53	-	231400	1.53	-	-
6	P K CHELLAPPAN	1353206	8.96	-	-	-	-	(8.96)
7	KOTTESWARI B	276267	1.83	-	-	-	-	(1.83)
8	SOUNTHRI	255000	1.69	-	-	-	-	(1.69)
9	LATE INDIRANI AMMAL	130068	0.86	-	-	-	-	(0.86)
	Total	8870753	58.71	-	10246753	67.81	-	9.1

(iii) Change in Promoters' Shareholding (please specify, if there is no change):-

SI No	Name of Shareholder	Shareholding at the beginning of the year as on 01.07.2014		Increase/ decrease in the shareholding		Cumulative share holding during the year (01.07.2014 to 30.06.2015)	
		No. of shares	% of total shares of the Company	Date	No. of shares	No. of Shares	% of total shares of the Company
01	P VIJAYALAKSHMI						
	At the beginning of the year	2200000	14.56			-	-
	Inter se transfers			02.03.2015	1376000	3576000	23.67
	At the end of the year					3576000	23.67
02	ASHOK GORKEY PARTHEEBAN						
	(No change in the shareholding during the year)						
	At the beginning of the Year	1810000	11.98			-	-
	At the end of the year					1810000	11.98
03	PARTHEEBAN VIVEK SIDDARTH						
	(No Change in the shareholding during the year)						
	AT THE BEGINNING OF THE YEAR	1800000	11.91			-	-
	At the end of the year					1800000	11.91
04	C C PAARTHIPAN						
	At the beginning of the Year	814812	5.39			-	-
	Inter Se transfers			02.03.2015	1884473	2699285	17.87

SI No	Name of Shareholder	Shareholding at the beginning of the year as on 01.07.2014		Increase/ decrease in the shareholding		Cumulative share holding during the year (01.07.2014 to 30.06.2015)	
		No. of shares	% of total shares of the Company	Date	No. of shares	No. of Shares	% of total shares of the Company
	Transmission of shares			16.06.2015	130068	2829353	18.73
	At the end of the year					2829353	18.73
05	MAY INDIA PROPERTY PRIVATE LIMITED (No Change in the shareholding during the year)						
	At the beginning of the year	231400	1.53			-	-
	At the end of the year					231400	1.53
06	P K CHELLAPPAN						
	At the beginning of the year	1353206	8.96			-	-
	Inter Se Transfers of Shares			02.03.2015	(1353206)	(1353206)	(8.96)
	At the end of the year					-	-
07	KOTTESWARI B						
	At the beginning of the year	276267	1.83			-	-
	Inter Se transfers of shares			02.03.2015	(276267)	(276267)	(1.83)
	At the end of the year					-	-
08	SOUNTHRI						
	At the beginning of the year	255000	1.69			-	-
	Inter Se Transfers			02.03.2015	(255000)	(255000)	(1.69)
	At the end of the year					-	-
09	LATE INDIRANI AMMAL						
	At the beginning of the year	130068	0.86			-	-
	Transmission of Shares			16.06.2015	(130068)	(130068)	(0.86)
	At the end of the year					-	-

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

SI No	For Each top ten Share holders	Shareholding at the beginning of the year as on 01.07.2014		Increase/ decrease in the shareholding		Cumulative share holding during the year (01.07.2014 to 30.06.2015)	
		No. of shares	% of total shares of the Company	Date	No. of shares	No. of Shares	% of total shares of the Company
01	VISALATCHI (No Change)						
	At the beginning of the year	160075	1.06	-	-	-	-
	At the end of the year	-	-	-	-	160075	1.06
02	MAHESWARI (No Change)						
	At the beginning of the Year	120000	0.79	-	-	-	-
	At the end of the year	-	-	-	-	120000	0.79
03	GEETHA (No Change)						
	At the beginning of the year	120000	0.79	-	-	-	-
	At the end of the year	-	-	-	-	120000	0.79
04	T B SHIVA KUMAR (No Change)						

SI No	For Each top ten Share holders	Shareholding at the beginning of the year as on 01.07.2014		Increase/ decrease in the shareholding		Cumulative share holding during the year (01.07.2014 to 30.06.2015)	
		No. of shares	% of total shares of the Company	Date	No. of shares	No. of Shares	% of total shares of the Company
	At the beginning of the Year	105000	0.69	-	-	-	-
	At the end of the year	-	-	-	-	105000	0.69
05	D RAGHU KUMAR (No Change)						
	At the beginning of the year	60000	0.40	-	-	-	-
	At the end of the year	-	-	-	-	60000	0.40
06	IMAGE SECURITIES LTD (No Change)						
	At the beginning of the year	45500	0.30	-	-	-	-
	At the end of the year	-	-	-	-	45500	0.40
07	S MASILAMANI						
	At the beginning of the year	802000	5.31	-	-	-	-
	Inter Se transfers	-	-	02.03.2015	(802000)	(802000)	(5.31)
	At the end of the year	-	-	-	-	-	-
08	S KIRUBAKARAN						
	At the beginning of the year	574000	3.80	-	-	-	-
	Inter Se Transfers	-	-	02.03.2015	(574000)	(574000)	(3.80)
	At the end of the year	-	-	-	-	-	-
09	VIMAL SAGARMAL JAIN						
	At the beginning of the year	72000	0.48	-	-	-	-
	Purchase	-	-	05.09.2014	10800	82800	0.55
	Sale	-	-	10.04.2015	(31500)	51300	0.34
	At the end of the year	-	-	-	-	51300	0.34
10	MATTHEWS INDIA FUND						
	At the beginning of the year	-	-	-	-	-	-
	Purchase	-	-	13.02.2015	65163	65163	0.43
	Purchase	-	-	20.02.2015	15300	80463	0.53
	Purchase	-	-	13.03.2015	24350	104813	0.69
	Purchase	-	-	20.03.2015	27204	132017	0.87
	Purchase	-	-	27.03.2015	65448	197465	1.31
	Purchase	-	-	31.03.2015	8716	206181	1.36
	Purchase	-	-	10.04.2015	25959	232140	1.53
	At the end of the year	-	-	-	-	232140	1.53
11	NAVSHITAL CONSULTANTS LLP						
	At the beginning of the year	-	-	-	-	-	-
	Purchase	-	-	13.02.2015	18000	18000	0.12
	Purchase	-	-	27.02.2015	18295	36295	0.24
	Purchase	-	-	06.03.2015	590	36885	0.24
	Purchase	-	-	13.03.2015	8115	45000	0.30
	At the end of the year	-	-	-	-	45000	0.30
12	G VARALAKSHMI						

SI No	For Each top ten Share holders	Shareholding at the beginning of the year as on 01.07.2014		Increase/ decrease in the shareholding		Cumulative share holding during the year (01.07.2014 to 30.06.2015)	
		No. of shares	% of total shares of the Company	Date	No. of shares	No. of Shares	% of total shares of the Company
	At the beginning of the year	42622	0.28	-	-	-	-
	Sale	-	-	13.10.2014	151	42417	0.28
	Sale	-	-	05.12.2014	110	42361	0.28
	Sale	-	-	12.12.2014	38	42323	0.28
	Sale	-	-	27.02.2015	700	41623	0.28
	Sale	-	-	31.03.2015	42	41581	0.28
	At the end of the year	-	-	-	-	41581	0.28

(v) Shareholding of Directors and Key Managerial Personnel:-

SI No		Shareholding at the beginning of the year as on 01.07.2014		Increase/ decrease in the shareholding		Cumulative share holding during the year (01.07.2014 to 30.06.2015)	
		No. of shares	% of total shares of the Company	Date	No. of shares	No. of Shares	% of total shares of the Company
01	C C PAARTHIPAN –CHAIRMAN						
	At the beginning of the Year	814812	5.39	-	-	-	-
	Inter Se transfers	-	-	02.03.2015	1884473	2699285	17.87
	Transmission of shares	-	-	16.06.2015	130068	2829353	18.73
	At the end of the year	-	-	-	-	2829353	18.73
02	SRIDHAR GANESAN-MANAGING DIRECTOR						
	At the beginning of the year	-	-	-	-	-	-
	At the end of the year	-	-	-	-	-	-
03	M JAYAPAL- WHOLE TIME DIRECTOR						
	At the beginning of the year	-	-	-	-	-	-
	At the end of the year	-	-	-	-	-	-
04	D P MISHRA-WHOLE TIME DIRECTOR						
	At the beginning of the year	192000	1.27	-	-	-	-
	At the end of the year	-	-	-	-	192000	1.27
05	V THIRUMALAI-DIRECTOR						
	At the beginning of the year	49963	0.33	-	-	-	-
	At the end of the year	-	-	-	-	49963	0.33
06	R RAVICHANDRAN-DIRECTOR						
	At the beginning of the year	-	-	-	-	-	-
	At the end of the year	-	-	-	-	-	-
07	K C JOHN-DIRECTOR						
	At the beginning of the year	-	-	-	-	-	-
	At the end of the year	-	-	-	-	-	-
08	K NIRMALA PRASAD-DIRECTOR						

Sl No		Shareholding at the beginning of the year as on 01.07.2014		Increase/ decrease in the shareholding		Cumulative share holding during the year (01.07.2014 to 30.06.2015)	
		No. of shares	% of total shares of the Company	Date	No. of shares	No. of Shares	% of total shares of the Company
	At the beginning of the year	-	-	-	-	-	-
	At the end of the year	-	-	-	-	-	-
09	R VISWANATHAN –DIRECTOR						
	At the beginning of the year	-	-	-	-	-	-
	At the end of the year	-	-	-	-	-	-
10	P T BABY THOMAS –DIRECTOR						
	At the beginning of the year	-	-	-	-	-	-
	At the end of the year	-	-	-	-	-	-
11	HARIHARA PONNAMBALAM P – CFO						
	At the beginning of the year	-	-	-	-	-	-
	At the end of the year	-	-	-	-	-	-
12	VINOD KUMAR S - COMPANY SECRETARY						
	At the beginning of the year	-	-	-	-	-	-
	At the end of the year	-	-	-	-	-	-

V. INDEBTEDNESS:

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

₹ In Lakhs

S.No	Particulars	Secured Loans	Unsecured loans	Deposits	Total Indebtedness
01.	Indebtedness at the beginning of the financial year				
	i. Principal Amount	324.88	-	-	324.88
	ii. Interest due but not paid	-	-	-	-
	iii. Interest accrued but not due	-	-	-	-
	Total (i+ii+iii)	324.88	-	-	324.88
02.	Change in indebtedness during the Financial year				
	Addition	-	-	-	-
	Reduction	(117.12)	-	-	(117.12)
	Net Change	(117.12)	-	-	(117.12)
03	Indebtedness at the end of the financial year				
	i. Principal Amount	207.76	-	-	207.76
	ii. Interest due but not paid	-	-	-	-
	iii. Interest accrued but not due	-	-	-	-
	Total (i+ii+iii)	207.76	-	-	207.76

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

(Amount in ₹)

Sl. no.	Particulars of Remuneration	Name of MD/WT/ Manager			Total Amount
		Dr.Sridhar Ganesan	Mr. M Jayapal	Mr. D P Mishra	
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	41,01,126	6,49,920	6,43,560	53,94,606
	(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)	41,01,126	6,49,920	6,43,560	53,94,606
	Ceiling as per the Act				4,09,35,600

B. REMUNERATION TO OTHER DIRECTORS:

(Amount in ₹)

Sl. no.	Particulars of Remuneration	Name of Directors							Total Amount
		Mr.V. Thirumalai	Mr. P. T. Baby Thomas	Mr.Venkat Radhakrishnan	Dr.R Ravi chandran	Dr. K C John	Dr.K Nirmala Prasad	Mr. R Viswanathan	
1.	Independent Directors	1,00,000	60,000	10,000	70,000	40,000	40,000	20,000	3,40,000
	a) Fee for attending board / committee meetings								
	b) Commission								
	c) Others, please specify								
	Total (1)	1,00,000	60,000	10,000	70,000	40,000	40,000	20,000	3,40,000
2.	Other Non-Executive Directors								
	a) Fee for attending board / committee meetings								
	b) Commission								
	c) Others, please specify								
	Total (2)	-	-	-	-	-	-	-	-
	Total (B)=(1+2)	1,00,000	60,000	10,000	70,000	40,000	40,000	20,000	3,40,000
	Total Managerial Remuneration								57,34,606
	Overall Ceiling as per the Act								4,50,29,000

A. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTB:

(Amount in ₹)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel				
		CEO	CFO & Company Secretary (Mr. S Mohanraj) Resigned w.e.f February 13, 2015	Company Secretary (Mr. Vinod Kumar S) Appointed w.e.f April 13, 2015	CFO (Mr. Harihara Ponnambalam P) Appointed w.e.f May 6, 2015	Total
1.	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Not Applicable	14,16,477	96,400	3,85,509	18,98,386
	(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	-	14,16,477	96,400	3,85,509	18,98,386

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		NIL			
Punishment					
Compounding					
B. Directors					
Penalty		NIL			
Punishment					
Compounding					
C. Other Officers In Default					
Penalty		NIL			
Punishment					
Compounding					

ANNEXURE III

Form AOC – 2

Pursuant to Section 134 (3) (h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014

Form for disclosure of particulars of contract / arrangements entered in to by the Company with the related parties referred to in sub-section 188 (1) of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis

There were no contracts or arrangements or transactions entered in to by the Company during the year ended June 30, 2015 which were not at arm's length basis.

2. Details of material contracts or arrangement or transactions at arm's length basis:

The Details of Material contracts or arrangements or transactions at arm's length basis for the year ending June 30, 2015 are as follows :

S.No	Name of the Related Party and Relation Ship	Nature of Transactions	Duration	Salient terms	Amount in Lakhs
01	Argus Salud Pharma LLP Subsidiary	Purchase and Sales	Ongoing	On arm's length basis and in ordinary course of business	1,377.39

For Caplin Point Laboratories Limited

Place: Chennai
Date: August 20, 2015

C C Paarthipan
Chairman

ANNEXURE IV

NOMINATION AND REMUNERATION POLICY

The Nomination & Remuneration Policy of the Company is designed to attract, motivate and retain manpower in a competitive and international market. The policy reflects the Company's objectives for good corporate governance as well as sustained long-term value creation for shareholders.

The Nomination & Remuneration Policy applies to the Company's senior management, including its Key Managerial personnel and Board of Directors.

The policy is pursuant to Section 178(4) of the Companies Act, 2013 and clause 49(IV) (B) (4) of the Listing Agreement. A brief summary of the policy in relation to the objective, appointment criteria, remuneration etc are reproduced herewith –

GUIDING PRINCIPLES

SELECTION CRITERIA FOR DIRECTORS

The Company shall consider the following aspects while appointing a person as a Director on the Board of the Company:

SKILLS AND EXPERIENCE:

The candidate shall have appropriate skills and experience in one or more fields of finance, law, management, sales, marketing, administration, public administrative services, research, corporate governance, technical operations or any other discipline related to the Company's business.

AGE LIMIT:

The candidate should have completed the age of twenty-one (21) years and should not have attained the age of seventy five (75) years at the time of appointment. However, the Nomination and Remuneration Committee and Board of Directors may relax the upper age limit on a case to case basis depending on the merits of the candidate.

DIRECTORSHIP:

The number of companies in which the candidate holds Directorship should not exceed the number prescribed under the Act or under the Listing Agreement requirements.

SELECTION CRITERIA FOR SENIOR MANAGEMENT

As per the policy, Senior Management for the purpose of this policy shall mean employees hired at the level of Divisional Heads and Corporate Functional Heads or equivalent positions.

The policy provides that the candidate should have appropriate qualifications, skills and experience for discharging the role. The qualifications, skills and experience of each such position shall be defined in the job description, which will be maintained by the HR function.

REMUNERATION FOR DIRECTORS, KMP AND OTHER EMPLOYEES

The guiding principle is that the remuneration and the other terms of employment shall be competitive in order to ensure that the Company can attract and retain competent Executives.

- The remuneration policy for executives reflects the overriding remuneration philosophy and principles of the Company. When determining the remuneration policy and arrangements for Executive Directors/ KMP's, the Nomination & Remuneration Committee considers pay and employment conditions with peers elsewhere in the competitive market to ensure that pay structures are appropriately aligned and that levels of remuneration remain appropriate in this context.
- The Committee while designing the remuneration package considers the level and composition of remuneration to be reasonable and sufficient to attract, retain and motivate the person to ensure the quality required to run the company successfully.
- The Nomination & Remuneration Committee while considering a remuneration package must ensure a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.
- The Committee considers that a successful remuneration policy must ensure that a significant part of the remuneration package is linked to the achievement of corporate performance targets and a strong alignment of interest with stakeholders.
- The Nomination and Remuneration Committee of the Company, constituted for the purpose of administering the Employee Stock Option Plan/ scheme, shall determine the stock options and other share based payments to be made to Directors (other than Independent and Promoter Directors), KMPs and Employees of the Company.

The criteria for making payments to the Executive Directors are:

1. Salary, as recommended by the Nomination and Remuneration Committee and approved by the Board and the shareholders of the Company. Perquisites, retirement benefits and performance pay are also paid/provided in accordance with the Company's compensation policies, as applicable to all employees and the relevant legal provisions.
2. Remuneration paid to the Executive Directors is determined keeping in view industry benchmarks and Company Policies.

The criteria for making payments to Independent Directors are:

1. The Independent Directors are paid sitting fees for attending the meetings of the Board and Committees.
2. The Independent Directors do not receive any commission on the net profits of the Company.
3. The remuneration paid to the Directors during the year is given in detail in the Corporate Governance Report.

PERFORMANCE EVALUATION

The process approved by the Nomination and Remuneration Committee requires the Chairman to initiate the performance evaluation process in the month of April every year. The performance evaluation is conducted based on approved criteria in the evaluation forms. The process highlights are as under:

a) Board:

Each Board member completes the self-evaluation form. Independent Directors discuss the self-evaluation forms in a separate meeting and share their feedback with the Chairman. The Chairman discusses the evaluation form analysis with the Managing Director and later with the entire Board at the Board Meeting.

b) Committees:

Each Committee member completes the self-evaluation form and shares feedback with the Chairman. The Chairman discusses the evaluation form analysis with the Managing Director and later with the entire Board at the Board Meeting.

c) Chairman and Executive Directors:

Each Board member completes the peer evaluation form. Independent Directors discuss the peer evaluation forms in a separate meeting and share their feedback with the Chairman. The Chairman conveys feedback individually to the concerned Directors.

d) Independent Directors:

Each Board member completes the peer evaluation and shares feedback with the Chairman. The Chairman conveys feedback individually to the concerned Directors.

CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES & INDEPENDENCE OF DIRECTOR

1. QUALIFICATIONS OF INDEPENDENT DIRECTOR

An Independent director shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, operations or other disciplines related to the company's business.

2. POSITIVE ATTRIBUTES OF INDEPENDENT DIRECTOR

An independent director shall be a person of integrity, who possesses relevant expertise and experience and who shall uphold ethical standards of integrity and probity, act objectively and constructively; exercise his responsibilities in a bona-fide manner in the interest of the company, devote sufficient time and attention to his professional obligations for informed and balanced decision making and assist the company in implementing the best corporate governance practices.

3. INDEPENDENCE:

The candidate proposed to be appointed as an Independent Director, should not have any direct or indirect material pecuniary relationship with the Company and must satisfy the requirements imposed under the Act or under the Listing Agreement requirements.

POLICY REVIEW

This policy is framed based on the provisions of the Companies Act, 2013, and rules thereunder and requirements of Clause 49 of the listing agreement with the stock exchanges.

This policy shall be reviewed by the Nomination and Remuneration Committee as and when changes needs to be incorporated in the policy due to changes in regulations or as may be felt appropriate by the Committee.

ANNEXURE V

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO

(A) CONSERVATION OF ENERGY-

Power & Fuel Consumption	Year Ended June 30,2015	Year Ended June 30,2014
Electricity		
Purchased units	45,71,598	11,77,379
Total Amount Paid (in ₹)	3,49,57,057	82,34,449
Rate per unit (₹)	7.65	6.99
Own Generation By		
Diesel Generator (Units)	9,02,188	40,785
Amount Paid (in ₹)	1,47,02,915	645038
Rate per unit (₹)	16.30	15.82
Third Party (units)	20,06,548	-

Power & Fuel Consumption	Year Ended June 30,2015	Year Ended June 30,2014
Amount Paid (in ₹)	1,41,38,621	-
Rate per unit (₹)	7.05	-
Others		
Diesel Oil Consumed (in Ltrs)	273495	-
Total Amount Paid (in ₹)	155,35,849	-
Rate Per KG (₹)	56.80	-

CONSUMPTION OF ELECTRICITY PER UNIT OF PRODUCTION

NO	Particulars	CURRENT YEAR (2014-15)		PREVIOUS YEAR (2013-14)	
1	Tablets	305	Nos	357	Nos
2	Capsules	18	Nos	19	Nos
3	Liquids	2	Bottles	3	Bottles
4	Suppositories	2	Nos	-	Nos

(B) TECHNOLOGY ABSORPTION-

i) Efforts made towards technology absorption

- Formulation development and analytical development of injectable and ophthalmic
- Support to QC in transferring the analytical methods
- Support to regulatory department in compiling documents required for dossier submission
- The Company also emphasis on technology and innovation in its method of functioning and operations.

ii) Benefits derived as a result of R & D

Reduction in energy consumption and improvement in the quality of products are the some of benefits achieved during the year. Our R & D Center is recognized by D.S.I.R , Ministry of Science and Technology, Government of India.

iii) Imported Technology (Imported during the last three years reckoned from the beginning of the financial year)

- Details of technology imported : NIL
- The year of import : NA
- Whether the technology been fully absorbed : NA
- If not fully absorbed , areas where absorption has not taken place and the reasons thereof : NA

iv) EXPENDITURE INCURRED ON RESEARCH AND DEVELOPMENT.

The Company has incurred as expenditure of ₹774.98 Lakhs towards research and development (₹588.24 Lakhs Revenue expenditure and ₹186.74 Lakhs Capital Expenditure)

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

Foreign Exchange Earned (₹ Lakhs)	22,016.90
Foreign exchange outgo (₹ Lakhs)	7,528.31

ANNEXURE VI

ANNUAL REPORT ON CSR ACTIVITIES FOR THE FINANCIAL YEAR 2014-15

1. A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs:

CSR Policy of the Company is available in our website under the following link:

[www.caplinpoint.net/aboutus/Company policies/CSR](http://www.caplinpoint.net/aboutus/Company%20policies/CSR)

2. The Composition of the CSR Committee

Mr C C Paarthipan, Chairman

Dr Sridhar Ganesan

Mr V Thirumalai

3. Average net profit of the company for last three years: ₹2,191 Lakhs

4. Prescribed CSR Expenditure (two % of the amount in item 3 above): ₹44 Lakhs

5. Details of CSR Spent during the financial year:

a. Total amount to be spent for the financial year: ₹44 Lakhs

b. Amount unspent, if any: ₹38.69 Lakhs

c. Manner in which the amount spent during the financial year is detailed below:

CSR project or activity identified	Sector in which the project is covered	Projects or Programs (1) Local area or Other (2) Specify the state and district where projects or programs was undertaken	Amount Outlay (budget) project or programs wise	Amount Spent on the projects or programs	Cumulative expenditure upto to the reporting period	Amount Spent: Direct or through implementing agency
To Carter health to the Poor	Health	Chennai, Tamil Nadu	10,00,000	1,05,500	1,05,500	All the contributions were made through implementing Agency
Contribution towards education	Education	Chennai, Tamil Nadu	20,00,000	2,15,500	3,21,000	
Contributions towards the welfare and development of children	Reducing Child Mortality and improving health	Chennai, Tamil Nadu	10,00,000	1,10,000	4,31,000	
Contributions made towards poverty elimination	Eradicating hunger and poverty	Chennai, Tamil Nadu	10,00,000	1,00,000	5,31,000	

6. In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report :

This being the first year of CSR implementation, the CSR activities of the Company are being planned and the company is in the process of identifying suitable/ focus areas in which CSR activities could be done. Moreover, Company aims to identify CSR which would ensure optimum utilization and maximum social relevance in its endeavor to fulfill the criteria under CSR. The Company plans to increase CSR spending in the years to come.

ANNEXURE VII

Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED JUNE 30, 2015

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

To,
The Members,
Caplin Point Laboratories Limited
CIN# L24231TN1990PLC019053
NARBAVI,
No. 3, Lakshmanan Street,
T. Nagar,
Chennai – 600017

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Caplin Point Laboratories Limited. (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the 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 June 30, 2015 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 M/s. Caplin Point Laboratories Limited ("the Company") for the financial year ended on June 30, 2015 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 Company has not delisted any of its shares during the period under review, so the provisions of The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 does not apply to the Company; and
- (h) The Company has not bought back its shares during the period under review, therefore the provisions of The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 is not applicable to the Company;
- (vi) Customs Act, 1962;
- (vii) Central Excise Act, 1944;
- (viii) Central Sales Tax Act, 1956;
- (ix) The Trade Marks Act, 1999;
- (x) Apprentices Act, 1961;
- (xi) Contract Labour (Regulation & Abolition) Act, 1970;
- (xii) Employer's Liability Act, 1938;
- (xiii) Employees Provident Fund Act, 1952;
- (xiv) The Employees State Insurance Act, 1948;
- (xv) Industrial Dispute Act, 1947;
- (xvi) Minimum Wages Act, 1948;
- (xvii) Payment of Bonus Act, 1965;
- (xviii) Payment of Wages Act, 1936;
- (xix) Payment of Gratuity Act, 1972;
- (xx) Workman's Compensation Act, 1923;
- (xxi) Maternity Benefits Act, 1961;
- (xxii) Local Shops & Establishment Acts of States;
- (xxiii) Factories Act, 1948;
- (xxiv) Equal Remuneration Act, 1976;
- (xxv) Trade Union Act, 1926;
- (xxvi) Air (Prevention & Control of Pollution) Act, 1981;
- (xxvii) Water (Prevention & Control of Pollution) Act, 1974;
- (xxviii) Environment Protection Act, 1986 and
- (xxix) Drugs and Cosmetics Act, 1940

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. (Notified with effect from July 01, 2015, hence not applicable to the Company for the period under review)
- (ii) The Listing Agreements entered into by the Company with the National Stock Exchange of India Limited and BSE Limited;

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 with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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.

We further report that during the audit period:

The Promoter and Promoter group acquired 32,60,473 Equity shares by way of Gift from their relatives on March 02, 2015. Further the Promoter acquired 1,30,068 Equity shares by way of Transmission on June 16, 2015. After considering the above acquisitions, the Promoters and Promoters Group holdings increased from 58.71% to 67.81%.

For **G RAMACHANDRAN & ASSOCIATES**

Company Secretaries

G. RAMACHANDRAN

Proprietor

ACS No.9865 CoP. No.3056

Place: Chennai

Date: August 20, 2015

ANNEXURE VIII

PARTICULARS OF EMPLOYEE RELATED DISCLOSURES

- i. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year:

S.No	Name of the Director/KMP & Designation	Ratio of remuneration of each Director to median remuneration of employees for FY 2014-15 (times)	% of increase in Remuneration
01	Mr C C Paarhipan* Chairman	NIL	
02	Dr Sridhar Ganesan Managing Director	17.32	There was no increase in Remuneration during the FY 2014-15
03	Mr M Jayapal Whole-time Director	2.67	There was no increase in Remuneration during the FY 2014-15
04	Mr D P Mishra Whole-time Director	2.65	There was no increase in Remuneration during the FY 2014-15
05	Mr V Thirumalai Non-Executive – Independent Director**	0.42	20%
06	Mr P T Baby Thomas Non-Executive – Independent Director**	0.25	20%
07	Dr K C John\$ Non-Executive – Independent Director**	0.17	Not Applicable
08	Dr R Ravichandran Non-Executive – Independent Director**	0.17	20%
09	Mr Venkat Radhakrishnan*** Non-Executive – Independent Director**	0.04	Not Applicable
10	Dr K Nirmala Prasad# Non-Executive – Independent Director**	0.17	Not Applicable
11	Mr R Viswanathan## Non-Executive – Independent Director**	0.08	Not Applicable
12	Mr S Mohanraj### Chief Financial Officer & CS	Not Applicable	
13	Mr Harihara Ponnambalam P Chief Financial Officer###	Not Applicable	
14	Mr Vinod Kumar S### Company Secretary	Not Applicable	

*Mr C C Paarhipan is not receiving any remuneration from the Company

** Sitting fees were paid to Independent Directors for attending Board / Committee Meetings

*** Mr Venkat Radhakrishnan resigned as the Director w.e.f. May 12, 2015. Details are not provided for Mr Venkat Radhakrishnan as he was employed only for a part of the year.

\$ Details are not provided for Mr.K.C. John as he was employed only for a part of the year.

Dr K Nirmala Prasad was appointed as an Additional Director w.e.f. February 04, 2015. Details are not provided for Dr K Nirmala Prasad as she was employed only for a part of the year.

Mr R Viswanathan was appointed as an Additional Director w.e.f. May 12, 2015. Details are not provided for Mr R. Viswanathan as he was employed only for a part of the year.

Details are not provided for Mr S Mohan Raj, CFO & CS as he was an employee only for a part of FY 2014-15 i.e upto February 13, 2015.

Details are not provided for Mr Harihara Ponnambalam P, CFO as he was employed only for a part of FY 2014-15 i.e from May 06, 2015

Details are not provided for Mr Vinod Kumar S as he was employed only for a part of FY 2014-15 i.e. from April 13, 2015.

ii. COMPARISON OF THE REMUNERATION OF THE KEY MANAGERIAL PERSONNEL AGAINST THE PERFORMANCE OF THE COMPANY

₹ In Lakhs

Name of the KMP	Remuneration of KMP In FY 2013-14	Remuneration of KMP in FY 2014-15	% Increase/ (Decrease)	PBT for the year ending June 30,2014	PBT for the year ending June 30,2015	% Increase
Dr Sridhar Ganesan Managing Director	There was no increase in Remuneration between the FY 2013-14 & 2014-15		NA	3,337.94	5,079.78	52.2%
Mr M Jayapal Whole-time Director	5.88	6.49	10.45			
Mr D P Mishra Whole-time Director	6.33	6.44	1.61			
Mr S Mohanraj CS & CFO	Not Applicable*					
Mr Harihara Ponnambalam P, CFO						
Mr Vinod Kumar S. CS						

*Details are not provided for Mr S Mohan Raj, CFO & CS as he was an employee only for the part of FY 2014-15 i.e upto February 13, 2015.

* Details are not provided for Mr Harihara Ponnambalam P, CFO as he was employed only for the part of FY 2014-15 i.e from May 06, 2015

* Details are not provided for Mr Vinod Kumar S as he was employed only for a part of FY 2014-15 i.e. from April 13, 2015.

iii. In the Financial year 2014-15, there was an increase in 20% in the median remuneration to employees.

iv. Number of Permanent employees in the rolls of the Company as on June 30, 2015 is 570

v. Relationship between average increase in remuneration and Company performance :

The profit before tax increased by 52.2% whereas increase in median Remuneration was 20%. The average increase in the Median remuneration was in line with the performance with the Company.

vi. Variations in the market capitalisation of the company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer.

Particulars	June 30,2014	June 30,2015	Change
Stock Price in ₹ (Close Price)	221.40	929.75	320%
Market Capitalisation (₹ in Crores)	334.53	1404.85	320%
EPS (in ₹)	16.97	27.09	59.63%

Company was listed in NSE in the Month of June 30, 2014. Hence, only BSE has been considered.

Market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer:

The Company has made the Initial Public offer in the Year 1995 at a Price of ₹10 per equity share	
Market quotations of the shares of the Company as on June 30, 2015	
BSE	₹929.75
NSE	₹930.85

vii. 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.

Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2014-15 was 20%. There were no decrease in the remuneration of employees.

viii Key parameters for any variable component of remuneration availed by the Managing Director

No Variable pay is availed by the Managing Director of the Company.

ix. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year: NIL

x. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other employees.

CORPORATE GOVERNANCE REPORT

PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Caplin believes in best Corporate governance practices which stresses the importance of transparency, excellence, accountability and protection of shareholder interests and this has been the foundation in which Caplin has been conducting business since inception and it is a continuous and ongoing process. The Company's Corporate Governance report vis-à-vis Clause 49 of the Listing agreement is produced below.

BOARD OF DIRECTORS

COMPOSITION OF THE BOARD

The Board currently comprises of ten Directors out of which six are Non-Executive - Independent Directors including one women Director, three are Executive Directors and a Non-executive Chairman (Promoter). All the Independent Directors have confirmed that they meet the 'independence' criteria as mentioned under Clause 49 of the Listing Agreement and Section 149 of the Companies Act, 2013.

BOARD MEETINGS

During the financial year under review, the Board of Directors met five times (i.e) 25.08.2014, 12.11.2014, 04.02.2015, 13.02.2015 and 12.05.2015. The maximum time gap between two meetings did not exceed 120 days. The last annual general meeting of the Company was held on 18.12.2014.

The composition of the Board, attendance at Board Meetings held during the Financial Year under review and at the last Annual General Meeting, number of directorships, memberships/chairmanships of the Board and Committees of public companies as on June 30, 2015 are as under:

Name of the Director	Category	No. of Board Meetings attended in the year	Attendance at the previous AGM	Directorship(s) ¹	Committee Position(s) ²	
					Chairman	Member
Mr.C.C.Paarthipan DIN : 01218784	Non-Executive, Chairman (Promoter)	4	Present	-	-	-
Mr.M.Jayapal DIN : 01869677	Whole-time Director	5	Present	-	-	1
Mr.D.P.Mishra ⁶ DIN : 02032818	Whole-time Director	5	Present	-	-	2
Dr.Sridhar Ganesan ⁷ DIN : 06819026	Managing Director	5	Present	-	-	1
Mr.P.T.Baby Thomas DIN : 03019018	Non-Executive, Independent	3	Present	-	-	2

Name of the Director	Category	No. of Board Meetings attended in the year	Attendance at the previous AGM	Directorship(s) ¹	Committee Position(s) ²	
					Chairman	Member
Mr.V.Thirumalai DIN : 03015619	Non-Executive, Independent	5	Present	-	2	-
Mr.Venkat Radhakrishnan ³ DIN : 03451231	Non-Executive, Independent	1	Present	-	-	-
Dr.R Ravichandran DIN : 01920603	Non-Executive, Independent	4	Absent	-	-	2
Dr. K C John ⁸ DIN : 01067374	Non-Executive, Independent	3	Present	-	-	-
Dr. Nirmala Prasad ⁴ DIN : 07088120	Non-Executive, Independent	3	NA	-	-	-
Mr. R Viswanathan ⁵ DIN : 07173713	Non-Executive, Independent	1	NA	-	-	-

¹ The Directorships, held by Directors as mentioned above, do not include Directorship in Caplin Point Laboratories Limited, private limited companies, companies registered under Section 8 of the Companies Act, 2013 and foreign companies.

² Includes only Audit and Stake holders Relationship Committees of Caplin Point Laboratories Limited.

³ Mr.Venkat Radhakrishnan resigned on 12th May, 2015.

⁴ Dr. Nirmala Prasad was appointed as an Additional Director w.e.f 4th February, 2015. Three Meetings were held during her tenure for the year under review.

⁵ Mr. R Viswanathan was appointed as an Additional Director w.e.f 12th May, 2015. Only One Meeting was held during his tenure for the year under review.

⁶ Resigned from membership of Audit Committee w.e.f. 12th May, 2015

⁷ Appointed as the Member of Audit Committee w.e.f. 12th May, 2015.

⁸ Mr. K.C. John was appointed as an Additional Director w.e.f. 25th August, 2014 and appointed as a Director at the AGM held on 18th December, 2014.

None of the Directors of the Company are related to each other

None of the Directors of the Company is the member of more than ten committees and Chairman of more than five Committees in which they are Directors. The Board meets at least once in a calendar quarter to, inter alia, review the quarterly financial results, and review the business performance and business plans. Agenda papers, containing all relevant information, including information as specified in Annexure X to Clause 49 of the Listing Agreement, are made available to the Board well in advance to enable the Board to discharge its responsibilities effectively and take informed decisions.

COMMITTEES OF THE BOARD

As per Clause 49 of the listing agreement, the Company has constituted an Audit Committee, a Nomination and Remuneration Committee and Stakeholders' Relationship Committee.

AUDIT COMMITTEE

COMPOSITION OF THE AUDIT COMMITTEE OF THE BOARD

The audit committee of the Board of Directors consist of the following members:

NAME OF THE DIRECTORS	CATEGORY
Mr. V Thirumalai	Chairman, Independent
Mr.D P Mishra	Member, Executive
Mr. P T Baby Thomas	Member, Independent
Dr. R Ravichandran	Member,Independent
Mr M Jayapal*	Member, Executive

* Mr M Jayapal Resigned from the Committee w.e.f. 25.08.2014

MEETING OF THE AUDIT COMMITTEE AND ATTENDANCE RECORD OF THE COMMITTEE MEMBERS

The audit committee met four times in the financial year ended June 30, 2015 (i.e) 25.08.2014, 12.11.2014, 04.02.2015 and 11.05.2015. The time gap between two meetings did not exceed four months.

Name of the Directors	No. of meetings attended
Mr. V Thirumalai (Chairman)	4
Mr.D P Mishra	4
Mr. P T Baby Thomas	3
Dr. R Ravichandran	2

The Chairman of the Audit Committee is an Independent Director. The Chairman of the Audit Committee was present in the previous Annual general meeting of the Company to address the queries of the members.

The Internal Auditors, Statutory Auditors and Chief Financial Officer were invited to attend and participate in the Meetings .

The Company Secretary of the Company is the Secretary to the Committee

TERMS OF REFERENCE OF AUDIT COMMITTEE

The terms of reference of the Audit Committee cover the matters specified for audit committee under Clause 49 of the listing agreement as well as in section 177 of the Companies Act, 2013. In addition ,the roles of Audit Committee is as prescribed under clause 49(III) (D) of the Listing Agreements.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee (NRC) consists of following Directors as its members

Name of the Director	Category
Mr V Thirumalai	Chairman, Independent
Mr P T Baby Thomas	Member, Independent
Dr R Ravichandran	Member, Independent

MEETING OF THE NRC AND THE ATTENDANCE OF THE DIRECTORS

The Nomination and Remuneration Committee duly met four times for the financial year ended June 30, 2015 (i.e) 25.08.2014, 04.02.2015, 13.02.2015 and 11.05.2015

Name of the Directors	No. of Meetings attended
Mr V Thirumalai	4
Mr PT Baby Thomas	2
Dr R Ravichandran	4

Terms of reference and the role of the NRC in brief

1. To formulate the criteria for determining the qualifications, positive attributes and independence of Directors and recommend to the Board their appointment
2. To recommend to the Board a policy, relating to the remuneration of Directors, Key Managerial Personnel's and other employees and compensation such as ESOP to the Executive Directors, Key Managerial personnel and other employees
3. To devise a policy on Board diversity
4. To formulate the criteria for evaluation of Independent Directors and the Board.

REMUNERATION POLICY

The Remuneration Policy of the Company is designed and framed to attract, motivate and retain available talents. The policy reflects the Company's objectives for good corporate governance as well as sustained long-term value creation for shareholders.

When determining the remuneration policy and arrangements for Executive Directors/ KMP's, the Nomination & Remuneration Committee considers pay, other employee retention benefits such as ESOP etc, and employment conditions with peers / elsewhere in the competitive market to ensure that pay structures are appropriately aligned and that levels of remuneration remain appropriate in this context.

The remuneration paid to Executive Directors as mentioned in this report has been approved by the Board and the details regarding the same are placed at the Annual General Meeting for approval of the shareholders.

No remuneration, other than sitting fees for attending the Board/ Committee meetings were paid to the non-executive Directors, during the year under review.

The Nomination and Remuneration policy has been displayed on the website of the Company(i.e) www.caplinpoint.net

Total Remuneration/Sitting Fee paid to Directors during the year under review:-

Name of Director	Remuneration	Commission and performance linked incentive	Sitting Fees	Total	No. of shares held
Mr. C.C.Parthipan	-	-	-	-	28,29,353
Mr. M.Jayapal	6,49,920	-	-	6,49,920	-
Mr. D.P.Mishra	6,43,560	-	-	6,43,560	1,92,000
Dr. Sridhar Ganesan	41,01,126	-	-	41,01,126	-
Mr. P.T.Baby Thomas	-	-	60,000	60,000	-
Mr. V.Thirumalai	-	-	1,00,000	1,00,000	49,963
Mr. Venkat Radhakrishnan	-	-	10,000	10,000	-
Dr. R Ravichandran	-	-	70,000	70,000	-
Dr. K C John	-	-	40,000	40,000	-
Dr. K Nirmala Prasad	-	-	40,000	40,000	-
Mr. R Viswanathan	-	-	20,000	20,000	-

The company does not have any stock option scheme.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stake holders' Relationship Committee periodically reviews investors' grievance redressal process and evaluates the performance and service standards of the Registrar and Share Transfer Agent of the Company.

The committee consists of the following Directors as its members:

Name of the Director	Category
Mr. V Thirumalai	Chairman, Independent
Mr. M Jayapal	Member, Executive
Mr. D P Mishra	Member, executive
Mr. P T Baby Thomas	Member, Independent
Dr. R Ravichandran	Member, Independent

The committee meets regularly as and when required to approve share transfers, transmissions, and issue of duplicate share certificates, rematerialisation of shares and all other issues pertaining to shares and also to redress investor grievances like non-receipt of dividend warrants, non-receipt of share certificates, and issue of duplicate share certificates etc. The committee also reviews the performance of the Registrar and Share Transfer Agents.

Vinod Kumar S , Company Secretary is designated as Compliance officer.

INVESTOR GRIEVANCE REDRESSAL

All letters received from the investors are replied to from time to time. The number of complaints received and resolved during the year under review and their break-up are as under:

Particulars	Total Received	Total Disposed	Pending (if any)
Non Receipt of Dividend Warrants	169	169	-
Non Receipt of Securities	55	55	-
Non Receipt of Annual Reports	9	9	-
Complaint From Stock Exchanges/ SEBI	18	18	-

INVESTOR SERVICES

- The Company has designated the following email-id exclusively for investor servicing:- investor@caplinpoint.net
- The Company's notices, financial results etc are published in 'Financial Express' & 'Maalai Sudar'.
- The Company has displayed financial results, shareholding pattern, unpaid dividend details, and other required documents from time to time, under the section "Investor" on its website www.caplinpoint.net.
- All periodical compliance filings like shareholding pattern, corporate governance report, media releases etc are filed electronically on NSE Electronic Application Processing System (NEAPS) and BSE's Listing Centre.
- The Company continues to redress the investor complaints registered in the SEBI Complaints Redress System (SCORES), through which we are uploading the Action Taken Reports (ATRs) and the investors can view online the actions taken on their complaint and its current status.
- The Company is pleased to provide members, facility to exercise their right to vote at the Twenty Fourth Annual General Meeting by electronic means and the business may be transacted through e-Voting Services provided by M/s. Karvy Computershare Private Limited (KCPL) through their website:- <https://evoting.karvy.com>

GREEN INITIATIVE

The Ministry of Corporate Affairs (MCA), Government of India, had taken a "Green initiative in the Corporate Governance" by allowing paperless compliances by the companies. In light of the above, those members, who desire to receive notice / documents including Annual Reports through e-mail, are requested to communicate their e-mail ID and changes thereto from time to time to the Depository Participant / Company's Registrar & Share Transfer Agents, M/s. Karvy Computershare Private Limited for receipt of notice/ documents including Annual Reports through e-mail.

MEETING OF INDEPENDENT DIRECTORS

Pursuant to Schedule IV of the Companies Act, 2013 and as per Clause 49 the Listing Agreement, a separate meeting of the Independent Directors of the Company was held on February 13, 2015 to review the performance of Non-independent Directors (including the Chairman of the Board) and the Board as a whole, taking into account the views of executive and non-executive directors. The Independent Directors also reviewed the quality, quantity and timeliness of the flow of information between the Management and the Board and its Committees, which is necessary to effectively and reasonably perform and discharge their duties.

GENERAL MEETINGS

During the preceding three years, the Company's Annual General Meetings were held at TAG Centre, No. 69, T. T. K. Road, Alwarpet, Chennai – 600 018.

The date and time of Annual General Meetings held during last three years, and the special resolution(s) passed thereat, are as follows:

Year	Date	Time	Special Resolution Passed
2014	18.12.2014 (23rd AGM)	11.00 am	Special Resolutions were passed under Section 14, 180(1)(c) and section 180(1)(a) of the Companies Act, 2013.
2013	27.12.2013 (22nd AGM)	10.00 am	NIL
2012	19.12.2012 (21st AGM)	11.00 am	NIL

No resolution was passed through postal Ballot during the last three years.

DISCLOSURES

- a) There were no materially significant related party transactions made by the Company with its Promoters, their subsidiaries, Directors or Management or relatives etc. that may have potential conflict with the interests of the Company at large. All the related party transactions are at arm's length basis and in the normal course of business.
- b) The Company has complied with various rules and regulations prescribed by the Stock Exchanges, Securities and Exchange Board of India or any other statutory authority relating to the capital markets during the last 3 years. No penalties or strictures have been imposed by them on the Company.
- c) The Company has formulated a Vigil Mechanism / Whistle Blower Policy to enable Directors and employees to report their genuine concerns and grievances. The Policy provides for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and direct access to the Chairman of the Audit Committee of the Company, in exceptional cases.
- d) The Company has followed the Guidelines of Accounting Standards laid down by the Institute of Chartered Accountants of India (ICAI) in preparation of its financial statements.
- e) The Company is in compliance with all mandatory requirements of Clause 49 of the Listing agreement in addition the Company adopts certain non-mandatory requirements
- f) The Company has framed code of conduct for prevention of Insider trading based on SEBI(Prohibition of Insider Trading) Regulation,2015. The Code is applicable for promoter and promoter group, Board members , Key Managerial Personnel and Designated Employees. The Code ensures prevention of dealing in shares by persons having access to unpublished price sensitive information.
- g) The Company follows a structured orientation and familiarization program through periodic representations made at the Board Meeting on business performance , long term strategies initiatives and risk involved. The details of the same are posted on the website of the company (www.caplinpoint.net)

MEANS OF COMMUNICATIONS

- a) The Quarterly results as well as annual results as required under clause 41 of the listing agreement are published in one daily English Newspaper "The Financial Express" and one regional Tamil newspaper "Malai Sudar"
- b) The Annual Reports and quarterly reports are made available in the "investor" section of the company's website www.caplinpoint.net.

GENERAL INFORMATION TO THE SHAREHOLDERS

Day, Date, Time & Venue	Thursday, November 5, 2015 at 10.30 am Sri Thyaga Brahma Gana Sabha (Vani Mahal), No. 103, G.N. Road, T. Nagar, Chennai - 600 017, Tamil Nadu.
Date of Book Closure	Saturday, 31st October, 2015 to Thursday, 5th November, 2015 (both days inclusive)
Dividend Payment Date	The Dividend as recommended by the Board of Directors, if declared at the meeting, will be paid on or before 4th December, 2015.

Financial Calendar:-

The company expects to announce the financial Results for the year 2015-16 as per the following schedule:

Financial Year	* 1st July,2015 to 31st March,2016 (Nine Months)
Results for the Quarter ending:-	(Tentative)
September 30, 2015	On or before November 15, 2015
December 31, 2015	On or before February 15, 2016
March 31, 2016	On or before May 30, 2016

* Pursuant to the provisions of Section 2(41) of the Companies Act, 2013 the Financial year of the Company is aligned to 1st July, 2015 to 31st March, 2016. (Nine Months)

* Listing of Equity Shares:-	Stock Exchange	Trading Symbol/Stock Code
	National Stock Exchange of India Limited (NSE)	CAPLIPOINT
	BSE LIMITED (BSE)	CAPPL (524742)

ISIN number in National Securities Depository Limited (NSDL) and the Central Depository Service (India) Limited (CDSL).		INE475E01018	
Outstanding GDRs/ADRs/ Not issued Warrants or any convertible instruments		Not Issued	
*The Listing Fees to all the Stock Exchanges and the Custodial Fee to both NSDL & CDSL have been paid upto date.			
Dematerialisation of shares:-		As on June 30,2015 nearly 88.80% of the Company's shares were held in dematerialized form	
Particulars	No. of Shareholders	No. of Shares	%
Physical	8,876	16,91,765	11.20
Demat			
NSDL	4,986	1,26,45,151	83.69
CDSL	2,799	7,73,084	5.11
TOTAL	16,661	1,51,10,000	100.00
Registrar And Share Transfer Agents		M/s. Karvy Computershare Private Ltd Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032. Phone:91-40-67161500; Fax # 91-40-23420814; E-mail: einward.ris@karvy.com.	
Share Transfer System		The Company's shares are required to be compulsorily traded in the Stock Exchanges in dematerialised form. Shares in physical mode which are lodged for transfer are processed and returned within the stipulated time, if the documents are complete in all respects. Share transfer requests accompanied by complete documents are usually approved within 15 days from the date of receipt. Requests received for dematerialization of shares are normally confirmed by the Registrar and Share Transfer Agent within 15 days to the Depositories. A summary of the transfer, transmission, issue of duplicate share certificate, etc., as approved, is placed before the Stakeholders' Relationship Committee.	

Market Price Data (high, low during each month in the financial year 2014-15)

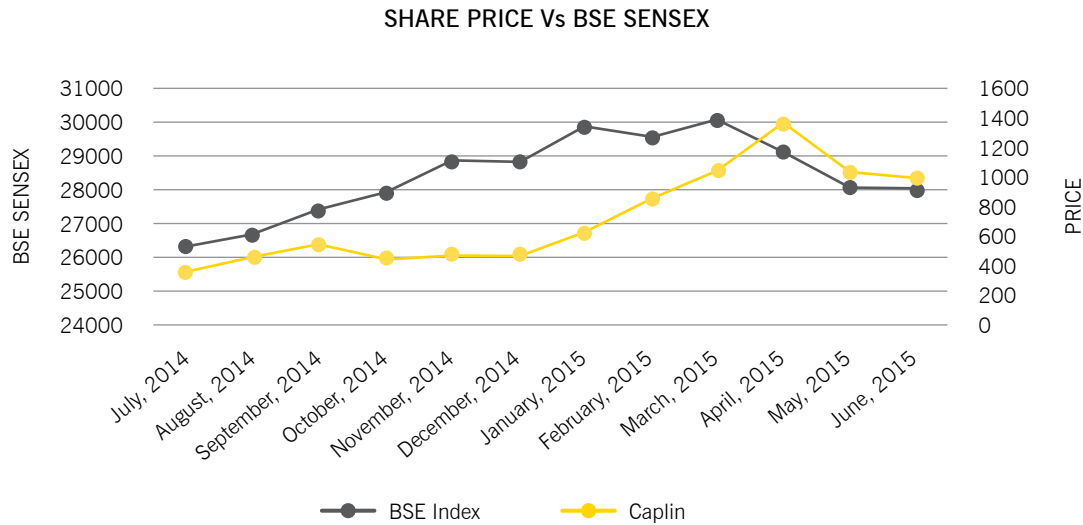
Month & Year	BSE				NSE			
	PRICE IN ₹		S&P – BSE SENSEX		PRICE IN ₹		S&P CNX Nifty	
	HIGH	LOW	HIGH	LOW	HIGH	LOW	HIGH	LOW
July, 2014	362.40	230.10	26300.17	24892.00	364.35	231.10	7840.95	7422.15
August, 2014	460.00	334.80	26674.38	25232.82	462.45	335.50	7968.25	7540.10
September, 2014	549.90	390.00	27354.99	26220.49	555.00	383.00	8180.20	7841.80
October, 2014	448.00	337.00	27894.32	25910.77	450.00	315.00	8330.75	7723.85
November, 2014	474.95	395.00	28822.37	27739.56	474.45	395.05	8617.00	8290.25
December, 2014	469.90	380.00	28809.64	26469.42	465.10	378.10	8626.95	7961.35
January, 2015	625.50	395.00	29844.16	26776.12	626.00	389.00	8996.60	8056.45
February, 2015	849.75	534.05	29560.32	28044.49	851.45	538.00	8941.10	8470.50
March, 2015	1037.75	740.25	30024.74	27248.45	1,038.00	739.20	9119.20	8269.15
April, 2015	1361.50	926.50	29094.61	26897.54	1,364.45	927.00	8844.80	8144.75
May, 2015	1040.00	869.00	28071.16	26423.99	1,044.00	871.05	8489.55	7997.15
June, 2015	990.00	808.00	27968.75	26307.07	989.00	808.05	8467.15	7940.30

NO TRANSACTIONS TOOK PLACE IN THE MADRAS STOCK EXCHANGE DURING THE FINANCIAL YEAR UNDER REVIEW

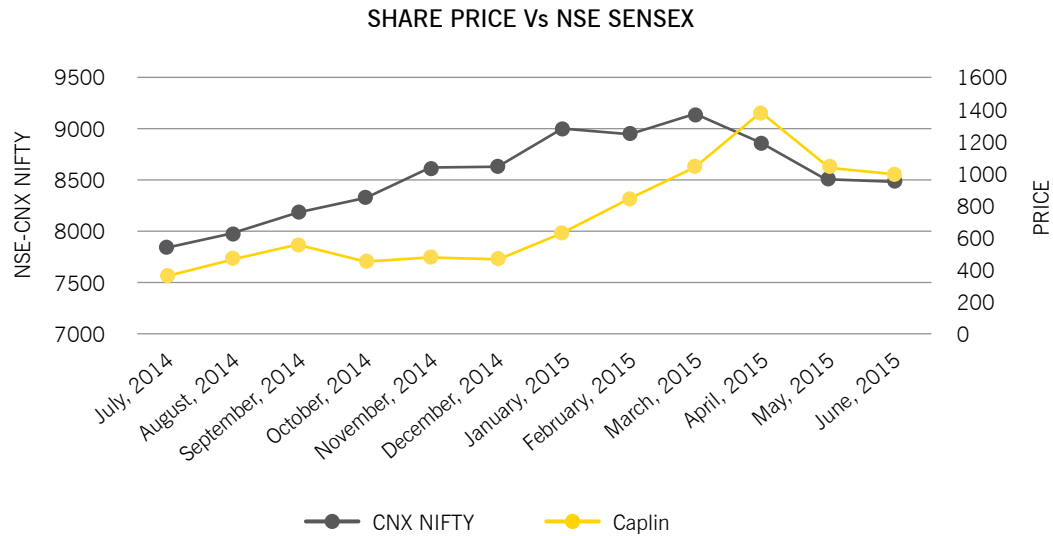
(Source: Websites of - www.bseindia.com, www.nseindia.com)

PERFORMANCE OF COMPANY'S EQUITY SHARE PRICE IN COMPARISON WITH THE BSE AND NSE INDICES

I. PERFORMANCE OF THE COMPANY'S EQUITY SHARE PRICE IN COMPARISON WITH S & P BSE SENSEX



II. PERFORMANCE OF THE COMPANY'S EQUITY SHARE PRICE IN COMPARISON WITH CNX NIFTY



Share Holding Pattern as on June 30, 2015.

S. No	Category	No. of Shareholders	No. of Shares	% to Capital
1	Promoters	5	1,02,46,753	67.81
2	Mutual Funds / UTI	4	11,700	0.08
3	Banks/Indian Financial Institutions	2	6,227	0.04
4	Private Corporate Bodies	353	2,83,452	1.88
5	Foreign Corporate Bodies	1	45,500	0.30
6	Foreign Institutional Investors	4	2,56,501	1.70
7	Non Resident Indians	210	1,90,777	1.26
8	Indian Public	16,082	40,69,090	26.93
	TOTAL	16,661	1,51,10,000	100.00

Distribution Schedule as on June 30, 2015

Category (Shares)		Share Holders		Number of Shares	
From	To	Number	%	Number	%
1	500	15,864	95.22	17,57,097	11.63
500	1000	411	2.47	3,30,022	2.18
1001	2000	166	1.00	2,43,419	1.61
2001	3000	84	0.50	2,14,760	1.42
3001	4000	28	0.17	99,225	0.66
4001	5000	24	0.14	1,15,137	0.76
5001	10000	40	0.24	2,98,419	1.97
10001	& above	44	0.26	1,20,51,921	79.77
TOTAL		16,661	100.00	1,51,10,000	100.00

Unclaimed Dividend as on June 30, 2015

Financial year to which dividend relates	Dividend unpaid as on June 30, 2015 (In ₹)	Due date of transfer to IEPF (In ₹)
2007-08	N / A	N / A
2008-09	N / A	N / A
2009-10	9,22,578	03.02.2018
2010-11	13,92,403	04.02.2019
2011-12	18,24,302	25.01.2020
2012-13	22,92,475	02.02.2021
2013-14	33,40,440	24.01.2022

Pursuant to the applicable provisions of the Companies Act, 2013 Dividends remaining unclaimed for a period of Seven years shall be transferred by the Company to the Investor Education and Protection Fund.

UNCLAIMED SUSPENSE ACCOUNT

There are no unclaimed physical shares till date in the books of the Company and hence the requirements to provide the details as per Clause 5A are not applicable.

PLANT LOCATIONS:

Factories		
Unit I	Unit III	Unit IV
85/3, Suthukeny Village, Mannadipet Commune Panchayat, Puducherry – 605 502 e-mail: cp1@caplinpoint.net Phone : 0413-2674046, 2674047, Fax : 0413-2674044	Khasra No.435, Village SurajMajra, N.H.21, Baddi, Tehsil Nalagarh, Dist. Solan, Himachal Pradesh -173 205 e-mail : admin.cp3@caplinpoint.net Phone : 01795 – 245771	Guruvarajakandigai Village, Sirupuzhalpettai (Post), Gummidipoondi Taluk, Tamilnadu – 601 201. e-mail : cp4@caplinpoint.net Phone : 044-67901901/02/03
Research & Development Units		
Unit II	Unit IV	
No.19, Chinnapuliyur Village, Sirupuzhalpettai (Post), Gummidipoondi Taluk, Tamilnadu – 601 201. email : cp2@caplinpoint.net Phone : 9445391317	Guruvarajakandigai Village, Sirupuzhalpettai (Post), Gummidipoondi Taluk, Tamilnadu – 601 201. email : cp4@caplinpoint.net Phone : 9788459333	

ADDRESS FOR CORRESPONDENCE

For any assistance, request or instruction regarding transfer or transmission of shares, dematerialization of shares, change of address, non-receipt of annual report, dividend warrant and any other query relating to the Company, the investors may please write to the following address :

M/s. Karvy Computershare Private Ltd UNIT: Caplin Point Laboratories Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032. Phone:91-40-67161500 Fax # 91-40-23420814. E-mail: einward.ris@karvy.com. Mr. M Prem Kumar Manager - Corporate Registry Phone: 040-67161509 Email : Prem.kumar@kavy.com	The Company Secretary & Compliance officer M/s. Caplin Point Laboratories Limited “Narbavi”, No. 3, Lakshmanan Street, T. Nagar, Chennai – 600 017. Phone: 28156653, 28156905 Website: www.caplinpoint.net E-mail: investor@caplinpoint.net
For shares held in Demat form, investors shall contact/address their correspondence to their respective Depository Participants.	

DECLARATION**(AS REQUIRED UNDER CLAUSE 49 II (E) (2) OF THE LISTING AGREEMENT)**

As required under Clause 49 II (E) (2) of the Listing Agreement with the Stock Exchanges, the Board Members and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended June 30,2015

For Caplin Point Laboratories Limited

Place : Chennai
Date: August 20, 2015

Dr Sridhar Ganesan
Managing Director

CERTIFICATION
(AS REQUIRED UNDER CLAUSE 49 IX OF THE LISTING AGREEMENT)

We, Sridhar Ganesan, Managing Director and Harihara Ponnambalam P, Chief Financial Officer, responsible for the finance function certify that:

- a. We have reviewed financial statements and the cash flow statements for the year ended June 30, 2015 and that to the best of our knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
 - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transaction entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal control for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps they have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the auditors and the Audit Committee that :
 - (i) There has not been significant changes in the internal control over financial reporting during the year;
 - (ii) There has not been significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements; and
 - (iii) We are not aware of any instance, during the year, of significant fraud with involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place : Chennai
Date: August 20, 2015

Dr. Sridhar Ganesan
Managing Director

Harihara Ponnambalam P
Chief Financial Officer

CERTIFICATE OF COMPLIANCE FROM PRACTISING COMPANY SECRETARY UNDER CLAUSE 49 OF LISTING AGREEMENT

To
The Members
Caplin Point Laboratories Limited
Chennai

We have examined all relevant records of M/s. Caplin Point Laboratories Limited, having its Registered Office at 'NARBAVI', No.3, Lakshmanan Street, T Nagar, Chennai – 600 017, for the purpose of certifying compliance of the conditions of Corporate Governance under Clause 49 of the Listing Agreement with the BSE Limited and the National Stock Exchange of India for the financial year ended June 30, 2015. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of certification.

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. This Certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company. 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 my information and according to the explanations given to us, we certify that the Company has complied with all the mandatory conditions of the Clause 49 of the listing Agreement.

For G RAMACHANDRAN & ASSOCIATES
Company Secretaries

G. RAMACHANDRAN
Proprietor
ACS No.9865 CoP. No.3056

Place : Chennai
Date: August 20, 2015

Standalone Financial Statements

INDEPENDENT AUDITORS' REPORT

To
The Members
Caplin Point Laboratories Limited.,

Report on the Standalone Financial Statements

We have audited the accompanying Standalone financial statements of Caplin Point Laboratories Limited., ("the Company") which comprise the Balance Sheet as at June 30, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information ("the Financial Statements").

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 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.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company 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 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' 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 the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosure in the financial statements. These procedures selected depend on the auditor's judgment, including the assessment of the risk 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 but not for the expressing an opinion on whether the company has in place an adequate internal financial control system over financial reporting 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 Company's Board of Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence obtained by us 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 June 30, 2015, and its Profit, and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2015 (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 statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
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 appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.
 - d. In our opinion, the aforesaid 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 representation received from the Directors as on June 30, 2015 taken on record by the Board of Directors, none of the directors of the Company is disqualified as on June 30, 2015, from being appointed as a director in terms of section 164(2) of the Act;
 - f. With respect to the other matters to be included in the Auditors' 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 statement – refer note 29 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 were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

for M/s CNGSN & ASSOCIATES LLP
CHARTERED ACCOUNTANTS
Firm Registration No: 4915S

B.Ramakrishnan
Partner

Place : Chennai
Date : August 20, 2015

Membership No:201023

ANNEXURE TO INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 of Report on Other Legal and Regulatory Requirements in our Independent Auditors' Report of even date]

- | | |
|---|---|
| <p>1. a. In our opinion and according to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.</p> <p>b. As per the information and explanations provided to us, the Company has physically verified the fixed assets during this year and there is no material discrepancies noticed on such verification.</p> <p>2. a. According to the information and explanations given to us, the management has conducted physical verification of inventory at reasonable intervals.</p> <p>b. According to the information and explanations given to us the procedures of physical verification of inventory followed by the management is reasonable and adequate in relation to the size of the Company and nature of its business.</p> <p>c. According to the information and explanation given to us the Company is maintaining proper records of inventory and there is no material discrepancies noticed on physical verification.</p> <p>3. According to the information and explanations given to us, the Company has not given any loans to the parties covered in the register maintained under section 189 of the Act.</p> <p>4. In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Company and the nature of its business, for purchases of inventory and fixed</p> | <p>assets and for sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls systems.</p> <p>5. In our opinion and according to the information and explanation given to us, the Company has not accepted deposits from public during this year. Therefore the provisions of section 73 to 76 and relevant rules framed thereunder and any contravention of these provisions for the year under audit are not applicable.</p> <p>6. As per the information and explanations given to us, we are of the opinion that the Company has made and maintained the cost records pursuant to the Rules made by the Central Government under sub-section (1) of Section 148 of the Act.</p> <p>7. a. According to the information and explanation given to us, the Company has been regular in depositing undisputed statutory dues with appropriate authorities, like Provident Fund, Employee's State insurance, Income-tax, Sales-tax, Wealth-tax, Service tax, Customs Duty, Excise Duty, Value Added Tax, Cess, wherever applicable,. There are no undisputed Statutory outstanding dues as at June 30, 2015 for a period of more than six months from the date they become payable.</p> <p>b. According to the information and explanation given to us, there are no dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess which have not been deposited on account of any dispute, except the following:</p> |
|---|---|

SI No	Nature of Statute	Nature of dues	Period to which relates	Amount ₹ Outstanding (In Lakhs)	Forum where the dispute is pending
1	Income tax Act, 1961	Income tax	AY 1995-96 AY2002-03 AY2009-10 AY 2010-11 AY 2011-12 AY 2012-13	269.33	Madras High Court/ Income Tax Appellate Tribunal/ CIT Appeals
2	Central Excise Act, 1944	Excise Duty	January 2005 to July 2005	4.54	CESTAT Tribunal/Department of revenue, New Delhi

- | | |
|--|--|
| <p>c. According to the information and explanation given to us, there are no amount required to be transferred to investor education and protection fund in accordance with the provisions of the Act.</p> <p>8. In our opinion and according to the information and explanation given to us the Company has no accumulated losses as at the end of the year. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.</p> <p>9. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to the financial institutions or banks or debenture holders.</p> <p>10. In our opinion and according to the information and explanation given to us, the Company has not given any guarantee for the loans taken by others.</p> | <p>11. In our opinion and according to the information and explanation given to us, the term loans borrowed by the Company were applied for the purpose for which the loans were obtained.</p> <p>12. According to the information and explanation given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.</p> |
|--|--|

for M/s CNGSN & ASSOCIATES LLP
CHARTERED ACCOUNTANTS
Firm Registration No: 4915S

B.Ramakrishnan
Partner

Place : Chennai
Date : August 20, 2015

Membership No:201023

BALANCE SHEET AS AT JUNE 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

Particulars	Notes	As at June 30, 2015	As at June 30, 2014
I. EQUITY AND LIABILITIES			
1 Shareholders' Funds			
(a) Share Capital	2	1,511.00	1,511.00
(b) Reserves & Surplus	3	7,852.40	4,717.01
2 Non-Current Liabilities			
(a) Long-Term Borrowings	4	87.99	202.28
(b) Deferred Tax Liabilities (Net)	5	869.35	753.87
(c) Long-Term Provisions	6	82.04	80.74
3 Current Liabilities			
(a) Short-Term Borrowings	7	5.00	5.00
(b) Trade Payables	8	3,817.27	2,744.97
(c) Other Current Liabilities	9	7,135.74	6,573.01
(d) Short-Term Provisions	10	960.13	833.02
TOTAL		22,320.92	17,420.90
II. ASSETS			
1 Non-Current Assets			
(a) Fixed Assets	11		
(i) Tangible Assets		11,087.94	9,994.24
(ii) Intangible Assets		59.46	56.37
(iii) Capital Work-in-Progress		3,025.61	2,486.91
(iv) Intangible Assets under Development		36.94	9.01
(b) Non-Current Investments	12	144.01	53.94
(c) Long-Term Loans and Advances	13	257.12	349.36
2 Current Assets			
(a) Inventories	14	1,265.89	780.52
(b) Trade Receivables	15	1.65	1.03
(c) Cash and Cash Equivalents	16	4,031.93	2,317.22
(d) Short-Term Loans and Advances	17	2,290.40	1,268.76
(e) Other Current Assets	18	119.97	103.54
TOTAL		22,320.92	17,420.90
Significant Accounting Policies & Notes forming part of Financial statements	1 to 54		

As per our report of even date attached
for CNGSN & Associates LLP
Chartered Accountants
Firm Registration No: 4915S

B.Ramakrishnan
Partner
ICAI Membership No. 201023

Place: Chennai
Date: August 20, 2015

For and on behalf of the Board of Directors of Caplin Point Laboratories Limited

C.C. Paarthipan
Chairman

Dr. Sridhar Ganesan
Managing Director

Harihara Ponnambalam P
Chief Financial Officer

Vinod Kumar S
Company Secretary

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED JUNE 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

Particulars	Notes	For the year ended June 30, 2015	For the year ended June 30, 2014
I. INCOME			
(a) Revenue from Operations	19	24,022.80	16,639.80
(b) Other Income	20	274.40	333.72
Total Revenue		24,297.20	16,973.52
II EXPENSES			
(a) Cost of Materials Consumed	21	3,573.57	2,460.65
(b) Purchases of Stock-in-Trade	45	9,375.13	7,581.04
(c) Changes in inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	22	(124.22)	(68.39)
(d) Employee benefits expense	23	1,838.14	1,237.70
(e) Finance costs	24	22.79	11.84
(f) Depreciation and Amortisation Expenses	25	827.92	343.89
(g) Research and Development Expenses	26	588.24	208.00
(h) Other Expenses	27	3,115.85	1,860.85
Total Expenses		19,217.42	13,635.58
III Profit before exceptional and extraordinary items and tax		5,079.78	3,337.94
IV Exceptional Items		-	-
V Profit before extraordinary items and tax		5,079.78	3,337.94
VI Extraordinary Items		-	-
VII Profit before tax		5,079.78	3,337.94
VIII Provision for taxation:			
- Current Tax		950.74	500.00
- MAT Credit Entitlement		-	-
- Deferred tax(Benefit)/Charge		115.48	274.40
- Tax on Earlier Years(Benefit)/Charge		(80.00)	-
IX Profit After Tax for the year		4,093.56	2,563.54
Earnings per equity share: (Face Value per share ₹10/-)			
Basic/Diluted (In ₹)	48	27.09	16.97
Significant Accounting Policies & Notes forming part of Financial statements	1 to 54		

As per our report of even date attached

for CNGSN & Associates LLP

Chartered Accountants

Firm Registration No: 4915S

B.Ramakrishnan

Partner

ICAI Membership No. 201023

Place: Chennai

Date: August 20, 2015

For and on behalf of the Board of Directors of Caplin Point Laboratories Limited

C.C. Paarthipan

Chairman

Dr. Sridhar Ganesan

Managing Director

Harihara Ponnambalam P

Chief Financial Officer

Vinod Kumar S

Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED JUNE 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

Particulars	For the year ended June 30, 2015	For the year ended June 30, 2014
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before Tax and extraordinary items	5,079.78	3,337.94
Adjustments for:		
Depreciation	827.92	343.89
Finance Cost	22.79	11.84
Loss / (Profit) on sale of Fixed Assets	0.74	-
Loss / (Profit) on sale of DEPB / FMS	19.50	20.43
Liabilities (Write back) / & Receivable (Write off)	3.10	-
Provision for Diminution in value of investments	0.20	(0.23)
Unrealised Foreign Exchange Fluctuation Loss (Gain)	24.46	62.98
Interest Income	(266.15)	(210.19)
Dividend income	(0.45)	(0.53)
Operating profit before working Capital Changes.	5,711.89	3,566.13
Changes in Working Capital		
(Increase) / Decrease in Inventories	(485.12)	111.40
(Increase) / Decrease in Trade receivables	(3.72)	58.79
(Increase) / Decrease in Loans & Advances	(948.90)	437.07
Increase / (Decrease) in Trade Payables, Current liabilities & Provisions	1,629.14	2,347.52
CASH GENERATED FROM OPERATIONS	5,903.29	6,520.91
Income Tax paid	(950.30)	(543.83)
Net Cash inflow / (outflow) from operating activities	4,952.99	5,977.08
B. CASH FLOW FROM INVESTING ACTIVITIES		
Sale / (Purchase) of Investments	(90.27)	75.10
Sale / (Purchase) of Fixed Assets	(2,540.55)	(4,650.07)
Sale proceeds from Fixed Assets	4.70	-
Interest received	249.72	166.25
Dividend income	0.45	0.53
Net Cash used in investing activities.	(2,375.95)	(4,408.19)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Increase / (Decrease) in Long and Short term borrowings	(114.29)	(143.16)
Interest paid	(22.79)	(11.84)
Dividend paid (including) Dividend Distribution Tax paid	(725.25)	(441.95)
Net Cash from financing activities.	(862.33)	(596.95)
Net Cash Flow during the year (A+B+C)	1,714.71	971.94
Cash and Cash Equivalent as at the beginning of the year	2,317.22	1,345.28
Cash and Cash Equivalent as at the close of the year	4,031.93	2,317.22

Notes:
The above Cash Flow Statement has been prepared under the " Indirect Method" as set out in the Accounting Standard 3 on Cash flow Statements issued by the Institute of Chartered Accountants of India.

As per our report of even date attached
for CNGSN & Associates LLP
Chartered Accountants
Firm Registration No: 4915S

B.Ramakrishnan
Partner
ICAI Membership No. 201023

Place: Chennai
Date: August 20, 2015

For and on behalf of the Board of Directors of Caplin Point Laboratories Limited

C.C. Paarthipan
Chairman

Dr. Sridhar Ganesan
Managing Director

Harihara Ponnambalam P
Chief Financial Officer

Vinod Kumar S
Company Secretary

Notes to the financial statements for the year ended JUNE 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS FOR THE YEAR ENDED JUNE 30, 2015

1. SIGNIFICANT ACCOUNTING POLICIES

1. Basis of preparation of financial statements

The financial statements have been prepared and presented in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention using the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises accounting standards as prescribed under Section 133 of the Companies Act, 2013('Act') read with Rule 7 of the Companies(Accounts) Rules,2014, other pronouncements of the Institute of Chartered Accountants of India, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India(SEBI). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

2. Use of Estimates

The preparation of the financial statements in conformity with generally accepted accounting principles in India requires management to make estimates and assumptions that affect the reported amounts of revenues and expenses for the year, reported balances of assets and liabilities, and disclosure relating to contingent liabilities as at the date of the financial statements. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

3. Revenue Recognition

Revenue from sales of goods is recognized when significant risks and rewards in respect of ownership of products are transferred to customers. Revenue from sale of goods is recognized in case of exports on the date of the bill of lading or airway bill which coincides with transfer of significant risks and rewards to customers and is net of trade discounts, sales returns and sales tax, where applicable. Revenue from domestic sales is primarily recognized on dispatch basis.

Service income is recognized as per the terms of contracts with customers when the related services are performed, or when the agreed milestones are achieved. Upfront non-refundable payments received under these arrangements are deferred and recognized as revenue over the expected period over which the related services are expected to be performed.

Dividend income is recognized when the unconditional right to the income is established.

Income from interest on deposits and loans are recognized on the time proportionate basis.

Exports entitlement are recognized as income when the right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

4. Tangible assets, intangible assets, depreciation and amortization.

Tangible assets are stated at cost of acquisition or construction, less accumulated depreciation. Cost includes inward freight duties, taxes and incidental expenses related to acquisition and installation of the asset. Borrowing cost directly attributable to acquisition or construction of tangible assets, which necessarily take a substantial period of time to be ready for their intended use, are capitalized.

Depreciation on tangible assets is provided on straight line method over the useful lives of the assets. With effect from April 1 2014, pursuant to the requirement of Companies Act, 2013, the Company carried out a detailed technical evaluation and determined the useful lives of the assets as under:

Asset Category	Useful Lives (in years)
Non Factory Buildings	60
Factory Buildings	30
Plant & Machinery	15
A/C Plant	15
Furniture & Fixtures	10
Office Equipment	5
Computer	3
Electrical Installation	10

Notes to the financial statements for the year ended JUNE 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

Asset Category	Useful Lives (in years)
Electrical Fittings	10
Motor Vehicles	6
Tools & Spares	15
Lab equipment	15
Motor Cycle	10
Cycle	1

Leasehold land is being amortized on a straight line basis over the period of the lease.

Computer Software are recorded at the consideration paid for acquisition and are amortized over their estimated useful life of 6 years on straight line basis, commencing from the date of assets is available to the company for its use.

The cost of assets not ready to be put to use before the year –end is disclosed under capital work in progress.

Intangible assets under development include development expenditure capitalized based on technical feasibility for each project under development and where future recoverability can reasonably be assured through probable future economic benefits.

Advances paid towards acquisition of tangible assets, outstanding at each balance sheet date are shown under long term Loans & advances.

5. Impairment of Assets

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of an asset. If such recoverable amount of the asset, or recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as impairment loss and is recognized in the Statement of Profit & Loss. If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

6. Foreign Currency Transactions

- Foreign currency transactions are recorded at exchange rates prevailing on the date of transactions.
- Foreign currency monetary assets and liabilities are reported at the closing rate. Gains and losses arising on account of difference in foreign exchange rates on settlement/translation of Monetary Assets and Liabilities on the closing date are recognized in the Statement of Profit & Loss.

7. Goodwill

Goodwill represents the difference between the purchase price and fair value of the assets and liabilities acquired after considering reserves transferred. Goodwill is being amortized on Straight Line Method over a period of 5 years.

8. Inventories

- Inventories are valued at lower of cost or net realizable value.
- Raw materials, Packing materials, stores and spares are valued at cost including duties and taxes, exclusive of modvat credit. The cost is arrived at FIFO basis.
- In respect of finished goods and work in progress cost includes raw materials, packing materials, labour cost and other appropriate allocable overheads.

9. Retirement benefits

a. Defined Contribution Plans

Contributions paid/payable under defined contribution plans are recognized in the Statement of Profit & Loss. Contribution plan in respect of Provident Fund/Pension Fund are administered and managed by the Government of India. The Company makes monthly contributions and has no further obligations under the plan beyond its contributions.

b. Defined Benefit Plans

In respect of Gratuity, which is administered through Life Insurance Corporation of India (LIC), contributions determined by LIC based on the actuarial valuation are charged to the Statement of Profit & Loss.

Notes to the financial statements for the year ended JUNE 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

c. Short-term employment benefits

Un-availed leave balances as per the policy of the Company are accounted based on the respective employees' earnings as at the Balance Sheet date.

10. Earnings per share

The earnings considered in ascertaining the Company's EPS comprises the net profit after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

11. Investments

- a. Investments that are readily realisable and intended to be held but not more than a year are classified as current investments. All other investments are classified as Long Term Investments.
- b. Current Investments are carried at lower of cost and fair value. The Comparison of cost and fair value is done separately in respect of each category of Investments.
- c. Non Current Investment are carried at cost and provisions are recorded to recognise any decline, other than temporary in the carrying value of each Investment . The reduction in the carrying amount is reversed when there is a rise in the value of investment or if the reasons for the reduction no longer exists. Any reduction in the carrying amount and any reversal in such reductions are charged or credited to the Statement of Profit and Loss.

12. Leases

Lease of assets, where the lessor effectively, retains all the risks and rewards of ownership are classified as operating leases. The Company's significant leasing arrangements are in respect of operating leases for premises. These leasing arrangements, which are cancellable range between 11 months and 5 years generally, or longer, and are usually renewable by mutual agreement between the lessee and lessor. Lease payments under operating leases are recognized as expenses on accrual basis in accordance with the respective lease agreements.

13. Contingent liabilities and Provisions

1. The Company recognizes the Provisions when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation.
2. Contingent liabilities are disclosed by way of notes in the Balance Sheet.

14. Taxes on Income

Income tax expenses comprises current tax (i.e. amount of tax for the year determined in accordance with the income tax law) and deferred tax charge or credit (reflecting the tax effects of the timing difference between accounting income and taxable income for the year). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carry forward of losses under taxation laws, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Deferred tax assets are reviewed at each balance sheet date and written down or written up to reflect the amount that is reasonably and virtually certain respectively to be realized.

Minimum Alternate Tax ('MAT') paid in accordance with tax laws, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the company would pay normal income tax after tax holiday period and accordingly, MAT is recognized as an asset in the Balance Sheet when it is probable that the future economic benefit associated with it will flow to the company and the asset can be measured reliably. MAT credit entitlement is reviewed at each balance sheet date and written down to the extent there is no convincing evidence to the extent that the company will pay normal income tax during the specified period.

15. Borrowing Costs

Interest and other borrowings costs on specific borrowings relatable to qualifying assets are capitalized up to the date the asset is ready for use/put to use and other interest and borrowing costs are charged to revenue.

Notes to the financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 2 SHARE CAPITAL

	As at June 30, 2015		As at June 30, 2014	
AUTHORISED				
17,000,000 (Previous Year - 17,000,000) equity shares of ₹10/- each		1,700.00		1,700.00
ISSUED, SUBSCRIBED AND PAID UP				
15,110,000 (Previous Year - 15,110,000) equity shares of ₹10/- each fully paid up		1,511.00		1,511.00
		1,511.00		1,511.00

a) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year

	As at June 30, 2015 (in nos.)		As at June 30, 2014 (in nos.)	
Number of shares outstanding at the beginning of the year		1,51,10,000		1,51,10,000
Add: Number of shares allotted as fully paid up during the year		-		-
Less : Number of shares bought back during the year		-		-
Number of shares outstanding at the end of the year		1,51,10,000		1,51,10,000

b) Rights, preference & restrictions attached to shares

Equity Shares

The Company has only one class of equity shares having a par value of 10/- per share. Each holder of equity share is entitled to one vote per share.

The Dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except in the case of interim Dividend

In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Details of shares in the company held by each shareholder holding more than 5% shares:

	As at June 30, 2015		As at June 30, 2014	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
P. Vijayalakshmi	35,76,000	23.67%	22,00,000	14.56%
C.C. Paarthipan	28,29,353	18.73%	8,14,812	5.39%
P. Ashok Gorkey	18,10,000	11.98%	18,10,000	11.98%
P. Vivek Siddarth	18,00,000	11.91%	18,00,000	11.91%
P.K. Chellappan	-	-	13,53,206	8.96%
S. Masilamani	-	-	8,02,000	5.31%

Notes to the financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 3 RESERVES & SURPLUS

	As at June 30, 2015		As at June 30, 2014	
a) Capital Reserve		68.43		68.43
b) General Reserve				
Opening Balance	719.39		379.39	
Transfer from Statement of Profit & Loss during the year	409.39	1,128.78	340.00	719.39
c) Revaluation Reserve		373.38		373.38
		1,570.59		1,161.20
d) Surplus in the Statement of Profit & Loss				
Balance at beginning of the year	3,555.81		2,057.51	
Add : Profit during the year	4,093.56		2,563.54	
Less : Appropriations				
Proposed Dividend	755.50		604.40	
Tax on Proposed Dividend	153.80		120.84	
Adjustment on account of depreciation, net of taxes(Ref Note 53)	48.87		-	
Transfer to General Reserve	409.39		340.00	
Closing Balance		6,281.81		3,555.81
Total		7,852.40		4,717.01

NOTE 4 LONG TERM BORROWINGS

	As at June 30, 2015		As at June 30, 2014	
Foreign Currency Term Loan (i)	174.03		261.95	
Other Loan from Banks (ii)	2.95		19.28	
Loan from others (ii)	25.78	202.76	38.65	319.88
Less : Current maturities of long term debt (Ref Note : 9)		114.77		117.60
Total		87.99		202.28

- i) Foreign Currency Term Loan availed is secured by the Plant & Machinery of the Company's unit at Gummidipoondi.
ii) Obligations under Hire Purchase are secured against relevant fixed assets obtained under Hire Purchase Finance.

NOTE 5 DEFERRED TAX LIABILITIES (Net)

	As at June 30, 2015		As at June 30, 2014	
a) Deferred Tax Liabilities on account of timing differences		904.41		757.36
b) Deferred Tax Asset on account of timing differences		(35.06)		(3.49)
Total		869.35		753.87

NOTE 6 LONG TERM PROVISIONS

	As at June 30, 2015		As at June 30, 2014	
(a) Provision for employee benefits				
Gratuity(Ref Note No. 34)		82.04		80.74
Total		82.04		80.74

Notes to the financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 7 SHORT TERM BORROWINGS

	As at June 30, 2015		As at June 30, 2014	
Loans repayable on demand - From Banks (Secured)				
As Packing Credit		5.00		5.00
Total		5.00		5.00

Packing Credit and Other short term borrowings are secured by first charge on Buildings of the Company and second charge on hypothecation of Stock in Trade, Receivables and lien on deposits of the Company with the Bank. In addition to the above, the loans are also secured by second charge on Plant and Machineries of the Company, present & future on pari passu basis in addition to the personal guarantee by the promoter and promoter group.

NOTE 8 TRADE PAYABLES

	As at June 30, 2015		As at June 30, 2014	
Trade Payables for Goods and Services		3,817.27		2,744.97
Total		3,817.27		2,744.97

NOTE 9 OTHER CURRENT LIABILITIES

	As at June 30, 2015		As at June 30, 2014	
Current maturities of long term debt (Refer Note 4)		114.77		117.60
Statutory Dues payable		37.64		17.84
Advance received from Customers		6,479.53		5,859.11
Creditors for Capital Goods		405.91		512.77
Unclaimed Dividend(Ref Note : 49)		97.89		65.69
Total		7,135.74		6,573.01

NOTE 10 SHORT TERM PROVISIONS

	As at June 30, 2015		As at June 30, 2014	
Provision for Employee Benefits		8.83		11.81
Provision for Income Tax (Net of Advance Taxes and Tax Deducted at Source)		42.00		95.97
Proposed Dividend		755.50		604.40
Tax on Proposed Dividend		153.80		120.84
Total		960.13		833.02

Notes to the financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 11 FIXED ASSETS

Particulars	Gross block				Depreciation Reserve				Net Block		
	As at July 1, 2014	Additions during the year	Deletions during the year	As at June 30, 2015	As at July 1, 2014	For the year	Retained Earnings	Deletions	As at June 30, 2015	As at June 30, 2015	As at June 30, 2014
(A) Tangible Assets											
Land	835.37	30.53	-	865.90	-	-	-	-	-	865.90	835.37
Factory Buildings	2,878.64	1,219.71	-	4,098.35	226.62	109.70	-	-	336.32	3,762.03	2,652.02
Non Factory Buildings	657.78	-	-	657.78	46.54	10.30	-	-	56.84	600.94	611.24
Plant & Machinery	4,565.27	258.43	-	4,823.70	618.80	302.29	19.61	-	940.70	3,883.00	3,946.47
A/c Plant	81.06	24.51	-	105.57	15.45	6.43	-	-	21.88	83.69	65.61
Furniture & Fixtures	453.18	102.41	-	555.59	112.31	49.06	-	-	161.37	394.22	340.87
Office Equipments	424.98	134.38	-	559.36	132.30	116.22	-	-	248.52	310.84	292.68
Computers	108.95	51.20	-	160.15	15.32	70.98	-	-	86.30	73.85	93.63
Electrical Fittings	587.78	10.11	-	597.89	91.90	57.07	-	-	148.97	448.92	495.88
Motor Vehicles	350.21	14.61	16.01	348.81	121.22	51.38	29.26	10.57	191.29	157.52	228.99
Tools & Spares	47.44	-	-	47.44	22.52	2.43	-	-	24.95	22.49	24.92
Lab Equipments	452.76	117.08	-	569.84	47.55	39.08	-	-	86.63	483.21	405.21
Cycle	0.53	-	-	0.53	0.53	-	-	-	0.53	-	-
Motor Cycle	5.70	-	-	5.70	4.35	0.02	-	-	4.37	1.33	1.35
Total Tangible Assets	11,449.65	1,962.97	16.01	13,396.61	1,455.41	814.96	48.87	10.57	2,308.67	11,087.94	9,994.24
(B) Intangible Assets											
Goodwill	584.00	-	-	584.00	584.00	-	-	-	584.00	-	-
Computer Softwares	67.78	16.05	-	83.83	11.41	12.96	-	-	24.37	59.46	56.37
Total Intangible Assets	651.78	16.05	-	667.83	595.41	12.96	-	-	608.37	59.46	56.37
TOTAL (A + B)	12,101.43	1,979.02	16.01	14,064.44	2,050.82	827.92	48.87	10.57	2,917.04	11,147.40	10,050.61
Previous Year	4,814.77	7,296.85	10.19	12,101.43	1,714.19	343.89	-	7.26	2,050.82	10,050.61	3,100.58
(C) Capital Work in Progress										3,025.61	2,486.91
(D) Intangible Assets under Development										36.94	9.01

Notes to the financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 12 NON CURRENT INVESTMENTS

	As at June 30, 2015		As at June 30, 2014	
Equity Shares - Quoted				
2000 (2000) shares of Karnataka Bank Ltd of ₹10/- each fully paid up		2.40		2.40
4800 (4800) shares of Indian Overseas Bank of ₹10/- each fully paid up		1.15		1.15
700 (700) shares of Bank of India of ₹10/- each fully paid up		0.32		0.32
2000 (2000) shares of Sirpur Paper Mills Limited of ₹10/- each fully paid up		2.20		2.20
Equity Shares - Unquoted				
20 (20) shares of The Chennai Industrial Co-operative Analytical Laboratory Ltd of ₹10/- each fully paid up		0.10		0.10
100 (100) shares of The Catholic Syrian Bank Ltd of ₹10/- each fully paid up		0.14		0.14
20000 (20000) shares of The Catholic Syrian Bank Ltd of ₹10/- each fully paid up		24.00		24.00
6700 (6700) shares of The Catholic Syrian Bank Ltd of ₹10/- each fully paid up		5.03		5.03
8346 (Nil) Shares of OPG Power Generation P Ltd of ₹10/- each fully paid up		0.92		-
Other Investments - Quoted				
5000 (5000) units of Franklin India Flex Cap of ₹10/- per unit		0.50		0.50
Other Investments - Unquoted				
100000 (100000) units of ₹10/- each of Axis Bank Equity Fund		10.00		10.00
Maris Power Trading Company LLP (26% of the total Capital of ₹1 Lakh)		0.26		-
Argus Salud Pharma LLP (Refer Note 38)		99.00		9.90
		146.01		55.74
Less : Provision for dimunition in value of investments		2.00		1.80
Total		144.01		53.94

NOTE 13 LONG-TERM LOANS AND ADVANCES (Unsecured and considered good)

	As at June 30, 2015		As at June 30, 2014	
Security Deposits		45.33		45.69
Other Deposits		69.82		40.42
Advances recoverable in cash or kind for the value to be received		10.15		57.49
Advance for Capital expenditure		125.76		145.30
MAT Credit Entitlement		6.06		60.46
Total		257.12		349.36

NOTE 14 INVENTORIES

	As at June 30, 2015		As at June 30, 2014	
Raw Materials		550.78		256.27
Packing Materials		302.87		236.23
Work-in-progress		200.67		166.90
Stock in trade		126.87		73.07
Finished goods		84.70		48.05
Total		1,265.89		780.52

Notes to the financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 15 TRADE RECEIVABLES (Unsecured and considered good)

	As at June 30, 2015		As at June 30, 2014	
- Over Six Months from the date they are due for payment		-		-
- Others		1.65		1.03
Total		1.65		1.03

NOTE 16 CASH AND CASH EQUIVALENTS

	As at June 30, 2015		As at June 30, 2014	
Cash on Hand		18.53		5.80
Balance with Banks				
- Current accounts		404.04		71.58
- Unpaid Dividend account		97.89		65.69
In Bank Deposit Accounts				
- Bank Deposit accounts (Less than 3 months maturity)		758.46		624.72
- Bank Deposit accounts maturity more than 3 months but less than 12 months		2,496.91		1,515.99
- Bank Deposit accounts maturity more than 12 months		256.10		33.44
Total		4,031.93		2,317.22

NOTE 17 SHORT TERM LOAN & ADVANCES (unsecured and considered good)

	As at June 30, 2015		As at June 30, 2014	
Advances recoverable in cash or kind for the value to be received		1,223.62		577.18
Export Incentives receivable		431.06		210.01
Deposits with Statutory / Govt. Authorities				
Balance with Excise Authorities		552.76		427.12
Balance with Sales Tax Authorities		82.96		54.45
Total		2,290.40		1,268.76

NOTE 18 OTHER CURRENT ASSETS

	As at June 30, 2015		As at June 30, 2014	
Interest Accrued on Deposits		119.97		103.54
Total		119.97		103.54

NOTE 19 REVENUE FROM OPERATIONS

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Sale of products	22,414.43	15,450.77
Other operating revenues		
Export Incentives	721.93	359.81
Share of Profit from Argus Salud Pharma LLP	886.93	833.62
	24,023.29	16,644.20
Less : Excise Duty	0.49	4.40
Total	24,022.80	16,639.80

Notes to the financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 20 OTHER INCOME

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Interest Income	266.15	210.19
Dividend Income	0.45	0.53
Miscellaneous Income	7.80	123.00
Total	274.40	333.72

NOTE 21 COST OF RAW MATERIALS AND PACKING MATERIALS CONSUMED

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Opening Stock	492.50	672.28
Add : Purchases (Net)	3,934.72	2,280.87
Less Closing Stock	853.65	492.50
Total	3,573.57	2,460.65

NOTE 22 CHANGES IN INVENTORIES OF FINISHED GOODS WORK-IN-PROGRESS AND STOCK-IN-TRADE

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Inventories at the end of the year		
Work in Progress	200.67	166.90
Finished Goods	84.70	48.05
Traded Goods	126.87	73.07
(A)	412.24	288.02
Inventories at the beginning of the year		
Work in Progress	166.90	85.01
Finished Goods	48.05	92.75
Traded Goods	73.07	41.87
(B)	288.02	219.63
Net (Increase) / Decrease in Inventories (B- A)	(124.22)	(68.39)

NOTE 23 EMPLOYEE BENEFITS EXPENSE

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Salaries,wages, bonus and allowances	1,521.49	1,040.68
Contribution to Provident and Other funds	158.98	82.54
Staff Welfare Expenses	157.67	114.48
Total	1,838.14	1,237.70

NOTE 24 FINANCE COSTS

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Interest Expense	22.79	11.81
Interest on Income Tax	-	0.03
Total	22.79	11.84

Notes to the financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 25 DEPRECIATION AND AMORTISATION

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Depreciation	814.57	335.89
Amortisation of Intangible Assets	13.35	8.00
	827.92	343.89

NOTE 26 RESEARCH AND DEVELOPMENT EXPENSES

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
R & D Expenses	588.24	208.00
	588.24	208.00

NOTE 27 OTHER EXPENSES

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Manufacturing Expenses	720.66	359.60
Power and Fuel	839.41	282.95
Communication Expenses	47.85	41.58
Donations	7.96	6.87
Professional and Consultancy charges	72.64	70.75
Rates & taxes	30.81	32.68
Subscriptions	3.55	5.25
Travelling Expenses	234.97	196.83
Audit Fees	5.31	4.40
Insurance	15.80	7.53
Exchange Fluctuation Loss (Net)	278.65	307.61
Repairs and Maintenance		
a) Plant and Machinery	91.82	38.19
b) Building	16.10	23.20
b) Others	142.26	81.18
Rent & Amenities	109.24	93.38
Advertisement	14.67	7.87
Freight outwards	162.24	63.59
Bank charges	63.97	49.27
Other Selling Expenses	84.76	59.52
Sundry Expenses	173.18	128.60
	3,115.85	1,860.85

Notes to the financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 28 CAPITAL COMMITMENT

The estimated amount of unexecuted capital contracts (net of advances and deposits) – ₹358.73 Lakhs (Previous Year – ₹1239.93 Lakhs)

NOTE 29 CONTINGENT LIABILITIES (TO THE EXTENT NOT PROVIDED FOR)

- a) Outstanding Bank Guarantee given to the Customs department and others ₹76.82 Lakhs (Previous Year - ₹36.56 Lakhs)
- b) Outstanding Letters of Credit: ₹287.97 lakhs (Previous Year – ₹438.29 lakhs)
- c) Disputed statutory dues:

SI No	Name of the statute	Nature of dues	2014-15 (₹ In lakhs)	2013-14 (₹ In lakhs)	Forum where dispute is pending
1	Income Tax Act, 1961	Income tax	269.33	261.10	Income Tax Appellate Tribunal/ CIT Appeals
2	Central Excise Act, 1944	Excise Duty	27.26	27.26	CESTAT Tribunal/ Department of Revenue, New Delhi

NOTE 30 DUES TO MICRO, SMALL AND MEDIUM ENTERPRISES

The Company has not received information from Vendors regarding their status under the Micro, Small and Medium Enterprises Development Act 2006 and hence disclosure relating to amount unpaid as at the year end together with Interest Paid / Payable under this Act have not been given.

NOTE 31 BALANCES WITH SCHEDULED BANKS IN DEPOSIT ACCOUNTS INCLUDES:

- (a) Other Bank balances for the current year include ₹107.66 lakhs earmarked as lien towards Margin for letter of Credit and Bank Guarantee.(Pr. Yr. ₹107.66 Lakhs)
- (b) Retention deposit under lien towards pre shipment credit – ₹126.40 Lakhs (Previous year – ₹62.16 Lakhs)

NOTE 32 BALANCE WITH NON SCHEDULED BANKS

Details of balances kept with non-scheduled banks as on balance sheet dates and the maximum balances kept with non-scheduled banks during the year are as follows:

Current Accounts in Foreign Currency	Balances as at		Maximum Balance during the year ended	
	June 30, 2015	June 30, 2014	June 30, 2015	June 30, 2014
China Citic Bank	10.47	5.57	15.14	14.37

NOTE 33

The Company had revalued the land, where the factory/office building is situated, during the period ended June 30, 2008 to the extent of ₹439.36 Lakhs and the gain on the revaluation of land to the extent of ₹373.38 Lakhs was credited to the Revaluation Reserve.

NOTE 34 EMPLOYEE BENEFITS

The following table sets out the status of the gratuity plan as required under AS15 and reconciliation of opening and closing balances of the present value of defined benefit obligation;

Particulars	2014-15	2013-14
Change in Obligation:		
Obligations at period beginning	80.74	37.83
Service Cost	25.76	33.22
Interest Cost	4.68	3.62
Benefits paid	-	(3.86)
Actuarial (Gain)/Loss	(29.14)	9.93
Obligations at period end	82.04	80.74

The above defined obligation liability as at the Balance Sheet date is wholly funded by the company

Notes to the financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

Particulars	2014-15	2013-14
Change in Plan Assets:		
Plan Assets at period beginning at Fair value	55.79	23.70
Adjustments made to the fund value		-
Contribution made during the year	4.65	30.84
Expected return on plan assets	4.73	2.49
Benefits paid	-	(3.86)
Actuarial Gain/(Loss)	(4.07)	2.62
Plan Assets at end of period	61.10	55.79
Expenses recognized in Statement of Profit and Loss		
Current Service Cost	25.76	33.22
Interest Cost	4.68	3.62
Expected return on plan assets	(4.73)	(2.49)
Net Actuarial (gain)/loss recognized in the year	(25.07)	7.31
Expenses to be recognized in the Statement of Profit and Loss	0.64	41.66
Reconciliation of present value of obligation and the fair value of the plan assets		
Fair value of plan assets at the end of the period	61.10	55.79
Present value of the defined benefit obligations at the end of the period	82.04	80.74
Liability recognized in the balance sheet	20.94	24.95

Experience adjustment for the current and previous four years

Particulars	As at June 30, 2015	As at June 30, 2014	As at June 30, 2013	As at June 30, 2012	As at June 30, 2011
Defined benefit obligation	82.04	80.74	37.83	26.62	19.99
Plan asset	61.10	55.79	23.70	16.02	15.84
Surplus/(deficit)	(20.94)	(24.95)	(14.13)	(10.60)	(4.15)
Experience adjustments in plan liabilities - loss / (gain)	(29.14)	9.93	4.63	(4.10)	(2.30)
Experience adjustments in plan assets - loss / (gain)	(4.07)	2.62	7.80	(6.96)	(0.09)

Particulars	2014-15	2013-14
Assumptions:		
Discount Rate	8.50%	8.50%
Expected return on plan assets	8.50%	8.50%

The estimates of future salary increases are considered in actuarial valuation taking in to account inflation, seniority, promotion and other relevant facts such as supply and demand factors in the employment market.

NOTE 35 SALARIES & WAGES INCLUDES REMUNERATION TO MANAGING DIRECTOR/WHOLE TIME DIRECTOR

	For the year ended June 30, 2015	For the year ended June 30, 2014
Salaries	53.36	12.03
Contribution to Provident and other funds	0.59	0.19
Total	53.95	12.22

Excludes contribution to Gratuity Fund as the related amount is not ascertainable in the absence of employees' wise break up.

Notes to the financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 36 OPERATING LEASES

The Company has entered into cancellable lease agreements for office facilities. Lease Payments recognised in the Statement of Profit & Loss for the year ₹109.24 Lakhs. (Previous year ₹93.38 Lakhs). The company has not entered into any non cancellable operating and finance leases.

NOTE 37 RESEARCH AND DEVELOPMENT EXPENDITURE

	For the year ended June 30, 2015	For the year ended June 30, 2014
Capital expenditure included in Fixed Assets	186.74	24.91
Revenue expenditure incurred during the year	588.24	208.00

NOTE 38

Total Share Capital of Argus Salud Pharma LLP is ₹99.10 Lakhs (₹10 Lakhs) out of which 99.9% of shares is held by the Company and 0.10% is held by May India Property Private Limited and their profit sharing ratio is 99.9% and 0.10% respectively.(Previous year 99% and 1% respectively).

NOTE 39 PARTICULARS OF UNHEDGED FOREIGN CURRENCY EXPOSURE AS AT BALANCE SHEET DATE

Particulars	As at June 30, 2015		As at June 30, 2014	
	USD in Lakhs	₹ in Lakhs	USD in Lakhs	₹ in Lakhs
Export Debtors	-	-	-	-
Creditors and Advance from Customers	120.98	7675.81	120.26	7261.64

Details of forward contract outstanding on account of hedging as at the end of the year: Nil(P. Yr. Nil)

NOTE 40 AUDITORS' REMUNERATION COMPRISES OF FEES: (EXCLUDING SERVICE TAX)

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
For Statutory Audit	4.00	4.00
For Tax Audit	0.50	0.34
For Others	0.81	0.06
Total	5.31	4.40

NOTE 41 CIF VALUE OF IMPORTS

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Raw materials , Stock in Trade and Finished Goods	6,900.52	5,667.33
Capital Goods	410.37	131.46

NOTE 42 EARNINGS IN FOREIGN EXCHANGE (ON ACCRUAL BASIS)

FOB Value of Exports – ₹22016.90 Lakhs. (Previous Year – ₹15101.57 Lakhs)

NOTE 43 EXPENDITURE IN FOREIGN CURRENCY (ON ACCRUAL BASIS)

(a)	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Traveling Expenses	65.94	66.42
Salaries	61.52	54.37
Rent	13.64	8.63
Other Expenses	71.58	49.43
Total	212.68	178.85

(b) Dividend payment in foreign currency paid during the year ₹4.74 Lakhs – PY ₹3.04 Lakhs

Notes to the financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 44 VALUE OF CONSUMPTION OF IMPORTED AND INDIGENOUS MATERIALS AND COMPONENTS

Particulars	For the Year Ended June 30, 2015		For the Year Ended June 30, 2014	
	₹ in Lakhs	%	₹ in Lakhs	%
Imported	3.06	0.09%	-	0%
Indigenous	3,570.51	99.91%	2,460.65	100%
Total	3,573.57	100%	2,460.65	100%

NOTE 45 PURCHASE OF TRADED GOODS

Category	June 30, 2015	June 30, 2014
Tablets	2,819.23	1,876.45
Capsules	3,060.58	2,469.21
Liquids	541.94	408.50
Injectables	1,797.38	1,676.68
Ointments	600.82	549.74
Others	555.18	600.46
Total	9,375.13	7,581.04

NOTE 46 SALE OF PRODUCTS COMPRISES

Category	Manufactured Goods		Traded Goods	
	June 30, 2015	June 30, 2014	June 30, 2015	June 30, 2014
Tablets	6,255.99	2,836.02	3,995.69	2,950.03
Capsules	831.14	456.83	4,561.77	3,657.78
Liquids	837.84	535.48	816.43	611.79
Injectables	243.53	7.29	2,914.05	2,732.95
Ointments	-	-	1,182.48	689.05
Others	53.46	6.83	721.56	962.32
Total	8,221.96	3,842.45	14,191.98	11,603.92

NOTE 47 DETAILS OF CLOSING STOCK OF FINISHED GOODS AS AT

Category	Manufactured Goods		Traded Goods	
	June 30, 2015	June 30, 2014	June 30, 2015	June 30, 2014
Tablets	67.72	18.70	12.10	25.16
Capsules	0.01	6.26	0.38	6.39
Liquids	16.70	22.75	16.09	11.00
Injectables	-	-	94.97	10.18
Ointments	-	-	3.33	-
Others	0.27	0.34	-	20.34
Total	84.70	48.05	126.87	73.07

Notes to the financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 48 EARNINGS PER SHARE

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Net Profit after tax as per statement of profit and loss (₹ in Lakhs)	4,093.56	2563.54
Weighted average number of equity shares of ₹10/- each outstanding during the year (in Nos.)	1,51,10,000	1,51,10,000
Earnings per share – Basic & Diluted (in ₹)	27.09	16.97

NOTE 49 AMOUNT DUE TO INVESTOR EDUCATION AND PROTECTION FUND

There are no amounts due and outstanding to be credited to investor education and protection fund as of end of the year.

NOTE 50 DISCLOSURE IN ACCORDANCE WITH THE ACCOUNTING STANDARD 18 – “RELATED PARTY DISCLOSURES” ISSUED BY THE INSTITUTE OF CHARTERED ACCOUNTANTS OF INDIA.

(a) Related parties and nature of relationship

Mr. Vivek Siddharth,	– Relative of Chairman
Argus Salud Pharma LLP	– Related Entity

(b) Key management personnel

Dr. Sridhar Ganesan	– Managing Director from 28.03.2015 (Whole Time Director from 25.08.2014)
Mr. M Jayapal	– Whole Time Director from 28.03.2015 (Managing Director till 27.03.2015)
Mr. D.P.Mishra	– Whole Time Director
Mr. S. Mohanraj	– Chief Financial Officer & Company Secretary upto 13.02.2015
Mr.Harihara Ponnambalam P	– Chief Financial Officer from 06.05.2015
Mr. Vinod Kumar S	– Company Secretary from 13.04.2015

(c) Transactions that have taken place during the year with related parties:

Particulars	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Salary paid to Mr.Vivek Siddharth	18.20	18.09
Salary paid to Dr. Sridhar Ganesan*1	41.01	-
Salary paid to Mr. M Jayapal	6.50	5.88
Salary paid to Mr. D.P.Mishra	6.44	6.33
Salary paid to Mr. S. Mohanraj*2	14.16	29.51
Salary paid to Mr. Harihara Ponnambalam P*3	3.86	-
Salary paid to Mr. Vinod Kumar S*4	0.96	-
Purchases from Argus Salud Pharma LLP	986.85	1,215.38
Sales to Argus Salud Pharma LLP	390.54	317.45
Investment in Argus Salud Pharma LLP	89.10	-
Share of profit from Argus Salud Pharma LLP	887.22	833.62

*1 paid from 25.08.2014

*2 paid upto 13.02.2015

*3 paid from 06.05.2015

*4 paid from 13.04.2015

Notes to the financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

(d) Outstanding Balances

Particulars	As at June 30, 2015	As at June 30, 2014
Argus Salud Pharma LLP	917.17 Dr	345.81 Dr

NOTE 51

The Company's factory unit at Baddi in Himachal Pradesh is entitled for exemption under section 80IC of the Income Tax Act and also from Central Excise and Salt Act from the date of commencement of production (24-09-2005).

NOTE 52

The Company operates in one segment only viz., Pharmaceuticals formulations.

NOTE 53

With effect from April 1, 2014, pursuant to the requirement of Companies Act, 2013(the 'Act'), the company has revised the useful life of its fixed assets, as specified in Schedule II of the Act, based on technical evaluation. As a result of this change, the depreciation charge is higher by ₹127.11 lakhs for the year ended June 30, 2015. In respect of assets whose useful life is already exhausted as on July 1, 2014, depreciation impact on such assets has been adjusted in the Reserves and Surplus in accordance with the requirements of Schedule II of the Act

NOTE 54

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

Signatories to Schedules 1 to 54

As per our report of even date attached
for CNGSN & Associates LLP
Chartered Accountants
Firm Registration No: 4915S

B.Ramakrishnan
Partner
ICAI Membership No. 201023

Place: Chennai
Date: August 20, 2015

For and on behalf of the Board of Directors of Caplin Point Laboratories Limited

C.C. Paarthipan
Chairman

Dr. Sridhar Ganesan
Managing Director

Harihara Ponnambalam P
Chief Financial Officer

Vinod Kumar S
Company Secretary

Consolidated Financial Statements

INDEPENDENT AUDITORS' REPORT

To
The Members
Caplin Point Laboratories Limited.,

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Caplin Point Laboratories Limited (herein after referred to "the Holding Company"), and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), comprising of the Consolidated Balance Sheet as at June 30, 2015, the Consolidated Statement of Profit and 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 Consolidated 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 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 are 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 the 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 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.

Auditors' 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 the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosure in the consolidated financial statements. These procedures selected depend on the auditor's judgment, including the assessment of the risk 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 control. 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 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 as at June 30, 2015, and their consolidated Profit, and their consolidated cash flows for the year ended on that date.

Other Matter

In the case of subsidiary, the financial statements are audited upto March 31, 2015. The unaudited financial information of the subsidiary for the period April 01, 2015 to June 30, 2015 has been provided by the management and in our opinion on the consolidated financial statements to the extent they relate to the above period of the subsidiary is based solely on such unaudited financial information furnished to us by the management.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2015 (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 statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(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 purpose 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 appears from our examination of those books.
 - 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 written representation received from the Directors of the Group Company as on June 30, 2015 taken on record by the Board of Directors of the Group Company, none of the directors of the Group

Companies is disqualified as on June 30, 2015, from being appointed as a director in terms of section 164(2) of the Act;

- f. With respect to the other matters to be included in the Auditors' 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 the consolidated financial position of the Group – refer note 29 to the financial Statements.
 - ii) The Group did not have any material foreseeable losses on long- term contracts including derivative contracts.
 - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies.

for M/s CNGSN & ASSOCIATES LLP
CHARTERED ACCOUNTANTS
Firm Registration No: 4915S

B.Ramakrishnan
Partner

Place : Chennai
Date : August 20, 2015

Membership No:201023

ANNEXURE TO INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 of Report on Other Legal and Regulatory Requirements in our Independent Auditors' Report of even date]

- | | |
|--|---|
| <p>1. a. In our opinion and according to the information and explanations given to us, the Group has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.</p> <p>b. As per the information and explanations provided to us, the Group has physically verified the fixed assets during this year and there is no material discrepancies noticed on such verification.</p> <p>2. a. According to the information and explanations given to us, the management has conducted physical verification of inventory at reasonable intervals.</p> <p>b. According to the information and explanations given to us the procedures of physical verification of inventory followed by the management is reasonable and adequate in relation to the size of the Group and nature of its business.</p> <p>c. According to the information and explanation given to us the Group is maintaining proper records of inventory and there is no material discrepancies noticed on physical verification.</p> <p>3. According to the information and explanations given to us, the Group has not given any loans to the parties covered in the register maintained under section 189 of the Act.</p> <p>4. In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Group and the nature of its business, for purchases of inventory and fixed assets and for sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls systems.</p> | <p>5. In our opinion and according to the information and explanation given to us, the Group has not accepted deposits from public during this year. Therefore the provisions of section 73 to 76 and relevant rules framed thereunder and any contravention of these provisions for the year under audit are not applicable.</p> <p>6. As per the information and explanations given to us, we are of the opinion that the Holding Company has made and maintained the cost records pursuant to the Rules made by the Central Government under sub-section (1) of Section 148 of the Act. For subsidiary, incorporated in India, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of Section 148 of the Companies, Act 2013.</p> <p>7. a. According to the information and explanation given to us, the Group has been regular in depositing undisputed statutory dues with appropriate authorities, like Provident Fund, Employee's State insurance, Income-tax, Sales-tax, Wealth-tax, Service tax, Customs Duty, Excise Duty, Value Added Tax, Cess, wherever applicable,. There are no undisputed Statutory outstanding dues as at June 30, 2015 for a period of more than six months from the date they become payable.</p> <p>b. According to the information and explanation given to us, there are no dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess which have not been deposited on account of any dispute, except the following:</p> |
|--|---|

SI No	Nature of Statue	Nature of dues	Period to which relates	Amount ₹ Outstanding (In Lakhs)	Forum where the dispute is pending
1	Income tax Act, 1961	Income tax	AY 1995-96 AY2002-03 AY2009-10 AY 2010-11 AY 2011-12 AY 2012-13	269.33	Madras High Court/ Income Tax Appellate Tribunal/ CIT Appeals
2	Central Excise Act, 1944	Excise Duty	January 2005 to July 2005	4.54	CESTAT Tribunal/Department of revenue, New Delhi

- | | |
|--|--|
| <p>c. According to the information and explanation given to us, there are no amount required to be transferred to investor education and protection fund in accordance with the provisions of the Act.</p> <p>8. In our opinion and according to the information and explanation given to us the Group has no accumulated losses as at the end of the year. The Group has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.</p> <p>9. In our opinion and according to the information and explanations given to us, the Group has not defaulted in repayment of dues to the financial institutions or banks or debenture holders.</p> <p>10. In our opinion and according to the information and explanation given to us, the Group has not given any guarantee for the loans taken by others.</p> | <p>11. In our opinion and according to the information and explanation given to us, the term loans borrowed by the Group were applied for the purpose for which the loans were obtained.</p> <p>12. According to the information and explanation given to us, no fraud on or by the Group has been noticed or reported during the course of our audit.</p> |
|--|--|

for M/s CNGSN & ASSOCIATES LLP
CHARTERED ACCOUNTANTS
Firm Registration No: 4915S

B.Ramakrishnan
Partner

Place : Chennai
Date : August 20, 2015

Membership No:201023

CONSOLIDATED BALANCE SHEET AS AT JUNE 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

Particulars	Notes	As at June 30, 2015	As at June 30, 2014
I. EQUITY AND LIABILITIES			
1 Shareholders' Funds			
(a) Share Capital	2	1,511.00	1,511.00
(b) Reserves & Surplus	3	7,808.39	4,662.87
(c) Minority Interest		26.66	17.70
2 Non-Current Liabilities			
(a) Long-Term Borrowings	4	87.99	207.19
(b) Deferred Tax Liabilities (Net)	5	869.35	753.87
(c) Long-Term Provisions	6	82.04	80.74
3 Current Liabilities			
(a) Short-Term Borrowings	7	5.00	5.00
(b) Trade Payables	8	4,170.16	3,150.45
(c) Other Current Liabilities	9	7,211.40	6,641.67
(d) Short-Term Provisions	10	1,110.64	960.49
TOTAL		22,882.63	17,990.98
II. ASSETS			
1 Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	11	11,253.60	10,167.36
(ii) Intangible Assets		59.46	56.37
(iii) Capital Work-in-Progress		3,025.61	2,486.93
(iv) Intangible Assets under Development		36.94	9.01
(b) Non-Current Investments	12	45.01	44.04
(c) Long-Term Loans and Advances	13	274.62	366.52
2 Current Assets			
(a) Inventories	14	1,366.38	978.95
(b) Trade Receivables	15	566.46	8.86
(c) Cash and Cash Equivalents	16	4,537.23	2,682.44
(d) Short-Term Loans and Advances	17	1,585.65	1,074.98
(e) Other Current Assets	18	131.67	115.52
TOTAL		22,882.63	17,990.98
Significant Accounting Policies & Notes forming part of Financial statements	1 to 54		

As per our report of even date attached
for CNGSN & Associates LLP
Chartered Accountants
Firm Registration No: 4915S

B.Ramakrishnan
Partner
ICAI Membership No. 201023

Place: Chennai
Date: August 20, 2015

For and on behalf of the Board of Directors of Caplin Point Laboratories Limited

C.C. Paarthipan
Chairman

Dr. Sridhar Ganesan
Managing Director

Harihara Ponnambalam P
Chief Financial Officer

Vinod Kumar S
Company Secretary

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED JUNE 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

Particulars	Notes	For the year ended June 30, 2015	For the year ended June 30, 2014
I. INCOME			
(a) Revenue from operations	19	25,176.98	17,308.89
(b) Other income	20	302.94	371.91
Total Revenue		25,479.92	17,680.80
II EXPENSES			
(a) Cost of materials consumed	21	4,332.30	3,306.15
(b) Purchases of Stock-in-Trade	45	9,309.44	7,048.34
(c) Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	22	(79.71)	(95.61)
(d) Employee benefits expense	23	1,877.87	1,275.68
(e) Finance costs	24	23.04	12.26
(f) Depreciation and Amortisation	25	837.93	353.63
(g) Research and Development Expenses	26	588.24	208.00
(h) Other expenses	27	3,251.94	2,003.27
Total Expenses		20,141.05	14,111.72
III Profit before exceptional and extraordinary items and tax		5,338.87	3,569.08
IV Exceptional Items		-	-
V Profit before extraordinary items and tax		5,338.87	3,569.08
VI Extraordinary Items		-	-
VII Profit before tax		5,338.87	3,569.08
VIII Provision for taxation:			
- Current Tax		1,190.74	701.40
- MAT Credit Entitlement		-	-
- Deferred tax(Benefit)/Charge		115.48	274.40
- Tax on Earlier Years(Benefit)/Charge		(80.00)	-
IX Profit After Tax for the year		4,112.65	2,593.28
Less: Minority Interest		(8.96)	(8.42)
		4,103.69	2,584.86
Earnings per equity share (Face Value per share ₹10/-)			
Basic / Diluted	48	27.16	17.11
Significant Accounting Policies & Notes forming part of Financial statements	1 to 54		

As per our report of even date attached
for CNGSN & Associates LLP
Chartered Accountants
Firm Registration No: 4915S

B.Ramakrishnan
Partner
ICAI Membership No. 201023

Place: Chennai
Date: August 20, 2015

For and on behalf of the Board of Directors of Caplin Point Laboratories Limited

C.C. Paarthipan
Chairman

Dr. Sridhar Ganesan
Managing Director

Harihara Ponnambalam P
Chief Financial Officer

Vinod Kumar S
Company Secretary

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED JUNE 30, 2015

(All amounts are in ₹ lakhs except share data and if otherwise stated)

Particulars	For the year ended June 30, 2015	For the year ended June 30, 2014
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before Tax and extraordinary items	5,338.87	3,569.08
Adjustments for:		
Depreciation	837.93	353.63
Finance Cost	23.04	12.26
Loss / (Profit) on sale of Fixed Assets	0.74	-
Loss / (Profit) on sale of DEPB / FMS	24.05	22.09
Liabilities (Write back) / & Receivable (Write off)	4.29	-
Provision for Diminution in value of investments	0.20	(0.23)
Unrealised Foreign Exchange Fluctuation Loss (Gain)	25.93	66.92
Interest Income	(294.69)	(240.03)
Dividend income	(0.45)	(0.53)
Operating Profit before working capital changes	5,959.91	3,783.19
Changes in Working Capital		
(Increase) / Decrease in Inventories	(387.43)	63.50
(Increase) / Decrease in Trade receivables	(561.89)	77.08
(Increase) / Decrease in Loans & Advances	(442.82)	610.96
Increase / (Decrease) in TradePayables, Current liabilities & Provisions	1,587.75	2,180.57
CASH GENERATED FROM OPERATIONS	6,155.52	6,715.30
Income Tax paid	(1,167.25)	(732.32)
Net Cash inflow / (outflow) from operating activities	4,988.27	5,982.98
B. CASH FLOW FROM INVESTING ACTIVITIES		
Sale / (Purchase) of Investments	(1.17)	75.10
Sale / (Purchase) of Fixed Assets	(2,548.52)	(4,654.81)
Sale of Fixed assets	4.70	-
Interest received	278.54	190.56
Dividend income	0.45	0.53
Net Cash used in investing activities.	(2,266.00)	(4,388.62)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Increase / (Decrease) in Long and Short term borrowings	(119.20)	(141.52)
Interest paid	(23.04)	(12.26)
Dividend paid (including) Dividend Distribution Tax paid	(725.24)	(441.95)
Net Cash from financing activities.	(867.48)	(595.73)
Net Cash Flow during the year (A+B+C)	1,854.79	998.63
Cash and Cash Equivalent as at the beginning of the year	2,682.44	1,683.81
Cash and Cash Equivalent as at the close of the year	4,537.23	2,682.44

Notes:

The above Cash Flow Statement has been prepared under the " Indirect Method" as set out in the Accounting Standard 3 on Cash flow Statements issued by the Institute of Chartered Accountants of India

As per our report of even date attached

for CNGSN & Associates LLP

Chartered Accountants

Firm Registration No: 4915S

B.Ramakrishnan

Partner

ICAI Membership No. 201023

Place: Chennai

Date: August 20, 2015

For and on behalf of the Board of Directors of Caplin Point Laboratories Limited

C.C. Paarthipan

Chairman

Dr. Sridhar Ganesan

Managing Director

Harihara Ponnambalam P

Chief Financial Officer

Vinod Kumar S

Company Secretary

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS FOR THE YEAR ENDED June 30, 2015

1. SIGNIFICANT ACCOUNTING POLICIES

1. Basis of preparation of financial statements

The financial statements have been prepared and presented in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention using the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies(Accounts) Rules,2014, other pronouncements of the Institute of Chartered Accountants of India, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India(SEBI). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

2. Use of Estimates

The preparation of the financial statements in conformity with generally accepted accounting principles in India requires management to make estimates and assumptions that affect the reported amounts of revenues and expenses for the year, reported balances of assets and liabilities, and disclosure relating to contingent liabilities as at the date of the financial statements. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

3. Revenue Recognition

Revenue from sales of goods is recognized when significant risks and rewards in respect of ownership of products are transferred to customers. Revenue from sale of goods is recognized in case of exports on the date of the bill of lading or airway bill which coincides with transfer of significant risks and rewards to customers and is net of trade discounts, sales returns and sales tax, where applicable. Revenue from domestic sales is primarily recognized on dispatch basis.

Service income is recognized as per the terms of contracts with customers when the related services are performed, or when the agreed milestones are achieved. Upfront non-refundable payments received under these arrangements are deferred and recognized as revenue over the expected period over which the related services are expected to be performed.

Dividend income is recognized when the unconditional right to the income is established.

Income from interest on deposits and loans are recognized on the time proportionate basis.

Exports entitlement are recognized as income when the right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

4. Tangible assets, intangible assets, depreciation and amortization.

Tangible assets are stated at cost of acquisition or construction, less accumulated depreciation. Cost includes inward freight duties, taxes and incidental expenses related to acquisition and installation of the asset. Borrowing cost directly attributable to acquisition or construction of tangible assets, which necessarily take a substantial period of time to be ready for their intended use, are capitalized.

Depreciation on tangible assets is provided on straight line method over the useful lives of the assets. With effect from April 1 2014, pursuant to the requirement of Companies Act, 2013, the Company carried out a detailed technical evaluation and determined the useful lives of the assets as under:

Asset Category	Useful Lives (in years)
Non Factory Buildings	60
Factory Buildings	30
Plant & Machinery	15
A/C Plant	15
Furniture & Fixtures	10
Office Equipment	5
Computer	3

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

Asset Category	Useful Lives (in years)
Electrical Installation	10
Electrical Fittings	10
Motor Vehicles	6
Tools & Spares	15
Lab equipment	15
Motor Cycle	10
Cycle	1

Leasehold land is being amortized on a straight line basis over the period of the lease.

Computer software are recorded at the consideration paid for acquisition and are amortized over their estimated useful life of 6 years on straight line basis, commencing from the date of assets is available to the company for its use.

The cost of assets not ready to be put to use before the year –end is disclosed under capital work in progress.

Intangible assets under development include development expenditure capitalized based on technical feasibility for each project under development and where future recoverability can reasonably be assured through probable future economic benefits.

Advances paid towards acquisition of tangible assets, outstanding at each balance sheet date are shown under Long term loans and advances.

5. Impairment of Assets

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of an asset. If such recoverable amount of the asset, or recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as impairment loss and is recognized in the Statement of Profit & Loss. If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

6. Foreign Currency Transactions

- Foreign currency transactions are recorded at exchange rates prevailing on the date of transactions.
- Foreign currency monetary assets and liabilities are reported at the closing rate. Gains and losses arising on account of difference in foreign exchange rates on settlement/translation of Monetary Assets and Liabilities on the closing date are recognized in the Statement of Profit & Loss.

7. Goodwill

Goodwill represents the difference between the purchase price and fair value of the assets and liabilities acquired after considering reserves transferred. Goodwill is being amortized on Straight Line Method over a period of 5 years.

8. Inventories

- Inventories are valued at lower of cost or net realizable value.
- Raw materials, Packing materials, stores and spares are valued at cost including duties and taxes, exclusive of modvat credit. The cost is arrived at FIFO basis.
- In respect of finished goods and work in progress cost includes raw materials, packing materials, labour cost and other appropriate allocable overheads.

9. Retirement benefits

a. Defined Contribution Plans

Contributions paid/payable under defined contribution plans are recognized in the Statement of Profit & Loss. Contribution plan in respect of Provident Fund/Pension Fund are administered and managed by the Government of India. The Company makes monthly contributions and has no further obligations under the plan beyond its contributions.

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

b. Defined Benefit Plans

In respect of Gratuity, which is administered through Life Insurance Corporation of India (LIC), contributions determined by LIC based on the actuarial valuation are charged to the Statement of Profit & Loss.

c. Short-term employment benefits

Un-availed leave balances as per the policy of the Company are accounted based on the respective employees' earnings as at the Balance Sheet date.

10. Earnings per share

The earnings considered in ascertaining the Company's EPS comprises the net profit after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

11. Investments

- a. Investments that are readily realisable and intended to be held but not more than a year are classified as current investments. All other investments are classified as Long Term Investments.
- b. Current Investments are carried at lower of cost and fair value. The Comparison of cost and fair value is done separately in respect of each category of Investments.
- c. Non Current Investment are carried at cost and provisions are recorded to recognise any decline, other than temporary in the carrying value of each Investment . The reduction in the carrying amount is reversed when there is a rise in the value of investment or if the reasons for the reduction no longer exists. Any reduction in the carrying amount and any reversal in such reductions are charged or credited to the Statement of Profit and Loss.

12. Leases

Lease of assets, where the lessor effectively, retains all the risks and rewards of ownership are classified as operating leases. The Company's significant leasing arrangements are in respect of operating leases for premises. These leasing arrangements, which are cancellable range between 11 months and 5 years generally, or longer, and are usually renewable by mutual agreement between the lessee and lessor. Lease payments under operating leases are recognized as expenses on accrual basis in accordance with the respective lease agreements.

13. Contingent liabilities and Provisions

1. The Company recognizes the Provisions when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation.
2. Contingent liabilities are disclosed by way of notes in the Balance Sheet.

14. Taxes on Income

Income tax expenses comprises current tax (i.e. amount of tax for the year determined in accordance with the income tax law) and deferred tax charge or credit (reflecting the tax effects of the timing difference between accounting income and taxable income for the year). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carry forward of losses under taxation laws, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Deferred tax assets are reviewed at each balance sheet date and written down or written up to reflect the amount that is reasonably and virtually certain respectively to be realized.

Minimum Alternate Tax ('MAT') paid in accordance with tax laws, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the company would pay normal income tax after tax holiday period and accordingly, MAT is recognized as an asset in the Balance Sheet when it is probable that the future economic benefit associated with it will flow to the company and the asset can be measured reliably. MAT credit entitlement is reviewed at each balance sheet date and written down to the extent there is no convincing evidence to the extent that the company will pay normal income tax during the specified period.

15. Borrowing Costs

Interest and other borrowings costs on specific borrowings relatable to qualifying assets are capitalized up to the date the asset is ready for use/put to use and other interest and borrowing costs are charged to revenue.

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 2 SHARE CAPITAL

	As at June 30, 2015		As at June 30, 2014	
AUTHORISED				
17,000,000 (Previous Year - 17,000,000) equity shares of ₹10/- each		1,700.00		1,700.00
ISSUED, SUBSCRIBED AND PAID UP				
15,110,000 (Previous Year - 15,110,000) equity shares of ₹10/- each fully paid up		1,511.00		1,511.00
		1,511.00		1,511.00

a) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year

	As at June 30, 2015 (in nos.)		As at June 30, 2014 (in nos.)	
Number of shares outstanding at the beginning of the year		1,51,10,000		1,51,10,000
Add: Number of shares allotted as fully paid up during the year		-		-
Less : Number of shares bought back during the year		-		-
Number of shares outstanding at the end of the year		1,51,10,000		1,51,10,000

b) Rights, preference & restrictions attached to shares

Equity Shares

The Company has only one class of equity shares having a par value of 10/- per share. Each shareholder is eligible for one Vote per Share.

The Dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except in the case of interim Dividend

In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company, after distribution of all preferential amounts, in proportion of their shareholding

c) Details of shares in the company held by each shareholder holding more than 5% shares:

	As at June 30, 2015		As at June 30, 2014	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
P. Vijayalakshmi	35,76,000	23.67%	22,00,000	14.56%
C.C. Paarhipan	28,29,353	18.73%	8,14,812	5.39%
P. Ashok Gorkey	18,10,000	11.98%	18,10,000	11.98%
P. Vivek Siddarth	18,00,000	11.91%	18,00,000	11.91%
P.K. Chellappan	-	-	13,53,206	8.96%
S. Masilamani	-	-	8,02,000	5.31%

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 3 RESERVES & SURPLUS

	As at June 30, 2015		As at June 30, 2014	
a) Capital Reserve		68.43		68.43
b) General Reserve				
Opening Balance	719.42		379.42	
Transfer from Statement of Profit & Loss during the year	409.36	1,128.78	340.00	719.42
c) Revaluation Reserve		373.38		373.38
		1,570.59		1,161.23
d) Surplus in the Statement of Profit & Loss				
Balance at beginning of the year	3,501.64		1,982.02	
Add : Profit during the year	4,103.69		2,584.86	
Less : Appropriations				
Proposed Dividend	755.50		604.40	
Tax paid on Proposed Dividend	153.80		120.84	
Adjustment on account of depreciation, net of taxes(Ref Note 53)	48.87		-	
Transfer to General Reserve	409.36		340.00	
Closing Balance		6,237.80		3,501.64
Total		7,808.39		4,662.87

NOTE 4 LONG TERM BORROWINGS

	As at June 30, 2015		As at June 30, 2014	
Foreign Currency Term Loan (i)	174.03		261.95	
Other Loan from Banks (ii)	2.95		19.28	
Loan from others (ii)	27.09	204.07	47.11	328.34
Less : Current maturities of long term debt (Ref Note : 9)		116.08		121.15
Total		87.99		207.19

- i) Foreign Currency Term Loan availed is secured by the Plant & Machinery of the Company's unit at Gummidipoondi.
ii) Obligations under Hire Purchase are secured against relevant fixed assets obtained under Hire Purchase Finance.

NOTE 5 DEFERRED TAX LIABILITIES (Net)

	As at June 30, 2015		As at June 30, 2014	
a) Deferred Tax Liabilities on account of timing differences		904.41		757.36
b) Deferred Tax Asset on account of timing differences		(35.06)		(3.49)
Total		869.35		753.87

NOTE 6 LONG TERM PROVISIONS

	As at June 30, 2015		As at June 30, 2014	
(a) Provision for employee benefits				
Gratuity(Ref Note : 34)		82.04		80.74
Total		82.04		80.74

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 7 SHORT TERM BORROWINGS

	As at June 30, 2015		As at June 30, 2014	
Loans repayable on demand - From Banks (Secured)				
As Packing Credit		5.00		5.00
Total		5.00		5.00

Packing Credit and Other short term borrowings are secured by first charge on Buildings of the Company and second charge on hypothecation of Stock in Trade , Receivables,lien on deposits of the Company with the Bank. In addition to the above, the loans are also secured by second charge on Plant and Machineries of the Company, present & future on pari passu basis in addition to the personal guarantee by the promoter and promoter group.

NOTE 8 TRADE PAYABLES

	As at June 30, 2015		As at June 30, 2014	
Trade Payables for Goods and Services		4,170.16		3,150.45
Total		4,170.16		3,150.45

NOTE 9 OTHER CURRENT LIABILITIES

	As at June 30, 2015		As at June 30, 2014	
Current maturities of long term debt (Refer Note 4)		116.08		121.15
Statutory Dues payable		39.20		19.10
Advance received from Customers		6,552.18		5,928.18
Creditors for Capital Goods		406.05		507.55
Unclaimed Dividend(Ref Note : 49)		97.89		65.69
Total		7,211.40		6,641.67

NOTE 10 SHORT TERM PROVISIONS

	As at June 30, 2015		As at June 30, 2014	
Provision for Employee Benefits		8.83		11.82
Provision for Income Tax (Net of Advance Taxes and Tax Deducted at Source)		192.51		223.43
Proposed Dividend		755.50		604.40
Tax on Proposed Dividend		153.80		120.84
Total		1,110.64		960.49

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 11 FIXED ASSETS

Particulars	Gross block				Depreciation Reserve					Net Block	
	As at July 1, 2014	Additions during the year	Deletions during the year	As at June 30, 2015	As at July 1, 2014	For the year	Retained Earnings	Deletions	As at June 30, 2015	As at June 30, 2015	As at June 30, 2014
[A] Tangible Assets											
Land	835.37	30.53	-	865.90	-	-	-	-	-	865.90	835.37
Factory Buildings	2,923.84	1,219.71	-	4,143.55	231.12	111.21	-	-	342.33	3,801.22	2,692.72
Non Factory Buildings	657.78	-	-	657.78	46.54	10.30	-	-	56.84	600.94	611.24
Plant & Machinery	4,676.83	260.55	-	4,937.38	636.75	307.70	19.61	-	964.06	3,973.32	4,040.08
A/c Plant	85.45	24.51	-	109.96	15.97	6.64	-	-	22.61	87.35	69.48
Furniture & Fixtures	462.38	102.41	-	564.79	113.94	49.64	-	-	163.58	401.21	348.44
Office Equipments	427.97	134.40	-	562.37	133.19	115.96	-	-	249.15	313.22	294.78
Computers	112.04	51.20	-	163.24	16.61	71.48	-	-	88.09	75.15	95.43
Electrical Fittings	607.47	10.11	-	617.58	95.29	58.00	-	-	153.29	464.29	512.18
Motor Vehicles	357.16	14.61	16.01	355.76	122.10	52.04	29.26	10.57	192.83	162.93	235.06
Tools & Spares	48.74	-	-	48.74	22.72	2.49	-	-	25.21	23.53	26.02
Lab Equipments	452.76	117.08	-	569.84	47.55	39.08	-	-	86.63	483.21	405.21
Cycle	0.53	-	-	0.53	0.53	-	-	-	0.53	-	-
Motor Cycle	5.70	-	-	5.70	4.35	0.02	-	-	4.37	1.33	1.35
Total Tangible Assets	11,654.02	1,965.11	16.01	13,603.12	1,486.66	824.56	48.87	10.57	2,349.52	11,253.60	10,167.36
[B] Intangible Assets											
Goodwill	584.00	-	-	584.00	584.00	-	-	-	584.00	-	-
Computer Softwares	67.78	16.44	-	84.22	11.41	13.35	-	-	24.76	59.46	56.37
Total Intangible Assets	651.78	16.44	-	668.22	595.41	13.35	-	-	608.76	59.46	56.37
TOTAL (A + B)	12,305.80	1,981.55	16.01	14,271.34	2,082.07	837.91	48.87	10.57	2,958.28	11,313.06	10,223.73
Previous Year	5,006.24	7,309.75	10.19	12,305.80	1,735.69	353.63	-	7.25	2,082.07	10,223.73	3,270.54
[C] Capital Work in Progress										3,025.61	2,486.93
[D] Intangible Assets under Development										36.94	9.01

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 12 NON CURRENT INVESTMENTS

	As at June 30, 2015		As at June 30, 2014	
Equity Shares - Quoted				
2000 (2000) shares of Karnataka Bank Ltd of ₹10/- each fully paid up		2.40		2.40
4800 (4800) shares of Indian Overseas Bank of ₹10/- each fully paid up		1.15		1.15
700 (700) shares of Bank of India of ₹10/- each fully paid up		0.32		0.32
2000 (2000) shares of Sirpur Paper Mills Limited of ₹10/- each fully paid up		2.20		2.20
Equity Shares - Unquoted		-		
20 (20) shares of The Chennai Industrial Co-operative Analytical Laboratory Ltd of ₹10/- each fully paid up		0.10		0.10
100 shares of The Catholic Syrian Bank Ltd of ₹10/- each fully paid up		0.14		0.14
20000 (20000) shares of The Catholic Syrian Bank Ltd of ₹10/- each fully paid up		24.00		24.00
6700 (6700) shares of The Catholic Syrian Bank Ltd of ₹75/- each fully paid up		5.03		5.03
8346 (Nil) Shares of OPG Power Generation P Ltd of ₹10/- each fully paid up		0.92		-
Other Investments - Quoted		-		-
5000 (5000) units of Franklin India Flex Cap of ₹10/- per unit		0.50		0.50
Other Investments - Unquoted		-		
100000 (100000) units of ₹10/- each of Axis Bank Equity Fund		10.00		10.00
Maris Power Trading Company LLP (26% of the total capital of ₹1 Lakh)		0.26		-
		47.01		45.84
Less : Provision for dimunition in value of investments		2.00		1.80
Total		45.01		44.04

NOTE 13 LONG-TERM LOANS AND ADVANCES (Unsecured and considered good)

	As at June 30, 2015		As at June 30, 2014	
Security Deposits		55.73		56.09
Other Deposits		76.76		46.78
Advances recoverable in cash or kind for the value to be received		10.15		57.49
Advance for Capital expenditure		125.92		145.70
MAT Credit Entitlement		6.06		60.46
Total		274.62		366.52

NOTE 14 INVENTORIES

	As at June 30, 2015		As at June 30, 2014	
Raw Materials		578.12		312.32
Packing Materials		352.02		310.09
Work-in-progress		214.25		206.99
Stock in trade		126.87		67.89
Finished goods		95.12		81.66
Total		1,366.38		978.95

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 15 TRADE RECEIVABLES (Unsecured and considered good)

	As at June 30, 2015		As at June 30, 2014	
- Over Six Months from the date they are due for payment		-		-
- Others		566.46		8.86
Total		566.46		8.86

NOTE 16 CASH AND CASH EQUIVALENTS

	As at June 30, 2015		As at June 30, 2014	
Cash on Hand		25.48		11.58
Balance with Banks				
- Current accounts		619.96		143.56
- Unpaid Dividend account		97.89		65.69
In Bank Deposit Accounts				
- Bank Deposit accounts (Less than 3 months maturity)		758.46		624.72
- Bank Deposit accounts maturity more than 3 months but less than 12 months		2,778.59		1,797.41
- Bank Deposit accounts maturity more than 12 months		256.85		39.48
Total		4,537.23		2,682.44

NOTE 17 SHORT TERM LOAN & ADVANCES (unsecured and considered good)

	As at June 30, 2015		As at June 30, 2014	
Advances recoverable in cash or kind for the value to be received		335.53		241.84
Export Incentives receivable		358.87		258.85
Deposits with Statutory / Govt. Authorities				
Balance with Excise Authorities		661.15		503.81
Balance with Sales Tax Authorities		230.10		70.48
Total		1,585.65		1,074.98

NOTE 18 OTHER CURRENT ASSETS

	As at June 30, 2015		As at June 30, 2014	
Interest Accrued on Deposits		131.67		115.52
Total		131.67		115.52

NOTE 19 REVENUE FROM OPERATIONS

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Sale of products	24,385.65	16,902.45
Other operating revenues		
Export Incentives	791.82	410.85
	25,177.47	17,313.30
Less : Excise Duty	0.49	4.41
Total	25,176.98	17,308.89

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 20 OTHER INCOME

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Interest Income	294.69	240.03
Dividend Income	0.45	0.53
Miscellaneous Income	7.80	131.35
Total	302.94	371.91

NOTE 21 COST OF RAW MATERIALS AND PACKING MATERIALS CONSUMED

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Opening Stock	622.41	781.53
Add : Purchases (Net)	4,640.03	3,147.02
Less Closing Stock	930.14	622.40
Total	4,332.30	3,306.15

NOTE 22 CHANGES IN INVENTORIES OF FINISHED GOODS WORK-IN-PROGRESS AND STOCK-IN-TRADE

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Inventories at the end of the year		
Work in Progress	214.25	206.98
Finished Goods	95.12	81.66
Traded Goods	126.87	67.89
(A)	436.24	356.53
Inventories at the beginning of the year		
Work in Progress	206.98	104.96
Finished Goods	81.66	145.76
Traded Goods	67.89	10.20
(B)	356.53	260.92
Net (Increase) / Decrease in Inventories (B- A)	(79.71)	(95.61)

NOTE 23 EMPLOYEE BENEFIT EXPENSES

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Salaries,wages, bonus and allowances	1,550.25	1,068.65
Contribution to Provident and Other funds	162.32	85.62
Staff Welfare Expenses	165.30	121.41
Total	1,877.87	1,275.68

NOTE 24 FINANCE COSTS

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Interest Expense	23.04	12.22
Interest on Income Tax	-	0.04
Total	23.04	12.26

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 25 DEPRECIATION AND AMORTISATION

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Depreciation	829.93	345.63
Amortisation of Intangible Assets	8.00	8.00
	837.93	353.63

NOTE 26 RESEARCH AND DEVELOPMENT EXPENSES

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
R & D Expenses	588.24	208.00
	588.24	208.00

NOTE 27 OTHER EXPENSES

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Manufacturing Expenses	741.55	369.33
Power and Fuel	860.82	306.54
Communication Expenses	51.14	43.84
Donations	8.01	7.17
Professional and Consultancy charges	76.19	72.82
Rates & taxes	31.33	34.73
Subscriptions	3.75	5.47
Travelling Expenses	245.03	222.90
Audit Fees	6.11	5.00
Insurance	16.70	8.70
Exchange Fluctuation Loss (Net)	259.95	306.04
Repairs and Maintenance	-	-
a) Plant and Machinery	91.82	38.19
b) Building	18.74	23.46
b) Others	164.11	102.93
Rent & Amenities	137.12	119.28
Advertisement	14.67	7.87
Freight outwards	179.53	76.24
Bank charges	73.83	56.00
Other Selling Expenses	91.04	62.15
Sundry Expenses	180.50	134.61
	3,251.94	2,003.27

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 28 CAPITAL COMMITMENT

The estimated amount of unexecuted capital contracts (net of advances and deposits) – ₹358.73 Lakhs (Previous Year – ₹1239.93 Lakhs)

NOTE 29 CONTINGENT LIABILITIES (TO THE EXTENT NOT PROVIDED FOR)

a) Outstanding Bank Guarantee given to the Customs department and others ₹79.15 Lakhs (Previous Year - ₹43.81 Lakhs)

b) Outstanding Letters of Credit: ₹287.97 lakhs (Previous Year – ₹438.29 lakhs)

c) Disputed statutory dues:

SI No	Name of the statute	Nature of dues	2014-15 (₹ In lakhs)	2013-14 (₹ In lakhs)	Forum where dispute is pending
1	Income Tax Act, 1961	Income tax	269.33	261.10	Income Tax Appellate Tribunal/ CIT Appeals
2	Central Excise Act, 1944	Excise Duty	27.26	27.26	CESTAT Tribunal/ Department of Revenue, New Delhi

NOTE 30 DUES TO MICRO, SMALL AND MEDIUM ENTERPRISES

The Company has not received information from Vendors regarding their status under the Micro, Small and Medium Enterprises Development Act 2006 and hence disclosure relating to amount unpaid as at the year end together with Interest Paid / Payable under this Act have not been given.

NOTE 31 BALANCES WITH SCHEDULED BANKS IN DEPOSIT ACCOUNTS INCLUDES:

(a) Other Bank balances for the current year include ₹110.09 lakhs earmarked as lien towards Margin for letter of Credit and Bank Guarantee.(Pr. Yr. ₹110.09 Lakhs)

(b) Retention deposit under lien towards pre shipment credit – ₹126.40 Lakhs (Previous year – ₹62.16 Lakhs)

NOTE 32 BALANCE WITH NON SCHEDULED BANKS

Details of balances kept with non-scheduled banks as on balance sheet dates and the maximum balances kept with non-scheduled banks during the year are as follows:

Current Accounts in Foreign Currency	Balances as at		Maximum Balance during the year ended	
	June 30, 2015	June 30, 2014	June 30, 2015	June 30, 2014
China Citic Bank	10.47	5.57	15.14	14.37

NOTE 33

The Company had revalued the land, where the factory/office building is situated, during the period ended June 30, 2008 to the extent of ₹439.36 Lakhs and the gain on the revaluation of land to the extent of ₹373.38 Lakhs was credited to the Revaluation Reserve.

NOTE 34 EMPLOYEE BENEFITS

The following table sets out the status of the gratuity plan as required under AS15 and reconciliation of opening and closing balances of the present value of defined benefit obligation;

Particulars	2014-15	2013-14
Change in Obligation:		
Obligations at period beginning	80.74	37.83
Service Cost	25.76	33.22
Interest Cost	4.68	3.62
Benefits paid	-	(3.86)
Actuarial (Gain)/Loss	(29.14)	9.93
Obligations at period end	82.04	80.74

The above defined obligation liability as at the Balance Sheet date is wholly funded by the company

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

Particulars	2014-15	2013-14
Change in Plan Assets:		
Plan Assets at period beginning at Fair value	55.79	23.70
Adjustments made to the fund value		
Contribution made during the year	4.65	30.84
Expected return on plan assets	4.73	2.49
Benefits paid	-	(3.86)
Actuarial Gain/(Loss)	(4.07)	2.62
Plan Assets at end of period	61.10	55.79
Expenses recognized in Statement of Profit and Loss		
Current Service Cost	25.76	33.22
Interest Cost	4.68	3.62
Expected return on plan assets	(4.73)	(2.49)
Net Actuarial (gain)/loss recognized in the year	(25.07)	7.31
Expenses to be recognized in the Statement of Profit and Loss	0.64	41.66
Reconciliation of present value of obligation and the fair value of the plan assets		
Fair value of plan assets at the end of the period	61.10	55.79
Present value of the defined benefit obligations at the end of the period	82.04	80.74
Liability recognized in the balance sheet	20.94	24.95

Experience adjustment for the current and previous four years

Particulars	As at June 30, 2015	As at June 30, 2014	As at June 30, 2013	As at June 30, 2012	As at June 30, 2011
Defined benefit obligation	82.04	80.74	37.83	26.62	19.99
Plan asset	61.10	55.79	23.70	16.02	15.84
Surplus/(deficit)	(20.94)	(24.95)	(14.13)	(10.60)	(4.15)
Experience adjustments in plan liabilities - loss / (gain)	(29.14)	9.93	4.63	(4.10)	(2.30)
Experience adjustments in plan assets - loss / (gain)	(4.07)	2.62	7.80	(6.96)	(0.09)

Particulars	2014-15	2013-14
Assumptions:		
Discount Rate	8.50%	8.50%
Expected return on plan assets	8.50%	8.50%

The estimates of future salary increases are considered in actuarial valuation taking in to account inflation, seniority, promotion and other relevant facts such as supply and demand factors in the employment market.

NOTE 35 SALARIES & WAGES INCLUDES REMUNERATION TO MANAGING DIRECTOR/WHOLE TIME DIRECTOR

	For the year ended June 30, 2015	For the year ended June 30, 2014
Salaries	53.36	12.03
Contribution to Provident and other funds	0.59	0.19
Total	53.95	12.22

Excludes contribution to Gratuity Fund as the related amount is not ascertainable in the absence of employees' wise break up.

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 36 OPERATING LEASES

The Company has entered into cancellable lease agreements for office facilities. Lease Payments recognised in the Statement of Profit & Loss for the year ₹137.12 Lakhs. (Previous year ₹119.28 Lakhs). The company has not entered into any non cancellable operating and finance leases.

NOTE 37 RESEARCH AND DEVELOPMENT EXPENDITURE

	For the year ended June 30, 2015	For the year ended June 30, 2014
Capital expenditure included in Fixed Assets	186.74	24.91
Revenue expenditure incurred during the year	588.24	208.00

NOTE 38

Total Share Capital of Argus Salud Pharma LLP is ₹99.10 Lakhs(₹10 lakhs) out of which 99.9% of shares is held by the Company and 0.10% is held by May India Property Private Limited and their profit sharing ratio is 99.9% and 0.10% respectively (Previous year 99% and 1% respectively).

NOTE 39 PARTICULARS OF UNHEDGED FOREIGN CURRENCY EXPOSURE AS AT BALANCE SHEET DATE

Particulars	2014-15		2013-14	
	USD in Lakhs	₹ in Lakhs	USD in Lakhs	₹ in Lakhs
Export Debtors	9.03	566.91	0.14	8.73
Creditors and Advance from Customers	123.56	7837.34	124.01	7488.04

Details of forward contract outstanding on account of hedging as at the end of the year: Nil(P. Yr. Nil)

NOTE 40 AUDITORS' REMUNERATION COMPRISES OF FEES: (EXCLUDING SERVICE TAX)

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
For Statutory Audit	4.80	4.50
For Tax Audit	0.50	0.38
For Others	0.81	0.12
Total	6.11	5.00

NOTE 41 CIF VALUE OF IMPORTS

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Raw materials , Stock in Trade and Finished Goods	7,739.86	6,317.31
Capital Goods	410.37	131.47

NOTE 42 EARNINGS IN FOREIGN EXCHANGE (ON ACCRUAL BASIS)

FOB Value of Exports – ₹24377.99 Lakhs. (Previous Year – ₹16871.20 Lakhs)

NOTE 43 EXPENDITURE IN FOREIGN CURRENCY (ON ACCRUAL BASIS)

(a)	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Traveling Expenses	65.94	66.42
Salaries	61.52	54.37
Rent	13.64	8.63
Other Expenses	71.58	49.43
Total	212.68	178.85

(b) Dividend payment in foreign currency paid during the year ₹4.74 Lakhs – PY ₹3.04 Lakhs

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 44 VALUE OF CONSUMPTION OF IMPORTED AND INDIGENOUS MATERIALS AND COMPONENTS

Particulars	For the Year Ended June 30, 2015		For the Year Ended June 30, 2014	
	₹ in Lakhs	%	₹ in Lakhs	%
Imported	27.12	0.63%	15.52	0.47%
Indigenous	4,305.18	99.37%	3,290.63	99.53%
Total	4,332.30	100%	3,306.15	100%

NOTE 45 PURCHASE OF TRADED GOODS

Category	June 30, 2015	June 30, 2014
Tablets	3,093.39	1,939.60
Capsules	2,812.74	2,130.39
Liquids	604.53	465.57
Injectables	1,913.62	1,761.20
Ointments	223.23	94.88
Others	661.93	656.70
Total	9,309.44	7,048.34

NOTE 46 SALE OF PRODUCTS COMPRISES

Category	Manufactured Goods		Traded Goods	
	June 30, 2015	June 30, 2014	June 30, 2015	June 30, 2014
Tablets	6,074.46	2,726.54	4,895.80	3,638.88
Capsules	836.48	461.75	5,055.99	4,080.32
Liquids	688.99	440.72	1,247.88	832.72
Injectables	243.53	7.29	3,061.62	2,860.63
Ointments	236.04	83.18	1,194.72	689.05
Others	6.61	8.17	843.04	1,068.79
Total	8,086.11	3,727.65	16,299.05	13,170.39

NOTE 47 DETAILS OF CLOSING STOCK OF FINISHED GOODS AS AT

Category	Manufactured Goods		Traded Goods	
	June 30, 2015	June 30, 2014	June 30, 2015	June 30, 2014
Tablets	67.72	19.92	12.10	31.07
Capsules	8.64	22.65	0.38	4.87
Liquids	16.70	22.75	16.09	11.00
Injectables	-	-	94.97	10.18
Ointments	1.79	0.34	3.33	10.77
Others	0.27	16.00	-	-
Total	95.12	81.66	126.87	67.89

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 48 EARNINGS PER SHARE

	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Net Profit after tax as per statement of profit and loss (₹ in Lakhs)	4,103.69	2584.86
Weighted average number of equity shares of ₹10/- each outstanding during the year (in Nos.)	1,51,10,000	1,51,10,000
Earnings per share – Basic & Diluted (in ₹)	27.16	17.11

NOTE 49 AMOUNT DUE TO INVESTOR EDUCATION AND PROTECTION FUND

There are no amounts due and outstanding to be credited to investor education and protection fund as of end of the year.

NOTE 50 DISCLOSURE IN ACCORDANCE WITH THE ACCOUNTING STANDARD 18 – “RELATED PARTY DISCLOSURES” ISSUED BY THE INSTITUTE OF CHARTERED ACCOUNTANTS OF INDIA.

(a) Related parties and nature of relationship

Mr. Vivek Siddharth,	– Relative of Chairman
Argus Salud Pharma LLP	– Related Entity

(b) Key management personnel

Dr. Sridhar Ganesan	– Managing Director from 28.03.2015 (Whole Time Director from 25.08.2014)
Mr. M Jayapal	– Whole Time Director from 28.03.2015 (Managing Director till 27.03.2015)
Mr. D.P.Mishra	– Whole Time Director
Mr. S. Mohanraj	– Chief Financial Officer & Company Secretary upto 13.02.2015
Mr. Harihara Ponnambalam P	– Chief Financial Officer from 06.05.2015
Mr. Vinod Kumar S	– Company Secretary from 13.04.2015

(c) Transactions that have taken place during the year with related parties:

Particulars	For the Year Ended June 30, 2015	For the Year Ended June 30, 2014
Salary paid to Mr.Vivek Siddharth	18.20	18.09
Salary paid to Dr. Sridhar Ganesan*1	41.01	-
Salary paid to Mr. M Jayapal	6.50	5.88
Salary paid to Mr. D.P.Mishra	6.44	6.33
Salary paid to Mr. S. Mohanraj*2	14.16	29.51
Salary paid to Mr. Harihara Ponnambalam P*3	3.86	-
Salary paid to Mr. Vinod Kumar S*4	0.96	-

*1 paid from 25.08.2014

*2 paid upto 13.02.2015

*3 paid from 06.05.2015

*4 paid from 13.04.2015

Notes to the Consolidated financial statements for the year ended June 30, 2015
(All amounts are in ₹ lakhs except share data and if otherwise stated)

NOTE 51

The Company's factory unit at Baddi in Himachal Pradesh is entitled for exemption under section 80IC of the Income Tax Act and also from Central Excise and Salt Act from the date of commencement of production (24-09-2005).

NOTE 52

The Company operates in one segment only viz., Pharmaceutical formulations.

NOTE 53

With effect from April 1, 2014, pursuant to the requirement of Companies Act, 2013(the 'Act'), the company has revised the useful life of its fixed assets, as specified in Schedule II of the Act, based on technical evaluation. As a result of this change,the depreciation charge is higher by ₹127.11 lakhs for the year ended June 30, 2015. In respect of assets whose useful life is already exhausted as on July 1, 2014, depreciation impact on such assets has been adjusted in the Reserves and Surplus in accordance with the requirements of Schedule II of the Act

NOTE 54

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

Signatories to Schedules 1 to 54

As per our report of even date attached
for CNGSN & Associates LLP
Chartered Accountants
Firm Registration No: 4915S

B.Ramakrishnan
Partner
ICAI Membership No. 201023

Place: Chennai
Date: August 20, 2015

For and on behalf of the Board of Directors of Caplin Point Laboratories Limited

C.C. Paarhipan
Chairman

Dr. Sridhar Ganesan
Managing Director

Harihara Ponnambalam P
Chief Financial Officer

Vinod Kumar S
Company Secretary

CAPLIN POINT LABORATORIES LIMITED

CIN:- L24231TN1990PLC019053

Registered Office:- "Narbavi", No.3, Lakshmanan Street, T.Nagar, Chennai – 600 017.

Ph:- 044-28156653, 28156905, Fax:- 044-28154952

E-Mail:- info@caplinpoint.net, Website:-www.caplinpoint.net

NOTICE

NOTICE is hereby given that the Twenty Fourth Annual General Meeting of the members of Caplin Point Laboratories Limited will be held on Thursday, November 05, 2015 at Sri Thyaga Brahma Gana Sabha (Vani Mahal) No. 103, G N Road, T. Nagar, Chennai - 600 017 at 10.30 AM to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended June 30, 2015, including the audited Balance Sheet as at June 30, 2015 and the Statement of Profit and Loss of the Company for the year ended on that date along with the reports of the Board of Directors and Auditors thereon.
2. To declare Dividend on equity shares
3. To appoint a Director in place of Mr M Jayapal (DIN: 01869667), who retires by rotation and being eligible, offers himself for re-appointment.
4. To Appoint a Director in place of Mr D P Mishra (DIN :02032818), who retires by rotation and being eligible, offers himself for re-appointment
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 139 and all other applicable provisions of the Companies Act, 2013 read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s. CNGSN & Associates LLP, Chartered Accountants, Chennai (Firm Registration No. 004915S) as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the 25th Annual General Meeting on such remuneration as may be determined by the Board of Directors.

SPECIAL BUSINESS:

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 Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time and all other applicable laws for the time being in force, approval of the Company be and is hereby accorded for the appointment of Mr. M Jayapal (DIN: 01869677) as a Whole-time Director of the Company for a period of one year, with effect from March 28, 2015, at a remuneration recommended by the Nomination & Remuneration Committee as set out below:-

Terms and Conditions of the Contract of Service of Mr. M Jayapal

- a. Salary, Allowances & Perquisites
Not exceeding Rs. 65,000/- per month with effect from March 28, 2015
- b. General
 - i) Perquisites shall be valued in terms of actual expenditure incurred by the Company in providing benefit to the employees. However, in cases where the actual amount of expenditure cannot be ascertained with reasonable accuracy (including car provided for official and personal purposes) the perquisites shall be valued as per income tax rules.
 - ii) Mr. M Jayapal, would be subject to all other service conditions as applicable to any other employee of the Company.

RESOLVED FURTHER THAT the total remuneration (i.e; salary, perquisites, allowances etc) of Mr. M Jayapal in any financial year shall not exceed the limits prescribed from time to time under Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, as may for the time being be in force and any amendments thereto.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter or vary the scope of remuneration of Mr. M Jayapal, to the extent recommended by the Nomination and Remuneration Committee from time to time as may be considered appropriate, subject to the overall limits specified by this resolution and the Companies Act, 2013.

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 Sections 196, 197, and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and all other applicable laws for the time being in force, approval of the Company be and is hereby accorded for the re-appointment of Mr. D P Mishra (DIN: 02032818) as a Whole-time Director of the Company for a period of one year, with effect from May 01, 2015, at a remuneration recommended by the Nomination & Remuneration Committee as set out below:-

Terms and Conditions of the Contract of Service of Mr. D P Mishra

a. Salary, Allowances & Perquisites

Not exceeding Rs. 52,000/- per month with effect from May 01, 2015

b. General

- i) Perquisites shall be valued in terms of actual expenditure incurred by the Company in providing benefit to the employees. However, in cases where the actual amount of expenditure cannot be ascertained with reasonable accuracy (including car provided for official and personal purposes) the perquisites shall be valued as per income tax rules.
- ii) Mr. D P Mishra, would be subject to all other service conditions as applicable to any other employee of the Company.

RESOLVED FURTHER THAT the total remuneration (i.e; salary, perquisites, allowances etc) of Mr. D P Mishra in any financial year shall not exceed the limits prescribed from time to time under Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, as may for the time being be in force and any amendments thereto.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter or vary the scope of remuneration of Mr. D P Mishra, to the extent recommended by the Nomination and Remuneration Committee from time to time as may be considered appropriate, subject to the overall limits specified by this resolution and the Companies Act, 2013

8. 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 Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and all other applicable laws for the time being in force, approval of the Company be and is hereby accorded for the appointment of Dr. Sridhar Ganesan (DIN: 06819026) as a Managing Director of the Company, with effect from March 28, 2015, at a

remuneration recommended by the Nomination & Remuneration Committee as set out below:-

Terms and Conditions of the Contract of Service of Dr. Sridhar Ganesan

a. Salary, Allowances & Perquisites

- i. Not exceeding Rs. 4,00,000/- per month.
- ii. Annual compensation in terms of Cost To Company (CTC) inclusive of employer's contribution towards Provident Fund as and when applicable will be Rupees Forty Eight Lakhs only (Rs. 48,00,000) subject to deduction of applicable taxes . Also entitled company provided Car with driver and fuel for commuting to office and for official purposes.

b. General

- i) The tenure of appointment ie; 3 years from August 25, 2014
- ii) Perquisites shall be valued in terms of actual expenditure incurred by the Company in providing benefit to the employees. However, in cases where the actual amount of expenditure cannot be ascertained with reasonable accuracy (including car provided for official and personal purposes) the perquisites shall be valued as per income tax rules.
- iii) Dr. Sridhar Ganesan would be subject to all other service conditions as applicable to any other employee of the Company.

RESOLVED FURTHER THAT the total remuneration (i.e; salary, perquisites, allowances etc) of Dr. Sridhar Ganesan in any financial year shall not exceed the limits prescribed from time to time under Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, as may for the time being be in force and any amendments thereto.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter or vary the scope of remuneration of Dr Sridhar Ganesan, to the extent recommended by the Nomination and Remuneration Committee from time to time as may be considered appropriate, subject to the overall limits specified by this resolution and the Companies Act, 2013.

9. 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 Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder, read with Schedule IV of the Companies Act,2013, Dr. K Nirmala Prasad (DIN : 07088120), who was appointed by the Board as an Additional Director of the Company with effect from February 04, 2015, to hold office up to the conclusion of this Annual General Meeting, in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose, Dr K Nirmala Prasad as a candidate for the office of Independent Director of

the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a period of three consecutive years effective from February 04, 2015.

10. 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 Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder, read with Schedule IV of the Companies Act, 2013, Mr R Viswanathan (DIN : 07173713), who was appointed by the Board as an Additional Director of the Company with effect from May 12, 2015, to hold office up to the conclusion of this Annual General Meeting, in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose, Mr R Viswanathan as a candidate for the office of Independent Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a period of three consecutive years effective from May 12, 2015.

11. To consider and if thought fit to pass with or without modification(s) the following resolution as a Special Resolution :

RESOLVED THAT in accordance with the provisions contained in the Memorandum and Articles of Association and pursuant to the provisions of Section 62, and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules made thereunder and the provisions contained in the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ("the Regulations") and such other applicable laws (including any statutory modification(s) or re-enactment of the Act or the Regulations, for the time being in force) and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committees thereof, including the Nomination and Remuneration Committee (hereinafter referred to as "the Committee") to exercise its powers, including the powers conferred by this resolution), consent of the members of the Company be and is hereby accorded to the Board to offer, issue, and allot 75,000 (Seventy five thousand) equity shares of face value Rs. 10 each under Caplin Point Employee Stock Option Scheme 2015 (the "Plan") to or to the benefit of employees who are in permanent employment of the Company, whether working in India or out of India, as may from time to time be allowed to be eligible for the benefit under the provisions of applicable laws and Regulations prevailing from time to time (all such persons are hereinafter collectively referred to as "Employees") in one or more tranches on such terms and conditions as may be fixed or determined by the Nomination and Remuneration Committee in accordance with the provisions of the law or Regulations issued by the relevant authority.

RESOLVED FURTHER THAT the Board be and is hereby authorized to make any modification(s), change(s), variation(s), alteration(s) or revision(s) in the

terms and conditions of the Plan from time to time including, but not limited to, amendment(s) with respect to vesting period and schedule, exercise price, exercise period, eligibility criteria or to suspend, withdraw, terminate or revise the Plan.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division of the Company and others, the Board / Nomination and Remuneration Committee is authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and as permitted under applicable laws, so as to ensure that fair and equitable benefits under the Scheme are passed on to the Employees.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of the Securities allotted under the Plan on the Stock Exchanges as per the provisions of the Listing Agreements with the Stock Exchanges concerned, the Guidelines and other applicable laws and regulations.

RESOLVED FURTHER THAT in case the Equity Shares of the Company are either sub-divided or consolidated, then the number of Shares to be allotted and the exercise price payable by the Option grantees under the Plan shall automatically stand reduced or augmented, as the case may be, in the same proportion as the present face value of Rs. 10 per Equity Share shall bear to the revised face value of the Equity Shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said allottees.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot equity shares upon exercise of Options from time to time in accordance with the Scheme and such equity shares shall rank pari passu in all respects with the existing equity shares of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to any creation, offer, issue, allotment of securities, the Board be and is hereby authorized on behalf of the Company to evolve, decide upon and bring in to effect the Scheme and make any modifications, changes, variations, alterations or revisions in the said Scheme from time to time in its sole discretion in conformity with the provisions of the Act, the Memorandum and Articles of Association of the Company and any other applicable laws or to suspend, withdraw or revive the Scheme from time to time as may be specified by any statutory authority and to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit or necessary or desirable for such purpose and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any powers conferred herein to Nomination and Remuneration Committee or such other Committee, with power to further delegate to any Executives/ Officers of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings etc., as may be necessary in this regard".

12. To consider and if thought fit to pass with or without modification(s) the following resolution as a Special Resolution :

“RESOLVED THAT in accordance with the provisions contained in the Memorandum and Articles of Association and pursuant to the provisions of Section 62, and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the rules made thereunder and the provisions contained in the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (“the Regulations”) and such other applicable laws (including any statutory modification(s) or re-enactment of the Act or the Regulations, for the time being in force) and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed by the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any committees thereof, including the Nomination and Remuneration Committee to exercise its powers, including the powers conferred by this resolution), consent of the members of the Company be and is hereby accorded to the Board to offer, issue, and allot 75,000 (Seventy five thousand) equity shares of face value of Rs. 10 each under Caplin Point Employee Stock Option Plan 2015 (the “Plan”) to or to the benefit of employees who are in permanent employment of the subsidiaries, present or future of Caplin Point Laboratories Limited, whether working in India or out of India, as may from time to time be allowed to be eligible for the benefit under the provisions of applicable laws and Regulations prevailing from time to time (all such persons are hereinafter collectively referred to as “Employees”) in one or more tranches on such terms and conditions as may be fixed or determined by the Nomination and Remuneration Committee in accordance with the provisions of the law or Regulations issued by the relevant authority.

RESOLVED FURTHER THAT the Board be and is hereby authorized to make any modification(s), change(s), variation(s), alteration(s) or revision(s) in the terms and conditions of the Plan from time to time including, but not limited to, amendment(s) with respect to vesting period and schedule, exercise price, exercise period, eligibility criteria or to suspend, withdraw, terminate or revise the Plan.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division of the Company and others, the Board / Nomination and Remuneration Committee is authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion

and as permitted under applicable laws, so as to ensure that fair and equitable benefits under the Scheme are passed on to the Employees.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of the Securities allotted under the Plan on the Stock Exchanges as per the provisions of the Listing Agreements with the Stock Exchanges concerned, the Guidelines and other applicable laws and regulations.

RESOLVED FURTHER THAT in case the Equity Shares of the Company are either sub-divided or consolidated, then the number of Shares to be allotted and the exercise price payable by the Option grantees under the Plan shall automatically stand reduced or augmented, as the case may be, in the same proportion as the present face value of Rs. 10 per Equity Share shall bear to the revised face value of the Equity Shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said allottees.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot equity shares upon exercise of Options from time to time in accordance with the Scheme and such equity shares shall rank pari passu in all respects with the existing equity shares of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to any creation, offer, issue, allotment of securities, the Board be and is hereby authorized on behalf of the Company to evolve, decide upon and bring in to effect the Scheme and make any modifications, changes, variations, alterations or revisions in the said Scheme from time to time in its sole discretion in conformity with the provisions of the Act, the Memorandum and Articles of Association of the Company and any other applicable laws or to suspend, withdraw or revive the Scheme from time to time as may be specified by any statutory authority and to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit or necessary or desirable for such purpose and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any powers conferred herein to Nomination and Remuneration Committee or such other Committee, with power to further delegate to any Executives/ Officers of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings etc., as may be necessary in this regard”.

FOR AND ON BEHALF OF THE BOARD

**C C PAARTHIPAN
CHAIRMAN**

REGISTERED OFFICE:

“Narbavi “No. 3 Lakshmanan Street
T Nagar, Chennai – 600 017
CIN: L24231TN1990PLC019053
Date : August 20, 2015

NOTES:

1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company. Proxy form, in order to be effective, must be deposited at the Registered Office of the Company not less than forty eight hours before the time fixed for holding the meeting.

A person can act as Proxy on behalf of members not exceeding fifty and holding not more than ten percent of the total share capital of the Company carrying voting rights. 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 member.

2. The statement pursuant to Section 102(1) of the Companies Act, 2013 setting out material facts regarding the items of special businesses specified above is annexed hereto.
3. Members/proxies are requested to bring duly-filled attendance slip along with their copy of Annual Report to the Meeting. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
4. The Register of Members and Share Transfer Books of the Company will be closed from October 31, 2015 to November 05, 2015 for the purpose of Annual General Meeting and Dividend.
5. The Dividend as recommended by the Board of Directors, if declared at the meeting, will be paid on or before December 04, 2015 to those members, whose names appear in the Register of Members on October 30, 2015; in respect of the shares held in dematerialized form, the dividend will be paid to the members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date.
6. Members holding shares in physical forms are requested to notify and change in their address to the Company / Share Transfer Agents quoting Register Folio number. Members holding shares in electronic form are requested to intimate any change in their address or bank mandates to their respective Depository Participants. Members are encouraged to utilize the Electronic Clearing System (ECS) for receiving dividends.
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Karvy Computer shares Private Limited.
8. Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company as permitted under Section 72 of the Companies Act, 2013 read with Rules made there under are requested to

send the prescribed Form SH.13 to M/s. Karvy Computershare Private Ltd. The Form SH.13 for the purpose would be available for download on the Company's website www.caplinpoint.net under the section 'Investor'.

9. Electronic copy of the Notice of the 24th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participant(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 Notice of the 24th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
10. Members are requested to fill up the ECS mandate form provided with this report and submit to the Company's Share Transfer Agents (Physical and Electronic) M/s Karvy Computershare Private Ltd at the following address: M/s Karvy Computershare Private Ltd, UNIT: Caplin Point Laboratories Limited, "Karvy Selenium Tower B" Plot No.31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032 E-mail: einward.ris@karvy.com. URL: www.karvycomputershare.com. All communications relating to shares may be addressed to the Company's Share Transfer Agents (Physical and Electronic) at their communication address mentioned herein.
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 AGM.
12. Corporate Members / FIIs / Financial Institutions intending to send their authorised representatives to attend the Annual General Meeting are requested to send a duly certified copy of the Board resolution / such other documents authorizing their representatives to attend and vote at the Annual General Meeting well in advance.
13. Members wishing to claim dividends, which remain unclaimed, are requested to correspond with Company Secretary at the Company's Registered Office or the Registrar and Share Transfer Agents, M/s Karvy Computershare Private Limited. Members are requested to note that dividends not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 205A of the Companies Act, 1956 (corresponding Section 124 of the Companies Act, 2013, if applicable), be transferred to the Investor Education and Protection Fund.
14. As per the green initiative taken by the Ministry of Corporate Affairs, the shareholders are advised to register their e-mail address with the Company in respect of shares held in physical form and with the concerned Depository Participant in respect of shares held in electronic form to enable the Company to serve documents in electronic form.

15. Members who have not registered their e-mail address with the Company can now register the same by submitting a duly filled in 'E-Communication Registration Form', available on the website of the Company www.caplinpoint.net, to M/s. Karvy Computershare Private Limited. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.
16. The Company has appointed Mr.G. Ramachandran, M/s. G Ramachandran & Associates, Practicing Company Secretaries as the scrutinizer for conducting the e-voting/Ballot process in a fair and transparent manner
17. Brief resume, details of shareholding and Directors inter-se relationship of Directors seeking election/re-election as required under Clause 49 of the Listing Agreement entered into with Stock Exchanges, are provided as Annexure to this Notice

18. Voting through Electronic means:

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, read with the revised Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote at the Twenty Fourth Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by M/s. Karvy Computershare Private Limited (KCPL).

The instructions for e-voting are as under:

- a) To use the following URL for e-voting: <https://evoting.karvy.com>
- b) Enter the login credentials i.e., user id and password mentioned on the E-Mail or in the attendance slip. Your Folio No/DP ID/Client ID will be your user ID.

User –ID	For Shareholder(S)/ Beneficial Owner(S) Holding Shares In Demat Form:- a) For NSDL:- 8 Characters DP ID Followed By 8 Digits Client ID b) For CDSL:- 16 Digits Beneficiary ID For Members holding shares in Physical Form:- event no followed by • Folio Number registered with the company
Password	Your Unique password is printed on the AGM Attendance Slip / sent via email forwarded through the electronic notice.
Captcha	Enter the Verification code for Security reasons i.e., please enter the alphabets and numbers in the exact way as they are displayed.

- c) After entering the details appropriately, click on LOGIN.

- d) You will reach the Password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character(@, #, \$, etc). Kindly note that this password can be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for E-Voting through Karvy Computershare Pvt Ltd e-voting platform. The system will prompt you to change your password and update any contact details like mobile, email etc. on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- e) You need to login again with the new credentials.

On successful login, the system will prompt you to select the EVENT i.e., Caplin Point Laboratories Limited.

- f) If you are holding shares in Demat form and had logged on to <https://evoting.karvy.com> and casted your vote earlier for any other company, then your existing login id and password are to be used.
- g) On the voting page, you will see Resolution Description and against the same the option 'FOR/AGAINST/ABSTAIN' for voting .Enter the number of shares under 'FOR/AGAINST/ABSTAIN' or alternatively you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding. If you do not want to cast a vote, you may select 'ABSTAIN'.
- h) Shareholders holding multiple folios / demat account shall choose the voting process separately for each folios / demat account.
- i) After selecting the resolution if you have decided to cast vote on the same, click on "SUBMIT" and a confirmation box will be displayed .If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote. Once you confirm, you will not be allowed to modify your vote.
- j) Corporate/Institutional Members (corporate /FIs/FIIs/Trust/Mutual Funds/ Banks, etc) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution to the Scrutinizer through e-mail:- ramgcs@gmail.com with copy to evoting@karvy.com. The file scanned image/pdf file of the Board Resolution should be in the naming format "Corporate Name_Event No."
- k) Once you have cast your vote on a resolution you will not be allowed to modify it subsequently.
- l) The Portal will remain open for voting from: 10.00 a.m. on November 02, 2015 to 5.00 p.m. on November 04, 2015 (both days inclusive).

m) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <https://evoting.karvy.com> or contact Mr. Varghese P A, of Karvy Computershare Pvt Ltd at 040 67161500 or at 1800 345 4001 (toll free).

n) The results of e-voting will be announced by the Company in its website and will also be informed to the stock exchanges.

Please contact toll free No. 1-800-34-54-001 for any further clarifications.

The scrutinizer after scrutinizing the votes cast at the Meeting and through remote E-Voting, make consolidated Scrutinizer's Report and submit the same

forthwith or not later than two days of conclusion of the meeting to the Chairman of the Company or a person authorised by him in writing, who shall counter sign the same.

The Results along with the Scrutinizers Report shall be hosted on the website of the Company (www.caplinpoint.net) and on the website of Karvy (<https://evoting.karvy.com>). The Results shall simultaneously be intimated to BSE Limited and National Stock Exchange of India Limited.

Kindly note that once you have cast your vote you cannot modify or vote on poll at the Annual General Meeting. However, you can attend the meeting and participate in the discussions, if any.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

ITEM NO. 6

The Board of Directors of the Company in its meeting held on February 04, 2015 approved the appointment of Mr M Jayapal as a Whole-time Director for a period of one year with effect from March 28, 2015 as recommended by the Nomination and remuneration committee. The terms of contract of services are set out in the Resolution.

The terms and conditions of appointment may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

The Board recommends the resolution for the approval of Members.

Except Mr M Jayapal, none of the Directors, Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in the Resolution

ITEM NO.7

The Board of Directors of the Company in its meeting held on February 04, 2015 have extended the terms of appointment and re-appointed Mr D P Mishra as a Whole-time Director for a period of one year with effect from May 01, 2015 as recommended by the Nomination and remuneration committee. The terms of contract of services are set out in the Resolution.

The terms and conditions of appointment may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

The Board recommends the resolution for the approval of Members.

Except Mr D P Mishra, none of the Directors, Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in the Resolution

ITEM NO.8

The Shareholder will recall the appointment of Dr Sridhar Ganesan as a Whole-time Director of the Company with effect from August 25, 2014 for a period of three years at the Annual General Meeting held on December 18, 2014. Considering his roles and responsibilities, it was proposed to appoint him as Managing Director with effect from March 28, 2015 on the same terms and conditions for a period upto August 25, 2017, ie; three years from the date of appointment as Whole Time Director (i.e. August 25, 2014). As recommended by the Nomination and Remuneration Committee, the Board of Directors at its meeting held on February 04, 2015, approved the appointment of Dr Sridhar Ganesan as Managing Director for a period of Three years (i.e) upto August 24, 2017.

The terms and conditions of appointment may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

The Board recommends the resolution for the approval of Members.

Except Dr Sridhar Ganesan, none of the Directors, Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in the Resolution.

ITEM NO.9

Pursuant to the provisions of sections 149 and 160 of the Companies Act, 2013 read with Listing Agreement entered into with the Stock Exchanges and as recommended by the Nomination and Remuneration Committee of the Board of Directors, the Board of Directors of the Company at their meeting held on February 04, 2015 has appointed,

Dr K Nirmala Prasad as an additional Director. She is categorized as an Independent Director effective from February 04, 2015 subject to the approval of the shareholders. The Company has received a notice from a member signifying the candidature of Dr K Nirmala Prasad to the office of Independent Director of the Company under Section 160 of the Companies Act, 2013 along with a deposit of requisite amount under Section 160 of the Companies Act, 2013.

In the opinion of the Board of Directors Dr K Nirmala Prasad fulfills the conditions specified in the Companies Act, 2013 and Rules made there under for her appointment as Independent Director and she is independent of the management. The Board is of the opinion that her association with the Company would be of immense value and benefit. The Board is of the opinion that her association with the Company would be of immense value and benefit to the Company.

The Board recommends the resolution for the approval of Members.

Except Dr K Nirmala Prasad, none of the Directors, Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in the Resolution.

ITEM NO.10

Pursuant to the provisions of sections 149 and 160 of the Companies Act, 2013 read with Listing Agreement entered into with the Stock Exchanges and as recommended by the Nomination and Remuneration Committee of the Board of Directors, the Board of Directors of the Company at their meeting held on May 12,2015 has appointed, Mr R Viswanathan as an Additional Director. He is Categorized as an Independent Director effective from May 12,2015 subject to the approval of the shareholders. The Company has received a notice from a member signifying the candidature of Mr R Viswanathan to the office of Independent Director of the Company under Section 160 of the Companies Act,2013 along with a deposit of requisite amount under Section 160 of the Companies Act, 2013.

In the opinion of the Board of Directors, Mr R Viswanathan fulfills the conditions specified in the Companies Act, 2013 and Rules made thereunder for his appointment as an Independent Director and he is independent of the management. The Board is of the opinion that his association with the Company would be of immense value and benefit of the Company.

The Board recommends the resolution for the approval of Members.

Except , Mr R Viswanathan, none of the Directors, Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in the Resolution

ITEM NO.11 & 12

Human resources are key to the growth of any successful organization and it is necessary for an organization to adopt effective measures to attract, retain and reward talent. To achieve this purpose, it is proposed to roll out an Employee Stock Option scheme to eligible employees of the Company. The main objective will be to retain and reward loyal employees by providing opportunity to key employees to participate in the growth of the Company through owning equity shares.

In view of the above, the Board has proposed to formulate Caplin Point Employee Stock Option Plan 2015 (the "Plan") in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ("the Regulations") under which the maximum number of equity shares of the Company that could be created, offered, issued and allotted under the Plan should not exceed 75,000 equity shares of Rs. 10/- each of the Company, as on the date(s) of the grant of option(s) under the Plan. The Board has accordingly decided to seek the approval of the Members for the same.

Disclosure in terms of Regulation 6 (2) of the SEBI (Share Based Employee Benefits) Regulations, 2014 as notified by SEBI vide Circular CIR/CFD/POLICY CELL/2015 dated June 16, 2015 are as under:

a	Brief description of the scheme;	Caplin Point Employee Stock Option Plan 2015.
b	the total number of options to be granted;	75,000 (Seventy Five thousand)
c	identification of classes of employees entitled to participate and be beneficiaries in the scheme	<p>(i) a permanent employee of the company who has been working in India or outside India; or</p> <p>(ii) a director of the company, whether a whole time director or not but excluding an independent director and a promoter director ; or</p> <p>(iii) an employee as defined in clauses (i) or (ii) of a subsidiary, in India or outside India, or of a holding company of the company or of an associate company but does not include</p> <p>(a) an employee who is a promoter or a person belonging to the promoter group; or</p> <p>(b) a director who either himself or through his relative or through any body corporate directly or indirectly, holds more than ten percent of the outstanding equity shares of the company:</p>

d	requirements of vesting and period of vesting	<p>The Options granted shall vest so long as an employee continues to be in the employment of the Company or the Subsidiary Company as the case may be.</p> <p>The options granted under the Scheme shall vest in 3 equal tranches commencing from completion of 5th year from the date of grant of options, unless otherwise specified by the Nomination and Remuneration Committee. In any event, the vesting period shall not be less than 1 year and not more than 8 years from the date of grant of options. Vesting may happen in one or more tranches. The Vesting schedule as decided will be stipulated in the Option letter to be issued to individual employees.</p>
e	maximum period (subject to regulation 18(1) and 24(1) of the regulations, as the case may be) within which the options shall be vested	The maximum period within which the options shall be vested would be 8 years from the date of grant.
f	exercise price or pricing formula	The Options granted to the Employees under this Plan shall carry an Exercise Price, which shall be at a discount to the Market Price as may be determined by the Board. However the Exercise Price shall not be less than the par value of the Equity Shares of the Company
g	exercise period and process of exercise	<p>The exercise period shall be a period commencing from the date of completion of vesting and shall continue upto completion of 2 years from the date of respective vesting.</p> <p>The options would be exercisable by submitting the requisite application form / exercise notice to the Company as the Company may prescribe, subject to conditions for payment of Exercise Price in the manner prescribed by the Board / Committee. The Board / Committee may grant an extension upon a specific request made by the employee concerned to this effect. All the participants in the Scheme shall deliver a written notice of exercise, in the prescribed form, to the Nomination and Remuneration Committee on or before the expiry of the exercise period.</p>
h	the appraisal process for determining the eligibility of employees for the scheme	<p>The appraisal process shall include evaluation of an employee based on one or more criteria for determining eligibility of the employees to be granted options, including but not limited to the following:</p> <ul style="list-style-type: none"> i Work related or academic performance of the employee ii Length of service iii Potential of the employee to contribute to the Company's / Subsidiary's performance iv Position held v The extent of contribution made by the employee towards business results, achievement of medium to long term performance plans, processes, and customer satisfaction or employee satisfaction. vi High market value /difficulty in replacement. vii High risk of losing the employee to competition.
i	maximum number of options to be issued per employee and in aggregate	The maximum number of options granted to any one employee will be 20,000 options and 75,000 options in aggregate to all eligible employees under this scheme.
j	maximum quantum of benefits to be provided per employee under the scheme(s);	The maximum number of options granted to any one employee will be 20,000 options
k	whether the scheme(s) is to be implemented and administered directly by the company or through a trust	Scheme to be implemented and administered directly by the Company
l	whether the scheme(s) involves new issue of shares by the company or secondary acquisition by the trust or both	The scheme involves new issue of shares of the Company

m	the amount of loan to be provided for implementation of the scheme(s) by the company to the trust, its tenure, utilization, repayment terms, etc	Not applicable
n	maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the scheme(s);	Not applicable
o	Conformation with accounting policies	The Company shall conform to the Accounting Policies specified under the Regulations.
P	the method which the company shall use to value its options or SARs;	The company shall follow the intrinsic value method to value the options. Since the Company will be opting to expense share based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share (EPS) of the Company shall be disclosed in the Directors' report.

The equity shares allotted pursuant to the exercise of the Options shall be listed on the Stock Exchanges where the Company's Equity Shares are listed and necessary applications will be made to those Stock Exchange(s) in this behalf.

In terms of Regulation 6(1) of the Regulations, any Employees Stock Option Scheme must be approved by way of a special resolution. Further as the Scheme will entail further shares to be offered to persons other than existing members of the Company, consent of the Members is required for issue of the equity shares and / or instruments entitling the holder to subscribe to or purchase equity shares, in terms of the provisions of Section 62(1)(b) of the Companies Act, 2013.

Regulation 6(3)(c) of the Regulations requires that a separate resolution is required to be passed if the benefits of the Scheme are to be extended to eligible employees of the subsidiary companies.

Accordingly the resolution set out at item no. 11& 12 is being placed for approval of the members.

The options to be granted / shares to be issued under the Scheme shall not be treated as an offer or invitation made to public for subscription in the securities of the Company.

None of the Directors or Key Managerial Personnel of the Company is, in any way, concerned or interested in the resolutions, except to the extent of their shareholding in the Company or the options, which may be granted to them pursuant to the Plan.

The Board accordingly recommends the resolutions as set out in Item no. 11 and 12 of the Notice for approval of members.

FOR AND ON BEHALF OF THE BOARD

C C PAARTHIPAN
CHAIRMAN

REGISTERED OFFICE:

"Narbavi "No. 3 Lakshmanan Street
T Nagar, Chennai – 600 017
Date : August 20, 2015

Annexure to Notice

Details of Directors seeking appointment and re-appointment at the forthcoming Annual General Meeting (in pursuance of Clause 49 of the Listing Agreement)

Name of the Director	MR M JAYAPAL	MR D P MISHRA	MR R VISWANATHAN	DR K NIRMALA PRASAD	DR SRIDHAR GANESAN
DIN	01869677	02032818	07173713	07088120	06819029
Date of birth	04.08.1951	13.12.1955	10.05.1952	10.06.1948	23.03.1955
Date of Appointment on the Board	28.03.2005	31.01.2008	12.05.2015	04.02.2015	25.08.2014
Qualifications	Graduate	Post Graduate	Post Graduate	Doctorate in Commerce	M.S in Pharmaceuticals and Doctorate in Homeopathic Medicines
Expertise in Specific Functional Area	Mr M Jayapal has about three decades rich experience in Marketing and business development and also poses specific interest in Relationship management.	Mr D P Mishra has about three decades rich and in-depth experience in the pharma Industry	Providing Direction and counsel for the Management in identifying and exploring business opportunities in Latin American Countries	Expertise in the area of Commerce and Management.	Dr Sridhar Ganesan has more than 35 years of experience in the Pharma Industry. Effective leadership skills for setting higher goals & Objectives for the Company and standards and driving the team to achieve the Goals and keen focus on developing new products.
Number of Shares held in the Company	NIL	1,92,000	NIL	NIL	NIL
List of the Directorship or other position held in other Companies/Firms	NIL	Argus Salud Pharma LLP	NIL	NIL	NIL
chairman/ member in the committees of the boards of companies in which he is Director*	Chairman: Nil Member :Nil	Chairman: Nil Member :Nil	Chairman: Nil Member :Nil	Chairman: Nil Member :Nil	Chairman: Nil Member :Nil
Relationships, if any, with other Directors and KMP	None	None	None	None	None

* The Membership of the Committees does not Include Caplin Point Laboratories Limited

CAPLIN POINT LABORATORIES LIMITED

CIN:- L24231TN1990PLC019053

Registered Office:- "Narbavi", No.3, Lakshmanan Street, T.Nagar, Chennai – 600 017.

Ph:- 044-28156653, 28156905, Fax:- 044-28154952

E-Mail:- info@caplinpoint.net, Website:-www.caplinpoint.net

Form MGT-11

PROXY FORM

(Pursuant to Section 105 (6) of the Companies Act, 2013 and Rules 19(3) of the Companies (Management and Administration) Rules, 2014

Name of the Member(s):

Registered Folio No / DP ID No / Client ID No.*:

(*applicable to Investors holding shares in dematerialised form)

Registered Address:

Email ID:

I/ We, being a member/s of CAPLIN POINT LABORATORIES LIMITED, holding _____ shares of the above named Company, hereby appoint

1. Name : Address :
Email Id : Signature : or failing him / her
2. Name : Address :
Email Id : Signature : or failing him / her
3. Name : Address :
Email Id : Signature :

As my / our proxy to attend and vote (on a poll) for me/us on my/our behalf at the Twenty Fourth Annual General Meeting of the Company to be held on Thursday, the November 05, 2015 at 10.30 a.m. at Thyaga Brahma Gana Sabha "VANI MAHAL" No. 103, G.N. Road, T. Nagar, Chennai – 600 017 and at any adjournment thereof.

Signed this _____ day of _____ 2015.

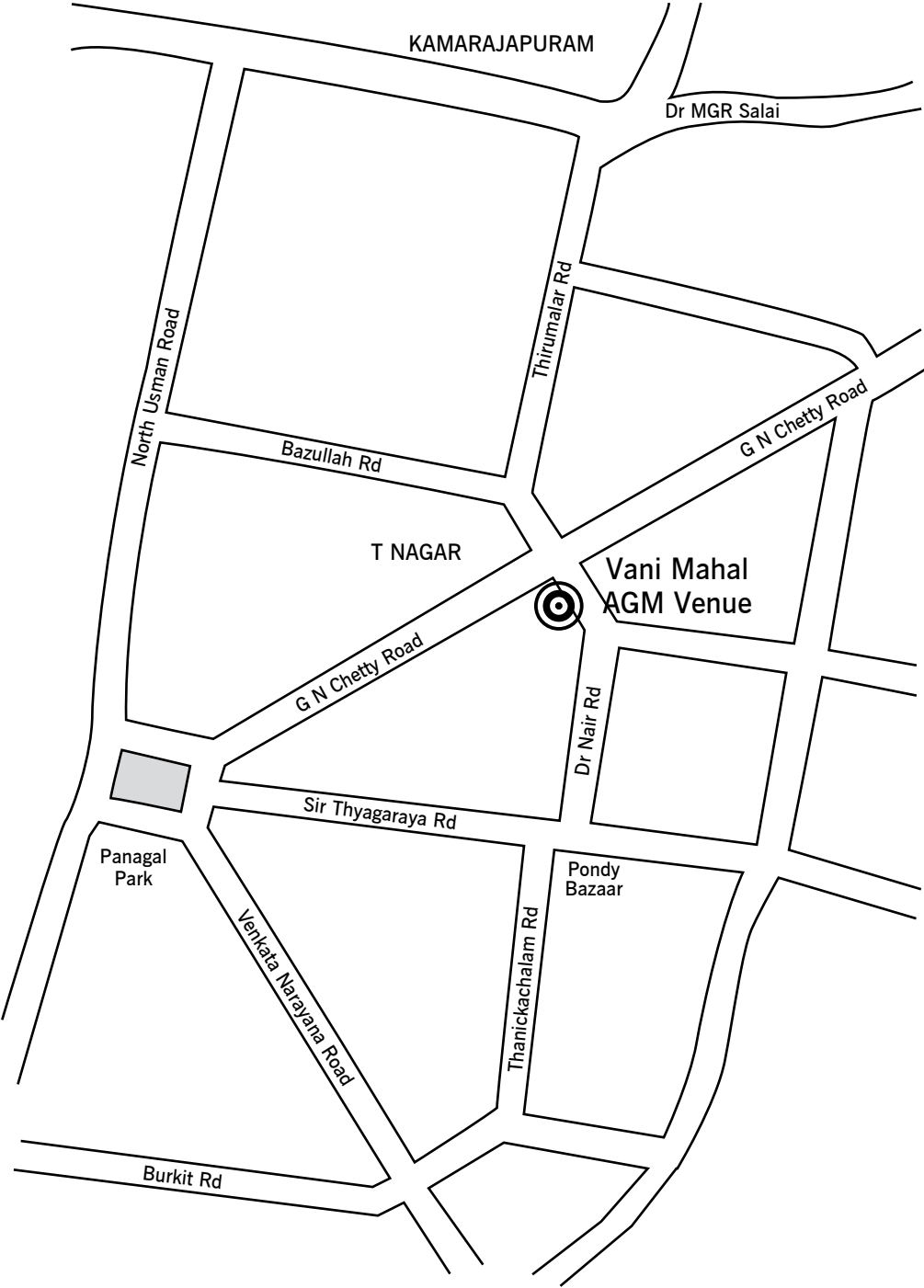
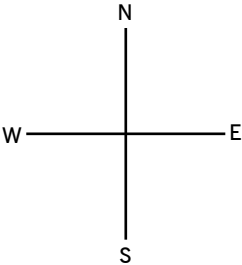
**Affix
Re. 1/-
Revenue
Stamp**

Signature of the Proxy holder(s)

Signature of the shareholder

Note : 1. This form duly in order to be effective should be completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

AGM HALL ROUTE MAP



CAPLIN POINT LABORATORIES LIMITED

CIN:- L24231TN1990PLC019053

Registered Office:- "Narbavi", No.3, Lakshmanan Street, T.Nagar, Chennai – 600 017.

Ph:- 044-28156653, 28156905, Fax:- 044-28154952

E-Mail:- info@caplinpoint.net, Website:-www.caplinpoint.net

FORM FOR ECS MANDATE

To
M/S. KARVY COMPUTERSHARE PVT LTD.
Unit: CAPLIN POINT LABORATORIES LIMITED
"Karvy Selenium"
Tower B, Plot number 31 & 32
Financial District, Gachibowli
Hyderabad - 500 032

Dear Sirs,

Sub. : Payment of Dividend through ECS (ECS Mandate Form) – Caplin Point Laboratories Ltd

I/We hereby give my/our mandate to credit my/our Dividend on the shares held by me/us under the undermentioned Folio number directly to my/our Bank Account through Electronic Clearing Service (ECS). The details of the Bank Account are given below:

1	Name of 1st Registered holder (in Block Letters)								
2	Folio / DP ID / Client ID								
3	Name of the Bank								
4	Name of the Branch								
5	Account No. (as appearing on the cheque book)								
6	Account Type (Savings / Current / Cash / Credit)								
7	9-Digit Code Number of the Bank and Branch appearing on the MICR cheque issued by the Bank.								
[Please attach a photocopy of a cheque for verifying the accuracy of the MICR code no.]									

Date: _____

Signature of shareholder
[Sole / First]

Corporate information

Board of Directors

Mr. C. C. Paarhipan, *Chairman*
Dr. Sridhar Ganesan, *Managing Director*
Mr. D. P. Mishra, *Whole Time Director*
Mr. M Jayapal, *Whole Time Director*

Independent Directors

Mr. P. T. Baby Thomas
Mr. V. Thirumalai
Dr. R Ravichandran
Dr. K C John
Dr. K Nirmala Prasad (w.e.f 04.02.2015)
Mr. R Viswanathan (w.e.f 12.05.2015)
Mr. Venkat Radhakrishnan (upto 12.05.2015)

Chief Financial Officer

Mr. Harihara Ponnambalam P

Company Secretary

Mr. Vinod Kumar S

Statutory Auditors

M/s. CNGSN & Associates LLP
Chartered Accountants,
Swathi Court, Flat C & D, No.22,
Vijayaraghava Road, T. Nagar,
Chennai – 600 017.

Bankers

The Catholic Syrian Bank Ltd
No. 826, Tarapore Towers, Mount Road
Chennai 600 002.

Registered & Corporate Office

'NARBAVI',
No.3, Lakshmanan Street,
T Nagar, Chennai - 600 017
Ph No: 044 – 28156653, 28156905
Fax No: 044 – 28154952

Factories

Unit I
85/3, Suthukeny Village,
Mannadipet Commune Panchayat,
Puducherry - 605 502
Unit III
Khasra No.435, Village Suraj Majra,
N.H.21, Baddi, Tehsil Nalagarh,
Dist.Solan, Himachal Pradesh 173 205.

Unit IV
Guruvarajakandigai Village,
Sirupuzhalpettai (Post), Gummidipoondi Taluk,
Tamilnadu - 601 201.

Research & Development

Unit II
No.19, Chinnapuliyur Village,
Sirupuzhalpettai (Post), Gummidipoondi Taluk,
Tamilnadu - 601 201.

Unit IV
Guruvarajakandigai Village,
Sirupuzhalpettai (Post), Gummidipoondi Taluk,
Tamilnadu - 601 201.

Subsidiary

Argus Salud Pharma LLP
Khasra No.380, Village Suraj Majra,
N.H.21, Baddi, Tehsil Nalagarh,
Dist.Solan, Himachal Pradesh 173 205

Registrar & Transfer Agents

M/s Karvy Computershare Private Limited
Karvy Selenium Tower B, Plot 31-32,
Gachibowli, Financial District,
Nanakramguda, Hyderabad - 500 032.

Website, Email ID

www.caplinpoint.net; info@caplinpoint.net;
investor@caplinpoint.net

E-voting service provider website

M/s. Karvy Computershare Private Limited
<https://evoting.karvy.com>

Corporate Identification Number(CIN)

L24231TN1990PLC019053

Disclaimer

In this annual report we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report may contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion on future performance.

We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievement of results is subject to risks, uncertainties and estimates taken as assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.

The financials presented in this document are consolidated across subsidiaries and present a complete picture of the company's financials.



CAPLIN POINT
LABORATORIES LTD.

Corporate Office:

"NARBAVI", No. 3, Lakshmanan Street,
T. Nagar, Chennai – 600 017, Tamil Nadu, India
Phone: +91 44 2815 6653, 2815 6905