



Panacea Biotec

Innovation in support of life

30th May, 2014

The Manager, Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051

Fax No.:022-26598237 / 38

NSE Symbol : PANACEABIO

BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Fax No.:022-22721919, 3121

BSE Scrip Code: 531349

- Reg.: i. **Audited Financial Results for the year ended 31st March, 2014**
ii. **Passing over of Dividend for the financial year 2013-14**

Dear Sir,

This is to inform you that the Board of Directors of the Company has, at its meeting held today, i.e. 30th May, 2014, inter-alia, considered the following items:

- 1) Approved the Audited Financial Results for the year ended 31st March, 2014. The same were also reviewed and considered by the Audit Committee of the Board of Directors in its meeting held on 29th May, 2014.
- 2) In view of non-availability of profits, no dividend has been recommended on the Equity Shares of the Company for the financial year ended 31st March, 2014.

A copy of the Statement of Audited Financial Results for the year ended 31st March, 2014, approved by the Board pursuant to Clause 41 of the Listing Agreement is enclosed for your reference and record. The same has also been sent for publication as per the requirements of Listing Agreement.

Please also find enclosed the Auditor's Report on Quarterly Financial Results and year to date results received from M/s S.R. Batliboi & Co. LLP, Chartered Accountants, the Statutory Auditors of the Company.

This is for your kind information and record please. Kindly acknowledge the receipt.

Thanking you,

Yours truly,

for Panacea Biotec Ltd.

Vinod Goel

G.M. Legal & Company Secretary

Encl. : As above.

1. Corporate Relationship Department
The Stock Exchange, Mumbai,
1st Floor, New Trading Ring,
Rotundu Building, P J Towers,
Dalal Street, Fort, Mumbai – 400 001
Fax No.22722037/39/41/61/3121/3719

Panacea Biotec Ltd.

Email: vinodgoel@panaceabiotec.com

Phone: D.I.D. +91-11-4167 9015

Fax: +91-11-4167 9075

**Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company
Pursuant to the Clause 41 of the Listing Agreement**

To
**Board of Directors of
Panacea Biotec Limited,**

1. We have audited the quarterly financial results of Panacea Biotec Limited for the quarter ended March 31, 2014 and the financial results for the year ended March 31, 2014, attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. The quarterly financial results are the derived figures between the audited figures in respect of the year ended March 31, 2014 and the published year-to-date figures up to December 31, 2013, being the date of the end of the third quarter of the current financial year, which were subject to limited review. The financial results for the quarter ended March 31, 2014 have been prepared on the basis of the financial results for the nine-month period ended December 31, 2013, the audited annual financial statements as at and for the year ended March 31, 2014, and the relevant requirements of Clause 41 of the Listing Agreement and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these financial results based on our review of the financial results for the nine-month period ended December 31, 2013 which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, notified under the Companies Act, 1956 read with General Circular 8/2014 dated April, 4 2014 issued by the Ministry of Corporate Affairs and other accounting principles generally accepted in India; our audit of the annual financial statements as at and for the year ended March 31, 2014; and the relevant requirements of Clause 41 of the Listing Agreement.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. Without qualifying our opinion, we draw attention to:
 - a) Note 9 to the accompanying audited financial results regarding the managerial remuneration of Rs. 37.5 million and Rs. 37.2 million for the financial year ending March 31, 2014 and March 31, 2013, which is in excess of the limits specified by the relevant provisions of the Companies Act, 1956, by Rs. 13.5 million and by Rs. 13.2 million on account of losses incurred during the current year and previous year respectively.
 - b) Note 10 to the accompanying audited financial results which indicates that the Company has incurred losses of Rs. 4.2 million (Previous year Rs. 2,301.3 million) (including exceptional income of Rs. 2,970.2 million (Previous year Rs. 173.1 million)) during the year ended March 31, 2014 and as of that date, the Company has net current liabilities of Rs. 5,410.1 million (Previous year Rs. 1,810.9 million). These conditions, along with other matters as set forth in Note 10 indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.



S.R. BATLIBOI & CO. LLP

Chartered Accountants

4. In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:
 - i. are presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and
 - ii. give a true and fair view of the net loss and other financial information for the quarter ended March 31, 2014 and for the year ended March 31, 2014.
5. Further, read with paragraph 1 above, we report that the figures for the quarter ended March 31, 2014 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2014 and the published year-to-date figures up to December 31, 2013, being the date of the end of the third quarter of the current financial year, which were subjected to a limited review as stated in paragraph 1 above, as required under Clause 41(I)(d) of the Listing Agreement.
6. Further, read with paragraph 1 above, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the company in terms of clause 35 of the Listing Agreement and found the same to be correct.

For S.R. Batliboi & Co. LLP
Chartered Accountants
Firm registration no.: 301003E


per Rajiv Goyal
Partner
Membership No.: 94549



Place: Gurgaon
Date : May 30, 2014