

RAYMED LABS LIMITED

CIN: L24111UP1992PLC014240

30th ANNUAL REPORT 2021-22

2012

2014

2016

2018

2020

20

Date (UTC Time)



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REFERENCE INFORMATION

BOARD OF DIRECTORS

Mr. Ajai Goyal	Whole Time Director
Mrs. Nisha Goyal	Non-Executive Director
Mr. Harsh Prabhakar	Independent Director
Mrs. Poonam Sharma	Independent Director (Appointed w.e.f. 12.08.2021 and regularized w.e.f. 25.09.2021)

KEY MANAGERIAL PERSONNEL

Mr. Ajai Goyal	Whole Time Director
Mrs. Nisha Goyal	Chief Financial Officer (Resigned w.e.f.11.08.2021)
Mr. Akbar Mehtab	Company Secretary & Compliance Officer (Resigned w.e.f.21.04.2021)
Ms. Tina Sharma	Company Secretary & Compliance Officer (Appointed w.e.f.19.07.2021) & (Resigned w.e.f. 05.01.2022)
Ms. Priyanka Sisodia	Company Secretary & Compliance Officer (Appointed w.e.f. 22.03.2022)
Mr. Ajai Goyal	Chief Financial Officer (Appointed w.e.f. 08.08.2022)

AUDIT COMMITTEE

Mr. Harsh Prabhakar	Chairperson
Mrs. Nisha Goyal	Member
Mrs. Poonam Sharma	Member (Appointed w.e.f.12.08.2021)
Mr. Ajai Goyal	Member (Resigned w.e.f.12.08.2021)

NOMINATION & REMUNERATION COMMITTEE

Mr. Harsh Prabhakar	Chairperson
Mrs. Nisha Goyal	Member
Mrs. Poonam Sharma	Member (Appointed w.e.f.12.08.2021)
Mr. Ajai Goyal	Member (Resigned w.e.f.12.08.2021)

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Mr. Harsh Prabhakar	Chairperson
Mr. Ajai Goyal	Member
Mrs. Nisha Goyal	Member

SECRETARIAL AUDITOR

M/s. Ojha & Associates, Practicing Company Secretary

STATUTORY AUDITOR

M/s. A. Kay Mehra & Co., Chartered Accountants

REGISTRAR & SHARE TRANSFER AGENT

Beetal Financial and Computer Services Private Limited
BEETAL HOUSE 3rd Floor, 99, Madangir Village,
Behind Local Shopping Center, New Delhi – 110062

CIN

L24111UP1992PLC014240

REGISTERED OFFICE

103 Emperor 1, Supertech Emerald Court
Sector - 93A, Gautam Buddha Nagar,
Noida, Uttar Pradesh - 201304

BANKERS

Indian Overseas Bank,
Chakrota Road, Saharanpur - 247001

SHARES LISTED AT

BSE Limited

E-MAIL

raymedlabs@rediffmail.com

WEBSITE

www.raymedlabs.com

NOTICE OF 30th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 30th Annual General Meeting of the members of the Company will be held on **Friday, on 23rd September, 2022 at 12:00 P.M.** through video conferencing(VC) or Other Audio Visual Means (OAVM)to transact the following business (es):-

ORDINARY BUSINESS:

1. To receive, consider and adopt the standalone financial statements of the Company for the financial year ended on 31st March, 2022 including the audited Balance Sheet as at 31st March, 2022, Profit & Loss Statement for the financial year ended on that date together with the Reports of Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions**:

“**RESOLVED THAT** the audited standalone financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

2. To re-appoint Mrs. Nisha Goyal (DIN:02710946), who retires by rotation as Director and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Nisha Goyal (DIN:02710946), who retires by rotation at this meeting and being eligible, offers herself for Re-appointment, be and is hereby appointed as Non-Executive Director of the Company.”

**By order of the Board of Directors
For Raymed Labs Limited**

**Ajai Goyal
Whole Time Director
(DIN:02636418)**

Date: 27.08.2022

Place: Noida

Registered Office:

Raymed Labs Limited

CIN: **L24111UP1992PLC014240**

103 Emperor 1, Supertech Emerald Court, Sector 93A,

Noida, Gautam Buddha Nagar UP 201304

Phone: 0120-2426900

Email: raymedlabs@rediffmail.com

Website: www.raymedlab.com

NOTES:

1. The Ministry of Corporate Affairs (“MCA”) has, vide its Circular no.21/2021, dated December 14, 2021 read together with circular dated December 8, 2021, January 13, 2021, April 8, 2020, April 13, 2020 and May 5, 2020 (collectively referred to as “MCA Circulars”), permitted convening the Annual General Meeting (“AGM”) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), without the physical presence of the Members at a common venue. In accordance with the MCA circulars, provisions of the Companies Act, 2013 (“the Act”) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the AGM of the Company is being held through VC/ OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. The deemed venue for 30thAGM shall be the Registered Office of the Company situated at 103 Emperor 1, Supertech Emerald Court, Sector 93A Noida, UP 201304.

3. The Company has appointed **Beetal Financial & Computer Services Limited** as “Facilitator of VC/OAVM” to facilitate the conduct of AGM through VC/OAVM.
4. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, the facility of physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
5. Institutional/Corporate shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (pdf/jpg format) of its board or governing body’s resolution/authorization, etc., authorizing their representative to attend the AGM on its behalf and to vote through remote e-voting. The said resolution/authorization shall be sent to the scrutinizer by email through its registered email address to jainpandassociates@gmail.com with a copy marked to Company raymedlabs@rediffmail.com & helpdesk.evoting@cslindia.com
6. Brief details of the directors, who are eligible to be re-appointed in 30th AGM, are annexed hereto as per requirements of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per provisions of the Companies Act, 2013.
7. The facility of joining the AGM through VC/OAVM will be opened 15 minutes before and will be open upto 15 minutes after the scheduled start time of the e-AGM, i.e., from 11:45 A.M. to 12:15 P.M. and will be available for 1,000 members on a first come first-served basis. This rule would however not apply to participation of shareholders holding 2% or more shareholding, promoters, institutional investors, directors, key and senior managerial personnel, auditors, etc.
8. Institutional investors, who are members of the Company, are encouraged to attend and vote at the 30th AGM of the Company.
9. SEBI has mandated the submission of Permanent Account Number (PAN) by every person dealing in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or its RTA.
10. In terms of sections 101 and 136 of the Act, read with the rules made thereunder, the listed companies may send the notice of AGM and the annual report, including financial statements, boards’ report, etc. by electronic mode. Pursuant to the said provisions of the Act read with MCA Circulars, SEBI Circular dated 15 January 2021, Notice of 30th AGM along with the Annual Report for FY 2022 is being sent only through electronic mode to those members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report for FY 2022 will also be available on the Company’s website at www.raymedlab.com website of the stock exchanges i.e., BSE Limited at <https://www.bseindia.com>, and on the website of facilitator of VC/OAVM at <http://www.beetalfinancial.com>
11. To receive communications through electronic means, including Annual Reports and Notices, members are requested to kindly register/update their email address with their respective depository participant, where shares are held in electronic form. In case of shares held in physical form, members are advised to register their E-mail address & Mobile No. by writing to our RTA Beetal Financial and Computer Services Private Limited, Address: BEETAL HOUSE 3rd Floor, 99, Madangir Village, Behind Local Shopping Center, New Delhi – 110062, Ph: 011-29961281-28 Email Id: beetalrta@gmail.com
12. With a view to enable the Company to serve the members better, members who hold shares in identical names and in the same order of names in more than one folio’s are requested to write to the Company to consolidate their holdings in one folio.
13. SEBI vide its notification (SEBI/LADNRO/GN/2018/24) dated 8 June 2018 as amended on 30 November 2018 and notifications & Circulars issued thereafter, has stipulated that w.e.f. 01 April 2019, the transfer of

securities (except transmission or transposition of shares) shall not be processed, unless the securities are held in the dematerialized form. The Company has complied with the necessary requirements as applicable, including sending of letters to shareholders holding shares in physical form and requesting them to dematerialize their physical holdings.

14. Members who still hold share certificates in physical form are advised to dematerialize their shareholding to also avail of numerous benefits of dematerialization, which include easy liquidity, ease of trading and transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
15. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
16. The Company has been maintaining, inter alia, the following statutory registers at its registered office at 103 Emperor 1, Supertech Emerald Court, Sector 93A, Noida, Gautam Buddha Nagar UP 201304.
 - a) Register of contracts or arrangements in which directors are interested under section 189 of the Act.
 - b) Register of directors and key managerial personnel and their shareholding under section 170 of the Act.
17. In accordance with the MCA Circulars, the said registers will be made accessible for inspection through electronic/Physical mode and shall remain open and be accessible to any member during the continuance of the meeting.
18. The Register of Members and Share Transfer Books will remain closed from **(Saturday, September 17, 2022) to (Friday, September 23, 2022) (both days inclusive)**.
19. Pursuant to section 72 of the Act, members holding shares in physical form are advised to file nomination in the prescribed Form SH-13 (a copy of which is available on the Company's website at <https://www.raymedlab.com/wp-content/uploads/2020/10/SH-13-14-Nomination.pdf>) In respect of shares held in electronic/demat form, the members may please contact their respective depository participant.
20. Since the meeting will be conducted through VC/OAVM facility, the route map is not annexed to this Notice.
21. For more details on shareholders' matters, please refer to the section on 'General Shareholder Information', included in the Annual Report.
22. In case a person becomes a member of the Company after dispatch of AGM Notice, and is a member as on the cut-off date for e-voting, i.e., **September 16, 2022** such person may obtain the user id and password from by email request on evoting@cdsl.co.in
23. Alternatively, member may send signed copy of the request letter providing the email address, mobile number and self-attested PAN copy along with client master copy (in case of electronic folio)/copy of share certificate (in case of physical folio) via email to beetalrta@gmail.com for obtaining the Annual Report and Notice of AGM.
24. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
25. Instructions for remote e-voting and joining the e-AGM are as follows:

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

- i. The Board of Directors of the company has appointed **M/s. Jain P & Associates, Company Secretaries**, as Scrutinizer for conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.
- ii. The voting period begins on **<Tuesday, September 20, 2022 from 09:00 A.M>** and ends on **<Thursday, September 22, 2022 till 05:00 P.M.>**. During this period shareholders' of the Company, holding shares

either in physical form or in dematerialized form, as on the cut-off date (record date) of <Friday, September 16, 2022> may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- iii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iv. The shareholders should log on to the e-voting website www.evotingindia.com
- v. Click on “Shareholders” module.
- vi. Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL’s **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from **Login – Myeasi** using your login credentials. Once you successfully log-in to CDSL’s **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

- vii. Next enter the Image Verification as displayed and Click on Login.
- viii. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- ix. If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- x. After entering these details appropriately, click on “SUBMIT” tab.
- xi. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xiii. Click on the EVSN for the relevant Company Name <**RAYMED LABS LIMITED**> on which you choose to vote.

- xiv. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xv. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xvi. After selecting the resolution you have decided to vote on, click on “SUBMIT”. 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.
- xvii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xviii. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xix. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xx. Shareholders can also cast their vote using CDSL’s mobile app “m-Voting”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to raymedlabs@rediffmail.com (**Company Email id**) or helpdesk.evoting@cdslindia.com
2. For Demat shareholders- please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to raymedlabs@rediffmail.com (**Company Email id**) or helpdesk.evoting@cdslindia.com

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC ARE AS UNDER:

- Shareholder will be provided with a facility to attend the AGM through VC through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC will be available in shareholder/members login where the EVSN of Company will be displayed.
- Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **15 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

- The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

xxi. Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; raymedlabs@rediffmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

To address issues/grievances of shareholders relating to the ensuing AGM, including e-voting, the following official has been designated:

Name of Official	Ms. Priyanka Sisodia
Designation	Company Secretary& Compliance Officer
Address	103 Emperor 1, Supertech Emerald Court, Sector 93A, Noida Gautam Buddha Nagar UP 201304.
Contact	0120-2426900
E-mail	raymedlabs@rediffmail.com

PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD 2 ISSUED BY ICSI, INFORMATION ABOUT THE DIRECTOR PROPOSED TO BE REAPPOINTED IS FURNISHED BELOW:

Name	Mrs. Nisha Goyal
Director Identification Number (DIN)	02710946
Date of Birth	11.01.1958
Date of Appointment in the Board	13.07.2002
Qualification	Post Graduate
Nature of Expertise in specific functional areas	Finance and administration
Shareholding in the Company including shareholding as a beneficial owner	NIL
List of Directorship held in other companies	Gemini Traders (India) Private Limited
Names of Listed Entities in which the person holds membership of Committees of the Board	Member of Audit Committee, Nomination & Remuneration Committee and Stakeholder Relationship Committee: Raymed Labs Limited
Name of listed entities from which the person has resigned in the past three years	NIL
Relationship between Directors Inter-se	Wife of Mr. Ajai Goyal, Whole Time Director
Terms and conditions of appointment/re-appointment	Re-appointment as a Non-Executive, Non-Independent Director

BOARD'S REPORT

Dear Members,

Your Board of Directors are pleased to present the Companies 30th Annual Report and the Company's Audited Financial Statements for the financial year ended March 31, 2022.

1. FINANCIAL RESULTS

The Company's financial performance for the year ended March 31, 2022 is summarized below:

Amount (In Lacs)

PARTICULARS	Standalone	
	2021-22	2020-21
Income from Business Operations	-	-
Other Income	-	66.00
Total Income	-	66.00
Less: Expenditure except Depreciation	768.84	697.47
Profit/Loss before Depreciation and Tax	(768.84)	(631.47)
Less: Depreciation	51.72	56.84
Profit/Loss before Tax	(820.56)	(688.30)
Less: Tax Expense	0	0
Less: Deferred Tax	0	0
Add: MAT Credit Entitlement	0	0
Less: Prior Period Taxes	0	0
Net Profit/Loss after tax	(820.56)	(688.30)
Add: Other Comprehensive Income	0	0
Net Profit/Loss for the period	(820.56)	(688.30)
Earnings per share:		
Basic	(0.192)	(0.161)
Diluted	(0.192)	(0.161)

2. RESULTS OF OPERATIONS & STATE OF COMPANY'S AFFAIRS UNDER SECTION 134(3)(i) OF THE COMPANIES ACT, 2013

During the year under review, the total revenue from operations was NIL on standalone basis same as last year's revenue from operations. Earning Before Tax (EBT) & Earning After Tax (EAT) for the period is Rs. (820.56) as compared to Rs.(688.30) of last fiscal. EPS stood at Rs. (0.192) as compared to Rs.(0.161) of last financial year.

3. INDIAN ACCOUNTING STANDARDS

As per the requirements of notification dated 16th February, 2015 issued by the Ministry of Corporate Affairs (MCA), Standalone Financial Statements of the Company for the Financial Year 2021-22 have been prepared as per IND-AS.

4. TRANSFER TO RESERVE UNDER SECTION 134(3)(j) OF THE COMPANIES ACT, 2013

The Board of Directors of the Company have not transferred any amount to the Reserves for the year under review.

5. DIVIDEND UNDER SECTION 134(3)(k) OF THE COMPANIES ACT, 2013

Your company has reported losses for the year under review; hence the Board of Directors of the Company has not recommended any Dividend on Equity Shares for the year under review.

6. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

Since there was no unpaid/unclaimed Dividend declared or paid by the Company, the provisions of Section 125 of the Companies Act, 2013 do not apply.

7. SHARE CAPITAL

During the year under report, there was no change in the Authorized and Paid-up Share Capital of the Company. As at 31st March, 2022 the Authorized Share Capital of the Company was Rs.5,00,00,000/- consisting of 50,00,000 Equity Share of Rs.10/- each. The Paid-up Share Capital of the Company as on 31st March, 2022 was Rs.4,27,35,000/- consisting of 42,73,500 Equity Share of Rs. 10/- each and during the year under report, your Company has not issued any shares under any employee stock option schemes, sweat equity shares or any equity shares with differential rights, as to dividend, voting or otherwise. Further, the Company has not bought back its own securities, during the year under report.

8. PUBLIC DEPOSITS

During the year under review, your Company has not accepted/renewed any public deposits under Section 73 of the Act read with Companies (Acceptance of Deposits) Rules, 2014 and as such, no amount of principal or interest was outstanding as on the Balance Sheet date.

9. DETAILS OF MATERIAL CHANGES FROM THE END OF THE FINANCIAL YEAR TILL THE DATE OF THIS REPORT, IF ANY UNDER SECTION 134(3)(l) OF THE COMPANIES ACT, 2013

No Material Changes have taken place from the end of the financial year till the date of this report.

10. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the financial year ended 2021-22 the Company has no subsidiary company's within the meaning of Section 2(87) of the Companies Act, 2013 ("Act") and there are no associates or joint venture companies within the meaning of Section 2(6) of the Companies Act, 2013 ("Act"). Pursuant to the provisions of Section 129(3) of the Act, a statement containing the salient features of financial statements of the Company's subsidiary is mentioned in Form AOC-1 is not applicable.

11. REVISION OF FINANCIAL STATEMENT

There was no revision of the financial statements for the year under review.

12. ANNUAL RETURN UNDER SECTION 134(3)(a) OF THE COMPANIES ACT, 2013

As required under Section 134(3)(a) of the Act, the Annual Return for the financial year ended on 31st March 2022 in **Form MGT-7** pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014 is put on the Company's website and can be accessed at <https://www.raymedlab.com/investor-desk/annual-return/>

13. MANAGEMENT DISCUSSION & ANALYSIS REPORT

As stipulated under Regulation 34 of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 the Report on Management Discussion and Analysis is annexed to this report and forms part of the Board Report.

14. AUDITORS AND AUDITORS' REPORT:**STATUTORY AUDITORS**

The members at the Annual General Meeting held on 17th December, 2020, appointed **M/s. A. Kay Mehra & Co.**, Chartered Accountants (Firm Registration No. 050004C) as Statutory Auditors of the Company for a period of Four years to hold office from the conclusion of 28th Annual General Meeting of the Company till the

conclusion of 32nd Annual General Meeting of the Company to be held in F.Y. 2024-25. They have confirmed their eligibility and qualifications required under the Act for holding office as Statutory Auditors of the Company.

DIRECTORS' COMMENTS ON THE REPORT OF STATUTORY AUDITOR UNDER SECTION 134(3)(f)(i) OF THE COMPANIES ACT, 2013

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and in the opinion of the Directors do not call for any further comments. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

SECRETARIAL AUDITOR

Pursuant to the provisions of Section 179 and 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, **M/s. Ojha & Associates, Company Secretaries**, a firm of practicing company secretaries was appointed as Secretarial Auditor to conduct the secretarial audit of the Company for the financial year ended 2021-22.

CS Tanay Ojha, Secretarial Auditor has given the Secretarial Audit Report in **Form No. MR-3** and the same has been annexed to the Board's Report and marked as "**Annexure-II**".

The observation made by the Secretarial Auditor in its report is given below:

1) *The Company has not appointed a Chief Financial Officer i.e. whole-time key managerial personnel as per Section 203(1) of Companies Act, 2013 after the resignation of Mrs. Nisha Goyal from the post of Chief Financial Officer w.e.f. 11th August, 2021.*

DIRECTORS' COMMENTS ON THE REPORT OF SECRETARIAL AUDITOR UNDER SECTION 134(3)(f)(ii) OF THE COMPANIES ACT, 2013

The Company has made efforts for the appointment of a Chief Financial Officer but the management was unable to appoint suitable candidate for the said post. Further, The Company is in financial crunch and facing difficulties. Hence, the Company was unable to appoint a desired candidate as the Chief Financial Officer. Moreover, the Company has appointed Mr. Ajai Goyal as Chief Financial Officer w.e.f. 08.08.2022.

ANNUAL SECRETARIAL COMPLIANCE REPORT

During the Provisions of Section 24A of the SEBI (Listing Obligations and Disclosure) Regulations, 2015 are not applicable on the Company.

INTERNAL AUDITOR

The Board of Directors had appointed Mrs. Nisha Goyal as the Internal Auditor of the Company to carry out the Internal Audit Functions at their Board Meeting held on 08.08.2022. The Internal Auditor submits a "Quarterly Report" to the Audit Committee for its review.

COST AUDITOR

Your directors hereby inform you that the Company does not fall under the criteria as specified under Section 148 (1) of Companies Act, 2013 read with Companies (Cost Record and Audit) Rules, 2018 for maintenance of cost accounts. Therefore, the Company is not required to maintain the cost records in respect of its products/service. Therefore, no requirement of Appointment of Cost Auditor arises.

15. REPORTING OF FRAUDS

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and/or Board under Section 143 (12) of Companies Act, 2013 and Rules framed thereunder.

16. SECRETARIAL STANDARDS

The Board of Directors of the company state that, during the year under review the applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to Board Meetings and General Meetings respectively have been duly followed by the Company.

17. DISCLOSURES**NUMBER OF MEETINGS OF THE BOARD & COMMITTEES****Meetings of Board of Directors**

During the financial year ended on March 31, 2022, 10 (Ten) Board Meetings were held. Further, details of the meetings of the Board and its Committees are given in the Corporate Governance Report, which forms part of the Annual Report and the gap requirement of 120 days between two meetings have been complied with. The necessary quorum was present for all the meetings.

Change in Director(s) /Key Managerial Personnel(s) during the Year

The details about the changes in the Board of Directors or Key Managerial Personnel by way of Appointment, Re-appointment, Re-designation, Resignation, Death, Dis-qualification, variation made or withdrawn etc. are as follows:

Sl. No.	Name	Designation	Appointment/ Re-appointment	Cessation
1.	Mr. Akbar Mehtab	Company Secretary & Compliance Officer	-	21.04.2021
2.	Mrs. Poonam Sharma*	Additional Director	12.08.2021 (Regularized in AGM)	-
3.	Ms. Tina Sharma	Company Secretary & Compliance Officer	19.07.2021	05.01.2022
4.	Ms. Priyanka Sisodia	Company Secretary & Compliance Officer	22.03.2022	-
5.	Ms. Nisha Goyal	Chief Financial Officer	-	11.08.2021

Note: * *Mrs. Poonam Sharma* appointed as the Additional (Category: Non-Executive Independent) Director of the Company w.e.f. 12th August, 2021 and her appointment was regularized in the Annual General Meeting held on 25.09.2021 as an Independent Director.

Further during the year under review, no other changes took place in the composition of the Board of Directors of the Company. The composition of the Board of Directors of the Company is in compliance with the applicable norms.

Mr. Ajai Goyal was appointed as the Chief Financial Officer of the Company w.e.f. 08.08.2022.

Retirement by Rotation

Pursuant to Section 149(13) of the Companies Act, 2013, the independent directors are not liable to retire by rotation. Further Section 152(6) of the Companies Act, 2013 stipulates that 2/3rd of the total number of directors of the public company should be liable to retire by rotation and out of such directors, 1/3rd should retire by rotation at every Annual General Meeting of the company. To meet the requirement of provisions of Section 152(6) of the Companies Act, 2013.

Ms. Nisha Goyal, Director, will be retiring by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment. The Board recommends her re-appointment to the Members of the Company at this Annual General Meeting.

Board Committees

The Board has constituted various committees viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, to enable better management of the affairs of the Company, with terms of reference in line with provisions of Companies Act, 2013 and SEBI (LODR) Regulations.

Audit Committee

The Audit Committee of the Company is constituted in line with the provisions of section 177 of the Companies Act, 2013 to be read with Regulation 18 of the SEBI (Listing Obligation & Disclosure Requirement) Regulation,

2015. The Audit Committee of the Company comprises of Mr. Harsh Prabhakar (Chairperson), Mrs. Nisha Goyal and Mrs. Poonam Sharma as Members. During the year, all the recommendations made by the Audit Committee were accepted by the Board.

The Composition of Audit Committee is given in the Corporate Governance Report which forms the integral part of this Annual Report.

Nomination & Remuneration Committee

The Nomination & Remuneration Committee of the Company is constituted in line with the provisions of section 178 of the Companies Act, 2013 to be read with Regulation 19 of the SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015. The Nomination and Remuneration Committee of the Company comprises of Mr. Harsh Prabhakar (Chairperson), Mrs. Nisha Goyal and Mrs. Poonam Sharma as Members.

The Composition of the Committee is given in the Corporate Governance Report which forms the integral part of this Annual Report.

Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee of the Company is constituted in line with the provisions of section 178 of the Companies Act, 2013 to be read with Regulation 20 of the SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015. The Stakeholders' Relationship Committee of the Company comprises of Mr. Harsh Prabhakar (Chairperson), Mr. Ajai Goyal and Mrs. Nisha Goyal as Members.

The Composition of the Committee is given in the Corporate Governance Report which forms the integral part of this Annual Report.

18. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Vigil Mechanism Policy of the Company is constituted in line with the provisions of section 177 of the Companies Act, 2013 to be read with Regulation 22 of the SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015. The Company promotes ethical behavior in all its business activities. Towards this, the Company has adopted a Policy on Vigil Mechanism / whistle blower policy. Protected disclosures can be made by a whistle blower through an e-mail or a letter to the Compliance Officer or to the Chairman of the Audit Committee. The Audit Committee also reviews complaints/issues (if any) raised through Vigil Mechanism or by any Whistle blower on a quarterly basis. The Vigil Mechanism policy is uploaded on the website of the Company and can be accessed at <http://raymedlab.com/wp-content/uploads/2017/08/Vigil-Mechanism-Policy.pdf>

During the year under review, no protected disclosure concerning any reportable matter in accordance with the Vigil Mechanism and Whistle Blower Policy of the Company was received by the Company.

19. STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SECTION 149(6) OF COMPANIES ACT, 2013

All Independent Directors have given declarations under section 149(7) that they meet the criteria of Independence as laid down under section 149(6) of the Companies Act, 2013 and Rules made thereunder to be read with SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015.

20. BOARD ANNUAL EVALUATION UNDER SECTION 134(3)(p) OF THE COMPANIES ACT, 2013

The provisions of Section 134(3)(p) of the Companies Act, 2013 read with SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 mandate that a Formal Annual Evaluation is to be made by Board of its own performance and that of its Committee and individual Directors. Schedule IV of the Companies Act, 2013 states that performance evaluation of the Independent Director shall be done by Directors excluding the Director being evaluated. The Board carried out a formal annual performance evaluation as per the criteria/framework laid down by the Nomination & Remuneration Committee of the company and adopted by the Board. The evaluation was carried out through a structured evaluation process to judge the performance of individual Directors including the Chairman of the Board. They were evaluated on parameters such as their education, knowledge, experience, expertise, skills, behavior, leadership qualities, level of engagement

& contribution, independence of judgment, decision making ability for safeguarding the interest of the Company, stakeholders and its shareholders.

The performance evaluation of the Independent Directors was carried out by the entire Board except the participation of concerned Independent Director whose evaluation was to be done. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The Board was satisfied with the evaluation process and approved the evaluation results thereof.

21. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company has not given any loan(s) or guarantee(s) and has not made any investment(s) covered under the provision of the Section 186 of the Companies Act, 2013 during the year under review.

22. PARTICULAR OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SECTION 188 OF THE COMPANIES ACT, 2013

During the financial year 2021-22, the Company has not entered into any contracts/arrangements/ transactions with related parties which could be considered material in accordance with the Company's Policy on Materiality of Related Party Transactions. All the transactions made on arm's length basis are being reported in **Form No. AOC-2** in terms of Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is annexed as "**Annexure-I**".

23. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There were no changes in the share capital of the Company during the year under review and there were no significant material changes and commitments, affecting the financial position of the Company which has occurred between the end of the Financial Year of the Company to which the Financial Statement relate and the date of its report.

24. EMPLOYEE STOCK OPTION SCHEME

During the year under review, the Company has not allotted any Equity Shares to any employees of the Company under ESOP.

25. SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

To the best of the Management's knowledge, there has been no material order passed by any regulator or Court or Tribunal impacting the Going Concern status of the Company's operations.

26. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

During the Financial Year 2021-22, there was no application made and proceeding initiated /pending under the Insolvency and Bankruptcy Code, 2016, by any Financial and/or Operational Creditors against your Company.

As on the date of this report, there is no application or proceeding pending against your company under the Insolvency and Bankruptcy Code, 2016.

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

During the year under review, there has been no one time settlement of loan taken from Bank & Financial Institution.

28. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUT-GO UNDER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013

The requisite information with regard to conservation of energy, technology absorption and foreign exchange earnings and outgo, in terms of the Section 134(3)(m) of the Companies Act, 2013, read with Companies (Accounts) Rules, 2014 is given below:

Sl.No.	Conservation of energy	Remarks
1.	the steps taken or impact on conservation of energy	NIL
2.	the steps taken by the company for utilizing alternate sources of energy	NIL
3.	the capital investment on energy conservation equipment	NIL
Sl. No.	Technology absorption	Remarks
1.	the efforts made towards technology absorption	NIL
2.	the benefits derived like product improvement, cost reduction, product development or import substitution	NIL
3.	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	NIL
4.	the details of technology imported	NIL
5.	the year of import	NIL
6.	whether the technology been fully absorbed	NIL
7.	if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	NIL
8.	the expenditure incurred on Research and Development	NIL
Sl. No.	Foreign exchange earnings and Outgo	Remarks
1.	The Foreign Exchange earned in terms of actual inflows during the year	NIL
2.	The Foreign Exchange outgo during the year in terms of actual outflows	NIL

Further, there were no foreign exchange earnings and outgo during the year under review.

29. RISK MANAGEMENT

The provisions of SEBI Regulations for formation of Risk Management Committee are not applicable to the Company. However, as per section 134 (3) (n) of Companies Act 2013, the company regularly maintains a proper check in normal course of its business regarding risk management. Currently, the company does not identify any element of risk which may threaten the existence of the company.

30. CORPORATE SOCIAL RESPONSIBILITY INITIATIVES UNDER SECTION 134(3)(o) OF THE COMPANIES ACT, 2013

The company does not fall under the criteria of net worth, turnover or profit for applicability of Corporate Social Responsibility (CSR) provisions as per Section 135 of the Companies Act, 2013, hence the same are not applicable to the company for the period under review.

31. PREVENTION PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE

As per the requirement of "The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013" and Rules made thereunder, your Company has constituted Internal Complaints Committee (ICC) at its workplaces. During the year, there were no cases/complaints filed under the POSH Act.

32. CORPORATE GOVERNANCE REPORT

As per Reg. 34 of SEBI (LODR) Regulation, 2015 to be read with Part A of Schedule V of the said regulations, a separate section on corporate governance practices followed by the company, together with the certificate from the Practicing Company Secretary confirming compliance forms an integral part of this Report.

33. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has a robust and comprehensive Internal Financial Control system commensurate with the size, scale and complexity of its operation. The system encompasses the major processes to ensure reliability of financial reporting, compliance with policies, procedures, laws, and regulations, safeguarding of assets and economical and efficient use of resources.

The Company has performed an evaluation and made an assessment of the adequacy and the effectiveness of the Company's Internal Financial Control System. The Statutory Auditors of the Company have also reviewed the Internal Financial Control system implemented by the Company on the financial reporting and in their opinion, the Company has, in all material respects, adequate Internal Financial Control system over Financial Reporting and such Controls over Financial Reporting were operating effectively as on 31st March, 2022 based on the internal control over financial reporting criteria established by the Company.

The policies and procedures adopted by the Company ensures the orderly and efficient conduct of its business and adherence to the company's policies, prevention and detection of frauds and errors, accuracy & completeness of the records and the timely preparation of reliable financial information.

The Internal auditors continuously monitor the efficacy of internal controls with the objective of providing to the Audit Committee and the Board, an independent, objective and reasonable assurance on the adequacy and effectiveness of the organization's risk management with regard to the internal control framework.

Audit committee meets regularly to review reports submitted by the Internal Auditors. The Audit Committee also meet the Company's Statutory Auditors to ascertain their views on the financial statements, including the financial reporting system and compliance to accounting policies and procedures followed by the Company.

34. PERSONNEL RELATIONS

Your Directors hereby place on record their appreciation for the services rendered by executives, staff and other workers of the Company for their hard work, dedication and commitment. During the year under review, relations between the Employees and the Management continued to remain cordial.

35. PARTICULARS OF EMPLOYEES

The Particulars of remuneration of Employees during the year 2021-22 pursuant to the provisions of Section 197, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is disclosed as an "Annexure-III".

Disclosure as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- (i) the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year; Nil, as No remuneration is being paid to any of the Director of the Company.
- (ii) the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year; 18.33%.
- (iii) the percentage increase in the median remuneration of employees in the financial year; 20%
- (iv) the number of permanent employees on the rolls of company; 05 (Five)
- (v) (a) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year 75%.
 - (b) and its comparison with the percentile increase in the managerial remuneration and justification there of and point out if there are any exceptional circumstances for increase in the managerial remuneration; (16.47%).

The remuneration paid to all Key Managerial Personnel was in accordance with the remuneration policy as adopted by the company.

Disclosure as per Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The details of the top ten employees in terms of remuneration drawn and the name of every employee is given in “Annexure-III”

36. REMUNERATION POLICY OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board on the recommendation of Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management Personnel and fixation of their remuneration thereof. The Policy contains, inter-alia, directors’ appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director, etc. The same can be assessed at <https://www.raymedlab.com/wp-content/uploads/2022/06/Nomination-Remuneration-Policy.pdf>.

37. FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS

Pursuant to the provisions of Regulation 25(7) of SEBI (LODR) Regulations, 2015, the Board has framed a policy to familiarize the Independent Directors of the Company.

38. ANNUAL LISTING FEES/CHARGES

The equity shares of the Company are presently listed at BSE Limited. All statutory dues including Annual Listing Fees for the Financial Year 2022-23 has been paid by the Company.

39. CODE OF CONDUCT AS PER SEBI (LODR) REGULATIONS, 2015

The Board of Directors has framed a Code of Conduct for all Board Members and Senior Management Personnel as per Regulation 17(5) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. Additionally, all Independent Directors of the company shall be bound by duties of Independent Directors as set out in Companies Act, 2013 to be read with SEBI Listing Regulations, 2015.

All Board Members, Key Managerial Personnel and Senior Management Personnel have affirmed compliance with the Code of Conduct.

40. CODE OF CONDUCT AS PER SEBI (PREVENTION OF INSIDER TRADING) REGULATIONS, 2015

The Board of Directors has framed a Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information as per Regulation 8(1) of SEBI (Prevention of Insider Trading) Regulations, 2015 & Code of Conduct to Regulate, Monitor and Report trading by the Designated Persons as per Regulation 9(1) of SEBI (Prevention of Insider Trading) Regulations, 2015.

41. DISCLOSURE OF STATEMENT OF DEVIATION(S) OR VARIATION(S) UNDER REGULATION 32 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015

With reference to Regulation 32 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the disclosure of Statement of Deviation(s) or Variation(s) as per the said regulation is not applicable to the Company.

42. DIRECTOR’S RESPONSIBILITY STATEMENT UNDER SECTION 134(3)(c) OF THE COMPANIES ACT, 2013

Pursuant to the provisions of section 134(5) of the Companies Act, 2013, the Directors hereby state as follows:

- i. That in the preparation of the Annual Accounts for the year ended March 31, 2022, the applicable accounting standards read with requirements set out under Schedule III to the Act have been followed and there are no material departures from the same;

- ii. That they have selected such accounting policies and applied them consistently and made judgment and estimates that they are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2022 and of the profit or loss of the company for the year ended on that date;
- iii. That they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act for safeguarding the assets of the company and preventing and detecting fraud and other irregularities;
- iv. That they have prepared the annual accounts of the Company for the financial year ended 31st March, 2022 on a going concern basis;
- v. That they have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively and
- vi. That they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

43. PERSONNEL & INDUSTRIAL RELATIONS

The Company enjoyed cordial relations with the employees during the year under review and the management appreciates the employees of all cadres for their dedicated services to the Company and expects continued support, higher level of productivity for achieving the targets set for the future.

44. GENERAL

The Board of Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions or applicability pertaining to these matters during the year under review:

- i) Details relating to deposits covered under Chapter V of the Act.
- ii) Issue of equity shares with differential rights as to dividend, voting or otherwise.
- iii) Issue of shares (including sweat equity shares and Employees' Stock Options Schemes) to employees of the Company under any scheme.
- iv) Significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
- v) Fraud reported by the Auditors to the Audit Committee or the Board of Directors of the Company.
- vi) Scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- vii) Payment of remuneration or commission from any of its holding or subsidiary companies to the Managing Director of the Company.

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

During the year, no such application was made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016.

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

During the year, no such valuation done at the time of One Time Settlement and while taking Loan from the Banks or Financial Institutions.

47. ACKNOWLEDGEMENT AND APPRECIATIONS

Your Directors would like to express their sincere appreciation for assistance and co-operation received from the various stake holders including Financial Institutions, Banks, Governmental authorities and other business associates who have extended their valuable support and encouragement during the year under review.

Your Directors take the opportunity to place on record their deep appreciation of the committed services rendered by the employees at all levels of the Company, who have contributed significantly towards Company's performance and for enhancing its inherent strength. Your Directors also acknowledge with gratitude the encouragement and support extended by our valued stakeholders.

**By Order of the Board of Directors
For Raymed Labs Limited**

**Date: 27.08.2022
Place: Noida**

**Ajai Goyal
Whole Time Director
DIN: 02636418**

**Nisha Goyal
Director
DIN:02710946**

FORM NO. AOC.2

(Annexure-I)

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1 Details of contracts or arrangements or transactions not at Arm's Length basis		
a)	Name(s) of the related party and nature of relationship	NIL
b)	Nature of contracts/arrangements/ transactions	NIL
c)	Duration of the contracts/ arrangements/ transactions	NIL
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	NIL
e)	Justification for entering into such contracts or arrangements or transactions.	NIL
f)	Date(s) of approval by the Board	NIL
g)	Amount paid as advances, if any	NIL
h)	Date on which the special resolution was passed in General Meeting as required under first proviso to section 188.	NIL
2 Detail of material contracts or arrangement or transactions at Arm's Length basis		
a)	Name(s) of the related party and nature of relationship	As per Sheet attached
b)	Nature of contracts/arrangements /transactions	
c)	Duration of the contracts/arrangements/ transactions	
d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	
e)	Date(s) of approval by the Board, if any	
f)	Amount paid as advances, if any	

Disclosures of transactions of the listed entity with any person or entity belonging to the promoter/ promoter group which hold(s) 10% or more shareholding in the listed entity: NIL

By Order of the Board of Directors
For Raymed Labs Limited

Date: 27.08.2022
Place: Noida

Ajai Goyal
Whole Time Director
DIN: 02636418

Nisha Goyal
Director
DIN:02710946

(Amount on "000")

Transactions during the year		
Particulars	Key Management Personnel	Relative of Key Management Personnel
Loan Taken From Director – Ajai Goyal	441.09	

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
RAYMED LABS LIMITED
103, Emperor 1, Supertech Emerald Court,
Sector -93A, Noida,
Uttar Pradesh- 201304

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Raymed Labs 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 **Raymed Labs Limited's** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31st March, 2022** 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 the Company for the financial year ended on **31st March, 2022** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under 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 (Listing Obligations & Disclosure Requirements) Regulations, 2015
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **-Not applicable during the period under review.**
 - (e) The Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014 - **Not applicable during the period under review.**
 - (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- **Not applicable during the period under review.**
 - (g) 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;
 - (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- **Not applicable**

during the period under review.

- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998- **Not applicable during the period under review.**
- (j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

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

- (i) Secretarial Standards (SS-1 & SS-2) issued by The Institute of Company Secretaries of India;
- (ii) Listing Agreement entered into by the Company with BSE Limited as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

1) The Company has not appointed a Chief Financial Officer i.e. whole-time key managerial personnel as per Section 203(1) of Companies Act, 2013 after the resignation of Mrs. Nisha Goyal from the post of Chief Financial Officer w.e.f. 11th August, 2021.

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 and Key Managerial personnel of the Company that took place during the year under review were carried out in compliance with the provision of the Act.
- As per the management's representation, 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.
- As per the management's representation, majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that based on review of compliance mechanism established by the Company, we are of the opinion that there are adequate systems and processes in place in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines:-

- As informed, the Company has responded appropriately to notices received from various statutory/ regulatory authorities including initiating actions for corrective measures, wherever found necessary.

**For Ojha & Associates,
Company Secretaries**

Date: 16.08.2022

Place: Kanpur

**Tanay Ojha
Company Secretary
ACS No.: 29658
C P No.: 10790
UDIN: A029658D000795049**

This report is to be read with our letter of even date which is annexed as 'Annexure 1' and forms an integral part of this report.

Annexure 1

[Annexure to the Secretarial Audit Report for the Financial Year ended 31st March, 2022]

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**For Ojha & Associates,
Company Secretaries**

Date: 16.08.2022

Place: Kanpur

**Tanay Ojha
Company Secretary
ACS No.: 29658
C P No.: 10790
UDIN: A029658D000795049**

PARTICULARS OF EMPLOYEES

Annexure-III

A. Statement showing details of top ten employees in terms of remuneration drawn as required under Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial personnel) Rules 2014

Sr. No.	Name of Employee	Designation of Employee	Remuneration received (Amount in Rs.)	Nature of employment, whether contractual or otherwise	Qualifications and experience of the employee	Date of commencement of employment	Age of Employees	The last employment held by such employee before joining the company	The percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule(2) above	Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager
1	Akbar Mehtab*	Company Secretary	14,000	On Roll	CS	29th September, 2020	28	Akshat Garg & Associates	Nil	NA
2	Santosh Kumar	Office Exe	60,000	On Roll	12th	30th December 2020	22	First Employment	Nil	NA
3	Suresh Kumar	Office Exe	80,000	On Roll	12th	1st October, 2021	27	First Employment	Nil	NA
4	Tina Sharma**	Company Secretary	1,08,000	On Roll	CS	19th July, 2021	24	First Employment	Nil	NA
5	Priyanka Sisodia***	Company Secretary	20,000	On Roll	CS	22nd March, 2022	25	First Employment	Nil	NA

*(Resigned w.e.f.21.04.2021)

** (Appointed w.e.f.19.07.2021) & (Resigned w.e.f. 05.01.2022)

*** (Appointed w.e.f. 22.03.2022)

B. No employee of the Company has drawn remuneration aggregating to Rs. 1.02 Cr per annum during the year under report.

C. No employee of the Company, employed for the part of the year, has drawn salary more than Rs. Eight lakh fifty thousand per month.

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To

The Members

Raymed labs Limited

103, Emerald Club, Supertech Emerald Court,
Sector 93A Noida, Uttar Pradesh – 201304

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Raymed Labs Limited (CIN: L24111UP1992PLC014240)** and having registered office at 103, Emerald Club, Supertech Emerald Court, Sector 93A Noida, Uttar Pradesh – 201304 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on **31st March, 2022** have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name	DIN	Date of Appointment	Date of Cessation
1.	Ajai Goyal	02636418	30.03.1992	-
2.	Nisha Goyal	02710946	13.07.2002	-
3.	Harsh Prabhakar	07272508	25.08.2015	-
4.	Poonam Sharma	09278385	12.08.2021	-

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

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.

**For Ojha & Associates,
Company Secretaries**

Date: 16.08.2022

Place: Kanpur

**Tanay Ojha
Company Secretary
ACS No.: 29658
C P No.: 10790
UDIN: A029658D000795060**

CORPORATE GOVERNANCE REPORT

In accordance with Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments thereto), hereinafter referred to as “SEBI (LODR)”, the Board of Directors of **Raymed Labs Limited** have pleasure in presenting the Company’s report containing the details of governance systems and processes for the Financial Year 2021-22.

Any reference to “the Act” in the Report means the Companies Act, 2013, as amended from time to time.

COMPANY’S PHILOSOPHY ON CORPORATE GOVERNANCE

Your Company is committed to practice Good Corporate Governance in all its activities and processes. The Director’s endeavor is to create an environment of fairness, equity and transparency with the underlying objective of securing long-term shareholder value, while, at the same time, respecting the rights of all stakeholders.

The Company adheres to the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (hereinafter referred to as SEBI (LODR) Regulations, 2015) and your management is taking all possible steps to fulfill its commitment in a judicious, fair and transparent manner.

In accordance with this philosophy, the Company has adopted Code of Conduct for its Senior Management Personnel and Board of Directors.

APPROPRIATE GOVERNANCE STRUCTURE WITH DEFINED ROLES AND RESPONSIBILITIES

The Company has put in place an internal governance structure with defined roles and responsibilities of every constituent of the system. The Company’s shareholders appoint the Board of Directors, which in turn governs the Company. The Board has established various committees to discharge its responsibilities in an effective manner. The Company has Wholetime Director (WTD) to guide the functioning of the Board. The Wholetime Director (WTD), who in consultation with the Board of Directors provides overall direction and guidance to the Company. The WTD is responsible for the corporate strategy, planning, external contacts and the overall management of the Company.

The Company Secretary assists the WTD in management of the Board’s administrative activities such as convening and conducting the Board, Committee and Shareholders meetings, dissemination of information to all stakeholders of the Company, strengthening the compliance culture of the Company, co-ordination with the Regulators and all other stakeholders of the Company.

ETHICS/GOVERNANCE POLICIES

At Raymed, we strive to conduct our business and strengthen our relationships in a manner that is dignified, distinctive and responsible. We adhere to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all stakeholders. Therefore, we have adopted various codes and policies to carry out our duties in an ethical manner. Some of these codes and policies are:

1. Policy for determination of material events
2. Preservation of records policy
3. Code of conduct for Directors and Senior Management
4. Code of Conduct under regulation 9 of SEBI (Prohibition of Insider Trading) Regulation, 2015
5. Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information
6. General Code of Conduct
7. Performance Evaluation Policy
8. Policy on materiality of Related Party Transactions
9. Prevention of Sexual Harassment Policy
10. Related Party Transactions Policy
11. Risk Management Policy
12. Vigil Mechanism and Whistle-blower Policy

AUDITS AND INTERNAL CHECKS AND BALANCES

M/s. A. KAY. MEHRA & CO., Chartered Accountants, is the Statutory Auditors of the Company. The Statutory Auditors and the Internal Auditors perform independent reviews of the ongoing effectiveness of Company's various components of the systems of internal controls and present the same before the Audit Committee on quarterly basis for their review and necessary action.

RISK MANAGEMENT, INTERNAL CONTROLS AND COMPLIANCE

The Board of Directors of the Company have designed Risk Management Policy and framework to avoid events, situations or circumstances which may lead to negative impact on the Company's businesses as a whole and have defined a structured approach to manage uncertainty and outcomes. Key business risks and their mitigation are considered as a part of the annual/strategic business plans and is reviewed by the Audit Committee on frequent basis. The Company's internal as well as operational controls are commensurate with its size and the nature of its operations. The Company has put in place a defined risk management framework to identify, assess, monitor and mitigate the risks at enterprise level. Organization adopts a systematic approach to mitigate risks associated with accomplishment of objectives, operations, performance and regulations. Company believes that such steps would help to achieve stated objectives of the organizations. The Company shall continue to have periodic review mechanism for monitoring of various risk events in relation to various functional activities being undertaken by the organization.

BEST CORPORATE GOVERNANCE PRACTICES

Raymed strives for highest Corporate Governance standards and practices. It, therefore, endeavors to continuously improve and adopt the best of Corporate Governance codes and practices. Some of the implemented best governance norms and practices include the following:

- All securities related filings with Stock Exchanges are reviewed every quarter by the Stakeholders' Relationship Committee and the Board of Directors.
- The Company has independent Board Committees covering matters related to Risk Management, Stakeholder Relationship, Directors Remuneration and the nomination of Board Members.
- The Senior Management Personnel review the ongoing effectiveness of operational and financial risk mitigations and governance practices.
- The Company undertakes Annual Secretarial Audit from an Independent Company Secretary who is in whole-time practice.

ROLE OF THE COMPANY SECRETARY IN OVERALL GOVERNANCE PROCESS

The Company Secretary plays a key role in ensuring compliances with all applicable laws to the Company and that the Board (including Committees thereof) procedures are followed and regularly reviewed. The Company Secretary acts as Secretary to all the Committees of the Board of Directors of the Company. The Company Secretary also ensures that all relevant information, details and documents are made available to the Directors and Senior Management for effective decision-making at the meetings. The Company Secretary is primarily responsible to assist and advise the Board in the conduct of affairs of the Company to ensure compliance with applicable statutory requirements, to provide guidance to Directors and to facilitate convening of meetings. The Company Secretary Interfaces and act as link between the management and regulatory authorities for governance matters.

BOARD OF DIRECTORS

Keeping with the commitment to the principle of integrity and transparency in business operations for good corporate governance, the Company's policy is to have an appropriate blend of independent and non-independent directors to maintain the independence of the Board and to separate the Board functions of governance and management.

COMPOSITION & CATEGORY OF THE BOARD OF DIRECTORS AND ATTENDANCE OF EACH DIRECTOR AT THE MEETING OF THE BOARD OF DIRECTORS AND THE LAST ANNUAL GENERAL MEETING

As on 31st March 2022, there were 4 Directors comprising 1(One) Executive and 2(Two) Non-Executive Independent Directors and 1(one) Non-Executive Director.

The Board consists of eminent persons with considerable professional experience in business, industry, finance, audit and law. None of the Director is a member of more than ten committees and Chairman of more than five Committees across all the Companies in which they are Directors. All the members have made disclosures regarding their directorship and memberships in various committees.

As on 31st March, 2022, the composition of Board of Directors is in conformity with Regulation 17 of SEBI (LODR) Regulations, 2015 and the provisions of Companies Act, 2013.

Category and attendance of each of the Directors at the Board Meetings held during 2021-22 and the last Annual General Meeting is given below:

S. No.	Name	Category	Number of Board Meetings held during the year 2021-2022		Whether attended last AGM for FY 2020-21	No. of Membership/ Chairpersonship in mandatory Committees	
			Held	Attended		Chairpersonship	Membership
1.	Mr. Ajai Goyal	Whole-time Director	10	10	Yes	0	1
2.	Ms. Nisha Goyal	Non-Executive Director	10	10	Yes	0	3
3.	Mr. Harsh Prabhakar	Non-Executive Independent Director	10	10	Yes	3	0
4.	Ms. Poonam Sharma*	Non-Executive Independent Director	5	5	Yes	0	2

Note: *Ms. Poonam Sharma was appointed as Additional Non-Executive Director (Category-Independent Director) in the Board Meeting held on 12.08.2021 and her appointment was regularized as Independent Director in the Annual General Meeting (AGM) held on 25.09.2021.

Number of other Board of Directors or Committees in which a Director is a Member or Chairperson as on 31.03.2022 (including the Company)

Sr. No.	Name of director	Directorships			Committee positions in listed and unlisted public limited companies	
		In equity listed companies	In unlisted public limited companies	In private limited companies	As member (including as chairperson)	As chairperson
1.	Mr. Ajai Goyal	1	Nil	Nil	1	0
2.	Ms. Nisha Goyal	1	Nil	1	3	0
3.	Mr. Harsh Prabhakar	1	Nil	Nil	3	3
4.	Ms. Poonam Sharma	3	Nil	Nil	5	1

None of the Director holds office as a Director, including as an alternate Director, in more than twenty companies at the same time. None of them has directorships in more than ten public companies. For reckoning the limit of public companies, directorships of private companies that are either holding or subsidiary company of a public company are included and directorships in dormant companies are excluded. For the purpose of reckoning the directorships in listed companies, only equity listed companies have been considered.

As per declarations received, none of the directors serve as an independent director in more than seven equity listed companies or in more than three equity listed companies in case he/she is a whole-time director in any listed company.

None of the directors was a member in more than ten committees, nor a chairperson in more than five committees across all public companies in which he/she was a director.

DIRECTORSHIP IN EQUITY LISTED COMPANIES AND NAME OF EQUITY LISTED ENTITIES WHERE DIRECTORS OF THE COMPANY HELD DIRECTORSHIPS AS ON 31ST MARCH 2022 (INCLUDING THE COMPANY)

Sr. No.	Name of Director	Listed Entity	Category
1.	Mr. Ajai Goyal	Raymed Labs Limited	Whole Time Director
2.	Ms. Nisha Goyal	Raymed Labs Limited	Non-Executive Director
3.	Mr. Harsh Prabhakar	Raymed Labs Limited	Independent Director
4.	Ms. Poonam Sharma	Raymed Labs Limited Lark Trading and Finance Limited Shree Vijay Industries Limited	Independent Director Independent Director Additional Director

DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE

Mr. Ajai Goyal & Ms. Nisha Goyal, are relatives to each other as defined in Section 2 (77) of Companies Act, 2013 and Rule 4 of the companies (Specification of definitions details) Rules, 2014.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS HELD AND DATES ON WHICH HELD

During the period, the Board of Directors of your Company met 10 times. The dates on which the meetings were held are **21st April 2021, 26th June 2021, 19th July 2021, 11th August 2021, 12th August 2021, 23rd August 2021, 13th November 2021, 05th January 2022, 11th February 2022 and 22nd March 2022** and the gap requirement of 120 days between two meetings have been complied with. The necessary quorum was present for all the meetings.

ORDERLY SUCCESSION TO BOARD AND SENIOR MANAGEMENT

The framework of succession planning for appointment of Board/Management is passed by the Board. In addition, changes in the Senior Management and their responsibilities are updated to the Board from time to time.

LETTERS OF APPOINTMENT OF INDEPENDENT DIRECTORS & POLICY TO FAMILIARIZE

The company issued formal letters of appointment to Independent Directors in the manner as provided in the Companies Act, 2013.

The company has also formulated a policy to familiarize the Independent Directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc., through various programmes.

A. NON-EXECUTIVE DIRECTORS COMPENSATION AND DISCLOSURES

The Company does not have any pecuniary relationship with any Non-Executive Directors. No remuneration was given to any of the Non-Executive Director during the financial year 2021-22.

B. FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

The Company has Familiarization Program Module ("the Program") for the Independent Directors ("ID") of the Company. As per the requirement of Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the company is required to familiarize the Independent Directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company etc., through this programme. The web link of the same is <http://raymedlab.com/wp-content/uploads/2017/08/Familiarisation-Programme-for-Independent-Directors.pdf>

SKILL/EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS

The Board of Directors along with Nomination & Remuneration Committee (NRC), identifies the right candidate with right qualities, skills and practical expertise/competencies required for the effective functioning of individual member to possess and also the Board as a whole. The Committee focuses on the qualification and expertise of the person, the positive attributes, standard of integrity, ethical behavior, independent judgement of the person in selecting a new Board member. In addition to the above, in case of independent directors, the Committee shall satisfy itself with regard to the independence of the directors to enable the Board to discharge its functions and duties effectively. The same are in line with the relevant provisions of the Listing Regulations. The NRC has identified the following core skills, expertise and competencies for the effective functioning of the Company which is currently available with the Board:

- a) Expertise in Legal, Finance & Accountancy
- b) Human Resource.
- c) Risk Management
- d) Knowledge of the Industry
- e) Leadership
- f) Board Services & Corporate Governance
- g) Diversity
- h) Personal Values
- i) Functional & Managerial Experience

GIVEN BELOW IS A LIST OF CORE SKILLS, EXPERTISE AND COMPETENCIES OF THE INDIVIDUAL DIRECTORS:

Name of Director	Skills/Expertise/Competencies								
	Expertise in Legal, finance & Accountancy	Human Resource	Risk Management	Knowledge of the Industry	Leadership	Board Services & Corporate Governance	Diversity	Personal Values	Functional & Managerial Experience
Mr. Ajai Goyal	✓	✓	✓	✓	✓	✓	✓	✓	✓
Ms. Nisha Goyal	✓	-	✓	✓	-	✓	✓	✓	✓
Mr. Harsh Prabhakar	✓	✓	✓	-	-	✓	✓	✓	-
*Ms. Poonam Sharma	-	-	-	✓	✓	✓	-	✓	-

* Ms. Poonam Sharma was appointed as Additional Non-Executive Director (Category-Independent Director) in the Board Meeting held on 12.08.2021 and further her appointment was regularized as Independent Director in the Annual General Meeting (AGM) held on 25.09.2021.

The company is engaged in carry on the business of manufacturers and producers, importers and exporters, buyers and sellers, trading, stores and stockists, suppliers and distributors, wholesale and retail dealer in pharmaceuticals, medicals, chemicals, industrial and other preparations and articles, compound, drugs, veterinary and human medicines, crude drugs, packing material and containers or such other articles or things of similar nature or analogous to any of them or connected therewith, as per the Object Clause of Memorandum of Association of the Company.

In the opinion of the Board the Independent Directors fulfill the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements), 2015 and are independent of the management.

During the year, no Independent Director has resigned due to his/her personal reasons from the post of directorship pursuant to Regulation 17 (1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There are no material reasons for his/her resignation other than those provided.

COMMITTEES OF THE BOARD

The terms of reference of Board Committees are determined by the Board from time to time. Presently the Company has **Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, Internal Compliant Committee** and **Vigil Mechanism Committee**. All the decisions pertaining to the constitution of the Committees, appointment of members, and fixing of terms of reference for committee members are taken by the Board of Directors. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance, are provided below:

AUDIT COMMITTEE

- i. The Audit Committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI (LODR) Regulations, 2015 read with Section 177 of the Companies Act, 2013.
- ii. The term of reference of the Audit Committee is as per Part C of Schedule II of the SEBI (LODR) Regulations, 2015 and provisions of the Companies Act 2013.
- iii. The Audit Committee invites such of the executives, as it considers appropriate (particularly the head of the finance function), representatives of the Statutory Auditors and representatives of the Internal Auditors to be present at its meetings.
- iv. The previous Annual General Meeting (AGM) of the Company was held on September 25, 2021 and was attended by Mr. Harsh Prabhakar, Chairperson of the Audit Committee.
- v. The composition of the Audit Committee and the details of meetings attended by its members are given below:

S.No.	Name	Category	No. of Committee Meetings held	No. of Committee Meetings Attended
1.	Mr. Harsh Prabhakar	Chairperson	5	5
2.	Mr. Ajai Goyal*	Member	3	3
3.	Ms. Nisha Goyal	Member	5	5
4.	Mrs. Poonam Sharma**	Member	2	2

* Mr. Ajai Goyal has resigned from the Membership of the Audit Committee w.e.f. 12.08.2021.

** Mrs. Poonam Sharma has appointed as Member of the Audit Committee w.e.f. 12.08.2021.

- vi. Five Audit Committee Meetings were held during the year 2021-22 on 21.04.2021, 26.06.2021, 11.08.2021, 13.11.2021 and 11.02.2022.
- vii. The necessary quorum was present for all the meetings.
- viii. The role of the Audit Committee includes the following:
 - Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
 - Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
 - Approval of payment to statutory auditors for any other services rendered by the statutory auditor;
 - Reviewing, with the Management, the Annual Financial Statements and Auditor's Report thereon before submission to the Board for approval, with particular reference to:
 - matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - changes, if any, in accounting policies and practices and reasons for the same;
 - major accounting entries involving estimates based on the exercise of judgment by management;

- significant adjustments made in the financial statements arising out of audit findings;
 - compliance with listing and other legal requirements relating to financial statements;
 - disclosure of any related party transactions;
 - modified opinion(s) in the draft audit report;
 - Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
 - Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency, monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
 - Reviewing and monitoring the auditor's independence & performance, and effectiveness of audit process;
 - Approval or any subsequent modification of transactions of the listed entity with related parties;
 - Scrutiny of inter-corporate loans and investments;
 - Valuation of undertakings or assets of the listed entity, wherever it is necessary;
 - Evaluation of internal financial controls and risk management systems;
 - Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 - Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 - Discussion with internal auditors of any significant findings and follow up thereon;
 - Reviewing the findings of any internal investigation by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
 - Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
 - To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 - To review the functioning of the whistle blower mechanism;
 - Approval of appointment of chief financial officer after assessing the qualification, experience and background, etc. of the candidate;
 - Carrying out any other function as is mentioned in the terms of reference of the audit committee.
- ix. The audit committee shall mandatorily review the following information:
- Management discussion and analysis of financial condition and results of operations;
 - Statement of significant related party transactions (as defined by the audit committee), submitted by the management;
 - Management letters / letters of internal control weaknesses issued by the statutory auditors;
 - Internal audit reports relating to internal control weaknesses; and
 - The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.

- Statement of deviations:
- Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
- Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7).

AUDIT & OTHER DUTIES

1. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
2. Discussion with internal auditors of any significant findings and follow up there on.
3. Review and recommend to the Board the appointment/re-appointment of the Statutory Auditors and Internal Auditors considering their independence and effectiveness and their replacement and removal.
4. To recommend to the Board the remuneration of the Statutory Auditors and internal auditors.
5. To grant approval for related party transactions which are in the ordinary course of business and on an arm's length pricing basis and to review and approve such transactions subject to the approval of the Board.

STAKEHOLDERS RELATIONSHIP COMMITTEE (ERSTWHILE SHAREHOLDERS' GRIEVANCE COMMITTEE)

Pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI (LODR) Regulations, 2015, the Board has constituted Stakeholders' Relationship Committee to specifically look into the mechanism of redressal of grievances of shareholders and other security holders. Headed by Mr. Harsh Prabhakar the Non-Executive Independent Director.

The composition of the Stakeholders' Relationship Committee and the details of meetings attended by its members are given below:

S.No.	Name	Category	No. of Committee Meetings held	No. of Committee Meetings Attended
1.	Mr. Harsh Prabhakar	Chairperson	4	4
2.	Mr. Ajai Goyal	Member	4	4
3.	Ms. Nisha Goyal	Member	4	4

Four Stakeholders' Relationship Committee meetings were held during the year 2021-22 on 21.04.2021, 19.07.2021, 13.11.2021 and 11.02.2022. The necessary quorum was present for all the meetings.

FUNCTIONS AND TERMS OF REFERENCE:

The Committee considers and resolves the grievances of the security holders of the listed entity including complaints related to transfer of shares, non-receipt of annual report and non-receipt of declared dividends.

The functioning and broad terms of reference of the Stakeholders' Relationship Committee of the Company are as under:

- a) To consider and resolve the grievance of security holders of the Company.
- b) To review important circulars issued by SEBI /Stock Exchanges
- c) To take note of compliance of Corporate Governance during the quarter/year.
- d) To approve request for share transfer and transmissions.
- e) To approve request pertaining to demat of shares/sub-division/consolidation/issue of renewed/duplicate share certificate etc.

NAME, DESIGNATION AND ADDRESS OF COMPLIANCE OFFICER DURING THE YEAR UNDER REVIEW:

Name	Mr. Akbar Mehtab
Designation	Company Secretary & Compliance Officer Resigned w.e.f. 21/04/2021
Address	103, Emperor One Supertech Emerald Court, Sector-93A, Noida, Uttar Pradesh-201304

Name	Ms. Tina Sharma
Designation	Company Secretary & Compliance Officer Appointed w.e.f. 19/07/2021 Resigned w.e.f. 05/01/2022
Address	103, Emperor One Supertech Emerald Court, Sector-93A, Noida, Uttar Pradesh-201304

Name	Ms. Priyanka Sisodia
Designation	Company Secretary & Compliance officer Appointed w.e.f. 22/03/2022
Address	103, Emperor One Supertech Emerald Court, Sector-93A, Noida, Uttar Pradesh-201304

vi. Details of investor complaints received and redressed during the year 2021-22 are as follows:

No. of Complaints pending as on 01.04.2021	No. of Complaints received during the year 2021-22	No. of Complaints resolved during the year	No. of Complaints not resolved during the year to the satisfaction of shareholders	No. of Complaints pending as on 31.03.2022
Nil	Nil	NA	NA	NA

NOMINATION & REMUNERATION COMMITTEE

Pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (LODR) Regulations, 2015, the Board has duly constituted the Nomination & Remuneration Committee, with all members being Non-Executive Directors and Independent Director as Chairperson. The composition of Nomination & Remuneration Committee is as follows:

S.No.	Name	Category	No. of Committee Meetings held	No. of Committee Meetings Attended
1.	Mr. Harsh Prabhakar	Chairperson	3	3
2.	Ms. Nisha Goyal	Member	3	3
3.	Mr. Ajai Goyal*	Member	2	2
4.	Mrs. Poonam Sharma**	Member	1	1

*Mr. Ajai Goyal has resigned from the Membership of the Nomination and Remuneration Committee w.e.f 12.08.2021.

** Mrs. Poonam Sharma has appointed as a member of the Nomination and Remuneration Committee w.e.f. 12.08.2021.

The committee meetings were held on 19.07.2021, 12.08.2021 and 22.03.2022

THE TERMS OF REFERENCE OF THE COMMITTEE ARE AS FOLLOWS:

- Formulation of the criteria for determining qualification, positive attributes and independence of a director and to recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of performance of independent directors and the board of directors;

- c) Devising a policy on diversity of board of directors;
- d) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
- e) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- f) The remuneration policy as adopted by the company envisages the payment of remuneration according to qualification, experience and performance at different levels of the organization. The workers at the factory as well as those rendering clerical, administrative and professional services are suitably remunerated according to the industry norms.

PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS:

Performance Evaluation Criteria of Board members including Independent Directors as approved by the Board provides:

- a) Each of the director(s) are required to assign the rating on different parameters for the evaluation of board, independent director(s) and committees of the Board of Directors and has to submit the same to the Nomination & Remuneration Committee.
- b) The rating is to be assigned on a scale of five for the purpose of evaluation of performance as under:

Rating Scale	Scale Performance
5	Exceptionally Good
4	Good
3	Satisfactory
2	Needs Improvement
1	Unacceptable

- c) The Nomination & Remuneration Committee shall receive the Evaluation Forms in sealed cover and summarize the results. The Chairperson of the Nomination & Remuneration Committee may have discussions with individual director where clarification or interpretation is required.
- d) The Chairperson of the NRC shall develop a report on the basis of evaluation rating received. The Committee shall review the result and submit its recommendation for the consideration of Board.
- e) The Board shall review the recommendations of the Nomination & Remuneration Committee and issue necessary directions.

INDEPENDENT DIRECTORS' MEETING

The independent directors meeting were held on March 23, 2022

The independent directors present elected Mr. Harsh Prabhakar, Chairperson for the meeting. All independent directors were present at the meeting.

REMUNERATION OF DIRECTORS

The remuneration payable to all Directors including Managing Director, if any is decided by the shareholders in the General Meeting. As per the Companies Act, 2013, the Board of Directors of the Company is empowered to determine the sitting fee payable to Independent Directors within the ceiling prescribed under the Companies Act, 2013.

None of the Independent Directors were paid any sitting fees during the financial year 2021-22.

REMUNERATION OF EXECUTIVE DIRECTORS FOR THE FINANCIAL YEAR 2021-22

(Amount in Rupees)

S. No.	Name of Director	Designation	Salary	Benefits	Performance Related Pay (PRP) for theyear 2021-22	Total
			NIL			

The Company had not given any stock options during the year 2021-22.

Except as mentioned above, there was no pecuniary relationship or transaction with Non-Executive Directors vis-a-vis the Company during the financial year 2021-22.

GENERAL BODY MEETING

ANNUAL GENERAL MEETING

The details of last three Annual General Meetings (AGM) of shareholders held were as under:

Financial Year	Date	Venue	Time	Whether any Special Resolution passed
2018-19	28.09.2019	Emerald Club, Supertech Emerald Court, Sector 93A, Gautam Buddha Nagar, Noida- 201304	10:45 A.M.	No
2019-20	17.12.2020	Through VC (Deemed Venue: Emerald Club, Supertech Emerald Court, Sector 93A, Gautam Buddha Nagar, Noida- 201304)	2:30 P.M.	Yes
2020-21	25.09.2021	Through VC (Deemed Venue: 103 EMPEROR 1, SUPERTECH EMERALD COURT SECTOR 93A NOIDA Gautam Buddha Nagar UP 201304 IN)	03:00 P.M.	No

No Extraordinary General Meeting of Members was held during the year under review.

No Postal Ballot was conducted during the year under review.

MEANS OF COMMUNICATION

Quarterly/Half Yearly/Annual Financial Results, Notice, Advertisement and Other official news are published both in vernacular language newspapers viz. Business Standard in Hindi version and English National newspapers viz. Business Standard in English version regularly. The said results are also displayed/uploaded on the Company's website i.e. <https://www.raymedlab.com/>

GENERAL SHAREHOLDER INFORMATION

S. No.	Particulars	Information
1.	Annual General Meeting: Day Date & Time Deemed Venue	30th Friday 23rd September, 2022 at 12:00 P.M. through Video Conferencing 103 EMPEROR 1, SUPERTECH EMERALD COURT SECTOR 93A NOIDA Gautam Buddha Nagar UP 201304 IN (Registered Office of Company)
2.	Financial year	April 1, 2021 to March 31, 2022

3.	Results for quarter/year ending : Results for quarter/year ending : (a) 30th June, 2022 (Tentative Schedule) (b) 30th September, 2021 (c) 31st December, 2021 (d) 31st March, 2022	On 8th day of August, 2022 On or before 14th day of November, 2022 On or before 14th day of February, 2023 On or Before 30th day of May, 2023
4.	Book Closure	17.09.2022 to 23.09.2022
5.	Listed on	BSE Limited
6.	Dividend payment date	The Company has not recommended or paid any dividend during the financial year under review.
7.	Stock Exchange Code	BSE Security Code: 531207/RAYLA

NOMINATION

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferred in the case of death of the registered shareholder(s). The prescribed nomination form (SH-13) will be sent by the Company upon such request and is also available on the Company's website at <https://www.raymedlab.com/investor-desk/sh-13-and-14-nomination/>

Nomination facility for shares held in electronic form is also available with depository participants.

AGM THROUGH VC

Pursuant to MCA Circulars, the Company will provide video conferencing facility to the members for participating in the 30th AGM. Please refer the Notice of the 30th AGM for more details, which is hosted on the website of CDSL at <https://www.evotingindia.com/noticeResults.jsp> and on website of the company at <https://www.raymedlab.com/>

VOTING THROUGH ELECTRONIC MEANS

Pursuant to Section 108 of Act and the Rules made thereunder and provisions under SEBI Listing Regulations, every listed company is required to provide its members the facility to exercise their right to vote at general meetings by electronic means.

The Company has entered into an arrangement with CDSL, the authorized agency for this purpose, to facilitate such e-voting for its members.

The shareholders would therefore be able to exercise their voting rights on the items put up in the Notice of AGM through such e-voting method. The Company will also provide facility to members attending the AGM through VC to vote at the meeting in accordance with the Companies (Management and Administration) Rules, 2014 and MCA circulars for conducting AGM through VC or OVAM.

Shareholders who are attending the meeting through VC and who have not already cast their votes by remote e-voting shall be able to exercise their right of voting at the meeting.

Cut-off date, as per the said Rules, is **September 16, 2022** and the remote e-voting shall be open for a period of 3 (three) days, from **20.09.2022, 09:00 AM** till **22.09.2022, 05:00 PM**.

The Board has appointed **M/s. Jain P & Associates**, practicing company secretary, as Scrutinizer for the e-voting process.

Detailed procedure is given in the Notice of the 30th AGM and is also placed on the Company's website at <https://www.raymedlab.com/>

Shareholders may get in touch with the Company Secretary at <https://www.raymedlab.com/> for further assistance.

DISCLOSURE

a) There have been no materially significant related party transactions which may have potential conflict with the interests of the Company at large. Accordingly, the disclosure of Related Party Transactions as required under section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is attached with the Directors' Report.

b) During last three year under review, the company has complied with all the mandatory requirements of the SEBI (LODR) Regulations, 2015 except the following:

The company has paid Rs. 11,36,000 /- till January 14, 2021 towards Outstanding ALF Dues to the Bombay Stock Exchange, where the Company is listed. However, the Interest of Rs. 1,62,250/- on the ALF Dues is still pending to be paid on the part of the Company to the Stock Exchange.

The Company has not appointed Whole Time Company Secretary pursuant to Section 203 of the Companies Act, 2013 after resignation of Mr. Diwakar Agrawal w.e.f. 23.09.2019. Moreover, Mr. Akbar Mehtab was appointed as Whole Time Company Secretary w.e.f. 29.09.2020.

The Company has not appointed a Chief Financial Officer i.e. whole-time key managerial personnel as per Section 203(1) of Companies Act, 2013 after the resignation of Mrs. Nisha Goyal from the post of Chief Financial Officer w.e.f. 11th August, 2021. Moreover, Mr. Ajai Goyal was appointed as Chief Financial Officer w.e.f. 08.08.2022.

c) The Company has in place vigil mechanism/whistle blower policy under which employees can report any violation of applicable laws and regulations and the Code of Conduct of the Company. Vigil Mechanism of the Company provides adequate safeguards against victimization of persons who use such mechanism and no personnel have been denied access to the Audit Committee.

d) The Company does not have any subsidiary Company. Therefore, policy for determining 'material' subsidiaries is not required to be framed.

e) The Company has in place Policy for Related Party Transaction and the same is also placed on Company's website i.e. <https://www.raymedlab.com/code-of-conduct/>

f) Information pertaining to the disclosure of commodity price risks and commodity hedging activities is not applicable to the Company.

g) The Company has not raised any funds through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).

h) A certificate from M/s.Ojha & Associates, Company Secretary in practice that none of the Directors on the Board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board, Ministry of Corporate Affairs or any such statutory authority, forms part of this report.

i) There were no instances where the Board has not accepted any recommendation of any committee of the board which was mandatorily required during the financial year in concern.

j) Total fees for all services paid by the listed entity to the statutory auditor and all entities in the network of the statutory auditor is Rs.23,600/-

- k) A Practicing Company Secretary has carried out Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd (CDSL) and the total issued and listed capital. The said Audit Report confirms that the total issued/paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.
- l) The Company has not granted loans and advances in the nature of loans to firms/companies in which the directors are interested.

The Company has duly complied with all the Corporate Governance requirements as specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF SUB-PARAS (2) TO (10)

It is to confirm that the Company has not incurred any non-compliance of any information contained in this Corporate Governance Report.

INFORMATION REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

Your Company has constituted Internal Complaints Committee (ICC) under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and also has a policy and framework for employees to report sexual harassment cases at workplace. The Company's process ensures complete anonymity and confidentiality of information. The below table provides details of complaints received/disposed during the financial year 2021-22:

No. of Complaints Filed	No. of Complaints Disposed off	No. of Complaints Pending
	NIL	

DISCLOSURE REGARDING SHARES IN SUSPENSE ACCOUNT

- i. Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year: NIL
- ii. Number of shareholders who approached issuer for transfer of shares from suspense account during the year: NIL
- iii. Number of shareholders to whom shares were transferred from suspense account during the year: NIL
- iv. aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year: NIL
- v. that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares: NIL

RISK MANAGEMENT

As per Regulation 21 of SEBI Regulations, 2015, the Company is not required to constitute Risk Management Committee.

INDEPENDENT DIRECTORS

The Board of the Company has been duly constituted with an optimum combination of Executive Directors, Non-Executive and Independent Directors. All the members are financially literate and possess sound knowledge of accounts, audit, finance, law, etc.

Presently, the Board of the Company comprises of following 2 (two) Independent Directors:

1. Mr. Harsh Prabhakar
2. Mrs. Poonam Sharma

MEETING OF INDEPENDENT DIRECTORS

As required by the Code of Independent Directors under the Companies Act, 2013 and the Listing Regulations, a separate meeting of the Independent Directors of the Company was convened during the year to oversee and review the performance of Non-Independent Directors and of the Board as a whole.

MANAGEMENT DISCUSSION AND ANALYSIS

A separate chapter on Management Discussion and Analysis is given in this Annual Report.

CEO/CFO CERTIFICATION

The Chief Financial Officer of the Company has furnished a certificate relating to financial statements and internal financial control systems as per the format prescribed under Regulation 17(8) of the SEBI (LODR) Regulations, 2015 and the Board took note of the same.

COMPLIANCE CERTIFICATION

Compliance Certificate for Corporate Governance obtained from M/s. Ojha & Associates Company Secretaries in Practice is annexed herewith.

CODE OF CONDUCTS

Details of various policies and codes required to be framed under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 are given under the head "Investors" on the website of the company i.e. <https://www.raymedlab.com/code-of-conduct/>

MARKET PRICE DATA- HIGH, LOW DURING EACH MONTH OF THE FINANCIAL YEAR 2021-22

The Market price data is given in the table mentioned below:

BSE Limited:

Month	High(Rs.)	Low(Rs.)	Closing(Rs.)
April '21	0.95	0.93	0.93
May '21	0.93	0.93	0.93
June '21	0.94	0.92	0.94
July '21	0.98	0.98	0.98
August '21	0.99	0.98	0.99
Sep '21	1.03	0.99	1.03
Oct '21	1.04	0.98	0.98
Nov '21	1.03	0.95	1.03
Dec '21	1.05	1.03	1.05
Jan '22	1.32	1.1	1.32
Feb '22	1.44	1.32	1.44
March '22	1.58	1.51	1.58

DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2022

Shareholding of Nominal value of Rs. 10/-	No. of Shareholders	% of Shares	No. of Shares held	% of Share Holders
1-5000	1012	67.78	227919	5.3333
5001-10000	221	14.80	187892	4.3967
10001-20000	95	6.36	151671	3.5491
20001-30000	45	3.01	118285	2.7679
30001-40000	10	0.66	35844	0.8388
40001-50000	25	1.67	113756	2.6619
50001-100000	39	2.61	299175	7.0007
100001 and above	46	3.08	3138958	73.4517
Total	1493	100	4273500	100

CATEGORIES OF EQUITY SHAREHOLDERS AS ON MARCH 31, 2022

	Category	No. of Shares	% of Holding
1.	Promoters Holding		
	i. Promoters	-	-
	- -Indian Promoters	12,12,050	28.36
	- Foreign Promoters	-	-
	ii. -Persons acting in concert	-	-
	Sub Total	12,12,050	28.36
2.	Non Promoters Holding		
	i. Institutional Investor	-	-
	ii. Mutual Fund and UTI	-	-
	iii. Banks, Financial Institutions, Insurance Companies (Central/ State Govt. Institutions/ Non Govt. Institutions)	41,000	0.96
	iv. FII's		
	Sub Total	41,000	0.96
3.	Others		
	i. Corporate Bodies	6,79,798	15.91
	ii. Indian Public	20,57,669	48.15
	iii. NRI's/OCB's	2,57,500	6.02
	iv. Any Other (HUF/Firm/ Foreign Companies) Clearing Member	25,483	0.60
	Sub Total	30,20,450	70.68
	Grand Total	42,73,500	100

DEMATERIALIZATION OF SHARES AND LIQUIDITY

The shares of the Company are in the compulsory dematerialized segment and are available for trading with both the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

The Share Capital Audit Report regarding reconciliation of the total issued, listed and capital held by depositories in a dematerialized form with respect to the Equity Share Capital of the Company was obtained from the Practicing Company Secretary for each quarter during the year and submitted to the Stock Exchanges within the stipulated time.

Number of shares held in dematerialized and physical mode as on 31st March 2022.

Particulars	Total Shares	% to Equity
Shares in dematerialized form with NSDL	2533654	59.288%
Shares in dematerialized form with CDSL	829362	19.407%
Physical	910484	21.305%
Total	4273500	100.00%

ISIN of the Company : INE741C01017

THE NAMES AND ADDRESSES OF THE DEPOSITORIES ARE AS UNDER**National Securities Depository Limited**

Trade World, A-Wing, 4th & 5th Floors,
Kamala Mills Compound,
Senapati Bapat Marg,
Lower Parel, Mumbai-400 013

Central Depository Services (India) Limited

Marathon Futurex, A-Wing, 25th floor,
NM Joshi Marg, Lower Parel, Mumbai-400013

COMPANY DETAILS

Registered Office : 103 Emperor 1, Supertech Emerald Court, Sector- 93A Noida, Gautam Buddha Nagar, Uttar Pradesh- 201304

Plant Location : Same as Above

Address for communication : Same as Above

THE PHONE NUMBERS AND E-MAIL ADDRESSES FOR COMMUNICATION ARE GIVEN BELOW

Email: raymedlabs@rediffmail.com

Telephone: 0120-2426900

As per Circular of the Securities & Exchange Board of India dated 22.01.2007, exclusive e-mail address for redressal of Investor Complaints is raymedlabs@rediffmail.com

By order of the Board of Directors
For RAYMED LABS LIMITED

Date:27.08.2022
Place: Ludhiana

Ajai Goyal
Whole Time Director
DIN:02636418

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

We submit herewith the “Management Discussion and Analysis Report” on the business of the Company as applicable to the extent relevant.

GLOBAL ECONOMY OVERVIEW:

Global Economy after a 3.3% contraction in 2020 and a 5.8% rebound in 2021, global GDP growth is projected to slow to 2.7% in 2022 and 2.6% in 2023, Advanced economies and many middle-income countries reached substantial vaccination rates. International trade picked up, and high commodity prices are benefiting many developing countries.

Although, rising energy prices and supply interruptions have resulted in higher and more wide spread inflation than expected. Elevated inflation is projected to last longer than prediction, although assuming inflation expectations remain well-anchored, inflation should steadily decline in 2023 as supply-demand imbalances fade and major economies respond with monetary policy.

INDIAN ECONOMY OVERVIEW:

India has emerged as the world's fastest-growing major economy, and it is predicted to be one of the top economic powers in the next decade, owing to its robust democracy and strong partnerships. According to Advance estimates, the India's economic growth is expected to remain in the range of 8 to 8.5 per cent in 2022-23 as against a projected growth of 9.2 per cent in the current financial year and a sharp contraction witnessed in 2020-21.

With economic momentum resuming, and the long-term advantages of supply-side reforms in the works, the Indian economy is poised to grow at considerable pace. According to IMF's World Economic Outlook (October 2021 edition), India's nominal GDP, measured in nominal USD market exchange rate is estimated at USD 3,515 Bn in 2023 (FY 2023-24), accounting for 3.3% of global GDP and making it the sixth largest economy in the world. When measured in purchasing power parity (PPP) terms, India is estimated to be the third largest economy at PPP USD 12,387 Bn in 2023.

India's nominal GDP at current prices was estimated at Rs. 232.15 trillion (US\$ 3.12 trillion) in FY 22. With more than 100 unicorns valued at US\$ 332.7 billion, India has the third-largest unicorn base in the world. The government is also focusing on renewable sources to generate energy, and is planning to achieve 40% of its energy from non-fossil sources by 2030.

The Indian Pharmaceuticals industry plays a prominent role in the global pharmaceuticals industry. India ranks third worldwide for production by volume and 14th by value.

India is the 12th largest exporter of medical goods in the world. Indian drugs are exported to more than 200 countries in the world, with US being the key market. Generic drugs account for 20% of the global export in terms of volume, making the country the largest provider of generic medicines globally. Indian drug & pharmaceutical exports stood at US\$ 24.60 billion in FY22 and US\$ 24.44 billion in FY21.

INDUSTRY STRUCTURE AND DEVELOPMENT

Indian pharmaceuticals value added output is forecast to grow more than 6% annually in 2022 and in 2023, due to the ongoing rollout of Covid-19 vaccinations, a rebound in non-Covid related medical treatments and a surge in generic drug exports. However, in H1 of 2022 drug producers still face pressure on gross margins, due to high commodity and transport costs. Domestic wholesalers and pharmacies continue to generate low, but stable margins.

While generic drugs still account for about 70% of output, the pandemic has spurred Indian drug producers to substantially increase their R&D spending. Due to a serious supply disruption in 2020, Indian drug producers intend to increase local production of Active Pharmaceutical Ingredients (APIs) in order to reduce their reliance on Chinese deliveries. Those imports have meanwhile rebounded, but are not yet back to pre-pandemic levels. The government has announced a large incentive scheme (e.g. with tax exemptions) to boost local API production, which will last until 2030.

The industry is highly export-oriented, being one of the leading suppliers of generic drugs to the US. Exports could be impacted by resumption of US Food and Drug Administration (USFDA) inspections of Indian production plants. Failures to meet required quality standards could lead to lower sales to the US, and could have a negative effect on margins.

We expect the domestic drug market to grow steadily in the coming years, due to demographic trends and rising household income. The growing middle class can increasingly afford high quality drugs, while demand for treatments (and related drugs) of cardiovascular diseases and other chronic diseases will increase.

Industry Overview

OPPORTUNITIES, CHALLENGES AND OUTLOOK

Opportunities

As per extant policy, FDI up to 100 per cent, under the automatic route, is permitted in the pharmaceuticals sector for Greenfield investment. Hundred per cent FDI is also permitted for investments in existing companies under the government approval route. Further, the Government of India has also put in place mechanisms such as the Drug Price Control Order and the National Pharmaceutical Pricing Authority to address the issue of affordability and availability of medicines.

In this regard the sector has seen a lot of investments and developments in the recent past.

Some of the initiatives taken by the Government to promote the pharmaceutical sector in India are as follows:

- As per the Union Budget 2022-23:
 - Rs. 3,201 crore (US\$ 419.2 million) has been set aside for research and Rs. 83,000 crore (US\$ 10.86 billion) has been allocated for the Ministry of Health and Family Welfare.
 - Rs. 37,000 crore (US\$ 4.83 billion) has been allocated to the 'National Health Mission'.
 - Rs. 10,000 crore (US\$ 1.28 billion) has been allocated to Pradhan Mantri Swasthya Suraksha Yojana.
 - The Ministry of AYUSH has been allocated Rs. 3,050 crore (US\$ 399.4 million), up from Rs. 2,970 crore (US\$ 389 million).
- In March 2022, under the Strengthening of Pharmaceutical Industry (SPI) Scheme, a total financial outlay of Rs. 500 crore (US\$ 665.5 million) for the period FY 2021-22 to FY 2025-26 were announced.
- India could restart deliveries of COVID-19 shots to global vaccine-sharing platform COVAX in November-December 2021 for the first time since April 2021. The World Health Organization (WHO), which co-leads COVAX, has been pushing India to resume supplies for the programme, particularly after it sent ~4 million doses to neighbours and allies in October 2021.
- In November 2021, PM Mr. Narendra Modi inaugurated the first Global Innovation Summit of the pharmaceuticals sector. The summit will have 12 sessions and over 40 national and international speakers deliberating on a range of subjects including regulatory environment, funding for innovation, industry-academia collaboration and innovation infrastructure.
- In August 2021, Union Health Minister, Mr. Mansukh Mandaviya announced that an additional number of pharmaceutical companies in India are expected to commence manufacturing of anti-coronavirus vaccines by October-November 2021. This move is expected to further boost the vaccination drive across the country.
- In June 2021, Finance Minister Ms. Nirmala Sitharaman announced an additional outlay of Rs. 197,000 crore (US \$26,578.3 million) that will be utilised over five years for the pharmaceutical PLI scheme in 13 key sectors such as active pharmaceutical ingredients, drug intermediaries and key starting materials.
- To achieve self-reliance and minimise import dependency in the country's essential bulk drugs, the Department of Pharmaceuticals initiated a PLI scheme to promote domestic manufacturing by setting up greenfield plants with minimum domestic value addition in four separate 'Target Segments' with a cumulative outlay of Rs. 6,940 crore (US\$ 951.27 million) from FY21 to FY30.
- In May 2021, under Atmanirbhar Bharat 3.0, Mission COVID Suraksha was announced by the Government of India to accelerate development and production of indigenous COVID vaccines. To augment the capacity of indigenous production of Covaxin under the mission, the Department of Biotechnology, Government of

India, provided financial support in the form of a grant to vaccine manufacturing facilities for enhanced production capacities, which is expected to reach >10 crore doses per month by September 2021.

Threats

- **Increasing Competition Between Online & Retail:** The industry's competition has increased, putting downward pressure on prices. If PharmEasy does not adjust to the price changes, it may lose market share.
- **Unstructured Grievance Handling System:** Unpredictability of consumer purchasing behaviour.
- **Political Instability:** Additional governmental regulations and tax policies. Political indecision in the country can be an obstacle to business, causing performance to suffer and additional costs to be incurred.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The financial statements have been prepared in accordance with the requirements of the Companies Act, 2013 and applicable accounting standards issued by the Institute of Chartered Accountants of India. The details of the financial performance of the Company are appearing in the Balance Sheet, Profit & Loss Accounts and other financial statements forming part of this annual report.

INTERNAL FINANCIAL CONTROL SYSTEM

Given the magnitude and nature of its business, the Company has maintained sound and commercial practice with an effective internal control system. The system ensures that all transactions are authorized, recorded and reported correctly to safeguard the assets of the Company and protect them from any loss due to unauthorized use or disposition. The adequate internal information system is in place to ensure proper information flow for the decision-making process. The Company also has well-established processes and clearly defined roles and responsibilities for people at various levels. The control mechanism also involves well documented policies, authorization guidelines commensurate with the level of responsibility and standard operating procedures specific to the respective businesses, adherence to which is strictly ensured. Internal audit is carried out frequently to create awareness and to take corrective actions on the respective units or areas, which need rectification. These reports are then reviewed by the "Management Team" and the "Audit Committee" for follow-up action.

HUMAN RESOURCE DEVELOPMENT

The Company regards its human resources as amongst its most valuable assets and proactively reviews policies and processes by creating a work environment that encourages initiative, provides challenges and opportunities and recognizes the performance and potential of its employees attracting and retaining the best manpower available by providing high degree of motivation.

Your Company believes in trust, transparency & teamwork to improve employees productivity at all levels.

CAUTIONARY STATEMENT

The Management Discussion and Analysis Report containing your Company's objectives, projections, estimates and expectation may constitute certain statements, which are forward looking within the meaning of applicable laws and regulations. The statements in this management discussion and analysis report could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operation include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in the governmental regulations, tax regimes, forex markets, economic developments within India and the countries with which the Company conducts business and other incidental factors.

**On behalf of the Board of Directors
For RAYMED LABS LIMITED**

**Date: 27.08.2022
Place: Noida**

**Ajai Goyal
Whole Time Director
DIN: 02636418**

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

*(In terms of Regulation 34(3) and Schedule V (E) of
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)*

To,
The Members,
RAYMED LABS LIMITED

We have examined the report of Corporate Governance presented by the Board of Directors **RAYMED LABS LIMITED** for the year ended **31st March, 2022** as stipulated in Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule V of the same.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the company for ensuring compliance of the conditions of the corporate governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and according to the information and explanation given to us, the Company has taken required steps to comply with the conditions of corporate governance, to the extent applicable and as stipulated in the aforesaid SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

We state that no investor grievance is pending for the period exceeding one month against the Company as per records maintained by the Stakeholders' Relationship Committee together with the status of Investor Grievance as on SEBI SCORES Portal.

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

**For Ojha & Associates,
Company Secretaries**

Date: 16.08.2022
Place: Kanpur

Tanay Ojha
Company Secretary
ACS No.: 29658
C P No.: 10790
UDIN: A029658D000795071

CERTIFICATE BY CEO/CFO TO THE BOARD OF DIRECTORS

I, **Ajai Goyal**, being Chief Financial Officer, of **Raymed Labs Limited** do hereby confirm and certify that:

1. I have reviewed the financial statements and the cash flow statement for the financial year and that to the best of my knowledge and belief:
 - a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b. these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. there are, to the best of my knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violate the listed entity's code of conduct.
3. I accept responsibility for establishing and maintaining internal control for financial reporting and have evaluated the effectiveness of internal control system of the listed entity pertaining to financial reporting and have disclosed to the auditor along with the audit committee, deficiencies in the design or operation of such internal control(s), if any, of which I am aware and the steps I have taken or proposed to take to rectify these deficiencies.
4. during the year under reference:
 - a. there were no significant changes in internal control system over financial reporting;
 - b. there were no significant changes in accounting policies and that the same have been disclosed in the notes to the financial statements; and
 - c. there were no instance(s) of significant fraud involved therein, if any, of which the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

**On behalf of the Board of Directors
For Raymed Labs Limited**

Date: 27.08.2022

Place: Noida

**Ajai Goyal
Chief Financial Officer
DIN:02636418**

DECLARATION FOR COMPLIANCE OF CODE OF CONDUCT

I, **Ajai Goyal**, being Whole time Director of the Company do hereby declare that all the Directors and Senior Management Personnel of the Company have affirmed compliance with the code of the conduct of the company for the financial year ended on March 31, 2022.

**On behalf of the Board of Directors
For Raymed Labs Limited**

Date: 27.08.2022

Place: Noida

**Ajai Goyal
Whole Time Director
DIN:02636418**

INDEPENDENT AUDITOR'S REPORT

To the Members of
Raymed Labs Limited

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of **Raymed Labs Limited** ("the Company"), which comprise the Balance sheet as at March 31 2022, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its loss including other comprehensive income its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Ind AS Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Emphasis of Matter

We draw attention to:

- (1) During the year Company's administrative & other general expenses are paid by Ajai Goyal (Director) on behalf of the company.
- (2) Company has not paid BSE Listing fee since last two Financial Years i.e. (FY 2020- 21& 2021-22)
- (3) Material Uncertainty Related to Going Concern-

The financial statements which indicates that the Company has accumulated losses and its net worth has been substantially eroded, Company has incurred a loss during the current and previous year(s) and, the Company's current liabilities exceeded its current assets as at the balance sheet date and the Company is not doing any business operations from past more than three years. These conditions, indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

- (4) Debtors, Creditors, Loan & Advances balance are subjected to confirmation.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Ind AS financial statements for the financial year ended March 31, 2022. These matters were addressed in the context of our audit of the Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Other Information or another title if appropriate, such as “Information Other than the Financial Statements and Auditor’s Report Thereon”

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the Ind AS financial statements and our auditor's report thereon.

Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Ind AS Financial Statements

The Company's Management and Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with

[the Companies (Indian Accounting Standards) Rules, 2015, as amended]. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor’s Responsibilities for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing

our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. (A) 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 purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**" to this report
- (B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - a) The Company does not have any pending litigations which would impact its financial position.

- b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- d) (i) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
(ii) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in notes to the accounts, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
(iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.
- (e). The company has not declared or paid any dividend during the year.

For A KAY MEHRA & CO.
Chartered Accountants
(Firm's Registration No. 050004C)

CA Deepak Suneja
Partner
(Membership No. 0501957)

Date- 28/05/2022
Place-DELHI
UDIN- 22501957AMUANY3992

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

3. (Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of RAYMED LABS LIMITED of even date)

With reference to the Annexure A referred to in the Independent Auditors’ Report to the members of the Company on the financial statements for the year ended 31 March 2022, we report the following:

- (i). In respect of the Company’s fixed assets:
 - (a) (i) The Company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment.
 - (ii) The Company has maintained proper records and showing full particulars of Intangible Assets.
 - (b) As explained to us all the fixed assets have been physically verified by the management during the year according to a regular program which in our opinion is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancy was Noticed on such verification. According to the information and explanation given to us, the company has not disposed-off substantial port of fixed assets during the year under review.
 - (c) The Company has proper title deeds of immovable Property registered under its name.
 - (d) According to the information and explanations given to us and on the basis of our examination of the records of the company, revaluation is not done by the company of its property, plant and equipment (including the right of use assets) or intangible assets or both during the year.
 - (e) There are no proceedings initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder for the Financial Year.
- (ii). In respect of the Inventories: -
 - (a) According to the information and explanations given to us, the Company is not holding any inventory and hence there is no requirement of physical verification of inventory at reasonable intervals.
 - (b) During the Financial Year Company has not sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets.
 - (c) There is no quarterly returns or statements filed by the company with financial institutions or banks in agreement with the books of account of the Company.
- (iii). According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not made investments in, provided any guarantee or security or any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (f) of the Order are not applicable to the Company and hence not commented upon.
- (iv.) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not granted any loan, making investments and providing guarantees and securities. Hence compliance with the provisions of Sections 185 and 186 of the Act is not applicable.
- (v). The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2022 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
- (vi). According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.
- (vii). According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund,

Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.

- (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Value Added Tax, Goods and Service Tax, Customs Duty, Excise Duty, Cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.
- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the company, there is no transaction which are not recorded in the accounts have been disclosed or surrendered before the tax authorities as income during the year.
- (ix). According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- (x) The Company has not raised any moneys by way of initial public offer or further public offer, private placement or preferential allotment (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable.
- (xi). (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in the Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) There is no whistle blower complaints received during the year hence this clause 3(xi)(c) is not applicable to the company.
- (xii). The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- (xiii). In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clauses 3(xvi)(a) of the Order are not applicable.
(b) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
(c) According to the information and explanations provided to us during the course of audit, the Group does not have any CICs.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditor during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information

accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, The financial statements which indicates that the Company has accumulated losses and its net worth has been substantially eroded, Company has incurred a loss during the current and previous year(s) and, the Company's current liabilities exceeded its current assets as at the balance sheet date and the Company is not doing any business operations from past more than three years. These conditions, indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

- (xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For A KAY MEHRA & CO.
Chartered Accountants
(Firm's Registration No. 050004C)

CA Deepak Suneja
Partner
(Membership No. 0501957)

Date- 28/05/2022
Place-DELHI
UDIN- 22501957AMUANY3992

ANNEXURE-B TO THE INDEPENDENT AUDITOR'S REPORT**Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Subsection 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of Raymed Labs Limited (“the Company”) as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s and Board of Directors’ Responsibilities for Internal Financial Controls

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

Auditor’s Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls over financial reporting with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected

depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting with Reference to these Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls over financial reporting with reference to these financial statements were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial

Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For A KAY MEHRA & CO.
Chartered Accountants
(Firm's Registration No. 050004C)

CA Deepak Suneja
Partner
(Membership No. 0501957)

Date- 28/05/2022
Place-DELHI
UDIN- 22501957AMUANY3992

BALANCE SHEET AS AT 31st MARCH, 2022

(Rs. in 000)

Particulars	Note No.	As at 31st March 2022	As at 31st March 2021
ASSETS			
Non-current assets			
Property, plant and equipment	1	1,556.94	1,608.66
Intangible assets	2	2.90	2.90
Financial assets	3	-	-
i) Investments		-	-
ii) Loans & Advances		-	-
iii) Others Financial Assets		-	-
Deferred tax assets (net)		-	-
Other non-current assets		-	-
		1,559.84	1,611.56
Current assets			
Inventories	4	-	-
Financial assets			
Investments		-	-
Trade receivables	5	249.38	249.38
Cash Balances	6	5.11	14.81
Bank balances	7	1.92	2.88
Loans & Advances	8	646.93	637.43
Others		-	-
Current Tax Assets (net)		-	-
Other current assets	9	-	-
		903.34	904.49
TOTAL ASSETS		2,463.18	2,516.05
EQUITY AND LIABILITIES			
Equity			
Equity share capital	3	42,735.00	42,735.00
Other equity	11	(64,084.54)	(63,263.98)
Other reserve		-	-
Total Equity		(21,349.54)	(20,528.98)

Non-current liabilities			
Financial liabilities			
Borrowings		-	-
Other non-current financial liabilities	12	22,074.17	-
Provisions		-	-
Deferred tax liabilities (net)		-	-
Total Non-current liabilities		22,074.17	-
Current liabilities			
Financial liabilities			
Borrowings	13	-	21,633.07
Trade payables		-	-
Other financial liabilities	14	500.00	500.00
Other Current Liabilities	15	1,238.55	911.95
Total Current Liabilities	15	1,738.55	23,045.03
TOTAL EQUITY AND LIABILITIES		2,463.18	2,516.05
Significant accounting policies	24		
Notes to Financial Statements	25		

As per our report of even date

For A. KAY. MEHRA & CO.

Chartered Accountants

FRN: 050004C

For and on behalf of the Board of Directors of

Raymed Labs Limited

CIN - L24111UP1992PLC014240

Deepak Suneja

Partner

Membership No.: 501957

Ajai Goyal

Managing Director

DIN - 02636418

Nisha Goyal

Director

DIN-02710946

Priyanka Sisodia

Company Secretary

PAN- MANPS9757F

Place : NOIDA

Date : 28/05/2022

UDIN- 22501957AMUANY3992

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST' MARCH, 2022

(Rs. 000)

Particulars	Note No.	For the Year Ended 31st March 2022	For the Year Ended 31st March 2021
Income			
Revenue from operations	16	-	-
Other income	17	-	66.00
Total Income		-	66.00
Expenses			
Cost of raw material consumed		-	-
Purchase of traded goods	18	-	-
(Increase)/decrease in inventories of finished goods, work-in- progress and traded goods	19	-	-
Finance Cost		-	-
Employee benefit expenses	20	282.00	200.00
Depreciation and amortisation expense	21	51.72	56.84
Other expenses	22	486.84	497.47
Total Expense		820.56	754.31
Profit/(Loss) before Exceptional items &Tax		(820.56)	(688.31)
Exceptional items	23	-	-
Profit/(Loss) before tax		(820.56)	(688.31)
Tax expenses			
Current tax		-	-
Deferred Tax		-	-
Profit/(Loss) for the year		(820.56)	(688.31)
Other Comprehensive Income			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods :		-	-
Other comprehensive income to be reclassified to profit or loss in subsequent periods :		-	-
Other Comprehensive income for the year (net of tax)		-	-
Total Comprehensive income for the year (net of tax)		(820.56)	(688.31)

Earnings per equity share			
Basic & Diluted		(0.192)	(0.161)
Significant accounting policies	25		
Notes to Financial Statements	26		

As per our report of even date
For A. KAY. MEHRA & CO.
Chartered Accountants
FRN: 050004C

For and on behalf of the Board of Directors of
Raymed Labs Limited
CIN - L24111UP1992PLC014240

Deepak Suneja
Partner
Membership No.: 501957

Ajai Goyal
Managing Director
DIN - 02636418

Nisha Goyal
Director
DIN-02710946

Priyanka Sisodia
Company Secretary
PAN- MANPS9757F

Place : NOIDA
Date : 28/05/2022
UDIN- 22501957AMUANY3992

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022

Rs. (000)

Particulars	31st March 2022	31st March 2021
A.CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	(820.56)	(688.31)
Adjustment to reconcile profit before tax to net cash flows :		
Depreciation/amortization	51.72	56.84
Operating profit before working capital changes	(768.84)	(631.47)
Movements in working capital:		
Decrease/ (Increase) in trade receivable	-	-
Decrease/(increase) in inventories	-	-
Decrease/(increase) in Short Term Loans and Advances	9.50	-
Decrease/(increase) in Other Current assets	-	-
(Decrease)/increase in trade payables	-	-
(Decrease)/increase in Current Financial Liabilities	(21,633.08)	1,437.93
(Decrease)/increase in Other Current Liabilities	326.59	(803.39)
Cash generated from operations	(21,296.98)	634.54
Net cash flow from/(used in) operating activities (A)	(22,065.82)	3.07
B.CASH FLOWS FROM INVESTING ACTIVITIES		
Decrease (Increase) in Long Term Loan and Advances	22,074.17	-
Increase in Fixed Assets	-	-
Net cash flow (used in)/from investing activities (B)	22,074.17	-
C.CASH FLOW FROM FINANCING ACTIVITIES		
Issue of Share Capital	-	-
Increase in Share Premium	-	-
Net cash used in financing activities (C)	-	-
Net increase/(decrease) in cash and cash equivalents (A + B + C)	8.35	3.07
Cash and cash equivalents at the beginning of the year	17.68	14.61
Cash and cash equivalents at the end of the year	26.03	17.68
Components of cash and cash equivalents		
Cash in hand	5.11	14.81
With banks on current account	1.92	2.88
Total cash and cash equivalents [Refer note 6 (c)]	7.03	17.68
Cash credit from banks	-	-
Balances per statement of cash flows	7.03	17.68
Significant accounting policies		
Notes to the financial statement		

1. Figures in brackets indicate cash out flow.

2. The above Cash flow statement has been prepared under the Indirect method set out in Ind AS-7 'Statement of Cash Flow' notified under the Companies (Indian Accounting Standards) Rules, 2015.

As per our report of even date

For A. KAY. MEHRA & CO.

Chartered Accountants

FRN: 050004C

For and on behalf of the Board of Directors of

Raymed Labs Limited

CIN - L24111UP1992PLC014240

Deepak Suneja

Partner

Membership No.: 501957

Ajai Goyal

Managing Director

DIN - 02636418

Nisha Goyal

Director

DIN-02710946

Priyanka Sisodia

Company Secretary

PAN- MANPS9757F

Place : NOIDA

Date : 28/05/2022

UDIN- 22501957AMUANY3992

RAYMED LABS LIMITED
Statement of changes in equity as at 31st March, 2022

(' in 000)
Amount
42,735.00
0.00
0.00
42,735.00

- a. Equity Share Capital
As at 31 March 2021 -
Add : Issue of equity share capital [refer note 9(a)] -
Less : Equity Shares forfeited during the year
As at 31 March 2022 -

b. Other Equity

Particulars	Reserves and Surplus				Other Reserves	Total
	Securities premium (i)	Capital reserve (ii)	Share based payment reserve (iii)	Retained earnings		
As at 31 March 2021	-	-	-	(63,263.98)	-	(63,263.98)
Total profit for the year	-	-	-	(820.56)	-	(820.56)
Other comprehensive income for the year	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	(820.56)	-	(820.56)
As at 31 March 2022	-	-	-	(64,084.54)	-	(64,084.54)

As per our report of even date

For A. KAY. MEHRA & CO.

Chartered Accountants

FRN: 050004C

For and on behalf of the Board of Directors of

Raymed Labs Limited

CIN - L24111UP1992PLC014240

Deepak Suneja

Partner

Membership No.: 501957

Ajai Goyal

Managing Director

DIN - 02636418

Nisha Goyal

Director

DIN-02710946

Priyanka Sisodia

Company Secretary

PAN- MANPS9757F

Place : NOIDA

Date : 28/05/2022

UDIN- 22501957AMUJANY3992

RAYMED LABS LIMITED
Notes to financial statements as at 31st March, 2022

Rs. (000)

1. Property, plant and equipment

	Land	Building	Electrical Install. Revamping	Plant & Machinery	Other Misc. Fixed Assets	Cylinders for Printing	Lab Instruments	Fire Extinguisher	Mobile	Measurement Instruments	Vehicles	Total
Cost At 31 March 2021	550.00	2,073.50	32.51	883.11	117.10	13.06	124.92	14.16	59.92	8.74	26.95	3,903.97
Additions	-	-	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-	-	-
At 31 March 2022	550.00	2,073.50	32.51	883.11	117.10	13.06	124.92	14.16	59.92	8.74	26.95	3,903.97
Depreciation												
At 31 March 2021	-	1,023.30	28.02	883.11	115.54	13.06	124.92	13.14	59.92	7.35	26.95	2,295.31
Charge for the Year	-	50.57	0.84	-	-	-	-	0.14	-	0.17	-	51.72
Disposals	-	-	-	-	-	-	-	-	-	-	-	-
At 31 March 2022	-	1,073.87	28.86	883.11	115.54	13.06	124.92	13.28	59.92	7.52	26.95	2,347.03
Net Block												
At 31 March 2021	550.00	1,050.20	4.49	-	1.56	-	-	1.02	-	1.39	-	1,608.66
At 31 March 2022	550.00	999.63	3.65	-	1.56	-	-	0.88	-	1.22	-	1,556.94

Intangible assets

	Trade Mark	Technical Know-how	Total
Cost At 31 March 2021	12.57	102.67	115.24
Additions	-	-	-
Deletion	-	-	-
At 31 March 2022	12.57	102.67	115.24
Amortisation			
At 31 March 2021	11.79	100.55	112.34
Charge for the year	-	-	-
At 31 March 2022	11.79	100.55	112.34
Net Block			
At 31 March 2021	0.78	2.12	2.90
At 31 March 2022	0.78	2.12	2.90

(Amount in Rs.)

PARTICULARS	DEEMED COST/GROSS BLOCK				ACCUMULATED DEPRECIATION/AMORTIZATION				NET BLOCK				
	Balance as at 31st March, 2021	Additions/Reclassification	Disposals/Reclassification	Balance as at 31st March, 2022	Balance as at 31st March, 2021	Depreciation Amortization expenses	Eliminated/ Addition on disposals/Reclassification of assets	Balance as at 31st March, 2022	Balance as at 31st March, 2021	Additions/Reclassification	Disposals/Reclassification	Depreciation/Amortization expenses	Balance as at 31st March, 2022
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Land	550.00	-	-	550.00	-	-	-	550.00	550.00	-	-	-	550.00
Building	2,073.50	-	-	2,073.50	1,023.30	50.57	-	1,073.87	999.63	-	-	-	999.63
Electrical Install. Revamping	32.51	-	-	32.51	28.02	0.84	-	28.86	3.65	-	-	-	3.65
Plant & Machinery	883.11	-	-	883.11	883.11	-	-	883.11	-	-	-	-	-
Other Misc. Fixed Assets	117.10	-	-	117.10	115.54	-	-	115.54	1.56	-	-	-	1.56
Cylinders for Printing	13.06	-	-	13.06	13.06	-	-	13.06	-	-	-	-	-
Lab Instruments	124.92	-	-	124.92	124.92	-	-	124.92	-	-	-	-	-
Fire Extinguisher	14.16	-	-	14.16	13.14	0.14	-	13.28	0.88	-	-	-	0.88
Mobile	59.92	-	-	59.92	59.92	-	-	59.92	-	-	-	-	-
Measurement Instruments	8.74	-	-	8.74	7.35	0.17	-	7.52	1.22	-	-	-	1.22
Vehicles	26.95	-	-	26.95	26.95	-	-	26.95	-	-	-	-	-
Trade Mark	12.57	-	-	12.57	11.79	-	-	11.79	0.78	-	-	-	0.78
Technical Know-how	102.67	-	-	102.67	100.55	-	-	100.55	2.12	-	-	-	2.12
Total	4,019.21	-	-	4,019.21	2,407.65	51.72	-	3,009.37	1,559.84	-	-	-	1,559.84

RAYMED LABS LIMITED

Notes to financial statements as at 31st March, 2022

3 FINANCIAL ASSETS

(RS. IN "000")

	As at 31st March 2022	As at 31st March 2021
	-	-
Total	-	-

4 INVENTORIES (at lower of cost or net realisable value)

	As at 31st March 2022	As at 31st March 2021
Finished goods	-	-
	-	-

5 TRADE RECEIVABLES

	As at 31st March 2022	As at 31st March 2021
Unsecured and considered goods over six months	249.38	249.38
Other	-	-
Total	249.38	249.38

Trade Receivables ageing schedule as at 31st March,2022

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	-	-	-	-	-	-
(i) Undisputed Trade receivables - considered doubtful	-	-	-	-	249.38	249.38
(iii) Disputed trade receivables considered good.	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-

Trade Receivables ageing schedule as at 31st March,2021

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	-	-	-	-	-	-
(i) Undisputed Trade receivables - considered doubtful	-	-	-	-	249.38	249.38
(iii) Disputed trade receivables considered good.	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-

6	CASH BALANCES	(RS. IN "000")	
		As at 31st March 2022	As at 31st March 2021
	Cash in hand	5.11	14.81
	Total	5.11	14.81
7	BANK BALANCES		
		As at 31st March 2022	As at 31st March 2021
	Balance with Scheduled Banks	1.92	2.88
	Total	1.92	2.88
8	LOANS AND ADVANCES		
		As at 31st March 2022	As at 31st March 2021
	Secured Considered good	-	-
	Unsecured Considered good	609.60	609.60
	Other	37.33	27.83
	Total	646.93	637.43
9	OTHER CURRENT ASSETS		
		As at 31st March 2022	As at 31st March 2021
	Prepaid Expenses	-	-
	Total	-	-

RAYMED LABS LIMITED

Notes to financial statements as at 31st March, 2022

(RS. IN "000")

10 SHARE CAPITAL

	As at 31st March 2022	As at 31st March 2021
Authorised share capital		
50,00,000 Equity Shares of par value Rs. 10/- each	50,000.00	50,000.00
(Previous year 50,00,000 Equity shares of par value of Rs. 10/- each)		
	50,000.00	50,000.00
Issued, Subscribed and fully paid-up share capital		
42,73,500 Equity Shares of par value Rs. 10/- each	42,735.00	42,735.00
(Previous Year - 42,73,500 Equity Shares of par value Rs. 10/- each)		
Total issued, subscribed and fully paid-up share capital	42,735.00	42,735.00

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity shares

	No of Shares		(Rs. In 000)	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
At the beginning of the year	4,273,500	4,273,500	4,273.50	42,735.00
Issued during the year	-	-	-	-
Outstanding at the end of the year	4,273,500	4,273,500	4,273.50	42,735.00

(b) Details of shareholders holding more than 5% shares in the Company:

	No. of Shares		% holding in the class	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
Equity Shares of Rs. 10 each fully paid				
Ajai Goyal	1,212,050	1,212,050	28.36%	28.36%
Amzel Limited	299,988	299,988	7.02%	7.02%

Shares held by promoters at the end of the year 31st March 2022

Promoter Name	No. of Shares	% of total shares	% Change during the year
Ajai Goyal	1212050	28.36%	-

Shares held by promoters at the end of the year 31st March 2021

Promoter Name	No. of Shares	% of total shares	% Change during the year
Ajai Goyal	1212050	28.36%	-
	-	-	-

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents legal ownerships of shares.

11 OTHER EQUITY : REFER STATEMENT OF CHANGES IN EQUITY.	(RS. IN "000")	
	As at 31st March 2022	As at 31st March 2021
Reserve & Surplus		
Securities premium account		
Opening balance	-	-
Add: Addition on ESOPs exercised	-	-
Add: Transferred from stock options outstanding	-	-
Less: Issue of Bonus shares	-	-
Closing balance	-	-
Capital Reserve		
Opening balance	-	-
Add: Forfeiture of vested options	-	-
Add: Addition for exercise of options from trust	-	-
Less: Issue of Bonus shares	-	-
Closing balance of General Reserve	-	-
Surplus in the statement of profit and loss		
Opening balance	(63,263.98)	(62,575.67)
Add: Profit for the year	(820.56)	(688.31)
Other Comprehensive income for the year	-	-
Net surplus in the statement of profit and loss	(64,084.54)	(63,263.98)
Total reserves and surplus	(64,084.54)	(63,263.98)

* Trade Payables include payable to related parties Rs 358.17 million (31 March 2016: Rs. 629.00 million, 1 April 2015 : Rs. 1.22 million). Refer note 31 for details.

* Other Payables include payable to related parties Rs 0.91 million (31 March 2016: Rs. Nil, 1 April 2015 : Nil). Refer note 31 for details.

12 OTHER NON CURRENT FINANCIAL LIABILITIES

	As at 31st March 2022	As at 31st March 2021
From Promoter Group		
Unsecured from Shareholder & Director & Others		
* IVY ENTERPRISES	7,269.93	-
* NISHA GOYAL- DIRECTOR	66.95	-
* AJAI GOYAL- DIRECTOR	4,501.67	-
* ARUN GOYAL	10,235.62	-
Total	22,074.17	-

FINANCIAL LIABILITIES		(RS. IN "000")	
13 Borrowings		As at	As at
		31st March 2022	31st March 2021
From Promoter Group			
Unsecured from Shareholder & Director & Others			
* IVY ENTERPRISES			7,269.93
* NISHA GOYAL- DIRECTOR			66.94
* AJAI GOYAL- DIRECTOR			4,060.57
* ARUN GOYAL			10,235.62
From Banks		-	-
Total		-	21,633.07
Trade payables			
		As at	As at
		31st March 2022	31st March 2021
Trade payables		-	-
Total		-	-
14 Other Financial liabilities			
		As at	As at
		31st March 2022	31st March 2021
Other Loans & Advances		500.00	500.00
Total		500.00	500.00
15 OTHER CURRENT LIABILITIES			
		As at	As at
		31st March 2022	31st March 2021
Misc. Expenses Payables			
Misc. Expenses Payables			
*Salary & Wages		7.50	7.50
*Legal & Professional Fee		42.65	11.91
*Creditors		532.00	560.15
*BSE Fee		-	-
*Printing Expense		8.40	8.40
Provision For Expenses		648.00	324.00
Total		1,238.55	911.95

16 REVENUE FROM OPERATIONS	(RS. IN "000")	
	31st March 2022	31st March 2021
Total	-	-
17 OTHER INCOME		
	31st March 2022	31st March 2021
Rent	-	66.00
Total	-	66.00
18 PURCHASE OF TRADED GOODS		
	31st March 2022	31st March 2021
Purchases	-	-
Total	-	-
19 (INCREASE) / DECREASE IN INVENTORIES		
	31st March 2022	31st March 2021
Inventories at the end of the year		
Closing Stock	-	-
Inventories at the beginning of the year		
Opening Stock	-	-
(Increase) / decrease in inventories	-	-
20 EMPLOYEE BENEFIT EXPENSES		
	31st March 2022	31st March 2021
Salary, wages and bonus	282.00	200.00
Contribution to provident and other fund	-	-
Total	282.00	200.00
21 DEPRECIATION AND AMORTISATION EXPENSE		
	31st March 2022	31st March 2021
Depreciation of property, plant and equipment	51.72	56.38
Amortization of intangible assets	-	0.46
Total	51.72	56.84

22 OTHER EXPENSES**(RS. IN "000")**

	31st March 2022	31st March 2021
Professional fees	7.80	10.62
Bank Charges	0.96	0.27
Printing & Stationery	14.55	12.87
Meeting Expenses	-	11.80
Telephone Expenses	2.11	2.05
Audit Fees	23.60	29.50
Late fee	-	2.00
Legal and Professional Charges	104.78	104.36
BSE Listing Fees	324.00	324.00
Advertisement	4.54	-
Website Charges	4.50	-
Total	486.84	497.47

23 EXCEPTIONAL ITEM:

	31st March 2022	31st March 2021
	-	-
Total	-	-

25. CORPORATE INFORMATION & SIGNIFICANT ACCOUNTING POLICIES**A. CORPORATE INFORMATION**

Raymed Labs Limited (referred to as “the Company”) is listed entity incorporated in India. (CIN NO: L24111UP1992PLC014240)

The registered office of the company is situated in
103, Emperor 1, Supertech Emerald Court, Sector 93A, Noida -201304.

B. SIGNIFICANT ACCOUNTING POLICIES**B.1 Basis of Preparation of Financial Statements**

The financial statements are prepared under the historical cost conventions on accrual basis in accordance with the Indian Accounting Standards (Ind AS) as prescribed under section of Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India. Further, the guidance, Notes/Announcements issued by The Institute of Chartered Accountants of India (“ICAI”) are also considered wherever applicable as adopted consistently by the company. The company has uniformly applied the accounting policies during the periods presented.

Company’s financial statements are presented in Indian Rupees (in “000), which is also its functional currency.

B.2 Summary of Significant Accounting Policies**a) Property, plant & equipment**

Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

Subsequent costs are included in the asset’s carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Depreciation on property, plant and equipment is provided using written down value method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013

Computer Equipment’s	3 years
Office Equipment’s	5 years
Electricals Equipment’s	10 years
Furniture & Fixtures	10 years
Plant & Machinery	15 years

b) Intangible assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortization/depletion and impairment loss, if any. Intangible Assets are amortized over their respective individual estimated useful life on a Written down Value Method Basis, commencing from date of Assets is available to the company for its use.

c) Inventories

Items of inventories are measured at lower of cost and net realizable value as prescribed in IND AS 2. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads net of recoverable taxes incurred in bringing them to their respective present location and condition.

d) Provisions & Contingent Liabilities

Provisions are recognized when the Company has a present obligation (legal or constructive) because of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Contingent liabilities are disclosed based on best judgement of the management/independent experts. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

e) Tax Expenses

The tax expense for the period comprises current and deferred tax. Tax is recognized in Statement of Profit and Loss, except to the extent that it relates to items recognized in the comprehensive income or in equity. In which case, the tax is also recognized in other comprehensive income or equity.

f) Revenue recognition

Revenue from sale of goods is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated cost can be estimated reliably, there is no continuing effective control or managerial involvement with the goods, and the amount of revenue can be measured reliably. Revenue from sale of goods is measured at the fair value of the consideration received or receivable excluding taxes or duties collected on behalf of the government.

g) Expenses Recognition

Expenses are accounted for on Accrual basis and provision are made for all known Liabilities except ROC fees.

h) Cash Flow Statement

Cash Flow statement is prepared in accordance with the Indirect method prescribed in Indian Accounting Standard (Ind AS)-7 on "Statement of Cash Flows".

i) Provisions for doubtful debts & advances

Provisions for doubtful debts/ advances is made when there is uncertainty of realization irrespective of the period of its dues and written off when unrealizability is established.

j) Earning Per Share (EPS)

Basic earnings per share is computed by dividing profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. The Company did not have any potentially dilutive securities in any of the years presented.

26. NOTES TO FINANCIAL STATEMENTS

(1) In the opinion of the Board, the Current Assets, Loan and Advances are stated at a value, considered realizable in the ordinary course of business.

(2) Payments to Auditors. (Amount in "000")

Auditors Remuneration	31.03.2022	31.03.2021
Audit Fees	20.00	25.00
Tax Audit Fees	00	00
Company Law Matters	00	00
Service Tax	00	00
Total	20.00	25.00

(3) Details of related party transactions.

(Amount in "000")

Particulars	Transactions during the year			
	Current Year		Previous year	
	Key Management Personnel	Relative of Key Management Personnel	Key Management Personnel	Relative of Key Management Personnel
Loan Taken From Director – Ajai Goyal	441.09	-	1,437.93	-
Loan Paid to Director	-	-	-	-
Remuneration Paid	-	-	-	-
Other Payment	-	-	-	-

(4) Balances of Debtors, Creditors and Unsecured Loans are subject to confirmation.

(5) The Company's operations predominantly comprise of only one segment, therefore operationally segment reporting does not apply.

(6) Figures (including Previous Year Figures) have been rounded off to the nearest rupee (in "000").

(7) Previous Year's figures have been re-grouped/re-arranged wherever necessary to render them comparable with the current year's figures.

For A. KAY. MEHRA & CO.

Chartered Accountants

FRN: 050004C

For and on behalf of the Board of Directors of

Raymed Labs Limited

CIN - L24111UP1992PLC014240

Deepak Suneja

Partner

Membership No.: 501957

Ajai Goyal

Managing Director

DIN - 02636418

Nisha Goyal

Director

DIN-02710946

Priyanka Sisodia

Company Secretary

PAN- MANPS9757F

Place : NOIDA**Date : 28/05/2022****UDIN- 22501957AMUANY3992**