

INFORMATION MEMORANDUM

Date: June 13, 2015

SNS LABORATORIES LIMITED

Our company was incorporated on 18.09.1985 as “SNS Medical Leasing Limited” under the Companies Act, 1956 with the Registrar of Companies, Delhi & Haryana and obtained its certificate of commencement of business on 23.09.1985. Later, the name of the company has changed into “SNS Laboratories Limited”. The company obtained fresh certificate of incorporation in the name of SNS Laboratories Limited, dated 25.10.1991 under the Companies Act, 1956 from the Registrar of Companies, N.C.T. of Delhi & Haryana. The Corporate Identification Number (CIN) of the Company is **L85110HR1985PLC022029**. For more details of our company, see the section “General Information”.

Registered and Corporate Office: A-678, Sushant Lok-I,
Gurgaon, Haryana- 122001

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Website: www.snslaboratories.in

INFORMATION MEMORANDUM FOR LISTING OF 2,86,25,000 EQUITY SHARES OF RS.10/-EACH FULLY PAID UP

GENERAL RISKS

Investment in equity and equity-related securities involve a degree of risk and investors should not invest in the equity shares of SNS Laboratories Limited unless they can afford to take the risk of losing their investment. Investors are advised to read the Risk Factors carefully before taking an investment decision in the shares of SNS Laboratories Limited. For taking an investment decision, investors must rely on their own examination of the Company including the risks involved.

ABSOLUTE RESPONSIBILITY OF SNS LABORATORIES LIMITED

SNS Laboratories Limited having made all reasonable inquiries, accepts responsibilities for, and confirms that this Information Memorandum contains all information with regard to SNS Laboratories Limited, which are material, and that the information contained in this Information Memorandum are true and correct in all material aspects and are not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes this Information Memorandum as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

LISTING

The Equity Shares of SNS Laboratories Limited are listed on the Delhi Stock Exchange Limited are proposed to be listed on **Metropolitan Stock Exchange Of India Limited (MSXI) formerly known as MCX- SX Stock Exchange Limited (MCX-SX)**.

REGISTRAR AND SHARE TRANSFER AGENT

BIGSHARE SERVICES PRIVATE LIMITED

Regd. Office Address: E-2 &3 Ansa Industrial Estate, Saki Vihar Road, Sakinaka Mumbai- 400072 Maharashtra

Corporate Office Address: 4E/8, First Floor, Jhandewalan Extension, New Delhi-110055

Tel. No.: 011-23522373

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Contact Person: Mr. Prem Kumar

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SECTION I – DEFINITIONS AND ABBREVIATIONS

DEFINITIONS

This Information Memorandum uses certain definitions and abbreviations, which unless the context indicates or implies otherwise, have the meanings as provided below. Reference to any legislation/s, act/s or regulation/s shall be to such legislation/s, act/s or regulation/s, as amended from time to time.

General Terms

<u>Term</u>	<u>Description</u>
“SNS Laboratories Limited”, “SLL”, “We” or “us” or “our Company” or “the Issuer”	SNS Laboratories Limited having its registered Office at A-678, Sushant Lok-I, Gurgaon, Haryana- 122001

Company Related Terms

<u>Term</u>	<u>Description</u>
“The Company” or “SNS” or “SNS Laboratories” or “SLL” or “we” or “us” or “our”	SNS Laboratories Limited having its registered Office at A-678, Sushant Lok-I, Gurgaon, Haryana- 122001
AOA/Articles/Articles of Association	Article of Association of the Company, as amended from time to time, unless the context otherwise specifies.
Auditors / Statutory Auditors	The Statutory Auditors of the Company, Mr. Anil Kumar, Chartered Accountants.
Banker(s) to the Company	The Bankers of the Company, Dena Bank, New Delhi.
Board of Directors/ Board/ Directors	The Board of Directors of the Company or a committee Constituted thereof, unless the context otherwise specifies.
Director(s)	The director(s) of the Company, unless otherwise specified.
Equity Shares	Equity shares of the Company of face value of Rs. 10 each fully paid up, unless otherwise specified in the context thereof.
Information Memorandum	This document as filed with the Stock Exchange is known as and referred to as the Information Memorandum.
Key Managerial Personnel	The officers vested with executive powers and the officers at the level immediately below the board of directors of the issuer and include any other person whom the issuer may declare as key management personnel, in terms of Regulation 2(1)(s) of the SEBI ICDR Regulations.
Memorandum/ Memorandum of Association/MOA	The Memorandum of Association of SNS Laboratories Limited
MSXI	Metropolitan Stock Exchange of India Limited
Promoters	Includes such persons and entities constituting our promoters in terms of Regulation 2 (1)(za) of the SEBI ICDR Regulations.
Promoter Group	Includes such persons and entities constituting our promoter group in terms of Regulation 2 (1)(zb) of the SEBI ICDR Regulations.

Registered Office	The registered office of the Company at A-678, Sushant Lok-I, Gurgaon, Haryana- 122001
Registrar/ Registrar & Share Transfer Agent/RTA	The Registrar & Share Transfer Agent of the Company, Bigshare Services Private Limited

Listing Related Terms

<u>Term</u>	<u>Description</u>
Allotment	The allotment of Equity Shares pursuant to earlier Issues.
Allottees	Persons to whom Equity Shares of our Company were issued pursuant to earlier Issues.
Banker(s) to the Company	Axis Bank, New Delhi
Equity Listing Agreements	The listing agreements entered into between our Company and the Stock Exchanges.
Equity Shareholder(s)	Holder(s) of Equity Shares of our Company as on the date of filling this Information Memorandum.
Registrar & Share Transfer Agent	Bigshare Services Private Limited

ABBREVIATIONS

<u>Term</u>	<u>Description</u>
Rs. or Rupees or INR	Indian Rupee
Act or Companies Act	The Companies Act, 1956, and The Companies Act, 2013, as amended from time to Time.
AGM	Annual General Meeting.
AS	Accounting Standards issued by the Institute of Chartered Accountants of India.
AY	Assessment Year
BIFR	Board for Industrial and Financial Reconstruction.
CG	Central Government
CIN	Corporate Identification Number
CDSL	Central Depository Services (India) Limited
Central Government	The Central Government of India
Companies Act	Companies Act , 1956 and Companies Act , 2013
Depositories	NSDL and CDSL
Depositories Act	A depository registered with the SEBI under the Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996
DIN	Directors Identification Number
DP/ID	Depository Participant Identity
DP/ Depository Participant	A depository participant as defined under the Depositories Act, 1996
DSE	Delhi Stock Exchange Limited
EBITDA	Earnings Before Interest, Tax, Depreciation and Amortization
EGM	Extraordinary General Meeting
EPS	Earnings per Equity Share
ESOP	Employees' Stock Option Scheme

Financial year/fiscal/ FY	Period of twelve months ended March 31 of that particular year, unless otherwise stated
FDI	Foreign Direct Investment
GDP	Gross Domestic Product
HUF	Hindu Undivided Family
IT Act	The Income-tax Act, 1961, as amended from time to time, except as stated otherwise
Indian GAAP	Generally Accepted Accounting Principles in India
IPO	Initial Public Offer
ISO	International Organisation for Standardisation
ISIN	International Securities Identification Number
NA	Not Applicable
NAV	Net Asset Value being paid up equity share capital plus free reserves (excluding reserves created out of revaluation) less deferred expenditure not written off (including miscellaneous expenses not written off) and debit balance of Profit and Loss account, divided by number of issued Equity Shares
NSDL	National Securities Depository Limited
p.a.	per annum
P/E Ratio	Price/Earnings Ratio
PAN	Permanent Account Number allotted under the Income Tax Act, 1961
PAT	Profit after tax
PBT	Profit before tax
RBI	Reserve Bank of India
RBI Act	The Reserve Bank of India Act, 1934, as amended
ROC	Registrar of Companies, N.C.T. of Delhi & Haryana
RSE	Regional Stock Exchange
SCORES	SEBI Complaints Redress System
SEBI	The Securities and Exchange Board of India constituted under the SEBI Act, 1992, as amended from time to time
SEBI Act	Securities and Exchange Board of India Act 1992, as amended from time to time
SWOT	Strength, Weakness, Opportunities and Threats of the Company
State Government	The government of a state of the Union of India
Takeover Regulations	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended
UIN	Unique Identification Number

GENERAL

PRESENTATION OF FINANCIAL, INDUSTRY AND MARKET DATA

Certain Conventions

Unless otherwise specified or the context otherwise requires, all references to “India” in this Information Memorandum are to the Republic of India, together with its territories and possessions. Unless the context otherwise requires, all references to the "Company", "we", "us" and "our" refers to SNS Laboratories Limited.

Financial Data

Unless indicated otherwise, the financial data in this Information Memorandum is derived from the financial statements prepared in accordance with the Generally Accepted Accounting Principles in India (“Indian GAAP”) and the Companies Act, 1956, and the Companies Act, 2013 as amended (“Companies Act”) included elsewhere in this Information Memorandum.

The financial year commences on April 1st and ends on 31st March, so all references to a particular financial year are to the twelve-month period ended 31st March of that year. The Company publishes its financial statements in Indian Rupees. In this Information Memorandum, any discrepancies in any table between the total and the sums of the amounts listed are due to rounding off.

Currency of Presentation

All references to “Rupees” or “INR” are to Indian Rupees, the official currency of the Republic of India.

Industry and Market Data

Unless otherwise stated, Industry & Market data used throughout this Information Memorandum have been obtained from internal Company & Reports and industry publication inter alia Planning Commission of India, Economy Survey, Industry Chambers & Associates etc. Industry publication generally state that the information contained in those publications has been obtained from sources believed to be reliable but their accuracy and Completeness are not guaranteed and their reliability cannot be assured. Although we believe that industry data used in this Information Memorandum is reliable, it has not been independently verified. Similarly, internal Company reports, while believed by us to be reliable, have not been verified by any independent sources.

Further the extent to which the Market & Industry data presented in this Information Memorandum is meaningful depends on the reader’s familiarity with the understanding of the methodologies used in compiling such data. There are no standard data gathering methodologies in the industry in which we conduct our business, and methodologies and assumption may vary widely among different industry sources.

FORWARD LOOKING STATEMENTS

This Information Memorandum contains certain words or phrases, including, “will”, “aim”, “will likely result”, “believe”, “expect”, “will continue”, “anticipate”, “estimate”, “intend”, “plan”, “contemplate”, “seek to”, “future”, “would”, “objective”, “goal”, “project”, “should”, “will pursue” and similar expressions or variations of such expressions, that are forward-looking statements. All forward-looking statements are subject to risks, uncertainties and assumptions that could cause actual results to differ materially from those contemplated by the relevant forward-looking statement.

All forward looking statements are subject to risks, uncertainties and assumptions that could cause actual results to differ materially from those contemplated by the relevant forward looking statement. Important factors that could cause actual results to differ materially from our expectations include, among others: -

- General economic and business conditions in India and other countries.
- Our ability to successfully implement our strategy, our growth and expansion, our exposure to market risks that have an impact on our business activities or investments.
- The changes in monetary and fiscal policies of India, inflation, deflation, unanticipated turbulence in interest rates, foreign exchange rates, equity prices or other rates or prices.
- The performance of the financial markets in India and globally, changes in domestic and foreign laws, regulations and taxes and changes in competition in our industry.
- Changes in the value of the Rupee and other currencies.
- The occurrence of natural disasters or calamities.
- Change in political and social conditions in India.
- The Loss or shutdown of operations of the Company at any time due to strike.
- The Loss of our key employees and Staff.
- Our ability to respond to technological changes.

Material Contract

The Company has not entered into any material contract or agreement other than those entered into the ordinary course of business.

Absolute Responsibility of SNS Laboratories Limited

SNS Laboratories Limited having made all reasonable inquiries, accepts responsibility for, and confirms that this Information Memorandum contains all information with regard to the Company, which is material, that the information contained in the Information Memorandum is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes this Information Memorandum as a whole or any of such information or the expression of any such opinions are intentions misleading in any material respect.

SECTION III – RISK FACTORS AND MANAGEMENT PERCEPTIONS THEREOF

An investment in Equity Shares involves a high degree of risk. One should carefully consider all the information’s in this Information Memorandum, including the risks and uncertainties described below, before making an investment in our Equity Shares. To obtain a complete understanding, this section should be read in conjunction with the section “Our Business” on as well as the other financial and statistical information contained in this Information Memorandum. The risks and uncertainties described in this section are not the only risks and uncertainties we currently face. Additional risks and uncertainties not known to us or the ones which we currently deem immaterial may also have an adverse effect on our business, financial condition and results of operations. For taking an investment decision, investors must rely on their own examination of the Company including the risks involved therein.

Unless otherwise stated, the financial data used in this section has been derived from our Company's audited financial statements for the financial years ended on March 31, 2014.



Internal Risk Factors

- 1. Company's success significantly depends on its management and operational teams and other skilled professionals. If it fails to retain, motivate and/or attract such personnel, its business may be unable to grow and its revenues could decline, which may decrease the value of our Equity Shares*

Company is dependent on the senior members of its management and operational team for its continued success and growth. Its success depends on its ability to attract, train, motivate and retain highly skilled professionals. If it cannot hire and retain the qualified personnel, its ability to continue to expand may be impaired and its revenues could decline.

- 2. We may require additional funds to satisfy our capital needs, which we may not able to procure*

We may need to raise additional capital from time to time, which we may not able to procure. The Company may not be able to raise adequate funds on attractive terms and conditions, which could have an adverse effect on our results of operations.

- 3. Availability of Finance*

Availability of credit or finance is a major factor which can have a direct impact on the performance of our company. Tightening of credit norms by the Financer can have an adverse effect on the sale performance of our company.

- 4. We face intense competition in our businesses, which may limit our growth and future prospects*

Our Company faces significant competition in the businesses that we are involved in. In particular, we compete with other finance companies, both in India and abroad; and public and private sector commercial banks operating in the markets in which we are present. In recent years, large international banks have also entered these markets. For further details, please see the paragraph titled "Competition", as contained in the chapter titled "Business Overview", we compete on the basis of a number of factors, including execution, depth of product and service offerings, innovation, reputation and price. Our competitors may have advantages over us, including, but not limited to:

1. Substantially greater financial resources;
2. Longer operating history than in certain of our businesses;
3. Greater brand recognition among consumers;
4. Larger customer bases in and outside India; or
5. More diversified operations which allow profits from certain operations to support others with lower profitability.

External Risk Factors

1. Tax rates applicable to Our Company may increase and may have an adverse impact on our business

Any increase in the tax rates may have an adverse impact on our business and results of operations and we can provide no assurance as to the extent of the impact of such changes.

2. We are subject to fluctuations in interest rates and other market risks, which may materially and adversely affect our financial condition and results of operations

Our business substantially depends on interest income from operations. Market risk refers to the probability of variations in our interest income or in the market value of our assets and liabilities due to interest rate volatility. Changes in interest rates affect our interest income and the volume of loans we issue. Increases in short-term interest rates could increase our cost of borrowing and adversely affect our profitability. When interest rates rise, we must pay higher interest on our borrowings while interest earned on our assets does not rise as quickly because our loans are issued at fixed interest rates. Interest rate increases could result in adverse changes in our interest income, reducing our growth rate and the value of our financial assets.

The market value of a security with a fixed interest rate generally decreases when the prevailing interest rates rise, which may have an adverse effect on our earnings and financial condition. In addition, we may incur costs (which, in turn, will impact our results) as we implement strategies to reduce future interest rate exposure. The market value of an obligation with a floating interest rate can be adversely affected when interest rates increase. Increases in interest rates may reduce gains or require us to record losses on sales of our loans and, as a result, adversely affect our financial condition.

3. Changes in Government Policy

Change in Government Policy, change in interest rates, revision of duty structure, change in tax law, change in environmental regulation etc. may have an adverse impact on the profitability of textile business. Due to competitive nature of the market, the cost increase due to these changes may be passed on to the customers.

4. Legal and Compliance Risk

We are subject to extensive regulation by SEBI, Stock Exchanges and other Market regulator in India. New law/rules and any changes in any law or application of any current law/rule could affect the manner of operation and profitability.

5. Terrorist attack and other act of violence

Terrorist attack or other act of violence of war, including those involving India, United States, United Kingdom or other countries may adversely affect the Indian and worldwide financial market. These acts may result in loss of business confidence and have other business consequences that could adversely affect our business, result of operation and financial condition. Increased volatility in the financial market can have adverse effect on the economies of India and other countries including economic recession.

6. After this listing, the price of the equity Company's equity shares may be volatile, or an active trading market for the Company's equity shares may not develop

There is no trading of the shares of the company and there can be no assurance that an active trading market for equity share will develop or sustained after listing. The Company's share price could be volatile.

SECTION IV – INDUSTRY OVERVIEW

This is only a summary and does not contain all information that one should consider before investing in the Equity Shares offered by the Company. Investors should read this entire Information Memorandum, including the information on the section titled “Risk Factors” of this Information Memorandum and the section titled “Financial Information” and related notes of this Information Memorandum before taking any decision to invest in the Equity Shares offered by the Company.

INDUSTRY OVERVIEW: PHARMACEUTICAL



The pharmaceutical industry in India is the world's third-largest in terms of volume. According to the Department of Pharmaceuticals of the Indian Ministry of Chemicals and Fertilizers, the total turnover of India's pharmaceuticals industry between 2008 and September 2009 was US\$21.04 billion. The domestic market was worth US\$12.26 billion. The industry has a market share of \$14 billion in the United States.

According to the India Brand Equity Foundation, the Indian pharmaceutical market is likely to grow at a compound annual growth rate (CAGR) of 14-17 per cent in between 2012-16. India is now among the top five pharmaceutical emerging markets of the world.



Exports of pharmaceutical products from India increased from US\$6.23 billion in 2006–07 to \$10.1bn in 2013(according to IBEF India) a combined annual growth rate of 21.25%. According to PricewaterhouseCoopers (PWC) in 2010, India joined the top 10 global pharmaceutical markets in 2020 with turnovers reaching US\$50 billion.

The government began encouraging the growth of drug manufacturing by Indian companies in the early 1960s, and with the Patents Act in 1970. This patent act removed composition patents from foods and drugs, and though it kept process patents, these were shortened to a period of five to seven years.

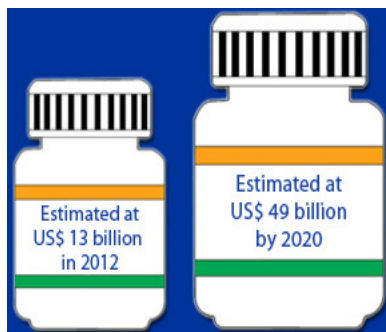
The lack of patent protection made the Indian market undesirable to the multinational companies that had dominated the market and as they left, Indian companies carved a niche in both the Indian and world markets by reverse-engineering new processes for manufacturing low-cost drugs. Although some of the larger companies have taken baby steps towards drug innovation, the industry as a whole has not changed its business model.

In 2009-10, India's biopharmaceutical industry grew at 17 percent, with revenues of Rs. 137 billion (\$3 billion). Bio-pharma was the biggest contributor, generating 60 percent of the industry's growth at Rs. 88.29 billion, followed by bio-services at Rs. 26.39 billion and bio-agri at Rs. 19.36 billion.

In 2013, there were 4,655 pharmaceutical manufacturing plants in India, employing over 345 thousand workers.

Source: http://en.wikipedia.org/wiki/Pharmaceutical_industry_in_India

INDIA PHARMA SECTOR



- As per 'Pharma Vision 2020', the Government of India aims to make India a global leader in end-to-end drug manufacturing.
- Manufacturing costs in India are approximately 35-40 per cent of those in the US due to low installation and manufacturing costs.
- Pharmaceutical exports from India have grown at a CAGR of 21 per cent over the last decade.
 - Indian vaccines are exported to 150 countries.
- The projected human resource requirement in the Indian pharma sector is estimated to be about 21, 50,000 by 2020.

PHARMA MANUFACTURING & PATENTS



- India is home to 10,500 manufacturing units and over 3,000 pharma companies.
- India accounts for 36.9 per cent (3,411) of the 9,296 Drug Master Files (DMFs) filed with the USA, which is the highest outside of the USA (as on December 31, 2013).
- Higher spending on R&D, owing to products patents have made India a major destination for generic drug manufacturing.
- India has been accredited with approximately 1,105 CEPs, more than 950 TGA approvals and 584 sites registered by the USFDA.
- Following the introduction of product patents, several multinational companies are expected to launch patented drugs in India.

EXPORTS IN PHARMACEUTICAL INDUSTRY



- India's pharma exports stood at US\$ 15 billion in 2013-14.
- Pharmaceutical exports from India have grown at a CAGR of 21 per cent over the last decade.
- India ranks fourth in terms of the total pharma market share in the Asia Pacific.
- Approximately 70 per cent of the patients in developing countries receive Indian medicines through NGOs like The Clinton Foundation, Bill & Melinda Gates Foundation, Doctors without Borders, the UNCTAD etc.

HOUSEHOLD SPEND & GROWTH IN RURAL INDIA



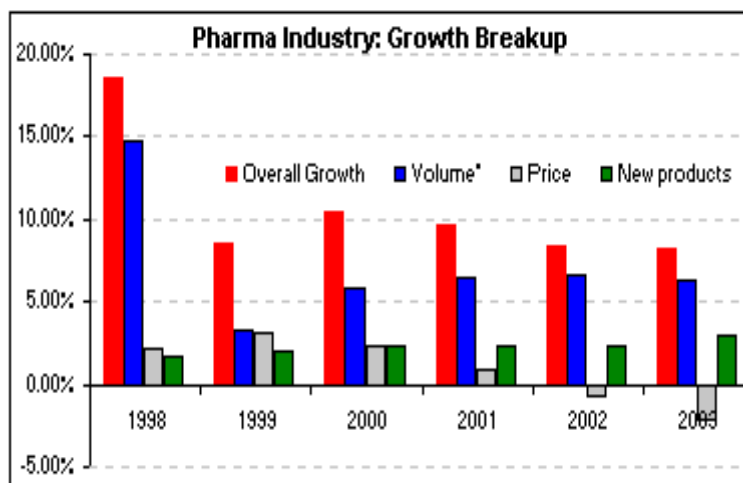
- Due The Government of India is committed to setting up robust healthcare and delivery mechanisms.
- Due to increasing population and income levels, demand for high-end drugs in India is expected to reach US\$ 8 billion by 2015.
- Expenditure on pharmaceuticals is likely to increase to over 40 per cent of the total spending on healthcare by households by 2015.
- With 70 per cent of India's population residing in rural markets, various pharma companies are investing in the distribution network in rural areas.

Source: <http://www.brandindiapharma.in/infographic-on-pharma-sector-business/>

GROWTH IN PHARMACEUTICALS INDUSTRY

It is often said that the pharma sector has no cyclical factor attached to it. Irrespective of whether the economy is in a downturn or in an upturn, the general belief is that demand for drugs is likely to grow steadily over the long-term.

We take look a little back in the industry's last six years performance. The Industry is a largely fragmented and highly competitive with a large number of players having interest in it. The following chart shows the breakup of the growth (YoY) of Indian pharmaceutical industry in last six years.



*Volume growth of existing products

SECTION V – OUR BUSINESS

SUMMARY OF BUSINESS

In this section, unless the context requires otherwise, any reference to “we”, “our” and “us” refers to the Company.

OVERVIEW

Our company was incorporated on 18.09.1985 as “SNS Medical Leasing Limited” under the Companies Act, 1956 with the Registrar of Companies, Delhi & Haryana and obtained its certificate of commencement of business on 23.09.1985. Later, the name of the company has changed into “SNS Laboratories Limited”. The company obtained fresh certificate of incorporation in the name of SNS Laboratories Limited, dated 25.10.1991 under the Companies Act, 1956 from the Registrar of Companies, N.C.T. of Delhi & Haryana. The Corporate Identification Number (CIN) of the Company is **L85110HR1985PLC022029**.

OUR COMPETITIVE STRENGTHS

We believe that the following are our primary competitive strengths:



✓ *Pharmaceutical Innovations*

Due to pharmaceutical innovations many medical conditions are treated using drugs, instead of complicated surgeries. For example back pain is now treated with drugs instead of surgery. Scientists are treating heart by-pass without surgery using protocol of drugs for four to eight weeks. These innovations are giving patient’s new hope for a better and healthier lifestyle. Drugs are approved after years of testing and clinical trials.

✓ *Better Vaccines*

Pharmaceutical companies are manufacturing vaccines to prevent individuals from catching diseases and to strengthen their immune systems. They activate and enhance the efficiency of the human immune system to help prevent infections. These preventive measures are low-priced, constantly effective and easy to store. These vaccines can be carried and transported from one place to another with ease.

✓ *Cheaper Health Care*

Due to the production of better medicine, competitive pressures and government regulations, the cost of health care services can be controlled and reduced. The increased availability of generic drugs helps contribute to cheaper health care for patients.

✓ ***Research and Development***

Pharmaceutical companies make drugs using proteins, enzymes and complex compounds to treat different diseases. Research and development by the pharmaceutical companies facilitates the discovery of treatments for more advanced medicines. According to PHRMA, only one out of 10,000 medicines investigated by American research-based pharmaceutical companies makes it through the research and development pipeline and is approved for patient use by the United States Food and Drug Administration.

✓ ***Better Communication***

Pharmaceutical companies are becoming more sophisticated in communicating with consumers through media and the Internet. Message boards, chat rooms and websites are becoming important way tools for informing patients about new drugs, medicine and treatments more efficiently. They are educating unaware individuals about proper and timely use of drugs.

✓ ***Free Medicine for Poor Countries***

The medicines produced by pharmaceutical companies are a definite advantage for Third World countries. Medicines are often donated to developing countries a few months before they expire. The Seattle Times states that two billion people in the world still lack access to essential medicines. European as well as American companies are making medicines available to the developing countries at lower prices.

✓ ***Increase in Age Expectancy and Fewer Infant Deaths***

Drugs are an important component of health care system. Better drugs increase life expectancy and lower infant mortality enormously. The inability and unavailability to approach these drugs hurts the developing countries. According to NOVA, the life expectancy in the developing world remains much lower compared to the developed world.

[Source:http://www.ehow.com/list_6704561_benefits-pharmaceutical-companies .html](http://www.ehow.com/list_6704561_benefits-pharmaceutical-companies.html)

SUCCESS STRATEGIES FOR INDIAN PHARMA INDUSTRY

Fragmented Indian pharmaceutical market is facing high volatility and uncertainty. Increasing number of drugs in National List of Essential Medicines (NLEM) and price controls, changing FDI Policy, compulsory licensing, aggressive acquisition investments by MNCs, and declining global generic market opportunity is creating a new normal. Pharmaceutical companies need to re-visit their traditional growth strategies to succeed in a volatile world.

Indian pharmaceutical industry is valued at \$ 12 billion in 2013. The market is primarily driven by exports to regulated as well as semi-regulated markets. Currently, India exports drugs to more than 200 countries and vaccines and biopharmaceutical products to about 151 countries. Globally, India ranks 3rd in terms of volume and 14th in terms of value.

Indian pharmaceutical industry is fairly fragmented with top 10 companies contributing to 41% of total sales. The next ten companies contribute to 22% of sales while the remaining companies contribute to 37% of the total sales. Urban regions (metros and tier I cities) contribute to about 60% of total sales while the remaining country contributes to the balance 40%. Tier I cities are growing at approximate 10% per annum (PA) while rural areas are growing at about 14.5% PA. The growth has been driven by increased access to healthcare, improved infrastructure and greater penetration of pharmaceutical companies into tier 1 cities and rural areas.

Changing market dynamics

The year 2013 has seen deceleration of industry growth rate from 16.6% in 2012 to 9.8% in 2013. During the year, the industry faced a different type of regulatory headwind; the patent office ruled against the intellectual property rights (IPRs) for several notable drugs, including Pfizer's Sutent, Bayer's Nexavar, etc. A still more daunting challenge for MNCs operating in India has been compulsory licensing and uncertainty about patent validity.

Domestic companies, on the other hand, have been equally impacted by the Drug Prices Control Order (DPCO) and the ensuing stalemate of stocks stuck at various levels in the distribution chain. The Parliamentary Standing Committee recommended multiple mandatory conditions for allowing FDI in brownfield projects while allowing 100% FDI in Greenfield projects.

Industry estimates show that generic drug user fee amendments in USA, compulsory licencing and National Pharmaceutical Pricing Policy (NPPP) have increased the legal expenditures of the top 10 drug makers in India by about 50% in the past three years. NPPP is expected to lead to value erosion to the tune of Rs.1,600 crore post implementation for 2013-14.

With the notification of the order, the NPPP 2012 comes into effect and 348 drugs under NLEM, which account for 60 percent of total domestic pharmaceutical market amounting to nearly Rs 29,000 crore , would come under price control.

These factors, coupled with general elections in 2014 and a host of high-profile M&A deals and aggressive investments by MNCs in India clearly indicate that the industry is going through a period of significant volatility and uncertainty which has created a new normal for the companies.

Companies will need to reinvent their business model or take on some disruptive new approach as traditional strategic approach would have limitation in this transient world.

STRATEGIES FOR SUCCESS IN UNCERTAIN AND VOLATILE ENVIRONMENT



According to analysis, companies which quickly adapt to the uncertain and volatile environment will be the possible winners in 2014 and beyond. Going forward, the companies will need to build their business using one or more of the following five levers:

Review product portfolio

The new pricing mechanism as specified in the NPPP 2012 would impact near term earnings of companies. The companies most affected will be the ones with higher dependence on Indian market, premium pricing approach and having higher share of acute therapy segment. On the other hand, the impact of the new policy would not be substantial on companies that have sizeable share of earnings from regulated markets, especially US generics. Therefore, it will be vital for companies to re-look at its geographic spread and to re-new their portfolios by focusing on; therapeutic class synergies, increasing share of prescription, adding innovative and better margin products.

Build customer centricity

To succeed in such a complex environment, companies will need to take a customer centric view to re-look at the value proposition for each major customer segments. For each customer segment in the value chain, be it channel partners, practicing physicians, or direct patients, companies need to look at building distinctive forms of customer connect through advanced mechanisms of sales force engagements, consolidation of field force, strengthen marketing channels with adoption of digital marketing, and organise patient education programs. Companies should not just promote their products but see themselves as a disease prevention and management company.

Strengthen operational capability

Companies will need to revisit their operations to ensure that no complacency has set in. The legacy processes might be driving up costs due to outdated technologies or high environmental factor or e-factor (which is defined as ratio of mass of waste generated per unit of product). Companies will need to focus on process innovations by adopting latest technologies such as micro reactors or critically evaluating and reducing the number of process steps. Furthermore, benchmarking of manufacturing processes and supply chain optimisation will help in establishing the extent of improvement required to be achieved by the company.

Value creation by JV/M&A

Companies need to look for inorganic value creation and speed to market opportunities. Alliances could help in deeper customer and market penetration with value creation happening in many forms such as co-production to reduce compliance costs, co-marketing through use of common marketing channels and co-promotion to reduce advertisement & promotion costs by leveraging common distribution channels. It will also help companies to capitalise on licensing opportunities presented by international pharmaceutical players as they increasingly invest in emerging economies. Recent JV/M&A activities highlight the consolidation trend in the industry.

Organisational agility

To successfully respond to uncertainty, companies will have to create a culture of agility and innovation. They will need to take a fresh look at their organisational structure, especially the number of layers in the organisation, the relationship between business units, and the mix of organisational boundaries. They will need to significantly redefine business processes to enable quick decisions and lower cycle times while also meeting increased compliance requirements. The leadership team and senior management will also have to be trained to accept the new normal as a 'way of life' and respond to change quickly.

Way forward

The regulatory environment in the pharmaceutical sector is more challenging now than ever before. To meet the new normal, companies will have to invest in re-establishing their competitive position. Optimisation of product portfolio to target high return products and building distinguishing capabilities to stay ahead of competition would be the key to success.

Both domestic and multi-national players will need to look at inorganic growth opportunities including value creation through partial carve outs as it would play a key role in defining the long term sustainability of the companies. The winning companies will be the ones which analyse their competitive position and meet the rapid changes happening in the industry by evaluating and speedily implementing the five levers outlined above.

Source:http://www.business-standard.com/content/b2b-chemicals/success-strategies-for-indian-pharma-industry-in-an-uncertain-world-114021701557_1.html

SECTION VI – INTRODUCTION

SUMMARY OF BUSINESS

In this section, unless the context requires otherwise, any reference to “we”, “our” and “us” refers to the Company.

OVERVIEW

Our company was incorporated on 18.09.1985 as “SNS Medical Leasing Limited” under the Companies Act, 1956 with the Registrar of Companies, Delhi & Haryana and obtained its certificate of commencement of business on 23.09.1985. Later, the name of the company has changed into “SNS Laboratories Limited”. The company obtained fresh certificate of incorporation in the name of SNS Laboratories Limited, dated 25.10.1991 under the Companies Act, 1956 from the Registrar of Companies, N.C.T. of Delhi & Haryana.

The Corporate Identification Number (CIN) of the Company is **L85110HR1985PLC022029**.

The Authorized Capital of the Company is **Rs. 5,00,00,000** and Paid-up Capital is **Rs. 2,86,25,000**.

SUMMARY OF FINANCIAL INFORMATION

The following table provides a summary of financial information derived from the financial statements as of and for the financial year 2012-2014. These financial statements have been prepared in accordance with the Indian GAAP and the Companies Act, 1956. The summary of financial information presented below should be read in conjunction with the financial statements, the notes and annexure thereto provided with this information memorandum.

Statement of Assets and Liabilities

<i>(Fig.' Rs.)</i>			
<u>Particulars</u>	<u>2014</u>	<u>2013</u>	<u>2012</u>
<u>Non-current assets</u>			
Non-Current Investment	-	-	-
Long-term Loans and Advances	9,570.00	580.00	-
Total Non-current assets	9,570.00	580.00	-
<u>Current Assets</u>			
Inventories	-	-	-
Cash & Cash Equivalents	1,26,066.00	56,795.00	12,782.37
Total Current Assets	1,26,066.00	56,795.00	12,782.37
<u>TOTAL ASSETS</u>	1,35,636.00	57,375.00	12,782.37
<u>Non-current Liabilities</u>			
Long-term Borrowings	19,250.00	-	-
Total Non-Current Liabilities	19,250.00	-	-
<u>Current Liabilities</u>			
Short-term Borrowings	44,000.00	43,250.00	-
Short-term Provisions	9,570.00	-	-
Sundry Creditors / Trade Payables	-	-	-
Other Current Liabilities	4,371.00	4,371.00	6,639.00
Total Current Liabilities	57,941.00	47,621.00	6,639.00
<u>Net Worth</u>			
Share Capital	2,84,19,500.00	2,84,19,500.00	2,84,19,500.00
Reserve & Surplus	(2,83,61,055.00)	(2,84,09,746.00)	(2,84,13,356.63)
Total Net Worth	58,445.00	9,754.00	6,143.37
<u>TOTAL LIABILITIES</u>	1,35,636.00	57,375.00	12,782.37

Statement of Profit and Loss Account*(Fig.' Rs.)*

Particulars	2014	2013	2012
Income			
Income from Operations	4,75,000.00	61,020.00	-
Other Income	-	21.00	-
Total	4,75,000.00	61,041.00	-
Expenditure			
Cost of Trading Goods	3,50,000	-	-
Changes in Inventories	-	-	-
Other Expenses	74,788.00	58,011.00	5,499.45
Total	424,788.00	58,011.00	5,499.45
Profit before tax	50,212.00	3,030.00	(5,499.45)
Less: Tax Expense			
Current Tax	9,570.00	580.00	-
MAT credit	(9,570.00)	-	-
Earlier Years Tax	1,520.00	-	-
Deferred Tax	-	-	-
Provision for Doubtful debt	-	-	4,00,000.00
Profit after tax	48,692.00	3,610.00	(4,05,499.45)
Earnings Per Share			
Basic	0.02	0.00	(0.143)
Diluted	0.02	0.00	(0.143)

Statement of Cash Flow Statement

(Fig.' Rs.)			
<u>Particulars</u>	<u>2014</u>	<u>2013</u>	<u>2012</u>
<u>Cash flow from operating activities:</u>			
Net profit/loss before tax	50,000.00	3,000.00	(5,499.45)
Adjustment for:			
Depreciation	-	-	-
Operating Cash flows before working Capital changes			
Changes in Working Capital:			
other current assets	-	-	
Increase in Other Current Liabilities	20,000.00	41,000.00	3,309.00
Decrease/Increase in Trade Payables	-	-	-
Change in Provision			-
Cash generated from operations	70,000.00	44,000.00	(2,190.45)
Net income tax (paid) / refunds	(1,000.00)	-	-
Net cash generated from / (used in) operating activities [A]	69,000.00	44,000.00	(2,190.45)
<u>Cash flows from investing activities:</u>			
Decrease in Loans & advances	-	-	-
Increase in Investments	-	-	
Net cash used in investing activities [B]	-	-	-
<u>Cash flows from financing activities:</u>			
Income Tax	-	-	-
Net cash generated from / (used in) financing activities [C]	-	-	-
Net increase / (decrease) in cash and cash equivalents [A+B+C]	69,000.00	44,000.00	(2,190.45)
Cash and cash equivalents at the beginning of the year / period	57,000.00	13,000.00	14,972.82
Cash and cash equivalents at the end of the year / period	1,26,000.00	57,000.00	12,782.37

GENERAL INFORMATION

CORPORATE IDENTIFICATION NUMBER (CIN)	L85110HR1985PLC022029
REGISTERED OFFICE OF THE COMPANY	A-678, Sushant Lok-I, Gurgaon, Haryana-122001
TELEPHONE	+91- 9811221518
EMAIL-ID	snslaboratories@gmail.com
WEBSITE	www.snslaboratories.in
REGISTRAR OF COMPANIES	N.C.T. of Delhi & Haryana, 4 th Floor, IFCI Tower, Nehru Place, New Delhi-110019

BOARD OF DIRECTORS

<u>Name of the Directors</u>	<u>Category</u>	<u>DIN</u>	<u>Address</u>
Mamta	Director	05272229	B-446, Block B, DDA Flats, Bindapur, Delhi, 110059
Naveen Kumar	Director	06408235	B-723 JJ Colony Hastal, Uttam Nagar, New Delhi, 110059
Vikash Chaubey	Director	06788465	H. No. 18, Gorkha, Tehsil-Saidpur, Dist. Gazipur, Gazipur, 233304, Uttar Pradesh
Mehak Arora	Director	06798853	H N-137 GN-1 2 nd Floor Gopal Park, Ram Nagar Ext, Delhi- 110051

Compliance Officer

MS. MEHAK ARORA

H N-137 GN-1 2nd Floor Gopal Park, Ram Nagar Ext, Delhi, 110051

Telephone No. : +91 9811221518

Share Transfer Agents

BIGSHARE SERVICES PRIVATE LIMITED

Regd. Office Address: E-2 &3 Ansa Industrial Estate, Saki Vihar Road, Sakinaka, Mumbai- 400072

Corporate Office Address: 4E/8, First Floor, Jhandewalan Extension, New Delhi-110055

Tel. No.: 011-23522373

Fax No.: 011-23522373

Email: bssdelhi@bigshareonline.com

Contact Person: Mr. Prem Kumar

Bankers To The Company

AXIS BANK

Old Rajinder Nagar,
New Delhi – 110060

Statutory Auditors

Mr. Anil Kumar

CAPITAL STRUCTURE

Our share capital as of the date of this Information Memorandum is set forth below:

Sr. No.	Particulars	Aggregate Nominal Value (Rs.)
A	Authorized Share Capital:	
	50,00,000 equity shares of Rs. 10 each	5,00,00,000
B	Issued, Subscribed and Paid up Capital	
	28,62,500 equity shares of Rs. 10 each fully paid up	2,86,25,000

Build up History of Paid-up Capital

Date of Allotment/ Fully Paid Up	No. of Equity Shares allotted	Face Value (In Rs.)	Issue Price (In Rs.)	Nature of Allotment	Cumulative number of equity shares	Cumulative Paid-up Capital (In Rs.)	Consideration
1985	70	10	10	Subscriber	70	700	Cash
1986	8,02,450	10	10	IPO	8,02,520	80,25,200	Cash
1987	1,97,480	10	10	Allotment	10,00,000	1,00,00,000	Cash
1991	60,000	10	10	Allotment	10,60,000	1,06,00,000	Cash
2007	11,25,000	10	10	Allotment	21,85,000	2,18,50,000	Cash
2011	6,77,500	10	10	Allotment	28,62,500	2,86,25,000	Cash

CONVERTIBLE INSTRUMENTS / WARRANTS

The Company has not issued any Convertible instrument including warrants till now.

Shareholding pattern as per clause 35 of the Listing Agreement as on 31.03.2015

Introductory sub-table (I)(a)

Name of the Company: SNS LABORATORIES LIMITED			
Name of the scrip, class of security: 5,200; Equity			
LIST OF SHAREHOLDERS AS ON 31.03.2015			
Partly paid-up shares:-	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the company
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total – D	0	0	0
Outstanding convertible securities:-	No. of outstanding securities	As a % of total no. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total – E	0	0	0
Warrants:-	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total – F	0	0	0
Total paid-up capital of the company, assuming full conversion of warrants and convertible securities	2,86,25,000		

Statement Showing Shareholding Pattern

Category code	Category of Shareholder	Number of Shareholders	Table (I)(a)		Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
			Total number of shares	Number of shares held in dematerialized form	As a % of (A+B) ¹	As a % of (A+B+C)	Number of share	As a %
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)= (VIII)/ (IV)*100
(A)	Shareholding of Promoter and Promoter Group²							
1	Indian							
(a)	Individuals/ Hindu Undivided Family	0	0	-	0	0	0	0.00
(b)	Central Government/ State Government(s)	0	0	-	0.00	0.00	0	0.00
(c)	Bodies Corporate	0	0	-	0.00	0.00	0	0.00
(d)	Financial Institutions/ Banks	0	0	-	0.00	0.00	0	0.00
(e)	Any Others(Specify)	0	0	-	0.00	0.00	0	0.00
	Sub Total(A)(1)	0	0	0	0	0	0	0.00
2	Foreign							
A	Individuals (Non-Residents Individuals/ Foreign Individuals)	0	0	0	0.00	0.00	0	0.00
B	Bodies Corporate	0	0	0	0.00	0.00	0	0.00
C	Institutions	0	0	0	0.00	0.00	0	0.00
D	Any Others(Specify)	0	0	0	0.00	0.00	0	0.00
	Sub Total(A)(2)	0	0	0	0.00	0.00	0	0.00
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	0	0	0	0	0	0	0.00
(B)	Public shareholding							

1	Institutions							
(a)	Mutual Funds/ UTI	0	0	0	0.00	0.00	0	0.00
(b)	Financial Institutions /Banks	0	0	0	0.00	0.00	0	0.00
(c)	Central Government/ State Government(s)	0	0	0	0.00	0.00	0	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0.00	0	0.00
(e)	Insurance Companies	0	0	0	0.00	0.00	0	0.00
(f)	Foreign Institutional Investors	0	0	0	0.00	0.00	0	0.00
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00	0	0.00
(h)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
	Sub-Total (B)(1)	0	0	0	0.00	0.00	0	0
B 2	Non-institutions							
(a)	Bodies Corporate	28	18,21,000	0	63.61	63.61	0	0
(b)	Individuals							
I	Individuals -i. Individual shareholders holding nominal share capital up to Rs 1 lakh	6,687	8,56,905	0	29.94	29.94	0	0.00
II	ii. Individual shareholders holding nominal share capital in excess of Rs.1 lakh.	3	77,395	0	2.70	2.70	0	0.00
(c)	Any Other (specify)							
	NRI	1	95,000	0	3.32	3.32	0	0.00
	HUF	1	12,200	0	0.43	0.43	0	0.00
	Sub-Total (B)(2)	6720	28,62,500	0	100	100	0	0.00
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	6720	28,62,500	0	100	100	0	0.00
	TOTAL (A)+(B)	6720	28,62,500	0	100	100	0	0.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued							
1	Promoter and Promoter Group	0	0	0	0	0.00	0	0.00

2	Public								
	Sub-Total (C)	0	0	0	0	0	0	0	0
A	GRAND TOTAL (A)+(B)+(C)	6720	28,62,50	0	100	100	0	0.00	

Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category “Promoter and Promoter Group”

Sr. No	Name of the shareholder	Details of Shares held		Encumbered shares (*)			Details of warrants		Details of convertible securities		Total /shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		Number of shares held	As a % of grand total (A) + (B) + (C)	No.	as a percentage	as a % of grand total (A)+(B)+(C) of sub-clause D(a)	No. of warrants held	as a % of total no. of warrants of the same class	No. of convertible securities held	As a % of total no. of convertible securities of the same class	
(I)	(II)	(III)	(IV)	(V)	(VI)= (V)/(III) *100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
		-	0.00	0	0	0	0	0	0	0	0.00
	TOTAL	-	0.00	0	0	0	0	0	0	0	0.00

(*) The term “encumbrance” has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011

(I)
(c)(i) **Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category “Public” and holding more than 1% of the total number of shares**

Sr. No.	Name of the shareholder	Number of shares held	Shares as a % of total no. of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				No. of warrants held	as a % total o. of warrant of the same class	No. of convertible securities held	% w.r.t total no. of convertible securities of the same class	
1.	Mr. Vijay Sharma	95000	3.3	0	0.00	0	0.00	95000
2	M/s Singalsons Consultants Pvt. Ltd.	165000	5.8	0	0.00	0	0.00	165000
3	M/s Singal Overseas Pvt. Ltd.	31000	1.1	0	0.00	0	0.00	31000
4	Mr. Vipin K. Singal	45785	1.6	0	0.00	0	0.00	45785
5	M/s U.P. Electricals Limited	100000	3.5	0	0.00	0	0.00	100000
6	M/s Surya Udyog Limited	200000	7.0	0	0.00	0	0.00	200000
7	M/s First Hi-Fin Limited	150000	5.2	0	0.00	0	0.00	150000
8	M/s Rabik Exports Limited	150000	5.2	0	0.00	0	0.00	150000
9	M/s C.V. Metal Powders (Haryana) Limited	150000	5.2	0	0.00	0	0.00	150000
10	M/s Enpro gas company Pvt. Limited	50000	1.7	0	0.00	0	0.00	50000
11	M/s Maestro Marketing & Advertising Pvt. Ltd.	50000	1.7	0	0.00	0	0.00	50000
12	M/s Shataarchi Finance & Leasing Limited	50000	1.7	0	0.00	0	0.00	50000
13	M/s Salwan Developers and Promoters Pvt. Ltd.	50000	1.7	0	0.00	0	0.00	50000
14	Arman Holdings Limited	57000	2.0	0	0.00	0	0.00	57000
15	BSRC Holdings Pvt. Ltd	250000	8.7	0	0.00	0	0.00	250000
16	DSRC Holdings Pvt. Ltd	311000	10.9	0	0.00	0	0.00	311000

TOTAL	19,04,785	66.54	0	0	0	0	1904785
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(I)(c) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category “Public” and holding more than 5% of the total number of shares of the company

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	M/s Singalsons Consultants Pvt. Ltd.	165000	5.76	0	0	0	0	165000
2	M/s First Hi-Fin Limited	150000	5.24	0	0	0	0	150000
3	M/s Rabik Exports Limited	150000	5.24	0	0	0	0	150000
4	M/s C.V. Metal Powders (Haryana) Limited	150000	5.24	0	0	0	0	150000
5	BSRC Holdings Pvt. Ltd	250000	8.73	0	0	0	0	250000
6	DSRC Holdings Pvt. Ltd	311000	10.86	0	0	0	0	311000
7	M/s Surya Udyog Limited	200000	6.99	0	0	0	0	200000
TOTAL		13,76,000	48.07	0	0	0	0	1376000

Statement showing details of locked-in shares

(I)(d)

Sr. No.	Name of the shareholder	Number of locked-in shares	Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
NIL			

(II) (a) Statement showing details of Depository receipts (DRs)

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (1)(a) above}
NIL			

(II) (b) Statement showing Holding of Depository Receipts (DRs), where underlying shares held by 'promoter / promoter group' are in excess of 1% of the total number of shares

Sr. No.	Name of the DR holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (1) (a) above}
Nil				

Shareholding pattern as per clause 35 of the Listing Agreement as on 31.12.2014

Introductory sub-table (I)(a)

Name of the Company: SNS LABORATORIES LIMITED			
Name of the scrip, class of security: 5,200; Equity			
LIST OF SHAREHOLDERS AS ON 31.12.2014			
Partly paid-up shares:-	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the company
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total – D	0	0	0
Outstanding convertible securities:-	No. of outstanding securities	As a % of total no. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total – E	0	0	0
Warrants:-	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total – F	0	0	0
Total paid-up capital of the company, assuming full conversion of warrants and convertible securities	2,86,25,000		

Statement Showing Shareholding Pattern

Category code	Category of Shareholder	Number of Shareholders	Table (I)(a)		Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
			Total number of shares	Number of shares held in dematerialized form	As a % of(A+B) ¹	As a % of (A+B+C)	Number of share	As a %
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)= (VIII)/ (IV)*100
(A)	Shareholding of Promoter and Promoter Group²							
1	Indian							
(a)	Individuals/ Hindu Undivided Family	0	0	0	0.00	0.00	0	0.00
(b)	Central Government/ State Government(s)	0	0	-	0.00	0.00	0	0.00
(c)	Bodies Corporate	0	0	-	0.00	0.00	0	0.00
(d)	Financial Institutions/ Banks	0	0	-	0.00	0.00	0	0.00
(e)	Any Others(Specify)	0	0	-	0.00	0.00	0	0.00
	Sub Total(A)(1)	0	0	0	0.00	0.00	0	0.00
2	Foreign							
A	Individuals (Non-Residents Individuals/ Foreign Individuals)	0	0	0	0.00	0.00	0	0.00
B	Bodies Corporate	0	0	0	0.00	0.00	0	0.00
C	Institutions	0	0	0	0.00	0.00	0	0.00
D	Any Others(Specify)	0	0	0	0.00	0.00	0	0.00
	Sub Total(A)(2)	0	0	0	0.00	0.00	0	0.00
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	0	0	0	0.00	0.00	0	0.00
(B)	Public shareholding							

1	Institutions							
(a)	Mutual Funds/ UTI	0	0	0	0.00	0.00	0	0.00
(b)	Financial Institutions /Banks	0	0	0	0.00	0.00	0	0.00
(c)	Central Government/ State Government(s)	0	0	0	0.00	0.00	0	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0.00	0	0.00
(e)	Insurance Companies	0	0	0	0.00	0.00	0	0.00
(f)	Foreign Institutional Investors	0	0	0	0.00	0.00	0	0.00
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00	0	0.00
(h)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
	Sub-Total (B)(1)	0	0	0	0.00	0.00	0	0.00
B 2	Non-institutions							
(a)	Bodies Corporate	28	18,21,000	0	63.62	63.62	0	0.00
(b)	Individuals							
I	Individuals -i. Individual shareholders holding nominal share capital up to Rs 1 lakh	6,687	8,56,905	0	29.94	29.94	0	0.00
II	ii. Individual shareholders holding nominal share capital in excess of Rs.1 lakh.	3	77,395	0	2.70	2.70	0	0.00
(c)	Any Other (specify)							
	NRI	1	95,000	0	3.32	3.32	0	0.00
	HUF	1	12,200	0	0.43	0.43	0	0.00
	Sub-Total (B)(2)	6,720	28,62,500	0	100.00	100.00	0	0.00
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	6,720	28,62,500	0	100.00	100.00	0	0.00
	TOTAL (A)+(B)	6,720	28,62,500	0	100.00	100.00	0	0.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued							
1	Promoter and Promoter Group	0	0	0	0	0.00	0	0.00

2	Public								
	Sub-Total (C)	0	0	0	0	0	0	0	0
A	GRAND TOTAL (A)+(B)+(C)	6,720	28,62,50	0	100.00	100.00	0	0.00	0.00

Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category “Promoter and Promoter Group”

Sr. No	Name of the shareholder	Details of Shares held		Encumbered shares (*)			Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		Number of shares held	As a % of grand total (A)+(B)+(C)	No.	as a percentage	as a % of grand total (A)+(B)+(C) of sub-clause D(a)	No. of warrants held	as a % total no. of warrants of the same class	No. of convertible securities held	As a % total no. of convertible securities of the same class	
(I)	(II)	(III)	(IV)	(V)	(VI)= (V)/(III) *100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
1		0	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00
2		0	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00
TOTAL		0	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00

(*) The term “encumbrance” has the same meaning as assigned

to it in regulation 28(3) of the SAST Regulations, 2011

(I)(c)

(i) **Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category “Public” and holding more than 1% of the total number of shares**

Sr. No.	Name of the shareholder	Number of shares held	Shares as a % of total no. of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				No. of warrants held	as a % of total no. of warrant of the same class	No. of convertible securities held	% w.r.t total no. of convertible securities of the same class	
1.	Mr. Vijay Sharma	95000	3.3	0	0.00	0	0.00	95000
2	M/s Singalsons Consultants Pvt. Ltd.	165000	5.8	0	0.00	0	0.00	165000
3	M/s Singal Overseas Pvt. Ltd.	31000	1.1	0	0.00	0	0.00	31000
4	Mr. Vipin K. Singal	45785	1.6	0	0.00	0	0.00	45785
5	M/s U.P. Electricals Limited	100000	3.5	0	0.00	0	0.00	100000
6	M/s Surya Udyog Limited	200000	7.0	0	0.00	0	0.00	200000
7	M/s First Hi-Fin Limited	150000	5.2	0	0.00	0	0.00	150000
8	M/s Rabik Exports Limited	150000	5.2	0	0.00	0	0.00	150000
9	M/s C.V. Metal Powders (Haryana) Limited	150000	5.2	0	0.00	0	0.00	150000
10	M/s Enpro gas company Pvt. Limited	50000	1.7	0	0.00	0	0.00	50000
11	M/s Maestro Marketing & Advertising Pvt. Ltd.	50000	1.7	0	0.00	0	0.00	50000
12	M/s Shataarchi Finance & Leasing Limited	50000	1.7	0	0.00	0	0.00	50000
13	M/s Salwan Developers and Promoters Pvt. Ltd.	50000	1.7	0	0.00	0	0.00	50000
14	Arman Holdings Limited	57000	2.0	0	0.00	0	0.00	57000
15	BSRC Holdings Pvt. Ltd	250000	8.7	0	0.00	0	0.00	250000
16	DSRC Holdings Pvt. Ltd	311000	10.9	0	0.00	0	0.00	311000
	TOTAL	19,04,785	66.54	0	0	0	0	1904785

(I)(c) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category “Public” and holding more than 5% of the total number of shares of the company

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	M/s Singalsons Consultants Pvt. Ltd.	165000	5.76	0	0	0	0	165000
2	M/s First Hi-Fin Limited	150000	5.24	0	0	0	0	150000
3	M/s Rabik Exports Limited	150000	5.24	0	0	0	0	150000
	M/s C.V. Metal Powders		5.24	0	0	0	39	

Statement showing details of locked-in shares

(I)(d)

Sr. No.	Name of the shareholder	Number of locked-in shares	Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
NIL			

(II) (a) Statement showing details of Depository receipts (DRs)

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (1)(a) above}
NIL			

(II) (b) Statement showing Holding of Depository Receipts (DRs), where underlying shares held by 'promoter / promoter group' are in excess of 1% of the total number of shares

Sr. No.	Name of the DR holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (1) (a) above}
Nil				

LIST OF TOP 10 SHAREHOLDERS AS ON DATE (31.12.2015)

<u>Sr. No.</u>	<u>Name of the Shareholder</u>	<u>No. of Shares</u>	<u>% of Shares</u>
1.	BANIKYA BEHARI STEEL PVT. LTD.	47500	2.10
2.	GIRIJESH LEASING FINANCE PVT. LTD.	47500	2.10
3.	BALBIR SINGH	45000	1.99
4.	CHHAGAN LAL SHARMA	45000	1.99
5.	DINESH AGARWAL	45000	1.99
6.	JAY KISHAN	45000	1.99
7.	KRISHAN KUMAR	45000	1.99
8.	RAMESH KUMAR	45000	1.99
9.	SANJAY AGARWAL	45000	1.99
10.	UMESH AGARWAL	45000	1.99
	TOTAL	4,55,000	20.12

Disclosures:

1. No dividend and Cash Bonus has been paid during the last 10 years.
2. The Company has not entered into any agreements (including agreements for technical advice and collaboration), concessions and similar other documents (except those entered into in the ordinary course of business carried on or intended to be carried on by the company).
3. No commission, brokerage, discount or other special terms including an option for the issue of any kind of securities has been granted to any person.
4. There are no outstanding warrants which are pending for conversion.

SECTION VII – ABOUT THE COMPANY

Brief History of our Company

Our company was incorporated on 18.09.1985 as “SNS Medical Leasing Limited” under the Companies Act, 1956 with the Registrar of Companies, Delhi & Haryana and obtained its certificate of commencement of business on 23.09.1985. Later, the name of the company has changed into “SNS Laboratories Limited”. The company obtained fresh certificate of incorporation in the name of SNS Laboratories Limited, dated 25.10.1991 under the Companies Act, 1956 from the Registrar of Companies, N.C.T. of Delhi & Haryana. The Corporate Identification Number (CIN) of the Company is **L85110HR1985PLC022029**.

Situation of Registered Office

The registered Office of the company is situated at A-678, Sushant Lok-I, Gurgaon, Haryana- 122001.

Main Objects of the Company

The main objects of the company to be pursued by the Company on its incorporation are:-

1. To carry on the business as manufacturers, importers and exporters, wholesale dealers, suppliers and act as agents of all kinds of pharmaceutical, medicines, drugs formulations, basic drugs, drug intermediates, chemical, biological preparations and articles, compounds, herbs, acids, alkalies, disinfectants, pesticides, insecticides, antiseptics, preservative, contrast media, syrups, cordials, soups and restoratives of food, tinctures, essential oils and dealers in chemical, surgical and scientific apparatus and materials of drug manufacture.
2. (a) To undertake, conduct, carry on or help to carry on scientific research for the extension of knowledge in the fields of natural and applied science.

(b) To undertake, conduct, carry on or help to carry on research and other scientific work in connection with any industry and in particular the pharmaceutical drugs and chemical industries.
3. To act as consultant and advisors providing technical Know-how, technical services and allied services in the aforesaid business.

Promoter

For details, please see the chapter entitled, “Our Promoter and Promoter Group” of this Information Memorandum.

Major events

<u>Year</u>	<u>Event</u>
1985	Incorporation of the Company
1986	Company got at Delhi Stock Exchange
1991	Change of Name of the company

Our Business

For details in relation to our Business, please see the chapter entitled “Our Business” of this Information Memorandum.

Joint Ventures

The company has not entered into any Joint Ventures

Time and Cost Overruns

The nature of our Company’s business does not include implementation of projects and therefore our Company believes there have been no time and cost overruns in the implementation of our projects.

Lock-out, Strikes etc.

There have been no lock-outs, strikes etc. during the last five years preceding the date of this Information Memorandum.

Subsidiaries

The Company does not have any subsidiaries and company is not subsidiary of any company as on date of this Information Memorandum.

Acquisitions of business / undertakings

Our Company has neither acquired any entity nor been involved in any scheme of arrangement.

Material Contracts

There are no material contracts, agreements (including agreements for technical advice and collaboration), concessions and similar other documents (except those entered into in the ordinary course of business carried on or intended to be carried on by the company), executed or entered into by the Company.

OUR MANAGEMENT

Board of Directors

The overall management of SNS Laboratories Limited (SLL) is vested in the Board of Directors, comprised of qualified and experienced persons. We currently have three Directors on our Board.

The following table sets forth details of our Board as on the date of this Information Memorandum:

<u>Name, Designation, Address, Nationality, PAN and DIN</u>	<u>Age (In years)</u>	<u>Date of Appointment as Director</u>
Name- Mamta Designation- Director Address- B-446, Block B, DDA Flats, Bindapur, Delhi, 110059 Nationality-Indian PAN- AVYPM4112C DIN- 05272229	30	14.06.2012
Name- Naveen Kumar Designation-Director Address- B-723 JJ Colony Hastal, Uttam Nagar, New Delhi, 110059 Nationality-Indian PAN- CGMPK4555N DIN- 06408235	27	15.01.2014
Name- Vikash Chaubey Designation- Director Address- HNO. 18, Gorkha, Tehsil-Saidpur, Dist. Gazipur, Gazipur, 233304, Uttar Pradesh Nationality-Indian PAN- AWAPC7986K DIN- 06788465	24	15.01.2014
Name- Mehak Arora Designation- Director Address- HN-137 GN-1 2nd Floor Gopal Park, Ram Nagar Ext, Delhi, 110051 Nationality-Indian PAN- AVHPA9982B DIN- 06798853	24	05.01.2015

BRIEF PROFILES OF THE DIRECTORS

MRS. MAMTA	
Date of Birth	01/12/1984
DIN	05272229
PAN	AVYPM4112C
Address	B-446, Block B, DDA Flats, Bindapur, Delhi, 110059, India
Brief Description of the Business, Work Profile & Experience	He has an expertise in the management of the company and looks after the day to day affairs of the company.
Date of Joining	14.06.2012

MR. NAVEEN KUMAR	
Date of Birth	25/04/1988
DIN	06408235
PAN	CGMPK4555N
Address	B-723 JJ Colony Hastal, Uttam Nagar, New Delhi, 110059, India
Brief Description of the Business, Work Profile & Experience	He is Director of our Company. He has vast Knowledge and Experience in the field of Accounts. Finance, Taxation, Financial Management etc. He is devoting time in various social religious & charitable activities.
Date of Joining	15.01.2014

MR. VIKASH CHAUBEY	
Date of Birth	01/09/1990
DIN	06788465
PAN	AWAPC7986K
Address	HNO. 18, Gorkha, Tehsil-Saidpur, Dist. Gazipur, Gazipur, 233304, Uttar Pradesh, India
Brief Description of the Business, Work Profile & Experience	He is Director of the Company. He is a graduate and has knowledge of finance industry. He posses 3 years of experience.
Date of Joining	15.01.2014

MS. MEHAK ARORA	
Date of Birth	12/11/1990
DIN	06798853
PAN	AVHPA9982B
Address	HN-137 GN-1 2 nd Floor Gopal Park, Ram Nagar Ext, Delhi, 110051, India
Brief Description of the Business, Work Profile & Experience	She is joined the management team on 05.01.2015 and has vast Knowledge and Experience in the field of Marketing and

	Finance.
Date of Joining	05.01.2015

Other Benefits

Service Agreements with Directors

Our Company has not entered into any services contracts with any of our Directors for providing any benefit upon termination of employment.

Remuneration to Non-Executive Directors

Except as disclosed in this Information Memorandum, none of the beneficiaries of loans, advances and sundry debtors are related to our Directors. No sitting fee has been paid to the Directors of our Company in the earlier financial years.

Shareholding of Directors

Except as stated below, none of our Directors hold any Equity Shares as on the date of this Information Memorandum.

<u>Sr. No.</u>	<u>Name</u>	<u>No. of Shares</u>	<u>% of Shares</u>
	NIL		

CORPORATE GOVERNANCE REPORT

MANDATORY REQUIREMENTS

1. Company's Philosophy on Code of Governance

The Company's philosophy of Corporate Governance aims at establishing and practicing a System of good corporate governance which will assist the management in managing the Company's business in an efficient and transparent manner in all facets of its operations and in its interaction with stakeholders namely :-

Shareholders: as providers of risk capital, to provide them a reasonable return and Enhance shareholder value;

_ Customers: to provide adequate customer service focusing the activities on Customer expectations and meeting them.

_ Employees: to promote development and well-being Society: to maintain company's economic viability as producer of goods and Services and

_Other stakeholders: fulfilling the obligations towards other stakeholders namely government, suppliers, creditors, etc.

Clause 49 of the Listing Agreement with Stock Exchange sets up norms and disclosures that are to be met by the Company on Corporate Governance front. We confirm our compliance with Corporate Governance criteria, as required under the said clause, vide this report.

BOARD OF DIRECTORS

Composition

The strength of the Board of Directors as on the current date:

Directors	Designation
Mamta	Director
Naveen Kumar	Director
Vikash Chaubey	Director
Mehak Arora	Director

CODE OF CONDUCT

The Board has framed a code of conduct for all Board members and senior management personnel of the Company focusing transparency, accountability and ethical expression in all acts and deeds. A certificate of affirmation in this regard is appended.

AUDIT COMMITTEE

The Audit Committee had four meetings during the year 2014-15. The composition of the Audit Committee and attendance at its meetings are given as under:

<u>Member</u>	<u>Position</u>
Ms. Mamta	Chairman
Mr. Vikash chabey	Member
Mr. Naveen Kumar	Member

Members of the Audit Committee are eminent professional and financially literate. One Member has expertise in the field of Taxation, Accounting and Corporate Laws.

The Audit Committee meetings are held both at the Registered Office and are attended by the Internal Auditors and the Finance Head. A representative of the Statutory Auditors is invited, as required. The Director acts as the Secretary of the Audit Committee. The Chairman of the Audit Committee is an Independent director and was present at the last Annual General Meeting of the Company.

The broad terms of reference of the Audit Committee are as follows:

- Review of the Company's financial reporting process, and its financial statements
- Review of accounting and financial policies and practices
- Review of the internal control and internal audit system
- Review of risk management policies and practices
- Discussing with Statutory Auditors before the audit commences on the nature and scope of audit, as well as having post audit discussion to ascertain any area of concern.
- Review of related party transactions
- Review of process laid down for risk assessment and minimization procedure.

REMUNERTION TO DIRECTORS

The Non-Executive Directors do not draw any remuneration from the Company other than sitting fees and such commission payable to such Non-Executive Directors as determined by the shareholders.

The composition of the Remuneration Committee and attendance at its meetings is given here under.

<u>Member</u>	<u>Position</u>
Ms. Mamta	Chairman
Mr. Vikash chabey	Member
Mr. Naveen Kumar	Member

INVESTORS'/ SHAREHOLDER GRIEVANCE COMMITTEE

The Investors/ shareholder grievance committee looks into the redressal of investors' complaints like non receipt of Annual Reports, interest payment, issue of duplicate share certificate and other allied transactions. The composition of Investors/ Shareholders Grievance Committee and attendance at its meetings is given hereunder:

Member	Position
Ms. Mamta	Chairman
Mr. Vikash chabey	Member
Mr. Naveen Kumar	Member

Details of Shareholders/ Investors Complaints/Requests for action (such as change of Address, revalidation of warrants, etc.)

Number received during the year	NIL
Number resolved to the satisfaction of complainant	NIL
Number pending redressal	NIL
Transfers	NIL

Name, designation and address of Compliance Officer:

Name	Ms. Mehak Arora
Designation	Director
Address	H N-137 GN-1 2 nd Floor Gopal Park, Ram Nagar Ext, Delhi, 110051

OUR PROMOTER AND PROMOTER GROUP

The Company is promoted by:

<u>SL. NO.</u>	<u>NAME OF THE PROMOTER</u>	<u>PERSONAL ADDRESS</u>	<u>PAN</u>
	NIL		

RELATED PARTY TRANSACTIONS

For details of the related party disclosures, as per the requirements under Accounting Standard 18 “Related Party Disclosures” issued by the Institute of Chartered Accountants in India and as reported in the restated financial information, please see the chapter entitled “Financial Information” of this Information Memorandum.

SECTION VIII – FINANCIAL INFORMATION



Anil Kumar
Chartered Accountant

BA-52/B, Janak Puri, New Delhi - 110058
Mobile : +91-9811081096
E-mail : ca.anil.kr@gmail.com

Independent Auditor's Report

To the Members of
SNS LABORATORIES LIMITED

Report on the Financial Statements

I have audited the accompanying financial statements of SNS LABORATORIES LIMITED which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and cash flow statement for the year then ended, and a summary of significant accounting policies, other explanatory information together with notes to account thereon.

Management's Responsibility for the Financial Statements

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash inflows of the Company in accordance with the Accounting Standards notified under the Companies Act, 1956 (the Act) read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

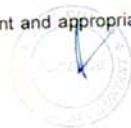
Auditor's Responsibility

My responsibility is to express an opinion on these financial statements based on my audit. I conducted my audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

...Contd....



Opinion

In my opinion and to the best of my information and according to the explanations given to me, the financial statements read together with NOTES thereon, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.

- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- (b) In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
- (c) In the case of cash flow statement of the cash inflows for the year ended on that date;

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, I give in the annexure 'I' a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, I report that:
 - a) I have obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purpose of my audit;
 - b) In my opinion proper books of account as required by law have been kept by the Company so far as appears from my examination of those books;
 - c) The Balance Sheet, Statement of Profit and Loss & cash flow statement dealt with by this report are in agreement with the books of account;
 - d) In my opinion, the Balance Sheet, Statement of Profit and Loss & cash flow statement comply with the Accounting Standards referred to in Sub Section (3C) of Section 211 of the Companies Act, 1956 read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of the Corporate Affairs in respect of Section 133 of the Companies Act, 2013.
 - e) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956; and
 - f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

CA. ANIL KUMAR
(Chartered Accountant)
M.No. 86223

Place: New Delhi
Date: 24.05.2014

ANNEXURE I TO THE AUDITOR'S REPORT

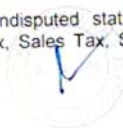
The Annexure referred to in my report of even date to the members of **SNS LABORATORIES LIMITED** as at and for the year ended **31st March, 2014**, I report that:

1. The Company does not have fixed assets, so that the clause is not applicable for the company.
2. The Company does not have stock in trade as on the balance sheet date because all its purchases of shares etc. have been shown under the head of investment.
3. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Consequently, the provisions of clauses iii (b), iii(c) and iii (d) of the order are not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has taken loans from Directors during the year from Ms. Mamta, Mr. Naveen Kumar & Mr. Vikash Choubey of ₹ 19250, ₹19000 & ₹ 19000 listed in the register maintained under Section 301 of the Companies Act, 1956.
4. In my opinion and according to the information and explanations given to me, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of stock-in-trade of shares, debentures, commodities and other similar securities, fixed assets and for the sale of such stock-in-trade and services. Further, on the basis of my examination of books and records of the company and according to the information and explanations given to me, I have neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control system.
5. (a) In my opinion and according to the information and explanations given to me, the Transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.

(b) In my opinion and according to the information and explanations given to me, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of Companies Act, 1956 and exceeding the value of rupees five lacs in respect of each party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
6. The Company has not accepted any deposits from the public covered under Section 58A and 58AA of the Companies Act, 1956.
7. The Company has an internal audit system commensurate with its size and the nature of its business, which needs to be further, strengthened.
8. I have been informed that maintenance of cost records has not been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956 for the year under review.
9. (a) The company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, and any other statutory dues with the Appropriate Authorities.

---Continued---



- (b) According to the information and explanations given to me, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, custom duty and excise duty which have not been deposited on account of any disputes.
10. The Company has accumulated losses for more than 50% of the net worth. The company has not incurred cash losses during the financial year covered by my audit, as well as in the immediately preceding financial year.
 11. Since the company has neither taken any loans from a financial institution or a bank nor issued any debentures, hence the provisions of paragraph 4 (xi) of the order regarding default in repayment of dues to a financial institution or bank or debenture holders doesn't arise.
 12. According to the information and explanations given to me, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities during the year under audit.
 13. The Company is not a chit fund or Nidhi / mutual benefit fund / society. Therefore, the provision of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
 14. According to information and explanations given to me, the Company is trading in shares, securities, debentures and other investments and timely entries have been made therein. The shares, securities, debentures and other securities have been held by the company in its own name except to the extent of the exemption granted under section 49 of the Act.
 15. According to the information and explanations given to me, the Company has not given any guarantees for loans taken by others from a bank or financial institution.
 16. According to the information and explanations given to me, I report that the company has not raised any term loans during the year.
 17. Based on the information and explanations given to me and on an overall examination of the Balance Sheet of the Company as at 31st March, 2014, I report that no funds raised on short-term basis have been used for long-term investment by the Company.
 18. During the year, the company has made preferential allotment of shares to the parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956.
 19. The Company has not issued debentures during the period covered under audit.
 20. The Company has not raised any money by public issue during the year.
 21. Based on the audit procedures performed and the information and explanations given to me, I report that no fraud on or by the Company has been noticed or reported during the year, nor have I been informed of such case by the management.

CA. ANIL KUMAR
(Chartered Accountant)
M.No. 86223

Place: New Delhi
Date: 24.05.2014

SNS LABORATORIES LIMITED
BALANCE SHEET AS AT 31-03-2014



(IN ₹)

PARTICULARS	NOTE NO.	AS AT 31ST MARCH, 2014	AS AT 31ST MARCH, 2013
I EQUITY AND LIABILITIES			
1 Shareholders Funds			
(A) Share Capital	1	28,419,500	28,419,500
(B) Reserves And Surplus	2	(28,361,055)	(28,409,746)
2 Non Current Liabilities			
Long Term Borrowings	3	19,250	-
3 Current Liabilities			
(A) Short Term Borrowings	4	44,000	43,250
(B) Other Current Liabilities	5	4,371	4,371
(C) Short Term Provision	6	9,570	-
TOTAL		135,636	57,375
II ASSETS			
Non Current Assets			
Long-Term Loans And Advances	7	9,570	580
Current Assets			
Cash And Cash Equivalents	8	126,066	56,795
TOTAL		135,636	57,375

Schedules referred to above and notes attached thereto form an integral part of Balance Sheet

In Terms Of My Report Of Even Date Annexed


CA. ANJ. KUMAR
 (Chartered Accountant)
 M. NO. 86223

FOR SNS LABORATORIES LIMITED
 For SNS LABORATORIES LIMITED
 
 Auth. Signatory/Director
NAVEEN KUMAR **VIKASH CHAUBEY**
 (Director) (Director)
 DIN: 06408235 DIN : 06788465


Place: New Delhi
 Date: 24.05.2014

SNS LABORATORIES LIMITED**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31-03-2014**

(IN ₹)

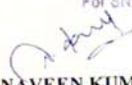
PARTICULARS	NOTE NO.	CURRENT PERIOD 2013-2014	PREVIOUS PERIOD 2012-2013
Revenue From Operations	9	475,000	61,020
Other Income	10	-	21
Total Revenue		475,000	61,041
Cost of Trading Goods	11	350,000	-
Other Expenses	12	74,788	58,011
Total Expenses		424,788	58,011
Profit Before Tax		50,212	3,030
Tax Expense			
Current Tax		9,570	580
MAT Credit Entitlement		(9,570)	-
Earliar Years Tax		1,520	-
Deferred Tax		-	-
Profit (Loss) For The Period		48,692	3,610
Earning Per Equity Share			
Basic		0.02	0.00
Diluted		0.02	0.00


In Terms Of My Report Of Even Date Annexed



CA. ANIL KUMAR
(Chartered Accountant)
M. NO. 86223

FOR SNS LABORATORIES LIMITED

For SNS LABORATORIES LIMITED

NAVEEN KUMAR
(Director)
DIN: 06408235


Auth Signatory/Director
VIKASH CHAUBEY
(Director)
DIN : 06788465

Place: New Delhi
Date: 24.05.2014

SNS LABORATORIES LIMITED**CASH FLOW STATEMENT FOR THE YEAR ENDED 31-03-2014**

(₹ In lacs)

Particulars	2013-2014	2012-2013
A. CASH FLOWS FROM OPERATION ACTIVITIES :		
Net Profit Before Tax And Extraordinary Items	0.50	0.03
Adjustments For :		
Increase In Current Assets	-	-
Increase In Other Current Liabilities	0.20	0.41
Cash Generated From Operations	0.70	0.44
Direct Tax Paid	0.01	-
Net Cash From Operating Activities	0.69	0.44
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Net Cash Used In Investment Activities	-	-
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Net Cash From In Financing Activities	-	-
NET INCREASE IN CASH AND CASH EQUIVALENTS	0.69	0.44
CASH & CASH EQUIVALENTS (Opening Balance)	0.57	0.13
CASH & CASH EQUIVALENTS (Closing Balance)	1.26	0.57


NOTE : NEGATIVE FIGURES HAVE BEEN SHOWN IN BRACKETS.

In Terms Of My Report Of Even Date Annexed




CA. ANIL KUMAR
(Chartered Accountant)
M. NO. 86223

FOR SNS LABORATORIES LIMITED
For SNS LABORATORIES LIMITED



NAVEEN KUMAR
(Director)
DIN: 06408235



Auth. Signatory/Director
VIKASH CHAUBEY
(Director)
DIN : 06788465

Place: New Delhi
Date: 24.05.2014

Notes to Financial Statements

NOTE 1. SHARE CAPITAL

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
Authorised Share Capital 50,00,000 (Previous Year 50,00,000) Equity Share of ₹ 10 Each	50,000,000	50,000,000
	<u>50,000,000</u>	<u>50,000,000</u>
Issued, Subscribed & Paid up Share Capital Shares at the end of the Accounting Period 28,62,500 (Previous Year 28,62,500) Equity Shares of ₹10/-	28,625,000	28,625,000
Addition During The Year	-	-
Less: Call In Arrear	(205,500)	(205,500)
	<u>28,419,500</u>	<u>28,419,500</u>

- 1.1 The company has only one class of equity Shares having Par Value of ₹ 10 per Share. All these Shares have Same right & preferences with respect to payment of dividend, repayment of Capital & Voting.
- 1.2 The reconciliation of the number of Shares outstanding is set out Below:

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
Equity Shares at the beginning of the year	2,862,500	2,862,500
Add : Issued during the year	-	-
Equity Shares at the end of the Year	<u>2,862,500</u>	<u>2,862,500</u>

Notes to Financial Statements

1.3 Shares In The Company Held By Each Shareholder Holding More Than 2% shares

Name of the Shareholder	AS AT 31ST MARCH 2014		AS AT 31ST MARCH 2013	
	% of Shares held	No. Of Share	% of Shares held	No. Of Share
Mr. VijaySharma	3.30	95,000	3.30	95,000
M/s Singlasons Consultants Pvt. Ltd.	5.80	165,000	5.80	165,000
M/s UP Electricals Ltd.	3.50	100,000	3.50	100,000
M/s Surya Udyog Ltd.	7.00	200,000	7.00	200,000
M/s First Hi-Fin Ltd.	5.20	150,000	5.20	150,000
M/s Rabik Exports Ltd.	5.20	150,000	5.20	150,000
M/s C.V Metal Powders (Haryana) Ltd.	5.20	150,000	5.20	150,000
BSRC Holdings Pvt. Ltd.	8.70	250,000	8.70	250,000
DSRC Holdings Ltd.	10.90	311,000	10.90	311,000

NOTE 2: RESERVES & SURPLUS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
Surplus		
At The Beginning Of The Accounting Period	(28,409,746)	(28,413,357)
Additions During The Year	48,692	3,610
(Balance In Statement Of Profit & Loss)		
At The End Of The Accounting Period	<u>(28,361,055)</u>	<u>(28,409,746)</u>
Total	(28,361,055)	(28,409,746)

NON CURRENT LIABILITIES

NOTE 3 : LONG TERM BORROWINGS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
Loan from Directors	19,250	-
Grand Total	19,250	-

Notes to Financial Statements

CURRENT LIABILITIES:

NOTE 4 : SHORT TERM BORROWINGS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
Loan from Directors	38,000	43,250
Loan from Others	6,000	-
Grand Total	44,000	43,250

NOTE 5 : OTHER CURRENT LIABILITIES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
Expenses Payable	4,371	4,371
Grand Total	4,371	4,371

NOTE 6 : SHORT TERM PROVISION

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
Provision for Taxation	9,570	-
Grand Total	9,570	-

NOTE : 7 LONG TERM LOAN & ADVANCES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
MAT Credit Entitlement	9,570	580
Grand Total	9,570	580

Notes to Financial Statements

NOTE : 8 CASH & CASH EQUIVALENTS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
Cash in Hand	803	45,614
Bank balance with Current Account	125,263	11,180
Grand Total	126,066	56,795

NOTE : 9 REVENUE FROM OPERATION

IN ₹

PARTICULARS	CURRENT PERIOD 2013-2014	PREVIOUS PERIOD 2012-2013
Sale of Trading Goods	475,000	-
Consultancy Income	-	61,020
Grand Total	475,000	61,020

NOTE : 10 OTHER INCOME

IN ₹

PARTICULARS	CURRENT PERIOD 2013-2014	PREVIOUS PERIOD 2012-2013
Misc. Income	-	21
Grand Total	-	21

NOTE : 11 COST OF TRADING GOODS

IN ₹

PARTICULARS	CURRENT PERIOD 2013-2014	PREVIOUS PERIOD 2012-2013
Purchases of Trading goods	350,000	-
Grand Total	350,000	-

Notes to Financial Statements

NOTE : 12 OTHER EXPENSES

IN ₹

PARTICULARS	CURRENT PERIOD 2013-2014	PREVIOUS PERIOD 2012-2013
Advertisement Expenses	50,760	21,540
Audit Remuneration	3,371	3,371
Bank Charges	4,539	56
Conveyance Expenses	-	1,051
Legal & Professional charges	-	19,480
Listing Compliance Charges	5,618	-
Printing & Stationery	-	513
Secretarial & filing Fees Expenses	10,500	7,000
SEBI Fees	-	5,000
Grand Total	74,788	58,011

Notes to the Financial Statements

Note1: SIGNIFICANT ACCOUNTING POLICIES

a) **Basis for Preparation of Accounts** :

The Financial Statements of the Company are prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with Generally Accepted Accounting Principles ("GAAP") in India, mandatory accounting standards, as specified in the Companies (Accounting Standards) Rules, 2006 and the provisions of the Companies Act, 1956, to the extent applicable, and as adopted consistently by the Company.

The Company is a Small and Medium Sized Company ("SMC") as defined in the General Instructions in respect of Accounting Standards notified under the Companies Act, 1956. Accordingly, the Company has complied with the Accounting Standards as applicable to a Small and Medium Sized Company.

All assets and liabilities have been classified as current or non-current as per the criteria set out in the Revised Schedule VI to the Companies Act, 1956. Based on the nature business the Company has ascertained its operating cycle as 12 months for the purpose of current – non current classification of assets and liabilities.

b) **Use of estimates:**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting year end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any revisions to the accounting estimates are recognized prospectively in the current and future years.

c) **Loan Income:**

In respect of loan agreements, the income is accrued by applying the implicit rate in the transaction on declining balance on the amount financed for the period of the agreement.

d) **Provisions, contingents Liabilities and contingent Assets**

- (i) A Provision is recognized when the company has present obligation as a result of past event and it is probable that outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Notes to the Financial Statements

(ii) Contingent Liabilities are disclosed separately by way of note to financial statements after careful evaluation by the managements of the facts and legal aspects of the matter involved in case of:

- (a) a present obligation arising from the past event, when it is not probable that an outflow of resources will be required to settle the obligation.
- (b) A possible obligation, unless the probability of outflow of resources is remote.

(iii) Contingent Assets are neither recognized, nor disclosed in the financial statements.

e) **Taxation**

Provision for current tax is made in accordance with and at the rates specified under the Income-Tax Act, 1961, in accordance with Accounting Standard 22 - 'Accounting for taxes on Income', issued by the Institute of Chartered Accountant of India.

f) **Earnings per share :**

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares

g) **Cash and Cash equivalents:**

Cash and cash equivalents in the cash flow statement comprise cash at bank and in hand and highly liquid investments that are readily convertible into known amount of cash.

Note: NOTES TO ACCOUNTS

1. Previous year's figures have been reworked, regrouped, rearranged & reclassified wherever necessary to confirm to the current year presentation.
2. Balance standing to debit & credit of parties are subject to confirmation.
3. In the opinion of Board of Director, the current assets, loans & advances have a value on realization in the ordinary course of business at least equal to the amount at which these are stated.
4. Segment Reporting: The Company's business activity falls within single primary/secondary business segment viz., Finance Activity. The disclosure requirement of Accounting Standard (AS) - 17 "Segment Reporting" issued by the Institute of Chartered Accountant of India, therefore is not applicable.

Notes to the Financial Statements

5. **Related Party Disclosures** : As per Accounting Standard 18 on Related Party disclosures issued by the Institute of Chartered Accountants of India, the nature and volume of transactions of the Company during the year with the related parties are enclosed :

Name of the Related Party	Relationship	Nature of Transaction	Number of Transaction	Amount of Transaction	Amount o/s on B.S Date
Mamta	Director	Loan Taken	-	19250	19250
Naveen Kumar	Director	Loan Taken	1	19000	19000
Vikash Choubey	Director	Loan Taken	1	19000	19000

6. Earnings per Share as per "AS- 20" issued by the Institute of Chartered Accountants of India:

Particulars	(In Rupees)	
	Year ended March 31, 2014	Year ended March 31, 2013
Profit(Loss) after taxation as per Profit and Loss Account (in Rupees)	48,692	3,610
Weighted average number of Equity Shares outstanding during the year	2,862,500	2,862,500
Nominal value of Equity shares (in ₹)	10/-	10/-
Basic earnings per share (in ₹)	0.02	0.00
Diluted earnings per share (in ₹)	0.02	0.00

7. Micro and Small Scale Business Industries:-

There are no Micro, Small and Medium Enterprises, to whom the company owes dues which outstanding for more than 45 days as at 31st March, 2014. This information as required to be disclosed under the Micro, Small and Medium Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with company.

Auditor'S Report Signed in Terms of my Separate Report of even date

CA. ANIL KUMAR
(Chartered Accountant)
M. No. 86223

FOR SNS LABORATORIES LIMITED

NAVEEN KUMAR
(Director)
DIN : 06408235

VIKASH CHOUBEY
(Director)
DIN : 06788465

Place : New Delhi
Date : 24.05.2014

SECTION IX - OUTSTANDING LITIGATIONS

Except as stated herein, there are no outstanding or pending litigation, suits, civil prosecution, criminal proceedings or tax liabilities against our Company, our Directors, our Promoters and Group Companies and there are no defaults, non-payment of statutory dues, over dues to banks and financial institutions, defaults against bank and financial institutions and there are no outstanding debentures, bonds, fixed deposits or preference shares issued by our Company; no default in creation of full security as per the terms of the issue, no proceedings initiated for economic or other offences (including past cases where penalties may or may not have been awarded and irrespective of whether they are specified under paragraph (I) of Part I of Schedule XIII of the Companies Act, 1956), and no disciplinary action has been taken by SEBI or any stock exchanges against our Promoters, our Directors or Group Companies.

I. CASES FILED BY OUR COMPANY

Civil Cases

There are no civil proceedings filed by our Company.

Criminal Cases

There are no criminal proceedings filed by our Company.

II. Outstanding litigations of involving the Promoters/ Promoter Companies/ directors of Promoter Companies and Group Companies:

- (A) All pending litigations in which the Promoters/ Promoter Companies/ directors of Promoter Companies are involved

NIL

- (B) All pending litigations in which the Group Companies/ directors of Group Companies are involved.

NIL

- (C) List of all defaults to the financial institutions or banks by Promoters/ Promoter Companies/ directors of Promoter Companies.

NIL

- (D) List of all defaults to the financial institutions or banks by Group Companies/ directors of Group Companies.

NIL

- (E) List of all non-payment of statutory dues by Promoters/ Promoter Companies/ directors of Promoter Companies.

NIL

- (F) List of all non-payment of statutory dues by Group Companies/ directors of Group Companies.

NIL

- (G) List of all dues towards instrument holders such as debt instrument holders, fixed deposits and arrears on cumulative preference shares by Promoters/ Promoter Companies/ directors of Promoter Companies.

NIL

- (H) List of all dues towards instrument holders such as debt instrument holders, fixed deposits and arrears on cumulative preference shares by Group Companies/ directors of Group Companies.

NIL

- (I) List of proceedings initiated for economic offences or civil offences (including the past cases, if found guilty) by Promoters/ Promoter Companies/ directors of Promoter Companies.

NIL

- (J) List of proceedings initiated for economic offences or civil offences (including the past cases, if found guilty) by Group Companies/ directors of Group Companies.

NIL

- (K) List of all disciplinary action taken by SEBI or recognised stock exchanges against the Promoters/ Promoter Companies/ directors of Promoter Companies.

NIL

- (L) List of all disciplinary action taken by SEBI or recognised stock exchanges against the Group Companies/ directors of Group Companies.

NIL

- (M) List of cases of pending litigations, defaults, etc. in respect of group companies with which the Promoters/ Promoter Companies/ directors of Promoter Companies, were associated in the past but are no longer associated, in case their name(s) continue to be associated with the particular litigation(s).

NIL

- (N) List of past and present litigations/ defaults/ over dues or labour problems/ closure etc., faced by the Group Companies.

NIL

- (O) All the litigations against the Promoters/ Promoter Companies/ directors of Promoter Companies involving violation of statutory regulations.

NIL

- (P) All the litigations against the Group Companies/ directors of Group Companies involving violation of statutory regulations.

NIL

(Q) All the litigations against the Promoters/ Promoter Companies/ directors of Promoter Companies alleging criminal offence.

NIL

(R) All the litigations against the Group Companies/ directors of Group Companies alleging criminal offence.

NIL

(S) List of adverse findings, if any, in respect of the persons/entities connected with our Company/ Promoters/ Promoter Companies/ directors of Promoter Companies/ Group Companies/ directors of Group Companies as regards compliance with the securities laws.

SECTION X- LICENSE & GOVERNMENT APPROVALS

The Company has received the necessary consents, licenses, permissions and approvals from the Government of India and various governmental agencies required for the present business (as applicable on date of this Information Memorandum) and except as mentioned below, no further approvals are required for carrying on the existing business and expansion plans. It must be distinctly understood that, in granting these approvals, the Government of India does not take any responsibility for the Company financial soundness or for the correctness of any of the statements made or opinions expressed in this behalf.

In view of the approvals already obtained, the Company can undertake this Issue and the current/ proposed business activities and no further major approvals from any governmental or regulatory authority or any other entity are required to undertake the Issue or continue the business activities, except the pending approvals mentioned below. Unless otherwise stated, these approvals are all valid as of the date of this Information Memorandum. The following statement sets out the details of licenses, permissions and approvals taken by the Company under various central and state laws for carrying out its business.

I. Approvals In Relation To Our Company's Incorporation

Sl. No.	Particulars of License / Registration Approval	Name of Issuing Authority	Date of Issue and approval No./ Registration No.
1.	Certificate of Incorporation of the company	Registrar of Companies – Delhi & Haryana	18/09/1985
2.	Fresh Certificate of Incorporation in the change of name of the company from “SNS Medical Leasing Limited” to “SNS Laboratories Limited”	Registrar of Companies – Delhi & Haryana	25/10/1991

II. Approvals for the Listing

Our Board of Directors has approved the Direct Listing pursuant to resolution passed at their meeting held on 20th May, 2015.

III. Approvals in relation to our business

Our Company is required to obtain various approvals in relation to our business. The registrations and approvals obtained by our Company in respect of our business in India include the following:

Sl. No.	Name of Registration	License/ Registration No. & Date	Name of Issuing Authority / Department
1.	Company's PAN (Permanent Account Number)	AAACS0355B	Income Tax Department
2.	Company's TAN (Tax Deduction Account Number)	RTKS19387E	Income Tax Department

SECTION XI- PURPOSE OF LISTING

The entire Equity Share Capital of the Company is currently listed at Delhi Stock Exchange Limited. However, Delhi Stock Exchange Limited has been derecognized vide SEBI order dated 19th November, 2014. The Company desires to sustain its listing status by getting listed in Metropolitan Stock Exchange of India Limited (MSXI) formerly known as MCX- SX Stock Exchange Limited (MCX-SX) which has been recognized as one of the permanent stock exchanges in India.

Further considering the followings benefits of listing, the Management has got motivated to get the securities of the Company listed on Metropolitan Stock Exchange Of India Limited (MSXI) formerly known as MCX-SX Stock Exchange Limited (MCX-SX):-

a.) Fund Raising and exit route to investors:

Listing provides an opportunity to the Corporate / entrepreneurs to raise capital to fund new projects/undertake expansions/diversifications and for acquisitions. Listing also provides an exit route to private equity investors as well as liquidity to the ESOP-holding employees.

b.) Ready Marketability of Security:

Listing brings in liquidity and ready marketability of securities on a continuous basis adding prestige and importance to listed companies.

c.) Ability to raise further capital:

An initial listing increases a company's ability to raise further capital through various routes like preferential issue, rights issue, Qualified Institutional Placements and ADRs/GDRs/FCCBs, and in the process attract a wide and varied body of institutional and professional investors.

d.) Supervision and Control of Trading in Securities:

The transactions in listed securities are required to be carried uniformly as per the rules and byelaws of the exchange. All transactions in securities are monitored by the regulatory mechanisms of the stock exchange, preventing unfair trade practices. It improves the confidence of small investors and protects them.

e.) Fair Price for the Securities:

The prices are publicly arrived at on the basis of demand and supply; the stock exchange quotations are generally reflective of the real value of the security. Thus listing helps generate an independent valuation of the company by the market.

f.) Timely Disclosure of Corporate Information:

The listing agreement signed with the exchange provides for timely disclosure of information relating to dividend, bonus and right issues, book closure, facilities for transfer, company related information etc by the company. Thus providing more transparency and building investor confidence.

g.) Collateral Value of Securities:

Listed securities are acceptable to lenders as collateral for credit facilities. A listed company can also borrow from financial institutions easily as it is rated favorably by lenders of capital; the company can also raise additional funds from the public through the new issue market with a greater degree of assurance.

h.) Better Corporate Practice:

Since the violation of the listing agreement entails the de-listing/suspension of securities from the rings of the exchange, the listed companies are expected to follow fair practices to the advantage of investors and public.

i.) Benefits to the Public:

The data daily culled out by the stock exchange in the form of price quotations and others; provide valuable information to the public which can be used for project and research studies. The stock exchange prices can be an index of the state of the economy. Financial institutions, NRIs, individual investor's etc. can take wise decisions before making investments.

SECTION XII – OTHER INFORMATION

MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION

The copies of the following contracts which have been entered or are to be entered into by our Company (not being contracts entered into in the ordinary course of business carried on by our Company or contracts entered into more than two years before the date of this Information Memorandum) which are or may be deemed material have been attached to the copy of the Information Memorandum delivered to the ROC for registration. Copies of the above mentioned contracts and also the documents for inspection referred to hereunder, may be inspected at the Registered Office between 10:00 a.m. and 04:00 p.m. on all Working Days.

1. Certificate of Incorporation of the Company.
2. Memorandum and Articles of Association of the Company as amended from time to time.
3. Copies of Annual Report of the Company for the last three financial years ended on 31st March, 2010, 2011, 2012 and 2013 and 2014.
4. Copy of Board Resolution for approval of Listing at Metropolitan Stock Exchange of India Limited (MSXI) formerly known as MCX- SX Stock Exchange Limited (MCX-SX).
5. Agreement among NSDL, our Company and the Registrar to the Issue dated 28, April, 2015.
6. Agreement among CDSL, our Company and the Registrar to the Issue dated 17, December, 2014.

Any of the contracts or documents mentioned in this Information Memorandum may be amended or modified at any time if so required in the interest of our Company or if required by the other parties, without reference to the shareholders subject to compliance of the provisions contained in the Companies Act and other relevant statutes.

DECLARATION

All relevant provisions of the Companies Act, 1956, and the guidelines issued by the Government of India or the regulations issued by Securities and Exchange Board of India, applicable, as the case may be, have been complied with and no statement made in this Information Memorandum is contrary to the provisions of the Companies Act, 1956, the Securities and Exchange Board of India Act, 1992 or the rules made or guidelines or regulations issued there under, as the case may be, and that all approvals and permissions required to carry on the business of the Company have been obtained, are currently valid and have been complied with. We further certify that all the statements in this Information Memorandum are true and correct.

SIGNED ON BEHALF OF THE BOARD OF DIRECTORS

For SNS Laboratories Limited

(MEHAK ARORA)

Director

DIN: 06798853

Place: New Delhi

Date: 13.06.2015