

Annexure 1

Form No. MGT – 9

Extract of Annual Return

As on the financial year ended 31.03.2019

[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

I. Registration and other details

i	CIN	U24239MH1998PLC115413
ii	Registration Date	18 th June, 1998
iii	Name of the Company	Agappe Diagnostics Limited
iv	Category / Sub-Category of the Company	Company Limited by shares / Indian Non Government Company
v	Address of the Registered office and contact details	401-402, Jaisingh Business Centre, Sahar Road, Andheri (East) Mumbai -400099 Tel: 022 43008008 Email.id - agappe@agappe.in
vi	Whether listed company	No
vii	Name, Address and Contact details of Registrar and Transfer Agent, if any	Nil

II. Principal Business Activities of the Company

All the business activities contributing 10% or more of the total turnover of the company: -

Sn.	Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the Company
1	Manufacture of Diagnostic Reagent	202 20299	58.28%
2	Trading of Diagnostic Equipment	479 47990	24.35%
3	Manufacture of Diagnostic Equipment	281 28199	13.78%

III. Particulars of Holding, Subsidiary and Associate Companies

Sn.	Name and Address of the Company *	CIN/GLN	Holding/Subsidiary/Associate	% of shares held	Applicable Section
1	Agappe Diagnostics Switzerland GMBH	CHE-115.652.181	Subsidiary	100	2(87)

IV.Shareholding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01st April 2019)				No. of Shares held at the end of the year (As on 31st March 2020)				% Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter s									
(I) Indian									
a) Individual/ HUF	-	48,89,704	48,89,704	79.77%	31,06,965	17,82,739	48,89,704	79.77%	0.00%
b) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
(I) Foreign	-	-	-	0.00%	-	-	-	0.00%	0.00%
a) NRI-Individual	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Other-Individual	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Total shareholding of Promoter (A)	-	48,89,704	48,89,704	79.77%	31,06,965	17,82,739	48,89,704	79.77%	0.00%
B. Public Shareholding	-	-	-	0.00%	-	-	-	0.00%	0.00%
1. Institutions	-	-	-	0.00%	-	-	-	0.00%	0.00%
a) Mutual Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Insurance Companies	-	-	-	0.00%	-	-	-	0.00%	0.00%
g) FIIs	-	-	-	0.00%	-	-	-	0.00%	0.00%
h) Foreign Venture	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
j) Others (specify)	-	12,40,200	12,40,200	20.23%	-	12,40,200	12,40,200	20.23%	0.00%
Subtotal (B)(1):	-	12,40,200	12,40,200	20.23%	-	12,40,200	12,40,200	20.23%	0.00%
2. NonInstitutions	-	-	-	0.00%	-	-	-	0.00%	0.00%
a) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Indian	-	-	-	0.00%	-	-	-	0.00%	0.00%
ii) Overseas	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	0.00%	-	-	-	0.00%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Others (specify)	-	-	-	0.00%	-	-	-	0.00%	0.00%
Non Resident Indians	-	-	-	0.00%	-	-	-	0.00%	0.00%
Overseas Corporate Bodies	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Nationals	-	-	-	0.00%	-	-	-	0.00%	0.00%
Clearing Members	-	-	-	0.00%	-	-	-	0.00%	0.00%
Trusts	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Bodies D R	-	-	-	0.00%	-	-	-	0.00%	0.00%
Subtotal (B)(2):	-	-	-	0.00%	-	-	-	0.00%	0.00%
Total Public Shareholding	-	12,40,200	12,40,200	20.23%	-	12,40,200	12,40,200	20.23%	0.00%
B = (B)(1)+ (B)(2)	-	12,40,200	12,40,200	20.23%	-	12,40,200	12,40,200	20.23%	0.00%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	0.00%	-	-	-	0.00%	0.00%
Grand Total (A+B+C)	-	61,29,904	61,29,904	100.00%	31,06,965	30,22,939	61,29,904	100.00%	0.00%

ii) Shareholding of Promoters

Sn	Name of shareholders	Shareholding at the beginning of the year ie, 1st April, 2019			Shareholding at the end of the year ie, 31st March, 2020			% of change in shareholding of the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Mr. Joseph John	13,36,674	21.81	-	13,36,674	21.81	-	-
2	Mr. M Y Yohannan	11,95,641	19.5	-	11,95,641	19.5	-	-
3	Mrs. Alice Yohannan	34,658	0.57	-	34,658	0.57	-	-
4	Mr. Thomas John	14,52,008	23.69	-	14,52,008	23.69	-	-
5	Mrs. Meena Thomas	2,74,658	4.48	-	2,74,658	4.48	-	-
6	Mrs. Sangeeta Joseph	3,89,992	6.36	-	3,89,992	6.36	-	-
7	Mrs. Mary Baby Meleth	1,50,000	2.45	-	1,50,000	2.45	-	-
8	Mr. V Chandrasekaran	28,800	0.47	-	28,800	0.47	-	-
9	Mr. M P Abraham	27,273	0.44	-	27,273	0.44	-	-
	Total	48,89,704	79.77	-	48,89,704	79.77	-	-

iii) Change in Promoters' Shareholding:

Sn		Shareholding		Cumulative Shareholding during the FY - 2019-20	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
1	At the beginning of the year ie. 01.04.2019	48,89,704	79.77%		
2	Date wise Increase/Decrease in Promoters shareholding during the year specifying the reasons for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc):		-----		
	At the end of the year ie. 31.03.2020	48,89,704	79.77%		

iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

Sn	Share Holder	Shareholding at the beginning of the year ie, 1st April, 2019		Shareholding at the end of the year ie, 31st March, 2020	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Sycamore Holdings Limited	12,40,200	20.23	12,40,200	20.23%

v) **Shareholding of Directors and Key Managerial Personnel**

Sn	Directors/ Key Managerial Personnel	Shareholding at the beginning of the year ie. 01.04.2019		Cumulative Shareholding at the end of the Year ie. 31.03.2020	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Mr. M Y Yohannan	11,95,641	19.5	11,95,641	19.5
2	Mr. Thomas John	14,52,008	23.69	14,52,008	23.69
3	Mrs. Meena Thomas	2,74,658	4.48	2,74,658	4.48
4	Mrs. Sangeeta Joseph	3,89,992	6.36	3,89,992	6.36
5	Mr. Joseph John	13,36,674	21.81	13,36,674	21.81
6	Mrs. Mary Baby Meleth	1,50,000	2.45	1,50,000	2.45
7	Mrs. Sreevidya PM, Company Secretary	NIL	NIL	NIL	NIL

V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	22,95,68,189			22,95,68,189
ii) Interest due but not paid	-			-
iii) Interest accrued but not due	-			-
Total (i+ii+iii)	22,95,68,189	-	-	22,95,68,189
Change in Indebtedness during the financial year				-
Addition	4,00,00,000			4,00,00,000
(Reduction)	-9,06,97,092			-9,06,97,092
Net Change	-5,06,97,092	-	-	-5,06,97,092
Indebtedness at the end of the financial year				
i) Principal Amount	17,88,71,097			17,88,71,097
ii) Interest due but not paid	-			-
iii) Interest accrued but not due	-			-
Total (i+ii+iii)	17,88,71,097	-	-	17,88,71,097

VI. REMUNERATION OF DIRECTORS

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

Particulars of Remuneration	Mr. Thomas John	Mrs. Mary Baby Meleth	Mrs. Meena Thomas	Mrs. Sangeetha Joseph	Dr. D M Vasudevan
Gross Salary					
(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	57,08,367	11,07,465	25,78,677	8,35,485	15,74,880
(b) Value of perquisites under Section 17(2) Income Tax Act, 1961					
(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961					
Stock Options					
Sweat Equity					
Commission					
- as % of profit					
- Others, specify....					
Others, please specify					
Total (A)	57,08,367	11,07,465	25,78,677	8,35,485	15,74,880

B. Remuneration to other Directors - Independent Directors

(in Rs)

Sn	Name	Fees for attending the Board/ Committee Meetings	Commission	Others Please specify	Total Amount
1	Mr. Baldev Raj Arora	1,00,000	NIL	NIL	1,00,000
2	Mr. Nanda Kumaran Puthethath	8,50,000	NIL	NIL	8,50,000
3	Mr. Ananth Narayan Gopalakrishnan	6,50,000	NIL	NIL	6,50,000

C. Remuneration to Key Managerial personnel other than MD/ Manager/ WTD

(in Rs)

Particulars of Remuneration	Key Managerial Personnel
	Mrs. Sreevidya P M, Company Secretary
Gross Salary	
(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	11,42,560
(b) Value of perquisites under Section 17(2) Income Tax Act, 1961	
(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	
Stock Options	
Sweat Equity	
Commission	
- as % of profit	
- Others, specify....	
Others, please specify	
Total (A)	11,42,560

VII. Penalties /Punishment/Compounding of Offences:**NIL****VIII. Board Meetings**

During the financial year 2019-20, 5 (Five) Board meetings were held on 12th April, 2019, 21st June, 2019, 14th August, 2019, 4th December, 2019 and 23rd March, 2020. The last Annual General Meeting of the company was held on 14th August, 2019. The attendance record of the Directors at the Board meetings during the year ended on 31st March, 2020 and last AGM is as under.

SI No	Name of Board meeting	Category	No of Board Meetings Attended	Attendance at last AGM
1	Mr. M Y Yohannan	Non- Executive – Non Independent Director	2 of 5	No
2	Mr. Thomas John	Executive Director	5 of 5	Yes
3	Mrs. Meena Thomas	Executive Director	5 of 5	Yes
4	Mrs. Sangeeta Joseph	Executive Director	3 of 5	No
5	Mrs. Mary Baby Meleth	Executive Director	2 of 5	Yes
6	Dr. Damodaran Madhavi Vasudevan	Executive Director	4 of 5	No
7	Mr. George Varghese	Non- Executive – Non Independent Director	5 of 5	Yes
8	Mr. Baldev Raj Arora*	Independent – Non Executive Director	1 of 5	No
9	Mr. Joseph John	Non- Executive – Non Independent Director	4 of 5	Yes
10	Mr. Nanda Kumaran Puthezhath	Independent – Non Executive Director	4 of 5	Yes
11	Mr. Ananth Narayan Gopalakrishnan	Independent – Non Executive Director	3 of 5	Yes

*Relieved from the Board upon expiry of term of appointment with effect from 17th April, 2019

For and on behalf of the Board

Kochi
26th June 2020

M Y Yohannan
(DIN -00150242)
Chairman

REGISTERED OFFICE

Agappe Diagnostics Ltd.
Room No. 401 & 402, 4th Floor,
Jaisingh Business Centre, 119,
Sahar Road, Parsiwada, Andheri (East),
Maharashtra – 400 099, Tel: +91-22-4300 8000
CIN: U24239MH1998PLC115413

Annexure 2
Annual report on Committees of the Board

i. Audit Committee

The Audit Committee of the Board has been constituted on 26th September, 2017 in accordance with the provisions of Section 177 of the Companies Act, 2013 and the Companies (Meetings of Board and its powers) Rules 2014. The composition of the Audit Committee as on 31st March, 2020 is as follows:

1. Mr. Thomas John Chairman
2. Mr. Nanda Kumaran Puthezhath
3. Mr. Ananth Narayan Gopalakrishnan

During the financial year ended 31st March 2020, Audit committee met 4 (Four) times on 21st June, 2019, 14th August, 2019, 4th December, 2019 and 23rd March, 2020.

Attendance Details are given below.

Name of the members	Category	No of meetings attended/held during the FY 2019-20
Mr. Thomas John	Executive Director	4 of 4
Mr. Nanda Kumaran Puthezhath	Non -Executive Independent Director	3 of 4
Mr. Ananth Narayan Gopalakrishnan	Non -Executive Independent Director	3 of 4

ii. Nomination & Remuneration Committee

Pursuant to the provisions of Section 178 of the Companies Act and the Companies (Meetings of Board and its powers) Rules 2014, the Board of Directors has constituted Nomination & Remuneration Committee (NRC) of the Board and approved the Nomination & Remuneration Committee Policy on 26th September, 2017. The Nomination and Remuneration Committee has the responsibility for identifying persons who are qualified to become directors and who may be appointed in senior management of the Company, formulate criteria for determining qualification, positive attributes and independence of a director, recommend to the Board appointment and removal of a director and Senior Management, evaluate the Board's performance and carry out evaluation of every director's performance and other matters prescribed in the Nomination & Remuneration Committee Policy in accordance with the provisions of section 178 of the Companies Act, 2013. A copy of the policy is uploaded on the website of the Company at <http://agappe.com/beta/ckfinder/userfiles/files/Nomination%20and%20Remunerati on%20Policy.pdf>

The composition of the Nomination & Remuneration Committee as on 31st March, 2020 is as follows:

1. Mr. Joseph John Chairman
2. Mr. M Y Yohannan
3. Mr. Nanda Kumaran Puthezhath
4. Mr. Ananth Narayan Gopalakrishnan

During the financial year ended 31st March, 2020, Nomination & Remuneration committee met 2 (Two) times on 21st June, 2019 and 4th December, 2019,

Attendance Details are given below

Name of the members	Category	No of meetings attended/held during the FY 2019-20
Mr. Joseph John	Non- Executive – Non Independent Director	2 of 2
Mr. MY Yohannan	Non-Executive -Non Independent Director	1 of 2
Mr. Nanda Kumaran Puthezhath	Non -Executive Independent Director	1 of 2
Mr. Ananth Narayan Gopalakrishnan	Non -Executive Independent Director	1 of 2

iii Corporate Social Responsibility Committee

The CSR Committee of the Board has been constituted on 8th December, 2014 in accordance with the provisions of Section 135 of the Companies Act,2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014. The constitution of CSR Committee as on 31st March, 2020 is as follows:

1. Mr. Thomas John Chairman
2. Mrs. Meena Thomas
3. Mrs. Sangeeta Joseph
4. Mr. Nanda Kumaran Puthezhath

During the financial year ended 31st March, 2020, the Corporate Social Responsibility Committee met 2 (Two) times on 21st June, 2019 and 23rd March, 2020.

Attendance Details are given below

Name of the members	Category	No of meetings attended/held during the FY 2019-20
Mr. Thomas John	Executive Director	2 of 2
Mrs. Meena Thomas	Executive Director	2 of 2
Mrs. Sangeeta Joseph	Executive Director	2 of 2
Mr. Nanda Kumaran Puthezhath	Non -Executive Independent Director	2 of 2

Details about the policy developed and implemented by the Company

1.A brief outline of the company’s CSR policy, including overview of projects or programs proposed to be undertaken.

The Company has framed CSR policy in accordance with the provisions of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014. This CSR Policy was approved by the Board of Directors on 8th December, 2014. The purpose of the policy is to crystallize the philosophy of the Company regarding its responsibility as a corporate citizen and to lay down the guidelines and mechanism for undertaking socially useful programs for welfare & sustainable development of the community at large and the same is placed on the company’s website and the web link for the same is <http://agappe.com/beta/ckfinder/userfiles/files/CSR%20Policy.pdf>

The objective of the Company's CSR Policy is to:

- Engage proactively with all stakeholders to actively contribute to the socio-economic development of the periphery/community in which it operates.
- Directly or indirectly take up programs that benefits the communities in & around its locations and thereby, over a period of time, enhancing the quality of life & economic well-being of the local population.
- Ensure environmental sustainability by adopting best ecological practices and encouraging conservation/judicious use of natural resources.
- To generate, through its CSR initiatives, a community goodwill for the Company and help reinforce a positive & socially responsible image of the Company as a corporate entity.

2. The present composition of Corporate Social Responsibility Committee is as follows:

1. Mr. Thomas John Chairman
2. Mrs. Meena Thomas
3. Mrs. Sangeeta Joseph
4. Mr. Nanda Kumaran Puthethath

3. The average net profit of the company for last three financial years: INR.163,650,007.00

4. Prescribed CSR Expenditure: INR 3,273,000.00

5. Details of CSR spent during the financial year;

Total amount to be spent for the financial year : INR 3,273,000.00

(a) Amount unspent, if any : NIL

(b) Manner in which the amount spent during the financial year is detailed below:

Sl.No	CSR identified	Sector in which the Project is covered	Projects or programs 1) Local area or other 2) Specify the State and district where projects or programs were undertaken	Amount outlay (budget) project or program wise	Amount spent on the programs Sub-heads: (1) Direct expenditure on projects or programs- (2) Overheads:	Cumulative expenditure upto to the reporting period	Amount spent Direct or through implementing agency
1	Construction of Training room for Anganwadi, Kunnathunadu Gramapanchayath	Promotion of Education	1.Local area Pattimattom 2.State: Kerala Dist:Ernakulam	Rs.2,70,000	Rs.2,68,597	Rs.2,68,597	Direct
2	Construction of Primary Health Center at Kunnathunadu Gramapanchayath	Promotion of Health care	1.Local area Pattimattom 2.State: Kerala Dist:Ernakulam	Rs.3,088,000	Rs.30,49,003	Rs.30,49,003	Direct

6. The CSR Committee of Agappe Diagnostics Limited confirms that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.

The details of CSR activities undertaken in the financial year are placed on the company's website and the web link for the same is below:

<https://www.agappe.com/beta/ckfinder/userfiles/files/CSR%20Activities%20for%20the%20financial%20year%202019-2020.pdf>

For and on behalf of the Board

Thomas John
(DIN:00138331)
Chairman CSR Committee

For and on behalf of the Board

Meena Thomas
(DIN: 01665997)
Whole Time Director

Kochi
26th June 2020

For and on behalf of the Board

M Y Yohannan
(DIN -00150242)
Chairman

Annexure 3
Form AOC-I

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

Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures

Part “A”: Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in rupees)

Sl. No.	Name of the subsidiary	Agappe Diagnostics Switzerland GMBH
1	Reporting period for the subsidiary concerned, if different from the holding company’s reporting period	31 st March, 2020
2	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	CHF, Exchange Rate on last Date– 68.10
3	Share Capital	Rs. 1,064,800/-
4	Reserves & Surplus	Rs. (29,165,515)
5	Total Assets	Rs. 29,028,593/-
6	Total Liabilities	Rs. 29,028,593/-
7	Investments	NIL
8	Turnover	Rs. 228,516,027 (Total Revenue)
9	Profit/(Loss) before taxation	Rs. 1,068,328
10	Provision for taxation	NIL
11	Profit after taxation	Rs. 1,068,328
12	Proposed Dividend	NIL
13	% of share holding	100%

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations NA
2. Names of subsidiaries which have been liquidated or sold during the year. NA

Part “B”: Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures NA

For and on behalf of the Board

Kochi
26th June 2020

M Y Yohannan
(DIN -00150242)
Chairman

Annexure 4

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and

Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

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

a	Name(s) of the related party and nature of relationship	
b	Nature of the Contracts/ arrangements/transactions	
c	Duration of the Contracts/ arrangements/transactions	
d	Salient terms of the contracts or arrangements or transactions including the value, if any	
e	Justification for entering into such contracts or arrangements or transactions	
f	Date of approval by the Board, if any	
g	Amount paid as advances, if any:	
h	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

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

a	Name(s) of the related party and nature of relationship	Agappe Diagnostics Switzerland GmbH, Wholly owned subsidiary
b	Nature of the Contracts/ arrangements/transactions	a. Sale of reagents and equipments b. Commission for sale of reagents and equipments
c	Duration of the Contracts/ arrangements/transactions	On going
d	Salient terms of the contracts or arrangements or transactions including the value, if any	a. Sales amounting to Rs. 209,172,618 for the financial year 2019-20 b. Commission amounting to Rs. 19,343,410 for the financial year 2019-20
e	Date of approval by the Board, if any	NA
f	Amount paid as advances, if any:	NIL

For and on behalf of the Board

Kochi
26th June 2020

M Y Yohannan
(DIN -00150242)
Chairman

Annexure 5

The conservations of energy, technology absorption, foreign exchange earnings and outgo, during the year in terms of actual outflows:

A) Conservation of energy:

A new Reagent Facility with state-of-the-art technology for the manufacture of reagents had been put into operation in 2016. Salient features, in energy conservation point of view, of this plant are summarized as below:

1. Total connected load of the entire installations is about 1696.618 kW and a 1000 kVA resin cast, dry type distribution transformer with forced air cooling to obtain optimum operational efficiency has been installed. Load parameters are being monitored and managed using SCADA (Supervisory Control and Data Acquisition) system.
2. The electric power supply voltage during peak-hours is noted to be considerably low leading to reliance on DG Sets. Company has successfully installed an automatic On-Load-Tap-Changing (OLTC) system to avoid this phenomenon. The operation of DG set during these low voltage conditions has been avoided, thereby resulting in savings in diesel cost.
3. Power factor of the entire system is maintained between 0.99 lagging to unity thereby reducing the maximum power demand and subsequently bringing down the power cost.
4. To provide hundred percent standby power supply, Diesel Generator set of 500 kVA & 250 kVA capacity with intelligent fuel governor to reduce specific fuel consumption has been put into operation.
5. A single screw compressor chiller with a stand-by chiller, which is more efficient than twin screw and rotary types, were installed to take care HVAC requirement. This arrangement enabled the servicing/maintenance of chillers without shut down of the AC system.
6. All Air Handling Units (AHUs) are fitted with numerical type Building Management System (BMS), enabling remote monitoring and operation to improve operational efficiency.
7. Solar type water heating system of about 1000 litres capacity is installed to take care hot water requirement for cleaning of mixing vessels and tanks.
8. Compact Fluorescent Lamps (CFL) are installed in all light fixtures to reduce energy loss. Clean room light fixtures are top openable type from walkable ceilings for easy maintenance even during operating time of the rooms thus avoiding shut down of clean room plants. High efficiency area lighting fixtures fitted with LED lamps are used for road lighting.
9. Rain-water harvesting method with a network of collection pipes and an abandoned quarry is practiced for daily water requirement for manufacturing and personal use instead of using ground water from tube wells thus reducing pumping cost and conserving natural water.
10. Successfully operating ETP (Effluent Treatment Plant) with a treatment capacity of 60,000 lts per day. The treated water from ETP is used for drip irrigation, thus reducing the domestic water consumption.
11. Synchronization of the existing DG sets of 500 kVA and 250 kVA have completed to increase the load bearing capacity of DG sets.

Additional investments and proposals, if any, being implemented for reduction of energy consumption.

1. Old and high-power consuming air conditioning units are being replaced with 5 star rated units.
2. Company is also planning to install a 100 kVA Grid Type Solar System to reduce the KSEB energy consumption. (Approx. 400 unit saving per day)
3. Direct 11 KV KSEB HT line from substation to factory in order to avoid frequent power failures in local HT line and reduction in diesel consumption. The step will also increase the machine life and breakdowns thus reduces the maintenance cost.
4. Unitization of UPS: Replacement of individual UPSs at CO and Sales Office buildings will reduce the maintenance cost for replacing batteries.

Form A – Power Consumption

	FY - 2019-20	FY - 2018-19
1. Electricity		
(a) Purchased		
Unit (KWH)	13,91,616	13,21,176
Total amount (in Rs)	1,01,63,732	90,47,055
Rate / Unit	7.30	6.85
b) Own Generation		
(i) Through diesel generator		
Unit (KWH)	70,899	91,527
Total amount (in Rs)	17,12,986	22,41,739
Cost / unit	24.16	24.49
(ii) Through Steam turbine / generator	NA	NA
Units		
Units per ltr. Of fuel oil/gas		
Cost/unit		
2. Coal	NA	NA
Where used		
Quantity (Tonnes)		
Total Cost		
Average Rate		
3. Furnace Oil	NA	NA
Quantity (K Ltrs)		
Total Amount		
Average Rate		
4. Others / Internal Generation	NA	NA
Quantity		
Total Cost		
Rate/unit		

B) Technology absorption

Efforts made in technology absorption - as per Form B given below

Form B

Research and Development:

1. Specific Areas in which R & D carried out by the Company:

The Company has in-house R&D facility that is approved by the Department of Scientific and Industrial Research of the Government of India with dedicated teams for equipment as well as reagents. On the equipment front, the R&D activities primarily consist of:

- Design and development of various automated and semi-automated analyzers
- Upgradation of existing analyzers
- Quality and performance enhancements to existing products

On the reagent front, the R&D activities consist of:

- Developing indigenous alternatives to imported reagents
- Introduction of new parameters and enhance the product range
- Development of system packs for various analyzers
- Quality enhancements to existing products

2. Benefits derived as a result of above R & D:

The main objective of the Company's R&D function is to develop the technology and capability for manufacturing equipment and reagent locally thereby reducing the reliance on imported products and technology. Such R&D activities have helped generate the following key benefits:

- Cost effective solutions for labs and hospitals compared to imported products
- Making cost of diagnostics testing affordable to final consumer
- Customized and innovative offerings for different classes of customers

3 Future plan of action

The Company will continue to invest in people and infrastructure to further develop its R&D capabilities so that it can compete at national and international level. The Company also plans to increase the allocation to R&D expenditure in terms of percentage of turnover in the coming years.

4 Expenditure on R & D

Particulars	Amount in Rs.
Capital	2,00,29,551
Revenue	4,17,25,700
Total	6,17,55,251

5 Information regarding imported technology:- NIL

C) **Foreign exchange earnings and Outgo:** The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows

Particulars	Amount in Rs.
a) Foreign Exchange Earnings	41,07,40,922
b) Foreign Exchange Outgoes	91,26,24,727

For and on behalf of the Board

M Y Yohannan
(DIN -00150242)
Chairman

Kochi
26th June 2020

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