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ZENOTECH LABORATORIES LTD.  
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**ZENOTECH LABORATORIES LIMITED**  
 Survey No.250-252, Turkapally (V), Shameerpet (M), Rangra Reddy (Dt)  
 Hyderabad - 500078  
 Standalone Unaudited Financial Results for the Quarter ended June 30, 2013

(Rs. in lakhs, except share and per equity share data)

Part I: Statement of Standalone Financial Results	Particulars	Standalone		
		Quarter ended	31-03-2013	Year ended
		30-06-2013 (Unaudited)	31-03-2013 (Audited) *	31-03-2013 (Audited)
<b>11</b>	<b>Income from operations</b>			
a) Net sales / income from operations (Net of excise duty)	96.61	23.49	304.41	
b) Other operating income	-	-	-	
<b>Total income from operations(net)</b>	<b>96.61</b>	<b>23.49</b>	<b>304.41</b>	
<b>121</b>	<b>Expenses</b>			
a) Cost of materials consumed	63.18	66.95	147.36	
b) Purchase of stock-in-trade	-	-	100.95	
c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	31.77	(33.82)	(33.82)	
d) Employee benefit expense	145.27	140.38	528.61	
e) Depreciation and amortisation expense	88.24	86.71	351.50	
f) Other expenses	300.81	909.30	1,632.05	
<b>Total expenses</b>	<b>629.27</b>	<b>1,169.52</b>	<b>2,726.65</b>	
<b>13</b>	<b>Profit/(Loss) from operations before other Income, finance costs and exceptional items (1-2)</b>	<b>(532.66)</b>	<b>(1,146.03)</b>	<b>(2,422.24)</b>
<b>14</b>	<b>Other income</b>	<b>1.47</b>	<b>6.39</b>	<b>17.19</b>
<b>15</b>	<b>Profit/(Loss) from ordinary activities before finance costs and exceptional items (3+4)</b>	<b>(531.19)</b>	<b>(1,139.64)</b>	<b>(2,405.05)</b>
<b>16</b>	<b>Finance costs</b>	<b>66.57</b>	<b>40.90</b>	<b>147.14</b>
<b>17</b>	<b>Profit/(Loss) from ordinary activities after finance costs but before exceptional items (5+6)</b>	<b>(597.76)</b>	<b>(1,180.54)</b>	<b>(2,552.19)</b>
<b>18</b>	<b>Exceptional items</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>9</b>	<b>Profit/(Loss) from ordinary activities before tax (7+8)</b>	<b>(597.76)</b>	<b>(1,180.54)</b>	<b>(2,552.19)</b>
<b>10</b>	<b>Tax expense</b>	<b>-</b>	<b>-</b>	<b>-</b>
a) Current	-	-	-	
b) Deferred tax expense / (benefit)	-	-	-	
<b>11</b>	<b>Net Profit/(Loss) from ordinary activities after tax (9+10)</b>	<b>(597.76)</b>	<b>(1,180.54)</b>	<b>(2,552.19)</b>
<b>12</b>	<b>Extraordinary item (net of tax expense Rs. Nil)</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>13</b>	<b>Net Profit/(Loss) for the period (11+12)</b>	<b>(597.76)</b>	<b>(1,180.54)</b>	<b>(2,552.19)</b>
<b>14</b>	<b>Share of profit / (loss) of associates</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>15</b>	<b>Minority interest</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>16</b>	<b>Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15)</b>	<b>(597.76)</b>	<b>(1,180.54)</b>	<b>(2,552.19)</b>
<b>17</b>	<b>Paid-up equity share capital (Face value of Rs. 10/- per share)</b>	<b>3,442.75</b>	<b>3,442.75</b>	<b>3,442.75</b>
<b>18</b>	<b>Reserves excluding revaluation reserves as per balance sheet of previous accounting year</b>	<b>-</b>	<b>-</b>	<b>(832.33)</b>
<b>19</b>	<b>Earnings per share (before extraordinary items) (of Rs. 10/- each)</b>	<b>(1.74)</b>	<b>(3.43)</b>	<b>(7.41)</b>
(i)	a) Basic and Diluted EPS	(1.74)	(3.43)	(7.41)
(ii)	Earnings per share (after extraordinary items) (of Rs. 10/- each)	(1.74)	(3.43)	(7.41)
	a) Basic and Diluted EPS	(1.74)	(3.43)	(7.41)

\* The figures for the preceding 3 months ended 31-03-2013 are the balancing figures between the audited figures in respect of the full previous financial year ended 31-03-2013 and the published year to date figures upto third quarter of that previous financial year.  
 See accompanying notes to the financial results

*(Signature)*



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**Part - II: Select information for the quarter ended 30th June, 2013**

Particulars	Standalone		
	Quarter ended 30-06-2013	31-03-2013	Year ended 31-03-2013
<b>A PARTICULARS OF SHAREHOLDING</b>			
[1] Public shareholding			
-Number of shares	11,413,707	11,413,707	11,413,707
-Percentage of shareholding	33.15%	33.15%	33.15%
[2] Promoters and promoter group shareholding			
a) Pledged /Encumbered	-	-	-
-Number of shares	-	-	-
-Percentage of shares (as % of the total shareholding of promoter and promoter group)	-	-	-
-Percentage of shares (as % of the total share capital of the Company)	-	-	-
b) Non-encumbered			
-Number of shares	23,013,793	23,013,793	23,013,793
-Percentage of shares (as % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%
-Percentage of shares (as % of the total share capital of the Company)	66.85%	66.85%	66.85%

Particulars	Quarter ended 30-06-2013
<b>B INVESTOR COMPLAINTS</b>	
Pending at the beginning of the quarter	-
Received during the quarter	-
Disposed of during the quarter	-
Remaining unresolved at the end of the quarter	-

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**Notes:**

1. The above financial results have been reviewed by the Audit Committee of the Board and approved by the Board of Directors of the Company at its meeting held on August 12, 2013 and have undergone a 'limited review' by the Statutory Auditors of the Company.
2. Books and records, supplementary documents and statutory registers up till the period November 12, 2011 are still not in the possession of the Company though the Honorable Company Law Board vide its order dated 8 October 2012 has directed Dr. Jayaram Chigurupati, the erstwhile Co-Managing Director and the Promoter, to return all the documents and provide written details of all missing documents/ assets/ statutory records/ equipment of the Company. Therefore, as reported earlier, it is further informed that the Company had reconstructed the financial statements for the years ended March 31, 2011 and 2012 based on the available limited records, statutory returns filed, supplementary documents, invoices external corroborative evidence and after considering the various non compliances under the Companies Act, 1956 and listing agreement etc.

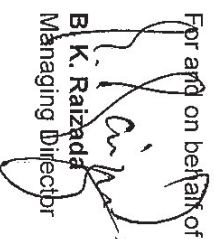
The matters relating to several financial and non financial irregularities are currently sub-judice and the impact of the various legal proceedings would be made in the financial results of the Company as and when the outcome of the above uncertainties becomes known and the consequential adjustments / disclosures are identifiable / determinable.

Due to the aforesaid reasons, the Company was in non-compliance of the requirement of clause 41 of the listing agreement relating to the furnishing of the quarterly and year to date results for the quarters ended March 31, 2011 till September 30, 2012. As a result, the Company is unable to publish along with financial results of the Company for this quarter, the figures for the corresponding quarter ended June 30, 2012.
3. The Company is potentially a Sick Company in terms of the provisions of Sick Industrial Companies (Special Provisions) Act, 1985 effective from the financial year ended March 31, 2011.
4. Figures for previous period/year have been regrouped to conform to the current periods presentation.
5. The entire operations relate to only the pharmaceuticals segment. Accordingly there are no reportable segments to be disclosed as required by Accounting Standard 17 'Segment reporting'.
6. With regard to the Auditors Qualifications at Point number 3 to 6 of their Limited Review Report on the unaudited financial results of the Company for the quarter ended June 30, 2013, it is hereby clarified that the said qualifications relate to the earlier financial years ended March 31, 2011 and 2012, which have already been fully explained by way of notes and responded in the Annual Reports of the Company for the respective financial years. The same will be adjusted in the results as and when the outcome of the uncertainties during those years, become known and accordingly no adjustments have been made in these results.

Date: August 12, 2013

Place: Hyderabad

For and on behalf of the Board of Directors

  
B. K. Raizada  
Managing Director

# B S R & Associates

Chartered Accountants

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## Review Report<sup>1</sup> To the Board of Directors of Zenotech Laboratories Limited

1. We have reviewed the accompanying statement of unaudited financial results ('the Statement') of Zenotech Laboratories Limited ("the Company") for the quarter ended 30 June 2013, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the Management and have not been reviewed by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors of the Company in their meeting held on 12 August 2013. Our responsibility is to issue a report on the statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. *As more fully explained in note 2 to the accompanying statement, the figures for the quarter ended 30 June 2012 were neither published nor subjected to any limited review or audit.*
4. *As more fully explained in note 2 to the accompanying statements, given that certain books and records, supplementary documents and statutory registers were not in the possession of the Company as a result of the ongoing dispute being adjudicated by the Company Law Board between the current management and the erstwhile co-managing director, the fact that the books of account for the financial years ended 31 March 2011 and 2012 were reconstructed by the Management post 12 November 2011, the fact that based on available information certain exceptional charges were recorded, the fact that certain matters relating to the differences between the current Management and the then Co- Managing Director are currently unresolved, our audit opinion on the related financial statement for the years ended 31 March 2011, 31 March 2012 and 31 March 2013 were modified accordingly. These related to obtaining audit evidence on the related financial statements and the consequential impact of the adjustments if any relating to the unresolved matters pertaining to non availability of corroborative documentary evidence for certain expenses amounting to Rs. 2,267 thousands and Rs. 54,412 thousands for the years ended 31 March 2011 and 31 March 2012 respectively, non-compliance with applicable laws and regulations and any consequential adjustment/ disclosures arising out of future outcome of ongoing legal/ proceeding. In view of the non-resolution of above significant matters, this review opinion on the accompanying standalone unaudited financial results is qualified, as we are unable to determine the adjustments/ disclosures which may become necessary pending the outcome and the possible effects of the matters mentioned above.*



<sup>1</sup> The above review report should be read along with our Independent Auditor's Report dated 25 May 2013 issued to the Members of the Company on the financial statement for the year ended 31 March 2013.

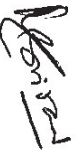
The Company has represented to us that it has been able to substantively reconstruct the books of account upto November 2011 and that based on the steps taken by Management and evidence available so far, in its assessment of the risk that the financial results may be materially misstated is low. Further no additional significant claims have been received or any additional significant adjustments identified after 31 March 2012.

5. The Company has filed a legal case against the erstwhile co-managing director for recovering the managerial remuneration paid amounting to INR 7,980 thousands during the period from 1 October 2007 to 31 March 2011 which was expensed off in the respective year, including an amount of INR 2,280 thousands which was in excess of the prescribed limits for the year ended 31 March 2011 without obtaining the necessary prior approval from the Central Government of India which is in contravention of the provisions of the Companies Act 1956. Since the current management has filed a claim for the entire amount, there is a continuing default in relation to the excess remuneration paid.

6. The Company's application under the Act to the Ministry of Corporate Affairs (MCA), Government of India for approval of managerial remuneration of Rs. 3,000 thousands payable to Mr. B. K. Raizada, the co-managing director for the period from 19 March 2011 to 18 March 2013 is still pending. Pending requisite approval of the amount, no accrual in this regard has been made in the accompanying financial results.

7. Based on our review conducted as above, subject to the effect of the matters included in the paragraph 3, 4, 5 and 6 above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with the Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

for B S R & Associates  
Chartered Accountants  
Firm Registration No: 116231W



Sriram Mahalingam  
Partner  
Membership No: 049642

Place: Hyderabad  
Date: 12 August 2013