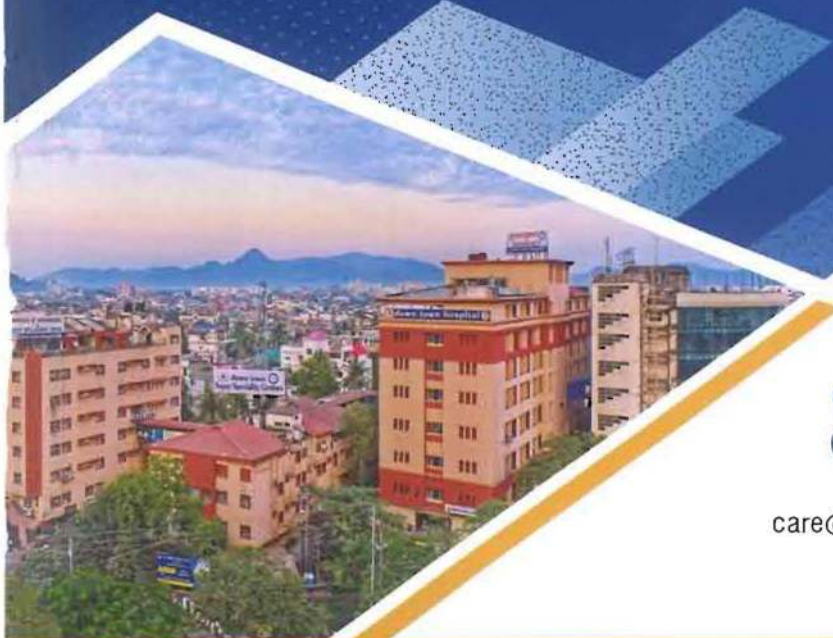




ANNUAL REPORT 2022-2023



down town hospital

☎ 9854074073 | 9864101111



www.downtownhospitals.in |

care@downtowngroup.org | Follow us :



down town hospital limited

BOARD OF DIRECTORS

Dr. N.N. Dutta, Chairman & Managing Director

Mrs.B. Dutta, Whole Time Director

Ms. M. Dutta, Executive Director

Ms. G. Dutta

Mr. J. Dutta

Mr. B. Datta

Dr. B.K. Gogoi

Ms. S.Tamuli

(Nominee of Assam Industrial Development Corporation Ltd)

Auditors

M/S DEBASHIS MITRA & ASSOCIATES

Chartered Accountants,

Guwahati

Bankers

UCO bank

Registered Office

G. S. Road, Dispur, Guwahati, Assam-781006

Hospital

Dispur,Guwahati-781006

Members are requested to bring their copy of Annual Report
& Accounts with them to the Annual General Meeting



downtown hospital limited

G.S. Road, Dispur, Guwahati-781006, Assam (India)

CIN: U85110AS1986PLC002477

Phone: (0361)2331003, 98599-72839, 76370-77061, 98640-79366, 94350-12669

Fax: (0361)2331824, 2330678

Email id: dth@downtownhospitals.in Website: www.downtownhospitals.in

NOTICE

NOTICE is hereby given that the Thirty Seventh Annual General Meeting of **downtown hospital limited** will be held at the Registered Office of the company at G. S. Road, Dispur, Guwahati on Friday on 25th day of August 2023 at 12.30 P.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive consider and adopt the Audited Financial Statements of the Company for the financial year ending 31st March, 2023 together with the Auditors Report and the Directors Report thereon.
2. To declare a Dividend of ` 1.00 per equity share of ` 10/- each for the Financial Year 2022-23.
3. To appoint a director in place of Mr. Biswa Datta (DIN: 00704723) who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a director in place of Ms. Gariasi Dutta (DIN: 06638536) who retires by rotation and being eligible offers herself for re-appointment.

SPECIAL BUSINESS ORDINARY RESOLUTIONS:

5. Appointment of Ms. Mayurakshi Dutta (DIN:00704808) as Whole Time Director of the Company:

To consider and if thought fit, to pass with or without any modification, the following Resolution as aordinary Resolution:

RESOLVED THAT subject to the provisions of sections 196,197 and any other applicable provisions of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof for the time being in force, read with Companies (Appointment & Remuneration of Managerial Personnel), Rules 2014, including Schedule V of the said Act, the approval of the company be and is hereby accorded to the re-appointment of Ms. Mayurakshi Dutta (DIN:00704808) as the Whole Time Director of the company for a period of three years with effect from the 1st day of October, 2023 on such terms & conditions including remuneration as are set out in the Explanatory Statement attached to the Notice convening this Annual General Meeting with liberty to the Board of Directors to alter and/ or vary such terms & conditions including remuneration within, however, the maximum limit specified under Part II of Schedule V read with other provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT notwithstanding anything to the contrary contained herein, where in any financial year during the currency of tenure of office of the Executive Director the company has no



profits or its profits are inadequate, the company will pay Ms. Mayurakshi Dutta (DIN:00704808), remuneration by way of salary and perquisite not exceeding the limits indicated in the Explanatory Statement .

RESOLVED FURTHER THAT where in any financial year during the tenure of the said Whole Time Director, the Company has no profits or its profit are inadequate, the remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to modify the terms and conditions of appointment / remuneration or the scale or any other perquisites payable within the limit permitted as they may deem fit and proper from time to time;

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution.

SPECIAL BUSINESS SPECIAL RESOLUTIONS

6. Appointment of Prof. (Mrs.) Bandana Dutta (DIN:00704884) as Whole Time Director of the Company:

To consider and if thought fit, to pass, with or without any modification, the following Resolution as an a special Resolution.

RESOLVED THAT Prof. (Mrs.) Bandana Dutta (DIN:00704884) be appointed as Whole Time Director of the Company even though she has attained the age of 70 Years as is set out in the Explanatory Statement attached to the Notice convening this Annual General Meeting.

RESOLVED THAT subject to the provisions of sections 196, 197 and any other applicable provisions of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof for the time being in force, read with Companies (Appointment & Remuneration of Managerial Personnel), Rules 2014, including Schedule V of the said Act, the approval of the company be and is hereby accorded to the appointment of Prof. (Mrs.) Bandana Dutta (DIN:00704884) as the Whole Time Director of the company for a period of three years with effect from the 1st day of July 2023 on such terms & conditions including remuneration as are set out in the Explanatory Statement attached to the Notice convening this Annual General Meeting with liberty to the Board of Directors to alter and/or vary such terms & conditions including remuneration within, however, the maximum limit specified under Part II of Schedule V read with other provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT notwithstanding anything to the contrary contained herein, where in any financial year during the currency of tenure of office of the whole time Director the company has no profits or its profits are inadequate, the company will pay Prof. (Mrs.) Bandana Dutta (DIN:00704884), remuneration by way of salary and perquisite not exceeding the limits indicated in the Explanatory Statement .

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution.



7. **To alter the object clause of the Memorandum of Association:**

To consider and, if thought fit, to pass with or without modifications the following resolution as a **Special Resolution**:

RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act 2013, the existing clause 2 of the Object Clause of the Memorandum of Association be altered and substituted with the following new clause 2:

To own, construct, run, and render technical advice in construction, furnishing and take over, manage, carry on the business of hotels, motels, resorts, restaurants, cafe, tavern, bars, holiday camps, clubs, places of amusement and recreation, sports, entertainment, suits, movable structures, cottages, refreshment rooms, boarding and lodging, housekeepers, clubs, amusement parks, theme parks in India or in any other part of the world. To equip and furnish any property for the purpose of letting it to visitors or guests, whether in single rooms, Air con rooms, suits, dormitory, caravans, chalets, cottages, wood houses, log houses, boat houses or otherwise.

FURTHER RESOLVED THAT the Board be and is hereby authorised to do all acts, deeds, matters and things and to sign and execute all necessary documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for the matter connected therewith or incidental thereto

8. **To Adopt New Set of Memorandum of Association:**

To adopt new set of Memorandum of Association of the company containing regulations in conformity with the companies act, 2013 and in format SPICe + MOA (INC-33) and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a special resolution

RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the existing Memorandum of Association of the company be and is hereby replaced with the new set of Memorandum of Association in the format **SPICe + MOA (INC-33)** submitted to this meeting, and the said new Memorandum of Association be and is hereby approved and adopted as the Memorandum of Association of the company in place of, in substitution and to the entire exclusion of the existing Memorandum of Association of the company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to these resolutions.

9. **To Adopt New Set of Articles of Association:**

To adopt new set of Articles of Association of the company containing regulations in conformity with the Companies Act, 2013 in the format SPICe + AOA (INC-34) and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a special resolution:

RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the existing Articles of Association of the company be and is hereby replaced with the new set of Articles of Association in the format **SPICe + AOA (INC-34)** submitted to this meeting and the said new Articles of Association be and is hereby approved and adopted as the Articles of Association of the company in place of, in substitution and to the entire exclusion of the existing Articles of Association of the company.

FURTHER RESOLVED THAT the Board be and is hereby authorised to do all acts, deeds, matters and things and to sign and execute all necessary documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for the matter connected therewith or incidental thereto



10. **Appointment of Dr. Narendra Nath Dutta as Chairman And Managing Director**

To consider and if thought fit, to pass, with or without any modification(s), the following Resolution as a Special Resolution.

RESOLVED THAT Dr. Narendra Nath Dutta (DIN:01144271) be Re-appointed as Managing Director of the Company even though he has attained the age of 70 Years as is set out in the Explanatory Statement attached to the Notice convening this Annual General Meeting.

RESOLVED THAT pursuant to the provisions of Sections 196, 196(3), 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and Schedule V thereto and the Rules made thereunder including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and the Articles of Association of the company and subject to such other approvals as may be necessary, the consent of the Company be and is hereby accorded for the re-appointment of Dr. Narendra Nath Dutta (DIN:01144271 as Chairman and Managing Director of the Company who has attained the age of 70 years, for a period of 3 years commencing from **the 1st day of November 2023** to 31st October 2026, on such terms & conditions including remuneration as are set out in the Explanatory Statement attached to the Notice convening this Annual General Meeting with liberty to the Board of Directors to alter and/ or vary such terms & conditions including remuneration within the maximum limit specified under Part II of Schedule V read with other provisions of the Companies Act, 2013 AND THAT he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT where in any financial year during the tenure of the said Chairman and Managing Director, the Company has no profits or its profit are inadequate, the remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to modify the terms and conditions of appointment / remuneration or the scale or any other perquisites payable within the limit permitted as they may deem fit and proper from time to time;

RESOLVED FURTHER THAT any one of the Whole-time Directors of the Company be and is hereby authorized to sign and execute agreement / amendment and other necessary papers as regards to the amendment of the Service/ Employment Agreement of Dr. Narendra Nath Dutta, Chairman and Managing Director of the Company and to do all such acts, deeds, matters and things including but not limited to filing of requisite application/ forms/ reports etc with the Ministry of Corporate Affairs or with such other Statutory Authorities as may be required to give effect to the said resolution.

Dated: The 1st day of August 2023

Registered office:

G.S.Road, Dispur
Guwahati-781006

For and on behalf of the Board of Directors

Ms Mayurakshi Dutta
DIN: 00704808
(Executive Director)



Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The instrument of proxy should, however be deposited at the Registered Office of the company duly filled, stamped and signed, not less than Forty-eight hours before the commencement of the meeting.
2. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total Share Capital of the Company carrying voting rights. A member holding more than ten percent of the total Share Capital of the Company carrying voting rights may appoint a single person as proxy who shall not act as proxy for any other member.
3. A member can inspect the proxies lodged at any time during the business hrs of the Company from the period beginning 24 (Twenty Four) hrs before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, provided he has given to the Company a notice in writing of his intention to inspect not less than 3 (Three) days before the commencement of the meeting.
4. Corporate Members intending to send their authorized representative(s) pursuant to Section 113 of the Companies Act, 2013 to attend the meeting are requested to send a certified copy of the Board Resolution to the Company authorizing their representative to attend and vote on their behalf at the Meeting.
5. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out material facts relating to the Special business(s) to be transacted at the Meeting is annexed hereto.
6. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on 18th August 2023 (Cut-Off Date).
7. Members seeking any information on the accounts of the Company are requested to write to the Company at an early date so as to enable the management to keep the information ready.
8. The Register of Members and the Share Transfer books of the Company will remain closed from 18th August 2023 to 25th August, 2023 (both days inclusive) for annual closing.
9. Members are requested to kindly bring their copy of Annual Report to the Meeting.
10. Members are requested to modify any change in their registered address along with pin code and quote their respective ledger folio number on every communication with the Company.
11. All documents referred to in this Notice are open to inspection at the Registered Office of the Company on all working days except Saturday, between 11 A.M. and 1 P.M. till the date of the Annual General Meeting.
12. In terms of the provisions of section 124 of the Companies Act, 2013, the amount of dividend not encashed or claimed within 7 (seven) years from the date of its transfer to the unpaid dividend account, will be transferred to the Investor Education and Protection Fund established by the Government. In term of provisions of section 124 of the Companies Act, 2013, no claim shall lie against the Company or to the said Fund after the said transfer. Please note that Section 124(6) of the Companies Act, 2013, also provides that all shares in respect of the unclaimed dividend shall also be transferred to the IEPF. Hence, it is in the shareholders' interest to claim any un-cashed dividends and for future dividends, opt for Electronic Credit of dividend so that dividend paid by the Company are credited to the investor's account on time.

**EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT 2013:****Item No 5****Information about the appointee:****I. General Information:**

1. Nature of Industry: Service Health (Private sector)
2. Date or expected date of commencement of commercial production:
Incorporation date: 31.01.1986
Commenced operations on: 15.02.1989
Converted into a public company on: 31.03.1989

3. Financial performance:

Years	2021-22()	2020-21()	2019-20()	2018-19()	2017-18()
Effective Capital	467595800	426171440	405659733	380994828	362969185
Net worth	467742800	426318400	405790282	375878394	355081058
Turnover	664387000	524907800	628239810	591944222	526283443
Profit/ Loss before Tax	58259500	29291000	46027954	37886930	37403379
Profit/ Loss after tax	41424400	20528200	31720222	24408066	30168949
Dividend Declared	NIL	NIL	NIL	1500000 5%	3000000 10%

4. Foreign investments or collaborators, if any. N.A.

Present Remuneration package is as under

SALARY: ₹ 2,25,000/- per month

(a) MINIMUM REMUNERATION:

In the event of loss or inadequacy of profits in any financial year during the currency of his tenure, the Managing Director shall be paid remuneration by way of salary and perquisites as specified above.

Considering the outstanding contribution made by Ms. Mayurakshi Dutta (DIN:00704808) in the growth and development of the Company, the Board in its meeting held on 29th of July, 2023 resolved that in compliance with Part II Section II of Schedule V to the Companies Act 2013 and subject to the approval of the Members in the forthcoming Annual General Meeting, Ms. Mayurakshi Dutta re-appointed as the Executive Director of the Company for a further period of three years with effect from 1st of November, 2023.

II. Information about the appointee**(a) Past remuneration (in Rupees per month):**

From 1 st Oct 11 to 30 th Sep 14	From 1 st Oct 14 to 30 th Sep 17	From 1 st Oct 17 to 30 th Sep 20	From 1 st Oct 20 to 30 th Sep 23
75000 per month	150,000 per month	175,000 per month	175,000 per month till March 23 ₹ 2,25,000/- per month from April 2023



(b) Recognition and awards:

Ms. Mayurakshi Dutta (DIN: 00704808), is recognized for her expertise in hospital management and is a regular speaker in various seminars on management.

(c) Job profile and suitability:

Ms. Mayurakshi Dutta (DIN: 00704808), passed Matriculation with distinction from St. Mary's Convent, Guwahati, Assam. She passed B. Com (Accountancy) from Guwahati Commerce College in First Class with honours in Accountancy. She also completed MBA from Griffith University, Australia with distinction.

She worked as a tutor for Bachelor of Business Management (BBM) in Finance in the School of Accounting and Finance, Griffith University.

She worked as a Management Trainee in down town hospital Ltd from 1st July 1996.

She was appointed as Senior Executive of the company with a basic salary of Rs. 10000/- (Rupees Ten Thousand only) per month plus other benefits and allowances as applicable with effect from 3rd August 1998. Considering the stellar role played by her in improving the operations of the company, the Board of Directors, in due course of time, deemed it fit to make her a permanent invitee in all meetings of the Board. Subsequently she was appointed as Whole Time Director designated as Executive Director in compliance with the various provisions of the Companies Act, 1956 w.e.f. 1st Day of October 2000 and was again re-appointed as the Whole-Time Director designated as the Executive Director w.e.f. 1st Day of October, 2005. Subsequently she was re-appointed as the Whole-Time Director designated as the Executive Director w.e.f. 1st Day of October, 2008 & again in 2011, 2014, 2017 & 2020. Since her appointment, she has played a vital role in the growth and development of the Company, and as such she is considered suitable for the post of Whole Time Director.

III. Remuneration proposed:

SALARY INCLUDING PERQUISITES

1. Salary: 2,25,000/- per month
2. Minimum remuneration: In the event of loss or inadequacy of profits in any financial year, the Executive Director shall be paid remuneration by way of salary as specified above.

IV. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:

For a similar position in the industry, the Whole Time Director designated, as Executive Director is paid remuneration equal to or higher than the remuneration proposed.

V. Pecuniary relationship directly or indirectly with the company, or relationship with the Managerial Personnel, if any:



Dr. Narendra Nath Dutta (Father) (DIN:01144271), Mrs. Bandana Dutta (Mother) (DIN: 00704884), Ms. Gariasi Dutta (Sister) (DIN: 06638536), Mr. Jutishman Dutta (Brother) (DIN: 06638552) being relatives of Ms. Mayurakshi Dutta (DIN: 00704808) within the meaning of section 2(77) of the Companies Act, 2013 read with Rule 4 of the Companies (Specification of definitions Details) Rules 2014 to the said Act, may be deemed as concerned or interested in the above Resolution. Save and except the above, none of the other Directors or Key Managerial Personnel of down town hospital ltd or their relatives is directly or indirectly concerned or interested, financially or otherwise in the passing of the aforesaid item of business.

In compliance with the provisions of Part II Section II of Schedule V to the Companies Act, 2013, the above resolution is being proposed, as a Ordinary Resolution. The Board has no hesitation in commending the above Resolution for acceptance by the Members.

VI. Other information:

Expected increase in productivity and profits in measurable terms:

The Profit before tax during the year ended 31.03.2023 was ₹ 766, 26,100.

Item 6

I. General Information:

1. Nature of Industry: Service Health (Private sector)
2. Date or expected date of commencement of commercial production:
Incorporation date: 31.01.1986
Commenced operations on: 15.02.1989
Converted into a public company on: 31.03.1989

3. Financial performance:

Years	2021-22()	2020-21()	2019-20()	2018-19()	2017-18()
Effective Capital	467595800	426171440	405659733	380994828	362969185
Net worth	467742800	426318400	405790282	375878394	355081058
Turnover	664387000	524907800	628239810	591944222	526283443
Profit/ Loss before Tax	58259500	29291000	46027954	37886930	37403379
Profit/ Loss after tax	41424400	20528200	31720222	24408066	30168949
Dividend Declared	NIL	NIL	NIL	1500000 5%	3000000 10%

4. Foreign investments or collaborators, if any. N.A.

II. Information about the appointee:

Prof. (Mrs.) Bandana Dutta (DIN: 00704884) be appointed as the Whole Time Director of the Company with effect from 1st July 2023 even though she has attained the age of 70 years as she has been the Promoter and Founder of the Company and has been on the Board of the Company since 31.01.1986. Her association with the Company will help the company to grow in future.



Mrs. Bandana Dutta has been one of the promoter directors of the company since inception i.e., w.e.f. 31.01.1986. Considering the vital contribution made by Mrs. Bandana Dutta in the growth of the company, she was appointed as a Whole Time Director of the company w.e.f. 1st July 2007 at remuneration of ₹ 20,000/- per month for a period of three years & was reappointed as the whole Time Director on 1st July, 2010 for a further period of three years. Her tenure in office expired on 30th June, 2013. She was subsequently re-appointed as a Wholetime Director for a period of 3 years, effective 1st July, 2013

Mrs. Dutta's present remuneration package is as under:

SALARY: ₹ 40,000/- per month.

MINIMUM REMUNERATION:

In the event of loss or inadequacy of profits in any financial year during the currency of her tenure, the Whole Time Director shall be paid remuneration by way of salary and perquisites as specified above.

Considering the outstanding contribution made by Mrs. Dutta in the growth and development of the Company, the Board in its meeting held on 29th of July, 2023 resolved that in compliance with Part II of Section II of Schedule V to the Companies Act, 2013 and subject to the approval of the Members in the forthcoming Annual General Meeting, Mrs. Dutta be appointed as the Whole Time Director of the Company for a period of three years with effect from 1st of July, 2023.

(a) Recognition and awards:

Mrs. Dutta is recognized for her knowledge, experience and versatility.

She is the Past President of Rotary Club of Guwahati.

She was the Founder President of Anthropological Society of North Eastern India (INCA).

At present, she is the Dean of Studies of down town group of Institutions. She is also a Guest Faculty of Institute of Mass Communication run by Media Trust.

(b) Job profile and suitability:

Mrs. Banadana Dutta was the faculty of Cotton College, Guwahati and HOD of the Department of Anthropology. She did her MA and then obtained Diploma in School of Oriental and African Studies from London University.

III. Remuneration proposed:

SALARY INCLUDING PERQUISITES

3. Salary: ₹ 40000/- per month

4. Minimum remuneration: In the event of loss or inadequacy of profits in any financial year, the Whole Time Director shall be paid remuneration by way of salary as specified above.



IV. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:

For a similar position in the industry, the Whole Time Director is paid remuneration equal to or higher than the remuneration proposed.

V. Pecuniary relationship directly or indirectly with the company, or relationship with the Managerial Personnel, if any:

Dr. Narendra Nath Dutta (Husband) (DIN:01144271), Ms. Mayurakshi Dutta (Daughter) (DIN: 00704808), Ms. Gariasi Dutta (Daughter) (DIN: 06638536), Mr. Jutishman Dutta (Son) (DIN: 06638552) being relatives of Mrs. Bandana Dutta (DIN: 00704884) within the meaning of section 2(77) of the Companies Act, 2013 read with Rule 4 of the Companies (Specification of definitions Details) Rules 2014 to the said Act, may be deemed as concerned or interested in the above Resolution. Save and except the above, none of the other Directors or Key Managerial Personnel of down town hospital ltd or their relatives is directly or indirectly concerned or interested, financially or otherwise in the passing of the aforesaid item of business.

(VI) Other information:

Expected increase in productivity and profits in measurable terms:

The Profit before tax during the year ended 31.03.2023 was ₹ 766, 26,100.

In compliance with the provisions of Part II Section II of Schedule V to the Companies Act, 2013, the above resolution is being proposed, as a Special Resolution. The Board has no hesitation in commending the above Resolution for acceptance by the Members.

Item No 7:

To alter the object clause of the Memorandum of Association:

The existing clause 2 of the object clause of the MoA include the following clause:

(2) To carry on business of hotel and restaurant to facilitate the attendants of the patients of the hospital and to extend such other facilities which may be required for smooth running of the Hospital.

The object clause of hotel business is already there in the object clause of MoA but it is confined to facilitate only the attendants of the patients of the Hospital. It is proposed to extend the scope of the hotel business to make it open to all may it be patient or otherwise and for that purpose a new hotel is proposed to be set up with all the facilities which a modern hotel is expected to have. This will add further revenue to the Company and create wealth for all the stakeholders.

The Board recommends the Special Resolution set out at Item No. 7 of the Notice for approval by the shareholders as a special resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 7 of the Notice.

Item Nos. 8 & 9:

The existing MoA & AoA are based on the Companies Act, 1956 and several regulations in the existing AoA / MoA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AoA / MoA are no longer in conformity with the New Companies Act, 2013. Hence, it is considered expedient to wholly replace the existing MoA & AoA by a new set of MoA & AoA which shall be in conformity with the new Companies Act, 2013.



Whenever, there is a change in MoA and AoA, the MCA has made it mandatory to adopt the MoA in the format **SPICE + MOA (INC-33) and AoA in the format SPICE + AOA (INC-34)** accordingly the new MoA and AoA shall be adopted in the above format only.

The altered MOA/ AOA shall be available for inspection during the meeting and can be inspected by members during the business hours and on working days at the registered office of the company.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item Nos. 8 & 9 of the Notice.

The Board recommends the Special Resolution set out at Item No. 8 & 9 of the Notice for approval by the shareholders.

Item No. 10

Dr. Narendra Nath Dutta (DIN: 01144271) bere-appointed as the Managing Director of the Company on completion of his term on 31.10.2023 even though he has attained the age of 70 years as he has been the Promoter and Founder of the Company and has been on the Board of the Company since 31.01.1986. He is a man of Vision and his association with the Company will help the company to grow in future.

Besides, Dr. Narendra Nath Dutta (DIN: 01144271), Chairman and Managing Director, Mrs. Bandana Dutta (Wife) (DIN: 00704884) Ms. Mayurakshi Dutta, (Daughter) (DIN: 00704808), Ms. Gariasi Dutta (Daughter) (DIN: 06638536), Mr. Butishman Dutta (Son) (DIN: 06638552) being relatives of Dr. Narendra Nath Dutta within the meaning of section 2(77) of the Companies Act, 2013 read with Rule 4 of the Companies (Specification of definitions Details) Rules 2014 to the said Act, may be deemed as concerned or interested in the above Resolution. Save and except the above, none of the other Directors or Key Managerial Personnel of down town hospital Ltd or their relatives is directly or indirectly concerned or interested, financially or otherwise in the passing of the aforesaid item of business.

I. General Information:

a. Nature of Industry: Service Health (Private sector)

b. Date or expected date of commencement of commercial production:

Incorporation date: 31.01.1986

Commenced operations on: 15.02.1989

Converted into a public company on: 31.03.1989

c. Financial performance:

Years	2021-22(`)	2020-21(`)	2019-20(`)	2018-19(`)	2017-18(`)
Effective Capital	467595800	426171440	405659733	380994828	362969185
Net worth	467742800	426318400	405790282	375878394	355081058
Turnover	664387000	524907800	628239810	591944222	526283443
Profit/ Loss before Tax	58259500	29291000	46027954	37886930	37403379
Profit/ Loss after tax	41424400	20528200	31720222	24408066	30168949
Dividend Declared	NIL	NIL	NIL	1500000 5%	3000000 10%

5. Foreign investments or collaborators, if any. N.A.

II. Information about the appointee:

(a) **Background details:** Dr. Narendra Nath Dutta (DIN: 01144271) was appointed as Managing Director of the Company for a period of five years from 1st November 1990. He was re-appointed as the Managing Director



of the Company for a further period of five years with effect from 1st of November 1995. He was again reappointed as the Managing Director w.e.f. 1st of November, 2000. Subsequently, he was again reappointed on 1st November, 2005 for a further period of three years & again on 1st November, 2008 for a period of three years & 1st November, 2011 for a period of three years & on 1st November, 2014 for a period of three years & on 1st November 2017 for a period of three years & again on 1st November 2020 for a further period of three years. His tenure in office expires on 31st October, 2023. Dr. Narendra Nath Dutta (DIN:01144271) present remuneration package is as under:

SALARY Rs. ` 3, 00,000/- per month

STOCK OPTION: In Lieu of salary to the extent of 50% of salary

PART A

He is also eligible for the following perquisites, which shall not be included in the computation of the ceiling on perquisites.

- i) Contribution to Provident Fund, Super Annuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.
- ii) Gratuity payable at a rate not exceeding half month's salary for each completed years of service, and
- iii) Encashment of leave at the end of his tenure.

PART B

Provision of car and telephone at residence for use on company's business will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purposes shall be billed by the company to the Managing Director.

(a) MINIMUM REMUNERATION:

In the event of loss or inadequacy of profits in any financial year during the currency of his tenure, the Managing Director shall be paid remuneration by way of salary and perquisites as specified above.

Considering the outstanding contribution made by Dr. Narendra Nath Dutta (DIN:01144271) in the growth and development of the Company, the Board in its meeting held on 29th of July, 2023 resolved that in compliance with Part II Section II of Schedule V to the Companies Act, 2013 and subject to the approval of the Members in the forthcoming Annual General Meeting, Dr. Dutta be re-appointed as the Managing Director of the Company for a further period of three years with effect from 1st of November, 2023.

(b) Past remuneration: (in Rupees per month)

From 1 st Nov, 08 to 31 st Oct, 11	From 1 st Nov, 11 to 31 st Oct, 14	From 1 st Nov, 14 to 31 st Oct, 17	From 1 st Nov, 17 to 31 st Oct, 20	From 1 st Nov, 20 to 31 st Oct, 23
120000 per month	1200000 per month	300000 per month	300000 per month	300000 per month

(c) Recognition and awards:

Dr. Narendra Nath Dutta (DIN:01144271) has been the recipient of several awards as detailed below:



The International Biographical Centre, England, declared him as the **International Man of the year 1992-93**.

He was awarded **All India Achievers Citation** in 1999.

He also got **Service Above Self Award** of Rotary International, in 2000.

He was awarded the **Prof. Dukhan Ram** award in the XXIV Bihar State Conference of the Association of Otolaryngologists of India in the year 2000.

He got the citation for Meritorious Service from **Rotary Foundation** in 2002.

He has published scientific papers at national and international conferences.

He has become the Life Member of Association of Otolaryngologists of India and is also a Former Governing Body member.

He is the Founder Member of Indian Society of Otolaryngology and the Indian Society of Pediatric Otolaryngology.

He was also the Former Governing Body Member of Indian Society of Rhinology & Equilibiometric Society of India.

He was the President of the Association of Otolaryngologists of the North Eastern region 2002-03.

He was the Vice President of Federation of Industries & Commerce of North Eastern Region. (FINER) and Sr. Vice President of North Eastern Chamber of Commerce and Industry (NECCI).

He is a regular speaker in Staff Administrative Office, Khanapara on medical related issues.

He has been Honorary Consultant to the Meghalaya State Health Advisory-cum-Consultative Committee to advise the Government regarding the general policies on health programme and to monitor such programme and their implementation.

(d) Job profile and his suitability:

The job entails medical and administrative supervision:

Dr. Narendra Nath Dutta (DIN: 01144271) is an MBBS from Guwahati Medical College. He stood 2nd in the University in the year 1965.

He attained Master Degree in ENT standing first from All India Institute of Medical Sciences, New Delhi in 1970.

He was awarded British Commonwealth Fellowship in 1981 for higher studies in Microsurgery, in UK.

He was awarded the Fellowship of International College of Surgeons in 1984.

He was a teacher in Guwahati Medical College for 14 years.

He has travelled to UK, USA, Denmark, Belgium, France, Turkey, Australia, for higher training in ENT and attended conferences and presented Scientific Papers. He had also visited Kenya as a Rotary volunteer Micro surgeon and offered services for one month for the poor patients in remote areas. He had visited Taiwan, China, Thailand, Singapore, Bangladesh, and Nepal in connection with his profession.

He undertook training in Microsurgery at UK, twice at Bordeaux Hospital, South France under Prof. Michael Portman.

He visited UK on invitation by the Association of British Healthcare Industries as a part of the Health Care Mission organized by Trade Partners UK of the British Deputy High Commission in September 2001.

He was a member of the Trade Delegation to Egypt in September 2002 organised by National Small Industries Corporation Ltd. The then Hon ble Minister of SSI, Smt. Vasundhara Raje, led the delegation.



He participated in the XVIII International Federation of Oto-Rhino-Laryngological Societies (IFQS) World Congress in Cairo, Egypt in 2002.

It was under his vision and leadership that the company has developed and grown over the years. Hence Dr. Narendra Nath Dutta (DIN: 01144271) is considered suitable for the post of Managing Director.

III. Remuneration proposed:

SALARY AND PERQUISITE PAYABLE WITH EFFECT FROM 01.11.2023

SALARY INCLUDING PERQUISITES

₹ 3,00,000/- per month.

STOCK OPTION: In Lieu of salary to the extent of 50% of salary.

PART A

He is also eligible for the following perquisites, which shall not be included in the computation of the ceiling on perquisites.

- i) Contribution to Provident Fund, Super Annuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.
- ii) Gratuity payable at a rate not exceeding half month's salary for each completed years of service, and
- iii) Encashment of leave at the end of his tenure.

PART B

Provision of car and telephone at residence for use on company's business will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purposes shall be billed by the company to the Managing Director.

IV. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:

For a similar position in the industry, the Managing Director is paid remuneration equal to or higher than the remuneration proposed.

V. Other information:

Expected increase in productivity and profits in measurable terms:

The Profit before tax during the year ended 31.03.2023 was ₹ 766,26,100.

In compliance with the provisions of Part II Section II of Schedule V to the Companies Act, 2013, the above resolution is being proposed, as a Special Resolution. The Board has no hesitation in commending the above Resolution for acceptance by the Members.

Dated: The 1st day of August 2023

For and on behalf of the Board of Directors

Registered office:

G.S Road, Dispur
Guwahati-781006

Ms Mayurakshi Dutta

DIN: 00704808

(Executive Director)

**DIRECTORS REPORT FOR THE FINANCIAL YEAR 2022-23**

To,

The Members,

M/ s down town hospital limited

Your Directors have pleasure in presenting the Thirty Seventh Annual Report on the business and operations of the company together with the Audited Statement of Accounts for the financial year ended 31st March 2023.

Financial Highlights:

During the year under review, performance of your company was as under:

(` in Lakhs)

PARTICULARS	2022-23	2021-22
Gross turnover	7982.92	6643.87
Profit before Interest & Depreciation	1100.59	922.75
Depreciation	334.33	340.16
Net profit before tax	766.26	582.60
Provision for tax	235.30	178.81
Adjustment of Deferred Tax	(5.84)	(10.46)
Net profit after tax	536.79	414.24
Balance of profit brought forward	3574.41	3218.42
Balance available for appropriation	4111.20	3632.67
Transfer to General reserve	76.63	58.26
Surplus carried to Balance sheet	4028.80	3574.41

Annual Performance:

The total income for the financial year under review is ` 7982.92/- Lakhs as compared to ` 6643.87/- Lakhs in the previous financial year registering a increase ` 1339.05/- Lakhs . The Profit before tax for the year is ` 766.26/- Lakhs as against ` 582.60/- Lakhs recorded in the previous year. The margin of the Company remained under pressure due to increased over head expenses.

State Of Company s Affairs And Future Outlook:

During the year under review, the company has acquired two dialysis machines, one Neuro Drill, one bronchoscope and one universal ventilator. Further, the co has acquired one sterilizer for ortho O.T. , one IFT machine for Physiotherapy and one Scan machine for ophto dept. the co. has also installed five numbers of patient monitor and two pulse oxymeter during the year under review. The Hospital is undertaking Renovation of its Building whenever required.



Over the years, down town hospital has been augmenting its facilities to develop an effective safety culture. Safety is our priority and it forms the basis for our endeavour for continuous development.

Share Capital:

As on 31st March, 2023, the Issued, Subscribed and Paid up share capital of your company stood at ₹ 300.00 lakhs. During the year, the Company did not allot any shares nor grant any stock options or sweat equity. As on 31st March, 2023, none of the directors of the company hold instruments convertible into equity shares of the company.

Particulars Of Loan, Guarantees And Investments Under Section 186 Of The Companies Act, 2013 The Company did not give any loan, Guarantee or made any investment under section 186 of the Companies Act 2013 in the financial year ended 31st March, 2023. However, other relevant information relating to other loans & advances has been furnished in the notes to the financial statements of the company.

Dividend:

The Directors recommend a dividend of ₹ 1/- per equity share of face value ₹ 10/- subject to approval In the forthcoming Annual General Meeting.

Public Deposits:

The company did not hold any public deposits at the beginning of the year nor has it accepted any public deposits during the year under review.

Change In The Nature Of Business, If Any:

There is no change in the nature of the business of the company under review during the year.

Amount Transferred To Reserves:

The Board of the company has decided to carry ₹ 76.63 Lakhs balance to its reserves.

Material Changes And Commitments, If Any, Affecting The Financial Position Of The Company Which Have Occurred Between The End Of The Financial Year Of The Company To Which The Financial Statements Relate And The Date Of Report:

Your Company had no significant and material changes affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

**Extract Of Annual Return:**

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of Annual Return in **MGT 9** is enclosed as a part of this Annual Report in **ANNEXURE -I**

In accordance with Companies Amendment Act, 2017, enforced on 31st July, 2018 by the Ministry Of Corporate Affairs, the Annual Return of the Company shall be posted on Company s Website at www.downtownhospital.in

Number Of Board Meetings:

During the Financial Year 2022-23, 4 meetings of the Board of Directors of the company were held on 07.07.2022, 30.09.2022, 05.12.2022 and 27.01.2023 .The maximum interval between any two meetings did not exceed 120 days as prescribed in the Companies Act, 2013. The attendance details of the Board meeting are as follows:

Name of Director	No of Board meeting held & attended, during tenure				% of attendance
	1 st	2 nd	3 rd	4 th	
Dr. Narendra Nath Dutta	Y	Y	Y	Y	100%
Mrs. Bandana Dutta	Y	Y	Y	Y	100%
Mr. Biswa Datta	Y	Y	Y	Y	100%
Ms. Mayurakshi Dutta	Y	Y	Y	Y	100%
Mr. Joutishman Dutta	Y	Y	Y	Y	100%
Ms. Gariasi Dutta	Y	Y	Y	Y	100%
Ms. Sabita Tamuli	Y	N	Y	N	50%
Dr. Balin Kumar Gogoi	Y	N	Y	Y	75%
(Y=Attended; N=Not Attended)					

General Meeting

Previous Annual General Meeting (AGM) of the members of the company was held on 30-09-2022 where in out of the 203 members entitled to attend 11 (Eleven) members were present holding 75.04% equity share capital.

The upcoming AGM of the company is scheduled to be held on 25th August, 2023.

Conservation Of Energy, Technology, Absorption, Foreign Exchange Earnings And Outgo:

Information pursuant to section 134(3) (m) of the Companies Act, 2013 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988 are given below:



a. Conservation of Energy:

As in the past, the Company continues in its efforts to improve methods of energy conservation.

b. Technology Absorption:

As the company by itself has not carried out any research and development activity the prescribed particulars as contained in Form B are not being given.

c. Foreign Exchange Earnings and Outgo:

During the year under review there has been no foreign exchange earnings and foreign exchange outgo.

Risk Management Policy:

The organization recognizes that the provision of healthcare and the activities associated with the treatment and care of patients, employment of staff, maintenance of premises and managing finances, by their nature, incur risks. The organization manages its risks through the systematic analysis of actual and potential risks and the development and implementation of measures to counteract those risks. Risk is managed through risk identification, analysis and its control. The organization has constituted a Risk Management Committee during the year to review, monitor and minimize the risks faced by the company.

Details Of Change In Board Of Directors:

In terms of Articles 103 & 104 of the Articles of Association of the Company, Mr. Biswa Datta (DIN: 00704723) & Ms. Gariasi Dutta (DIN: 06638536) retire by rotation at the forthcoming Annual General Meeting and being eligible, offer themselves for re-appointment. Dr. Bolin Kumar Gogoi (DIN: 00738937) was appointed as Additional Director with effect from 30th September, 2022.

Further the Board of Directors at their meeting held on July 29th, 2023 re-appointed Dr. Narendra Nath Dutta (DIN: 01144271) & Ms. Mayurakshi Dutta (DIN: 00704808) as Managing Director & Whole time Director of the company with effect from 1st November, 2023 & 1st October, 2023, respectively for a period of three years subject to the approval of shareholders of the company in the forthcoming Annual General Meeting.

The Board of Directors at their meeting held on July 29th, 2023 appointed Prof. (Mrs.) Bandana Dutta (DIN: 00704884) as Whole time Director of the company with effect from 1st July, 2023 for a period of three years subject to the approval of shareholders of the company in the forthcoming Annual General Meeting.

Declaration of Independent Directors

The provisions of section 149(4) of the Companies Act, 2013 for appointment of Independent Directors do not apply to the Company.

Statement In Respect Of Adequacy Of Internal Financial Control With Reference To The Financial Statements:



The company has an adequate Internal Financial Control system over financial statements.

Particulars of Contracts or Arrangements with Related Parties:

No material contract or arrangements were entered into with the related parties during the current year.

Significant and Material Orders Passed By The Regulators:

There are no significant and material orders passed by the Regulators/ Courts that would impact the going concern status of the Company and its future operations.

Corporate Social Responsibility (CSR) Initiatives:

As part of its initiatives under Corporate Social Responsibility (CSR), the Company has constituted a Corporate Social Responsibility (CSR) Committee of the Board of Directors of the Company on 27th of June 2014 comprising of 3 directors namely Ms. Mayurakshi Dutta, Ms. Gariasi Dutta and Dr. Narendra Nath Dutta as the Chairman. The Company has undertaken activities for promoting Sanitation and Hygiene and supply of purified water in the city of Guwahati. These activities are largely in accordance with Schedule VII of the Companies Act 2013.

The Annual Report on CSR activities is annexed herewith as **Annexure II**.

Company's Policy Relating to Directors Appointment, Payment of Remuneration and Discharge Of Their Duties:

The provisions of Section 178(1) of the Companies Act, 2013 relating to Constitution of Nomination and Remuneration Committee are not applicable to the company.

Subsidiaries, Joint Ventures And Associates Companies:

The company did not have any Subsidiary, Joint Venture & Associates during the year under review.

Disclosure As Per The Sexual Harassment Of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013:

The company has Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has zero tolerance towards sexual harassment at the workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under. During the Financial Year 2022-23, the Company has received two complaint on sexual harassment.

Auditors:

The Auditors, M/s. Debashis Mitra & Associates, Chartered Accountants, were appointed as Statutory Auditors of the Company for a period of 5 consecutive financial years commencing from conclusion



of the AGM (2019) until the conclusion of the AGM to be held in the year 2024 i.e. F.Y.2019-20 to F.Y.2023-24.

In accordance with Companies Amendment Act, 2017, enforced on 7th May 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting and they continue to hold office for five years.

Disclosure Of Composition Of Audit Committee And Providing Vigil Mechanism:

The provisions of section 177 of the Companies Act, 2013 read with Rule 6 & 7 of the Companies (Meetings of the Board and its power) Rules, 2013 is not applicable to the company.

Transfer To Investor Education and Protection Fund (IEPF) Account:

Pursuant to the provisions of Section 124(6) of the Companies Act, 2013, the dividend which remains unclaimed/ unpaid for a period of seven years from the date of transfer to the unpaid dividend account is required to be transferred to the Investor Education & Protection Fund (IEPF) established by Central Government. No amount was transferred to the Investor Education & Protection Fund (IEPF) established by Central Government & no claim raised in respect of this fund.

Particulars Of Employees:

As the Company did not employ any person who was in receipt of remuneration of not less than 60,00,000 per annum or 5,00,000 per month during the year under review, the particulars as required under Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 are not given.

Details of Application / Any Proceeding under the Insolvency and bankruptcy Code, 2016

Neither any application was made nor any proceeding pending under the Insolvency and bankruptcy Code, 2016 during the financial year under review.

Details of Difference Between Amount of the Valuation done at the time of one time settlement and the Valuation done while taking loan from the banks or financial Institution along with the reasons thereof

As the Company has not done any one time settlement during the year under review, hence no disclosure is required.

Directors Responsibility Statement:

As required under clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, the Directors hereby confirm that:

1. in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed together with proper explanations relating to material departures;
2. the Directors had selected such Accounting Policies and applied them consistently and made estimates and judgments which are reasonable and prudent so as to give a true and fair view



of the state of affairs of the company as at the end of the financial year and of the profit of the company for that period;

3. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for the prevention and detection of frauds and other irregularities;
4. the Directors had prepared the Annual Accounts on a Going Concern basis;
5. the company being unlisted, sub clause (e) of section 134(5) of the Companies Act 2013 pertaining to laying down internal financial controls is not applicable to the Company ; and
6. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Cost Records:

The Company is required to make & maintain cost records as the threshold limit has been exceeded as specified under sub-section (1) of section 148 of the Companies Act, 2013 & accordingly the company has maintained the cost records as prescribed under the provisions of Companies Act ,2013.

Industrial Relations:

The relationship between the employees and the management remained cordial during the year. The Board acknowledges with appreciation, the hard work and efforts put in by the employees of the Company.

Acknowledgement:

The Directors express their sincere appreciation to the valued shareholders, bankers and clients for their support.

Place: Guwahati

For and on behalf of the Board of Directors

Date: 1st day of August, 2023

Dr. N. N. Dutta

DIN: 01144271

(Chairman & Managing Director)

Ms. Mayurakshi Dutta

DIN: 00704808

(Director)



Annexure I to Board's Report

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2023

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U85110AS1986PLC002477
2.	Registration Date	31.01.1986
3.	Name of the Company	down town hospital limited
4.	Category/ Sub-category of the Company	Company limited by shares, Non-Government Company
5.	Address of the Registered office & contact details	G.S.Road, Dispur, Guwahati-781006, Assam
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Integrated Registry Management Services Private Limited Address: 2nd Floor, Kences Towers, 1 Ramakrishna Street, North Usman Road, T.Nagar, Chennai, Tamilnadu, PIN : 600017 Contact : 044-28140801, E-mail : corpserve@integratedindia.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Hospital activities	86100	89.71%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

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

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1			
2		N.A.	
3			



IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

A) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of year [Ason 31-March-2022]				No. of Shares held at the end of the year [Ason 31-March-2023]				%Change during the yr
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	NA	21,52,210	21,52,210	71.74	NA	21,52,210	21,52,210	71.74	NIL
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.									
e) Banks/ FI									
f) Any other									
Total shareholding of Promoter (A)	NA	21,52,210	21,52,210	71.74	NA	21,52,210	21,52,210	71.74	NIL
B. Public Shareholding									
1. Institutions									
a) Mutual Funds									
b) Banks/ Financial Institutions	NA	1,50,000	1,50,000	5.00	NA	1,50,000	1,50,000	5.00	NIL
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIs									
h) Foreign Venture Capital Funds									
i) Others									
Sub-total (B)(1):-	NA	1,50,000	1,50,000	5.00	NA	1,50,000	1,50,000	5.00	NIL
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	1,54,735	2 000	1,56,735	5.22	1,54,635	2,000	1,56,635	5.22	NIL
ii) Overseas									
b) Individuals									
i) Individual share holders holding nominal share capital upto Rs. 1 lakh	20265	3,18,200	3,38,465	11.28	25865	3,06,200	3,32,065	11.07	NIL



ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	23,500	1,79,090	2,02,590	6.76	41,000	1,68,090	2,09,090	6.97	NIL
c) Others (specify)									
Non Resident									
Indians									
Overseas									
Corporate Bodies									
Foreign Nationals									
Clearing Members									
Trusts									
Foreign Bodies-DR									
Sub-total (B)(2):-	1,98,500	4,99,290	6,97,790	23.26	2,21,500	4,76,290	6,97,790	23.26	NIL
Total Public Shareholding									
(B) = (B)(1) + (B)(2)	1,98,500	6,49,290	8,47,790	28.26	2,21,500	6,26,290	8,47,790	28.26	NIL
C. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Grand Total (A + B + C)	1,98,500	28,01,500	30,00,000	100.00	2,21,500	27,78,500	30,00,000	100.00	NIL

B) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during 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	Dr Narendra Nath Dutta	20,43,210	68.11	NIL	20,43,210	68.11	NIL	NIL
2	Mrs Bandana Dutta	1,09,000	3.63	NIL	1,09,000	3.63	NIL	NIL
	Total	21,52,210	71.74	NIL	21,52,210	71.74	NIL	NIL



C) Change in Promoters Shareholding (please specify, if there is no change):

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	21,52,210	71.74	21,52,210	71.74
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	21,52,210	71.74	21,52,210	71.74

**D) Shareholding Pattern of top ten Shareholders:
(Other than Directors, Promoters and Holders of GDRs and ADRs):**

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year			4,82,905	16.11
i)	3A Financial Services Limited	1,54,115	5.14		
ii)	Assam Industrial Development Corporation Limited	1,50,000	5.00		
iii)	Mrs Kanaklata Dutta Mazumdar	23,090	0.74		
iv)	Mrs Yugabrata Dutta	12,500	0.42		
	Friday Lyngdoh	12,500	0.42		
	Dr. Nilav Jyoti Choudhury	12,500	0.42		
v)	Mrs Padumi Dutta	11,500	0.38		
vi)	Dr. Harendra Nath Kalita	11,000	0.37		
	Mr. Dilip Kumar Dutta	11,000	0.37		
vii)	Dr Emu Zircon Hazarika	10,000	0.33		
	Mrs Shibani Chowdhury	10,000	0.33		
viii)	Mr. K Langbai Lakiang	7,500	0.25		
	Ms Lamabai Lakiang	7,500	0.25		
	Ms Lanalin Rymbai Hynniewta	7,500	0.25		
	Dondor Rymbai Hynniewta	7,500	0.25		
ix)	Mr. Debendra Nath Deka	7,000	0.23		
x)	Mrs. Mani Deepa Dutta Baruah	6,000	0.20		
	Dr. Kishalay Baruah	6,000	0.20		
	Date wise Increase / Decrease in the Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): Share Transferred	NIL	6.67	NIL	NIL



At the end of the year					
i)	3A Financial Services Limited	1,54,115	5.14	4,67,205	15.57
ii)	Assam Industrial Development Corporation Limited	1,50,000	5.00		
iii)	Mrs Kanaklata Dutta Mazumdar	23,090	0.77		
iv)	Mrs Yugabrata Dutta	12,500	0.42		
	Ms. Aitinora Khankongor	12,500	0.42		
	Dr. Nilav Jyoti Choudhury	12,500	0.42		
v)	Mrs Padumi Dutta	11,500	0.38		
vi)	Mr. Dilip Kumar Dutta	11,000	0.37		
	Mr. Dilip Kumar Dutta	11,000	0.37		
vii)	Dr Emu Zircon Hazarika	10,000	0.33		
	Mrs Shibani Chowdhury	10,000	0.33		
viii)	Mr. K Langbai Lakiang	7,500	0.25		
	Ms Lamabai Lakiang	7,500	0.25		
	Ms Lanalin Rymbai Hynniewta	7,500	0.25		
	Dondor Rymbai Hynniewta	7,500	0.25		
ix)	Mr. Debendra Nath Deka	7,000	0.23		
x)	Mrs. Mani Deepa Dutta Baruah	6,000	0.20		
	Dr. Kishalay Baruah	6,000	0.20		

E) Shareholding of Directors and Key Managerial Personnel:

Sl NO	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	i) Dr Narendra Nath Dutta	20,43,210	68.11	22,46,210	74.87
	ii) Mrs Bandana Dutta	1,09,000	3.63		
	iii) Ms Mayurakshi Dutta	57,500	1.92		
	iv) Mr. Biswa Datta	19,000	0.63		
	v) Dr. Balin Kumar Gogoi	2,000	0.07		
	vi) Ms Gariasi Dutta	12,000	0.40		
	vii) Mr Joutishman Dutta	4,000	0.13		
	Date wise Increase / Decrease in the Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):		No Change		
	At the end of the year				
	i) Dr Narendra Nath Dutta	20,43,210	68.11	22,46,210	75.47
	ii) Mrs Bandana Dutta	1,09,000	3.63		
	iii) Ms Mayurakshi Dutta	75,000	2.50		
	iv) Mr. Biswa Datta	19,000	0.63		
	v) Dr. Balin Kumar Gogoi	2,000	0.07		
	vi) Ms Gariasi Dutta	12,000	0.40		
	vii) Mr Joutishman Dutta	4,000	0.13		



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	NIL			NIL
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ ii+ iii)	NIL			NIL
Change in Indebtedness during the financial year				
* Addition	-			-
* Reduction	-			-
Net Change	-			-
Indebtedness at the end of the financial year				
i) Principal Amount	-			-
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ ii+ iii)	-			-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN	Particulars of Remuneration	Name of MD/ WTD/ Manager			Total Amount
		Dr Narendra Nath Dutta	Mrs Bandana Dutta	Ms Mayurakshi Dutta	
1	Gross salary	36,00,000	4,80,000	21,00,000	61,80,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission -as % of profit -others, specify				
5	Others, please specify				
	Total (A)	36,00,000	4,80,000	21,00,000	61,80,000
	Ceiling as per the Act: 11% of profit under section 198 of Companies Act, 2013				91,08,671



B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors					Total Amount
		Ms Garias Dutta	Mr. Joutishman Dutta	Mr. Biswa Datta	Dr. Balin kr Gogoi	Ms. Sabita Tamuli	
1	Independent Directors						
	Fee for attending board committee meetings						
	Commission						
	Others, please specify						
	Total (1)						
2	Other Non-Executive Directors						
	Fee for attending board committee meetings	20,000	20,000	20,000	20,000	NIL	1,00,000
	Commission						
	Others, please specify						
	Total (2)	20,000	20,000	20,000	20,000	NIL	1,00,000
	Total (B)= (1+ 2)	20,000	20,000	20,000	20,000	NIL	1,00,000
	Total Managerial Remuneration	20,000	20,000	20,000	20,000	NIL	1,00,000
	Overall Ceiling as per the Act	1,00,000	1,00,000	1,00,000	1,00,000	1,00,000	5,00,000

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/ MANAGER/ WTD

SN	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	CS	CFO	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/ s 17 (2) Income-tax Act, 1961		Not Applicable		
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission				
	- as % of profit				
	Others specify				
5	Others, please specify				
	Total				

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty			NIL		
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding			NIL		
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

Place: Guwahati

Date: The 1st day of August, 2023

For and on behalf of the Board of Directors

Dr Narendra Nath Dutta
DIN: 01144271
(Chairman & Managing Director)

Ms. Mayurakshi Dutta
DIN: 00704808
(Director)

**Annexure II****Annual Report on Corporate Social Responsibility (CSR) Policy**

A Corporate Social Responsibility (CSR) Committee of the Board of Directors of the Company was constituted on the 27th of June 2014 comprising of 3 directors namely Ms. Mayurakshi Dutta, Ms. Gariasi Dutta and Dr. Narendra Nath Dutta as the Chairman. The average net profit of the last three financial years was ` 4, 44, 14, 572/- and prescribed CSR expenditure for the FY 2022-23 was ` 8,88,300/-, being 2% of the average net profit. The company has incurred and spent ` 4,96,300/- during the FY 2022-23 on sanitation & Hygiene and ` 3,92,000/- were incurred and provided as liability for the Financial Year 2022-23, thereby allocating ` 8,88,300/- to the CSR budget. The entire amount could not be spent as the beneficiaries could not be identified in time. Steps are being taken to ensure that projects/ beneficiaries are identified well in time for the year ended 31-03-2023 so as to avoid any shortfall. The CSR policy is available on the company's website www.downtownhospitals.in

CSR activity identified	Sector in which the project is covered	Projects or programs 1) Local area or other 2) State and district where undertaken	Amount outlay (budget)	Amount spent on the projects 1) Direct 2) Overheads	Cumulative expenditure incurred upto the reporting period	Amount spent: Direct or through implementing agency
Sanitation and hygiene	Promoting Sanitation & hygiene	At community level, in the city Guwahati	8,88,300/-	4,96,300	3,92,300	Direct

We hereby affirm that the CSR policy, as approved by the Board, has been implemented and the CSR committee monitors the implementation of the CSR projects and activities in compliance with our CSR objectives.

Place: Guwahati

Dated: The 1st day of August, 2023

For and on behalf of the Board of Directors

Dr N N Dutta
DIN: 01144271
(Chairman, CSR committee)

Ms Gariasi Dutta
DIN: 06638536
(Director)



INDEPENDENT AUDITOR S REPORT

TO THE MEMBERS OF DOWN TOWN HOSPITAL LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

I. OPINION

We have audited the accompanying Financial Statements of DOWN TOWN HOSPITAL LIMITED, (the Company), which comprise the Balance Sheet as at 31st March, 2023, and the Statement of Profit and Loss and the Statement of Cash Flows for the year then ended and Notes to the Financial Statements, including summary of Significant Accounting Policies and other explanatory information.

In our Opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023 and its Profit and its Cash Flows for the year ended on that date.

II. BASIS FOR OPINION

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor s Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

III. RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS

The Company s Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (the Act) with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions



of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

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

The Board of Directors are also responsible for overseeing the company's financial reporting process.

IV. AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF FINANCIAL STATEMENTS

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

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

Identify and assess the risks of material misstatements of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than from one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls systems over financial reporting.



Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists relating to events or conditions that may cast a significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

V EMPHASIS OF MATTERS

1. We draw attention to Note 23.5 of the Financial Statements which states that Trade Receivables & Trade Payables are subject to final adjustments pending receipt of all confirmations. No such confirmation could be provided to us during the course of audit. Our opinion is not modified in respect of this matter.
2. We draw attention to Note 23.10 of the financial statements which discloses that the Company had advanced to Excel Construction Pvt. Ltd, down town enterprises limited, Down Town Consultancy Pvt. Ltd. & provided unsecured loan to Down Town Charity Trust. The aforesaid Advances/ loans are yet to be adjusted in the Books. Our opinion is not modified in respect of this matter.
3. We draw attention to Note 23.14 of the Financial Statements which state that the GST paid & Accrued is subject to Reconciliation. Our Report is not modified in respect of this matter.
4. We draw attention to Note 23.15 of the financial statements regarding Bad Debts of Rs. 1,78,78,800/- written off during the year. Our opinion is not modified in respect of this matter.



VI. REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor s Report) Order, 2020 (the Order), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013 we give in the Annexure a Statement on the matters specified in Paragraphs 3 & 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of Declarations received from the Directors as on 31st March, 2023, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A . Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company s internal financial controls with reference to the financial statements.
 - (g) With respect to the other matters to be included in the Auditor s Report in accordance with the requirement of section 197(16) of the Act as amended.
In our opinion and to the best of our information and according to the Explanations given to us, the Remuneration paid by the Company to its Directors during the year is in accordance with section 197 of the Act.
 - (h) With respect to the other matters to be included in the Auditor s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The details of pending litigations are contained in Note 23.1 of the Financial Statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv.
 - a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entities (Intermediaries), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities



identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note to the financial statements, no funds have been received by the Company from any person or entity, including foreign entities (Funding Parties), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

- v. The Company has declared dividend for the year ended 31-03-2023 which is subject to the approval of the shareholders in the forth coming Annual General Meeting. No Dividend was declared for the year ended 31-03-2022. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rule, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of the companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For M/ s Debashis Mitra & Associates
Chartered Accountants
Registration No. 318069E

Place: Guwahati
Date: The 1st day of August, 2023

(Diptendra Nath Dutt)
Partner
Membership No: 011665

UDIN: 23011665BGWXRO4741



Annexure A To The Independent Auditor s Report of Even Date on the Financial Statements of

DOWN TOWN HOSPITAL LIMITED

[Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the Act)]

We have audited the internal financial controls over financial reporting of DOWN TOWN HOSPITAL LIMITED (the Company) as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management s Responsibility for Internal Financial Controls

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

Auditors Responsibility

Our responsibility is to express an opinion on the Company s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the Guidance Note) and the Standards on Auditing, issued by the ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

An audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.



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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For M/s Debashis Mitra & Associates
Chartered Accountants
Registration No. 318069E

Place: Guwahati
Date: The 1st day of August, 2023

(Diptendra Nath Dutt)
Partner
Membership No: 011665
UDIN: 23011665BGWXRO4741



**Annexure referred to in Paragraph VI of the report of even date of the Auditors
to the Members of DOWN TOWN HOSPITAL LIMITED
on the accounts for the year ended 31.03.2023**

- i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
(B) The Company has not capitalized any intangible assets in the books of the Company and accordingly, the requirement to report on clause 3(i)(a)(B) of the Order is not applicable to the Company.
- (b) Property, Plant and Equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) The title deeds of immovable properties disclosed in note 10 to the financial statements included in property, plant and equipment are held in the name of the Company.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2023.
- (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion the coverage and the procedure of such verification by the management is appropriate. No discrepancies of 10% or more in aggregate for each class of inventory was noticed on such physical verification by the management.
- (b) The Company has not been sanctioned working capital limit in excess of Rs. five crores in aggregate from banks and/or financial institutions during the year on the basis of security of current assets of the Company & hence Clause 3(ii) (b) of the Order is not applicable.
- iii) The company has granted loan to a trust covered in the Register maintained under section 189 of the Act. The maximum balance of the loan was Rs. 5,02,20,000/- during the year ended 31.03.2023. In addition, the Company has granted advances to three companies covered in the Register maintained under section 189 of the Act.
- iv) We have been informed that Company has not given any loans that attract the provisions of section 185 of the Companies Act, 2013. Further, we have been informed that the company does not have two layers of Investment companies & hence section 186 of the Companies Act, 2013 is not applicable.
- v) The company has not accepted any deposits from the public, under the provisions of section 73 to 76 of the Act and the Rules framed thereunder.



- vi) The Company has maintained Cost records prescribed by the Central Government under sub- section (1) of section 148 of the Companies Act, 2013 read with Rules thereunder.
- vii) (a) According to the information and explanations given to us and records of the Company examined by us, in our opinion the company is regular in depositing undisputed statutory dues, including provident fund, income tax, goods & services tax, cess, employees state insurance, sales-tax, service tax, customs duty, excise duty, value added tax and any other statutory dues applicable to it with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March 2023 for a period of more than six months from the date they became payable.
- (b) According to the information & explanations given to us & records of the Company examined by us there are no statutory dues which have not deposited as on 31-03-2022 on account of disputes.
- viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on Clause 3(viii) of the Order is not applicable to the Company.
- ix) (a) The Company has not defaulted in repayment of Credit Card dues of HDFC Bank.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or other lender.
- (c) We have been informed that no fund have been raised on short term basis during the year.
- (d) Since the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures, hence clause 3(ix) (d) is not applicable.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) Clause 3(ix) (f) of the Order is not applicable to the company.
- x)(a) In our opinion, and according to the information and explanations given to us, the company has not raised any money by way of Initial Public Offer or Further Public Offer (including Debt Instruments) during the year. Hence Clause 3 (x)(a) of the Order is not applicable to the Company.
- (b) The company has not made any Preferential Allotment or Private Placement of shares or convertible Debentures during the year under review.



- xi)(a) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management. Hence Clauses 3 (xi) (a) & (b) of the Order are not applicable.
- (b) As represented to us by the Management, no Whistle-Blower complaints were received during the year by the Company. Hence, Clause 3 (xi) (c) of the Order is not applicable to the Company.
- xii) As the Company is not a Nidhi Company, the Nidhi Rules, 2014 are not applicable to it. Hence the provisions of Clauses 3(xii) (a), (b) & (c) of the Order are not applicable to the Company
- xiii) According to the information & explanation provided to us all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
- xiv) The Company is not required to have an internal audit system under the provisions of Section 138 of the Companies Act, 2013. Therefore, the requirement to report under clause 3(xiv) (a) & (b) of the Order is not applicable to the Company.
- xv) According to the information and explanations given to us & records of the Company examined by us, the company has not entered into any non-cash transactions with directors or persons connected with them & hence Clause 3 (xv) of the Order is not applicable to the company
- xvi)(a) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 as in our opinion & according to information and explanations given to us the Company is not a Non Banking Financial Company.
- (b) The company has not conducted any Non-Banking Financial or Housing Financial Activities hence Clause 3 (xvi) (b) of the Order is not applicable.
- (c) The Company is not a Core Investment company as defined in the Regulations made by Reserve Bank of India & hence Clause 3(xvi) (c) of the Order are not applicable.
- (d) We have been informed that the Companies does not have more than one CIC. Hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company
- xvii) The company has not incurred cash losses in the financial year under review as well as in the immediate preceding year & hence Clause 3(xvii) of the Order is not applicable.



- xviii) There has been no resignation of the Statutory Auditors during the year & hence Clause 3(xviii) of the Order is not applicable.
- xix) On the basis of the financial Ratios disclosed in Note 23.19, to the Financial Statements, ageing & expected dates of realisation of financial assets & payment of financial liabilities, other information accompanying the Financial Statements, our knowledge of the Board of Directors & Management Plans nothing has come to our attention which causes us to believe that any material uncertainty exists as on the date of the Audit Report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.
- xx) (a) All amounts that are unspent under section (5) of section 135 of Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance of with provisions of sub section (6) of section 135 of the said Act. This matter has been disclosed in note 23.2 to the financial statements.
- xxi) The company is not a Holding Company & hence does not prepare any Consolidated Financial Statement. Thus Clause 3(xi) of the Order is not applicable.

For M/s Debashis Mitra & Associates
Chartered Accountants
Registration No. 318069E

Place: Guwahati
Date: The 1st day of August, 2023

(Diptendra Nath Dutt)
Partner
Membership No: 011665
UDIN: 23011665BGWXR04741



down town hospital limited

BALANCE SHEET AS ON 31-03-2023

Particulars	Note	As at 31.03.2023	As at 31.03.2022
		()	()
I. EQUITY AND LIABILITIES			
1 Shareholders funds			
(a) Share capital	3	30,000,000	30,000,000
(b) Reserves and surplus	4	490,844,200	437,742,800
TOTAL		520,844,200	467,742,800
2 Non-current liabilities			
(a) Deferred tax liabilities		17,255,500	17,839,300
(b) Other Long term liabilities	5	9,539,600	8,157,900
(c) Long Term Provisions	6	15,750,000	13,788,200
TOTAL		42,545,100	39,785,400
3 Current liabilities			
(a) Trade payables	7		
A) Total outstanding dues of micro enterprises and small enterprises		9,981,800	5,803,300
(B) Total outstanding dues for creditors other than micro enterprises and small enterprises		89,873,300	75,822,900
(b) Other current liabilities	8	12,258,400	9,708,200
(c) Short-term provisions	9	717,500	655,800
TOTAL		112,831,000	91,990,200
II. ASSETS		676,220,300	599,518,400
1 Non-current assets			
(a) Property, Plant and Equipment and Intangible assets			
(i) Property, Plant and Equipment	10	257,542,200	267,584,400
(ii) Capital Work-in- Progress		4,998,500	-
(b) Non-current investments	11	147,200	147,200
(c) Long-term loans and advances	12	83,807,000	83,464,200
(d) Other Non Current assets	13	6,805,800	4,395,500
TOTAL		353,300,700	355,591,300
2 Current assets			
(a) Inventories			
(i) Stock -in-trade		9,397,800	6,390,100
(ii) Finished goods		6,637,700	5,606,700
(b) Trade receivables	14	113,036,600	93,551,200
(c) Cash and cash equivalents	15	182,553,600	128,267,400
(d) Short-term loans and advances	16	11,293,900	10,111,700
TOTAL		322,919,600	243,927,100
TOTAL		676,220,300	599,518,400

Summary of Significant accounting policies

The accompanying notes 1 to 23 are an integral part of the financial statements

Place: Guwahati

Date: The 1st day of August, 2023

Dr. N N Dutta, Chairman & Managing Director

DIN : 01144271

Mayurakshi Dutta, Executive Director

DIN : 00704808

For M/s DEBASHIS MITRA & ASSOCIATES

Chartered Accountants

Registration No. 318069E

(Diptendra Nath Dutt)

Partner

Membership No: 011665

UDIN: 23011665BGWXP04741

**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2023**

Particulars		Note For the Year ended 31.03.2023 ()	For the Year ended 31.03.2022 ()
1	Revenue from operations	17	
		790,524,500	660,901,100
2	Other income	18	
		7,767,600	3,485,900
3	Total Revenue (1+ 2)	798,292,100	664,387,000
4	Expenses:		
	Cost of Materials Consumed	61,456,000	58,133,800
	Purchases of Pharmacy Items	94,732,400	78,057,600
	Changes in inventories of Stock-in-Trade (Pharmacy)	(3007700)	(249200)
	Changes in inventories of Stock-in-Trade (Others)	(1,031,000)	(717200)
	Employee benefits expenses	19	163,323,600
	Finance cost	20	-
	Depreciation	10	33,433,000
	CSR expenditure	21	888,300
	Other expenses	22	371,826,400
	Total Expenses	721,621,000	606,127,500
5	Profit before exceptional items and tax (3-4)	76,671,100	58,259,500
6	Prior period adjustments	23	
		45,000	-
7	Profit before tax (5 - 6)	76,626,100	58,259,500
8	Tax expense:		
	(1) Current tax	23,530,700	17,881,800
	(2) Deferred tax	(583800)	(1046700)
9	Profit for the Year (7-8)	53,679,200	41,424,400
10	Earnings per equity share		
	(i) Basic	18	14
	(ii) Diluted	18	14

The accompanying notes 1 to 23 are an integral part of the financial statements

Place: Guwahati

Date: The 1st day of August, 2023

Dr. N N Dutta, Chairman & Managing Director
DIN : 01144271

Mayurakshi Dutta, Executive Director
DIN : 00704808

In terms of our report attached

For M/s DEBASHIS MITRA & ASSOCIATES
Chartered Accountants
Registration No. 318069E

(Diptendra Nath Dutt)
Partner

Membership No: 011665

UDIN: 23011665BGWXP04741



down town hospital limited

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2023

For the Year Ended 31st March, 2023

For the Year Ended 31st March, 2022

Particulars	(₹.)	(₹.)	(₹.)	(₹.)
Cash Flows from operating activities				
Profit before taxes	76626100		58259500	
Add:				
Depreciation	33433000		34015600	
Finance cost	-		100	
	110059100		92275200	
Cash Generated from operations before working capital changes				
Increase/ (Decrease) in Trade Receivables	(19485400)		16094500	
Increase/ (Decrease) in loans and advances	1525000		(1147300)	
Increase/ (Decrease) in other non current assets	52000		(1000)	
Increase/ (Decrease) in Inventories	(4038700)		(966400)	
Increase/ (Decrease) in Trade Payables	18228900		6451400	
Increase/ (Decrease) in Other current liabilities	3931900		1339800	
Increase / (Decrease) in provision	2065700		1016500	
Total	109288500		115062700	
Income taxes paid	(24150700)		(17839600)	
Net cash from operating activities		85137800		97223100
Cash Flows from investing activities				
Proceeds from sale of asset	152,000			
Purchase of fixed assets	(23542800)		(43203400)	
Capital Work in Progress	(4998500)		2045600	
Net cash used in investing activities		(28389300)		(41157800)
Cash Flows from financing activities				
Repayment of long term borrowing	-		(16500)	
Interest paid	-		(100)	
Payment of dividend				
Tax on dividend				
Net cash used in financing activities		-		(16600)
Net decrease in cash		56748500		56048700
Cash at the beginning of the period		129070900		73022200
Cash at the end of the period		185819400		129070900

The accompanying notes 1 to 23 are an integral part of the financial statements

Place: Guwahati
Date: The 1st day of August, 2023

Dr. N N Dutta, Chairman & Managing Director
DIN : 01144271

Mayurakshi Dutta, Executive Director
DIN : 00704808

In terms of our report attached

For M/s DEBASHIS MITRA & ASSOCIATES
Chartered Accountants
Registration No. 318069E

(Diptendra Nath Dutt)
Partner

Membership No: 011665

UDIN: 23011665BGWXRO4741



Notes forming Part of the Financial Statements for the year ended 31.03.2023

1. CORPORATE INFORMATION

down town hospital limited is incorporated under the Companies Act, 1956. The main objectives of the Company are to establish & carry on business of sophisticated & modern hospital including carrying on business ancillary to running of hospitals & to carry on the business of tourism & real estate.

2. SIGNIFICANT ACCOUNTING POLICIES:

2.1 Basis of Accounting and Preparation of Financial Statements

The financial statements of the company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act 2013 read together with the Companies (Accounting Standards) Rules, 2021 and presentation requirements of Division I of Schedule III to the Companies Act, 2013. The financial statements have been prepared on an accrual basis and under the historical cost convention on accrual basis. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

2.2 Use of Estimates:

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make judgments estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known/ materialize.

2.3 Properties, Plant & Equipment:

Tangible Assets & Depreciation

Tangible assets are stated at purchase cost together with any incidental expenses of acquisition/ installation.

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

Depreciation on tangible assets is provided on written down method on prorata basis as per the useful lives prescribed in Schedule II of the 2013 Act.



Notes forming Part of the Financial Statements for the year ended 31.03.2023(contd.)

Freehold Land is not depreciated.

Profit or loss on disposal of fixed assets is recognized in Statement of Profit of Loss.

2.4 Investments:

All the investments of the Company are in the nature of long-term investments and are carried at cost in the financial statements.

2.5 Inventories:

Inventories are valued at lower of cost or net realizable value on FIFO basis. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

2.6 Government Grants:

The Government Grants are in the nature of promoters contribution and have therefore been credited to Capital Reserve and treated as part of Shareholders Funds.

2.7 Revenue Recognition:

All items of revenue are recognized in accordance with the Accounting Standard (AS-9) under the Companies (Accounting Standards) Rules, 2006. Accordingly, where there are uncertainties in the ascertainment / realisation of income the recognition of the related revenue is postponed till the time of actual receipt.

2.8 Bonus:

Bonus to employees have been determined and provided for in the financial Statements as per the Payment of Bonus Act, 1972 and past practices followed.

2.9 Income From Bank Deposits

Interest income from Bank Deposits is accounted, together with the tax credit in the statement of Profit & Loss on a time proportion basis taking into account the amount outstanding and the rate applicable

2.10 Income From Investments

Income from investment is made on accrual basis, income from dividends is recognized when right to receive such dividend is established

2.11 Cash & Cash Equivalents

In the Cash Flow Statement, cash and cash equivalents includes Demand Deposit with banks with original maturities of less or more than one year.



2.12 **Employee Benefits:**

Short term employee benefits based on expected obligation on undiscounted basis are recognized as expense in the statement of Profit and Loss of the period in which the related service is rendered.

Post Employment Benefits

a. **Defined Contribution Plan**

The company's contribution paid/ payable during the year for Provident Fund, Family Pension Fund, Deposit Linked Insurance Plan & Employees State Insurance Scheme are recognized as expenses in the Statement of Profit & Loss. The employees of the company make monthly fixed contributions to the above schemes equal to a specified percentage of the covered employee's salary.

b. **Defined Benefit Plan**

(i) Gratuity: Provision towards Gratuity is made on the basis of actuarial valuation at the end of the financial year, by an actuary in terms of Accounting Standard (AS) 15 - Employees Benefits issued under the Companies (Accounting Standards) Rules, 2006.

(ii) Leave Encashment: The Company does not provide for any leave encashment.

2.13 **Impairment of Tangible Assets**

The carrying values of assets / cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognized, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future Cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognized for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit and Loss, except in case of revalued assets.

2.14 **Provision & Contingent Liability:**

- (i) A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on management 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 management estimates.
- (ii) Liabilities which are material and whose future outcome cannot be ascertained with reasonable accuracy are treated as contingencies and disclosed in the Notes to Financial Statements.

2.15 **Cash Flow Statement:**

- (i) The cash flow statement has been prepared under the indirect method.



Notes forming part of the Financial Statements for the year ended 31.03.2023 (contd.)

NOTE 3: SHARE CAPITAL

Particulars	As at 31.03.23 (₹.)	As at 31.03.22 (₹.)
Authorised		
50,00,000 Equity Shares of Rs. 10/- each	50,00,000	50,00,000
Issued, Subscribed & Paid -UP		
30,00,000 Equity Shares of Rs. 10/- each	30,00,000	30,00,000
Total	30,00,000	30,00,000

The Company has only one class of shares referred to as equity share having a par value of ` 10/-. Each holder of equity shares is entitled to one vote per share.

The Company declares & pays dividend in Indian Rupees. The Dividend proposed by the Directors is subject to approval of the shareholders in the ensuing Annual General Meeting. The Board of Directors proposed a final Dividend of ` 1/- per equity share.

NOTE 3 A

The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2023 and March 31, 2022 is set out below.

Particulars	As at 31.03.2023 Equity Shares		As at 31.03.2022 Equity Shares	
	Number	(₹.)	Number	(₹.)
Shares outstanding at the beginning of the year	3,000,000	30,00,000	3,000,000	30,00,000
Add: Share Alloted during the year	-	-	-	-
Shares outstanding at the end of the year	3,000,000	30,00,000	3,000,000	30,00,000

NOTE 3 B**The Shareholders holding more than 5% Share in a company**

Sl No	Name of Shareholder	As at 31.03.2023		As at 31.03.2022	
		No. of Shares held	% Holding	No. of Shares held	% Holding
1	DR NARENDRA NATH DUTTA	2043210	68.11	2,043,210	68.11
2	3A CAPITAL SERVICES LIMITED	154015	5.13	154115	5.14

NOTE 3C**Details of Aggregate Equity Shares issued during the last Five Years**

For the Period from 01.04.2018 to 31.03.2023				For the Period from 01.04.2017 to 31.03.2022			
	Face Value per share	Premium per share	Total		Face Value per share	Premium per share	Total
	(₹.)	(₹.)	(₹.)		(₹.)	(₹.)	(₹.)
-	-	-	-	-	-	-	-



Notes forming part of the Financial Statements for the year ended 31.03.2023 (contd.)

NOTE 3D**Details of Shares held by the promoters at the end of the year 31.03.2023**

Sl No	Name of Promoter	No. of Share at the beginnig of the yr.	Change During the yr	No. of Share at the end of the yr.	% of total Share	% Change During yr
1	DR NARENDRA NATH DUTTA	2043210	-	2,043,210	68.11	-
2	MRS BANDANA DUTTA	109000	-	109000	3.63	-

Details of Shares held by the promoters at the end of the year 31.03.2022

Sl No	Name of Promoter	No. of Share at the beginnig of the yr.	Change During the yr	No. of Share at the end of the yr.	% of total Share	% Change During yr
1	DR NARENDRA NATH DUTTA	2043210	-	2,043,210	68.11	-
2	MRS BANDANA DUTTA	109000	-	109000	3.63	-

NOTE 4: RESERVES & SURPLUS

Particulars	As at 31.03.23 (₹.)	As at 31.03.22 (₹.)
a. Securities Premium Account		
Opening Balance	5,360,000	5,360,000
Closing Balance	5,360,000	5,360,000
b. Investment Allowance Reserve		
Opening Balance	969,500	969,500
Closing Balance	969,500	969,500
c. General Reserve		
Opening Balance	65,901,600	60,075,600
(+) Current Year Transfer	7,662,600	5,826,000
Closing Balance	73,564,200	65,901,600
d. Subsidy Reserves (Grant for Nursing School)		
Opening Balance	8,071,000	8,071,000
Closing Balance	8,071,000	8,071,000
e. Surplus/(deficit) in the Profit & Loss Statement		
Opening balance	357,440,700	321,842,300
(+) Net Profit/(Net Loss) For the current year	53,679,200	41,424,400
(-) Transfer to Reserves	(7662600)	(5,826,000)
(-) Income tax relating to A. Y 2022-23	(577800)	-
Closing Balance	402,879,500	357,440,700
Total (a+ b+ c+ d+ e)	490,844,200	437,742,800

NOTE 5: Other long term liabilities

Particulars	As at 31.03.23 (₹.)	As at 31.03.22 (₹.)
Security Deposits	9,539,600	8,157,900
Total	9,539,600	8,157,900



Notes forming part of the Financial Statements for the year ended 31.03.2023 (contd.)

NOTE 6: LONG TERM PROVISIONSParticulars

Provision for Employee Benefit

Asat 31.03.23

()

Asat 31.03.22

()

15,750,000

13,788,200

Total**15,750,000****13,788,200****NOTE 7 :TRADE PAYABLES**Particulars

Trade payables

Asat 31.03.23

()

99,855,100

Asat 31.03.22

()

81,626,200

Total**99,855,100****81,626,200****Trade Payable ageing schedule
as at 31st March, 2023**

Particulars	Outstanding for following periods from due date of Payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total (Amount Rs)
i) MSME	9,766,100	20,700	92,500	102,500	9,981,800
ii) Others	82,661,100	6,092,600	229,100	890,500	89,873,300
iii) Dispute Dues	-	-	-	-	-
MSME	-	-	-	-	-
iv) Disputed Dues	-	-	-	-	-
Others	-	-	-	-	-
Total	92,427,200	6,113,300	321,600	993,000	99,855,100

**Trade Payable ageing schedule
as at 31st March, 2022**

Particulars	Outstanding for following periods from due date of Payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total (Amount Rs)
i) MSME	5579300	90700	105000	28300	5,803,300
ii) Others	74297400	344700	343500	837300	75,822,900
iii) Dispute Dues	-	-	-	-	-
MSME	-	-	-	-	-
iv) Disputed Dues	-	-	-	-	-
Others	-	-	-	-	-
Total	79,876,700	435,400	448,500	865,600	81,626,200



Notes forming Part of the Financial Statement for the year ended 31.03.2023 (contd.)

Note 10

Non-current assets

Property, Plant and Equipment

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 1st April, 2022(₹)	Additions during the Year (₹)	Sale/ Adjustments during the year (₹)	As on 31st march, 2023 (₹)	As at 1st April, 2022(₹)	Depreciation for the current year (₹)	Sale/adjustments during the year (₹)	Total Depreciation provided during the year (₹)	As on 31st march, 2023 (₹)	As at 1st April, 2022(₹)
FREEHOLD LAND (AT COST)	14,416,543	-	-	14,416,543	-	-	-	-	14,416,543	14,416,543
SITE DEVELOPMENT	772,124	-	-	772,124	-	-	-	-	772,124	772,124
BUILDING	255,756,022	-	-	255,756,022	138,573,574	5,523,421	-	5,523,421	144,096,995	117,182,448
ROAD	486,440	-	-	486,440	485,110	-	-	-	485,110	1,330
AIR CONDITIONERS	49,106,945	2,049,712	-	51,156,657	32,563,414	3,113,976	-	3,113,976	35,677,390	16,543,531
FURNITURE & FIXTURES	19,519,379	821,305	-	20,340,684	13,829,950	1,049,824	-	1,049,824	15,679,774	5,689,429
ELECTRICAL INSTALLATIONS	23,208,022	259,737	-	23,467,759	20,903,250	513,427	-	513,427	21,416,677	2,304,772
OFFICE EQUIPMENTS	180,165	-	-	180,165	171,156	-	-	-	171,156	9,009
MEDICAL EQUIPMENTS	319,995,766	7,311,659	-	327,307,425	233,205,885	16,960,682	-	16,960,682	250,166,567	86,789,881
MOTOR VEHICLES	10,749,422	2,037,831	-	12,787,253	7,140,339	1,304,052	-	1,304,052	7,363,561	3,609,083
TELEVISIONS	3,442,397	152,680	-	3,595,077	3,015,477	160,340	-	160,340	3,175,817	426,920
TUBEWELL	1,262,018	-	-	1,262,018	930,533	63,868	-	63,868	994,402	331,485
EPABX SYSTEM/ INTERCOM	3,762,625	47,613	-	3,810,238	3,448,797	41,322	-	41,322	3,490,118	313,828
LIFTS	18,186,317	4,006,750	-	22,193,067	13,211,637	1,027,488	-	1,027,488	14,239,125	4,974,680
WASHING MACHINES	300,692	27,500	-	328,192	287,320	204	-	204	287,320	13,372
MUSIC SYSTEMS	33,340	-	-	33,340	31,673	-	-	-	31,673	1,667
WATER COOLERS	87,393	-	-	87,393	63,342	3,835	-	3,835	67,177	24,051
BOOKS & PERIODICALS	3,247,976	473,673	-	3,721,649	1,873,657	258,742	-	258,742	2,132,399	1,374,319
FILTERS	244,840	-	-	244,840	196,802	7,196	-	7,196	203,998	48,038
FIRE FIGHTING EQUIPMENTS	7,491,517	-	-	7,491,517	7,129,154	5,751	-	5,751	7,134,905	362,363
TIME KEEPING MACHINES	209,440	53,690	-	263,130	198,968	3,845	-	3,845	202,814	10,472
CAMERA	330,041	-	-	330,041	313,879	-	-	-	313,879	16,962
COMPUTERS	10,279,510	1,737,764	-	12,017,274	9,508,675	770,714	-	770,714	10,279,388	770,835
SOFTWARE	311,900	-	-	311,900	285,610	-	-	-	285,610	26,290
UPS	3,605,201	138,630	-	3,743,831	3,279,926	159,197	-	159,197	3,439,122	325,275
INVERTERS	66,522	18,200	-	84,722	56,769	5,379	-	5,379	62,148	9,753
REFRIGERATORS	1,316,749	-	-	1,316,749	1,002,033	50,269	-	50,269	1,052,302	314,716
SCRUBBING MACHINES	41,602	-	-	41,602	40,137	-	-	-	40,137	1,465
PROJECTOR HEAD	451,448	-	-	451,448	429,282	-	-	-	429,282	22,166
BRAIDMA CASH TRAC	88,000	-	-	88,000	84,547	-	-	-	84,547	3,453
PCO MONITORS	45,000	-	-	45,000	42,750	-	-	-	42,750	2,250
AMPLIFIERS	578,431	125,784	-	704,215	396,967	116,094	-	116,094	513,060	181,464
DEEP FREEZERS	88,975	22,700	-	111,675	26,687	14,619	-	14,619	41,306	62,288
SAFETY LOCKERS	18,258	-	-	18,258	17,408	-	-	-	17,408	850
FAX MACHINES	40,453	-	-	40,453	37,509	287	-	287	37,796	2,944
COFFEE MACHINES	21,800	-	-	21,800	20,710	-	-	-	20,710	1,090
METAL DETECTORS	22,387	-	-	22,387	21,268	-	-	-	21,268	1,119



Notes forming Part of the Financial Statement for the year ended 31.03.2023 (contd.)

Note 10

Non-current assets

Property, Plant and Equipment

PARTICULARS	GROSS BLOCK			DEPRECIATION				NET BLOCK			
	As at 1st April, 2022(₹)	Additions during the Year (₹)	Sale/ Adjustments during the year (₹)	As on 31st march, 2023 (₹)	As at 1st April, 2022(₹)	Depreciation for the current year (₹)	Sales/adjustments during the year (₹)	Total Depreciation provided during the year (₹)	As on 31st march, 2023 (₹)	As at 1st April, 2022(₹)	As on 31st march, 2023 (₹)
DIESEL BURNERS	42,739	-	-	42,739	-	-	-	-	40,602	2,137	2,137
VOLTAGE STABILISERS	622,582	-	-	622,582	-	-	-	-	589,329	33,253	33,253
SOLAR WATER HEATERS	221,540	-	-	221,540	-	-	-	-	210,463	11,077	11,077
UTENSILS	360,886	56,049	-	416,935	76,204	-	-	-	289,844	147,246	127,091
XEROX MACHINES	304,934	-	-	304,934	7,287	-	-	-	284,032	28,190	20,902
D.G. SET	17,609,175	-	-	17,609,175	237,527	-	-	-	16,312,974	1,533,729	1,296,201
INCINERATORS	874,000	-	-	874,000	851,719	-	-	-	22,281	22,281	22,281
INCUBATORS	290,000	-	-	290,000	275,500	-	-	-	14,500	14,500	14,500
MOBILE PHONES	186,977	52,640	-	239,617	125,384	-	-	-	179,279	61,593	60,338
WASTE TREATMENT PLANT	68,000	-	-	68,000	53,895	-	-	-	64,600	3,400	3,400
WATER PLANTS	2,548,095	160,300	-	2,708,395	153,642	-	-	-	1876,964	824,772	831,431
GAS BURNERS	798,575	-	-	798,575	758,646	-	-	-	39,929	39,929	39,929
WEIGHING SCALE	14,900	-	-	14,900	14,155	-	-	-	745	745	745
EFFLUENT TREATMENT PLANT FOR POLLUTION CONTROL	5,929,706	-	-	5,929,706	5,633,221	-	-	-	296,485	296,485	296,485
BRIDGES	7,782,157	2,499,507	-	10,281,664	4,572,435	-	-	-	5,633,221	3,209,722	5,446,367
FLOOR CLEANER	235,591	-	-	235,591	223,811	-	-	-	11,780	11,780	11,780
AUTOMATIC VOLTAGE CONTROLLERS	763,504	-	-	763,504	725,329	-	-	-	38,175	38,175	38,175
AQUARIUM	30,550	-	-	30,550	29,023	-	-	-	1,527	1,527	1,527
GYMNASIUM EQUIPMENTS	64,710	-	-	64,710	61,474	-	-	-	3,236	3,236	3,236
BAKERY EQUIPMENTS	253,105	-	-	253,105	240,450	-	-	-	12,655	12,655	12,655
PEST O FLASH MACHINE	9,992	-	-	9,992	9,493	-	-	-	499	499	499
GAME EQUIPMENTS	15,258,069	343,333	-	15,601,402	13,455,969	-	-	-	1,802,100	1,874,038	1,874,038
BOWLING LANES	6,156,000	-	-	6,156,000	5,950,895	-	-	-	205,105	205,105	205,105
ESCALATORS	9,682,801	-	-	9,682,801	9,083,792	-	-	-	599,009	599,009	599,009
CCTV	2,784,697	67,993	-	2,852,690	1,093,614	-	-	-	1,691,083	1,691,083	1,691,083
SEWING MACHINE	16,235	-	-	16,235	15,313	-	-	-	922	922	922
WATER HEATER	206,100	875,500	-	1,081,600	166,411	-	-	-	39,689	39,689	39,689
BILLIARD TABLE	100,000	-	-	100,000	95,000	-	-	-	5,000	5,000	5,000
REFRYER	30,870	200,223	-	231,093	28,544	-	-	-	2,226	2,226	2,226
TOTAL	823,013,000	23,542,800	1,232,900	845,322,800	555,428,500	33,433,000	1,080,831	32,352,100	587,780,700	267,584,400	257,542,200
Figures for the previous year	779,809,600	43,203,400	-	823,013,000	521,413,000	34,015,600	-	34,015,600	555,428,500	258,396,600	267,584,400



Notes forming part of the Financial Statements for the year ended 31.03.2023(contd.)

NOTE 8: OTHER CURRENT LIABILITIES

Particulars	As at 31.03.23	As at 31.03.22
	()	()
(a) Customer Advance	1,956,000	1,317,000
(b) Unpaid dividends	183,300	226,200
(c) Other payables		
(i) Statutory remittances (Contributions to PF and ESIC, Taxes GST, etc.)	8,784,400	7,320,800
(ii) CSRExpenses payable	467,300	844,200
(iii) HDFC Credit Card Loans	72,000	-
(iv) Interest Accrued and due on MSME	795,400	-
Total	12,258,400	9,708,200

NOTE 9: SHORT TERM PROVISIONS

Particulars	As at 31.03.23	As at 31.03.22
	()	()
Others		
Income Taxes (Net of TDS and Advance Tax)	-	42,200
Provision For Employee Benefit	717,500	613,600
Total	717,500	655,800

NOTE 11: NON - CURRENT INVESTMENTS

Particulars	As at 31.03.23	As at 31.03.22
Non-trade investments (valued at cost unless stated otherwise)		
Investment in equity instruments		
I. QUOTED	136,200	136,200
II. UNQUOTED	11,000	11,000
	147,200	147,200

The details of non-current trade investments in equity instruments as at March 31, 2023 and March 31, 2022 are as follows:

I. QUOTED

a) 1440 Equity shares of ` 10/- each of Industrial Development Bank of India fully paid-up

As at 31.03.23	As at 31.03.22
55.40	42.59

b) 1600 Equity Shares of ` 10/- each of Uco Bank issued at a premium of ` 2/- fully paid-up

As at 31.03.23	As at 31.03.22
27.55	11.78

II. UNQUOTED

a) 1100 equity shares of ` 10/- each of Down Town Enterprise Ltd., Guwahati fully paid-up



Notes forming part of the Financial Statements for the year ended 31.03.2023(contd.)

NOTE 12: LONG TERM LOANS & ADVANCES

Particulars

	<u>As at 31.03.23</u>	<u>As at 31.03.22</u>
	()	()
(A) Capital Advance	1,099,200	1,270,600
(Unsecured, considered good)	1,099,200	1,270,600
(B) Loans and advances to related parties note 23.10		
Unsecured, considered good	80,978,400	80,260,800
	80,978,400	80,260,800
(C) Other Loans and Advances		
Advances to suppliers	1,729,400	1,932,800
(Unsecured, considered good)	1,729,400	1,932,800
Total (a + b + c)	83,807,000	83,464,200

NOTE 13: OTHER NON CURRENT ASSETS

Particulars

	<u>As at 31.03.23</u>	<u>As at 31.03.22</u>
	()	()
(A) Security Deposits		
Unsecured, considered good	3,540,000	3,592,000
	3,540,000	3,592,000
Unsecured, considered good unless stated otherwise		
(B) Non-current bank balances (Note 15)	3,265,800	803,500
Total	3,265,800	803,500
Total (a + b)	6,805,800	4,395,500

NOTE 14: Trade receivables

	<u>As at 31.03.23</u>	<u>As at 31.03.22</u>
	()	()
Current		
Secured, considered good		-
Unsecured, considered good	113,036,600	93,551,200
Doubtful	113,036,600	93,551,200
Provision for doubtful receivabl	-	-
Total	113,036,600	93,551,200

**Trade receivables ageing schedule
as at 31st March, 2023**

Particulars	Outstanding for following periods from due date of Payment					
	Less than 6 month	6 months- 1 year	1-2 years	2-3 years	More than 3 years	Total (Amount Rs)
Undisputed trade receivables considered goods	62,650,800	16,436,900	6,444,200	9,170,100	18,334,600	113,036,600
Undisputed trade receivables considered doubtful	-	-	-	-	-	-
Disputed trade receivables considered good	-	-	-	-	-	-
Disputed trade receivables considered doubtful	-	-	-	-	-	-



Notes forming part of the Financial Statements for the year ended 31.03.2023(contd.)

**Trade receivables ageing schedule
as at 31st March, 2022**

Particulars	Outstanding for following periods from due date of Payment					
	Less than 6 month	6 months- 1 year	1-2 years	2-3 years	More than 3 years	Total (Amount Rs)
Undisputed trade receivables considered goods	38,759,000	12,382,500	8,662,300	6,314,900	27,432,500	93,551,200
Undisputed trade receivables considered doubtful	-	-	-	-	-	-
Disputed trade receivables considered goods	-	-	-	-	-	-
Disputed trade receivables considered doubtful	-	-	-	-	-	-

NOTE 15: Cash and bank balances

<u>Cash and cash equivalents:</u>	<u>31.03.2023</u>	<u>31.03.2022</u>	<u>31.03.2023</u>	<u>31.03.2022</u>
Balances with banks				
On current accounts	-	-	14,337,800	11294500
On Savings accounts	-	-	63,600	168000
UCO CSR accounts	-	-	76,900	141300
On unpaid dividend account	-	-	251,700	295300
Cash on hand	-	-	352,100	570600
	-	-	15,082,100	12469700

Other bank balances:

Deposits with remaining maturity for more than 12 months	3265800	803,500	-	-
Deposits with remaining maturity for less than 12 months	-	-	167471500	115797700
	3,265,800	803,500	182,553,600	128,267,400

NOTE 16: SHORT-TERM LOANS & ADVANCES**Particulars**

	<u>As at 31.03.23</u>	<u>As at 31.03.22</u>
	([^])	([^])
a) General Advances		
Unsecured, considered good		
i. Other Advances	8,694,900	7,644,300
Total	8,694,900	7,644,300
b) Others		
Unsecured, considered good		
GST Refundable Shillong	-	5,100
TDS Refundable (A. Y. 2016-2017)	-	159,300
Loans to employees	-	26,700
Income Tax Refundable (A. Y. 2005-06)	434,300	434,300
Income Tax Refundable (A. Y. 2010-11)	755,200	755,200
Income Tax Refundable (A. Y. 2011-12)	26,000	26,000
Income Tax Refundable (A. Y. 2019-20)	337,300	337,300
Income Tax Refundable (A. Y. 2021-22)	723,500	723,500
Income Tax Refundable (A. Y. 2023-24)	322,700	-
Total	2,599,000	2,467,400
Total(a + b)	11,293,900	10,111,700



Notes forming part of the Financial Statements for the year ended 31.03.2023(contd.)

NOTE 17 Revenue from operations

Particulars	For the year ended	For the year ended
	31.03.23	31.03.22
	()	()
Sale of products		
Finished goods	17383400	13,380,400
Traded goods	153024600	118,208,000
Sale of services		
Others	545,774,900	465,684,300
Other operating revenue	74,341,600	63,628,400
Revenue from operations	790,524,500	660,901,100

NOTE 17 A**Particulars of Sale of Services**

Particulars of Sale of Services	For the year ended	For the year ended
	31.03.23	31.03.22
	()	()
Ultrasound Charges	10343300	7886100
O. T. Rent	6004200	5591300
Operation Procedure Charges	23861600	20433500
Room Charges	75604400	63234100
X-ray Charges	6758600	4822700
Laboratory Charges	105355100	100789800
Nursing & Medical Care including Service Charges	13315700	22736300
Audio & Impedence Charges	1226400	683200
Speech Therapy receipt	1300	500
Registration Fees	3718900	2931900
Executive Health Check-up	2029900	1536900
Minor O. T. & Dressing	249000	362700
Physiotherapy Charges	3637400	2687200
E.C.G. Charges	2755400	2417500
Monitor & Holter Charges	6434100	4595600
Stress Test Charges	446000	256700
Resident Consultants & Asstt. s Fees	157143500	126361200
ERA Charges	133700	144000
Echo-Cardiography Charges	7057300	5310700
EEG Charges	368600	272700
Dialysis Receipts	4092400	3461800
MRI Receipts	21031100	17782800
C. T. Scan	19389500	16217700
Ambulance Charges	1138100	981000
Other Hospital Receipts	51441100	39524600
Oxygen Charges	16184800	11158300
Ventilator Charges	4668300	2590500
E.N.G. Charges	40000	
Dietician Fees	903700	429200
Hearing Aid	441500	483800
Total	545,774,900	465,684,300



Notes forming part of the Financial Statements for the year ended 31.03.2023(contd.)

NOTE 17 B**Particulars of Other Operating Revenue**

	<u>For the year ended</u> <u>31.03.23</u>	<u>For the year ended</u> <u>31.03.22</u>
	()	()
Room Rent Received from Consultants	237100	179400
Miscellaneous Receipts	31,821,400	25,251,700
Reimbursement of Electricity Charges	6192600	4041800
Rent Receipts from dee tee Tower	32872700	31974900
Receipts from Manyadhara, Sonapur	-	84700
Maintenance Charges Receipts	2744600	2095900
Gaming Receipt	473200	-
Total	74,341,600	63,628,400

NOTE 18: Other Income

<u>Particulars</u>	<u>For the year ended</u> <u>31.03.23</u>	<u>For the year ended</u> <u>31.03.22</u>
	()	()
Interest received from Bank	6950000	3437200
Interest received against security deposit from APDCL	383400	-
Other non-operating income	-	-
Creditors no longer payable written back	1300	-
Profit on Sale of motor vehicle	373400	-
Bonus no longer payable written back	59500	48,700
Total	7,767,600	3,485,900

NOTE 19: EMPLOYEE BENEFITS EXPENSES

<u>Particulars</u>	<u>For the year ended</u> <u>31.03.23</u>	<u>For the year ended</u> <u>31.03.22</u>
	()	()
Employer Gratuity Expenses	2861400	1486100
Salaries and incentives	143797600	129717000
Provident fund & ESI	6752000	6590200
House Rent to Staff	7189600	6848400
Bonus	1512300	1497300
Staff welfare expenses	1210700	1158700
Total	163,323,600	147,297,700

NOTE 20: FINANCE COST

<u>Particulars</u>	<u>For the year ended</u> <u>31.03.23</u>	<u>For the year ended</u> <u>31.03.22</u>
	()	()
Interest expense	-	100
Total	-	100

**NOTE 21: CORPORATE SOCIAL RESPONSIBILITY EXPENSES**

Particulars	For the year ended	For the year ended
	31.03.23	31.03.22
	()	()
Sanitation & Hygiene	888300	719500
Total	888300	719500

NOTE 22: OTHER EXPENSES

Particulars	For the year ended	For the year ended
	31.03.23	31.03.22
	()	()
Carriage Inward	41600	105600
Power & Fuel	30343600	25236200
Repairs to building	10353700	6872900
Repairs to machinery (Medical, Electrical & Other Equipments)	16919200	11919500
Insurance	2807100	1700700
Rates & taxes	1147400	1223200
Consultancy Fees	4557900	3517900
Legal Expenses	663000	240100
Entertainment	488400	129400
Conference & Seminar Expenses	66000	32000
Telephone & Internet Charges	361100	327200
Travelling & Conveyance Expenses	15291100	10955600
Business Promotion	699200	701300
Rent	141600	694900
Discount Allowed	11462400	13889000
Bad Debts written off	17878800	4924400
Printing & Stationery	4124100	3127200
Canteen/ Kitchen Expenses	18090800	14403300
Down Town Food Court Expenses, Samaguri	479200	256200
Advertisement	7268300	5894300
House Keeping Expenses	9818300	7887600
Security Charges	212900	296700
Annual Service Contract	7063500	5438600
Consultancy fee to Resident Consultants	198290900	159492700
Directors Sitting fees	281200	365500
Water Charges	225100	192200
News paper and Periodicals	214900	203700
Postage and Telegrams	243200	162800
Membership & Subscription	150800	112300
Pollution Control Fees	460500	400700
Aniversary & Oration Expenses	697700	635100
Licence & Renewal Fees	798200	859100
Interest On TDS, GST, PF & ESI	53700	38200
Interest due and accrued On MSME	795400	-
DNB Courses Fees	519100	166200
Miscellaneous Expenses	7831700	5688300
Donation	101600	10900
Audit Fees	619500	501500
Demat Account expenses	-	1700
Cable TV Expenses	256700	244900
Training Expenses	7000	20000
Total	371,826,400	288,869,600



Notes forming part of the Financial Statements for the year ended 31.03.2023 (contd.)

NOTE 23: ADDITIONAL INFORMATION TO THE FINANCIAL STATEMENTS

23.1 CONTINGENT LIABILITIES

- a) The company has 7 suits pending for disposal before the Honorable Courts. The claim made against the company relating to seven of the aforesaid suits amount to ₹ 2,90,41,700/- . The company has appealed against all the above consumer cases.

It is not possible for the Company to estimate the closure of these issues & consequent timing of cash flow, if any, in respect of the above.

b) Guarantees

- I. The Company has given a Bank Guarantee of ₹ 1,00,000/- (Rupees One Lakh Only) to Assam Tourism Development Corporation Ltd.
- II. The Company has given a Bank Guarantee of ₹ 1,00,000/- (Rupees One Lakh Only) to ESIC.

23.2 CORPORATE SOCIAL RESPONSIBILITY

The average net profit of the last three financial years being ₹ 4,44,14,600/-, the prescribed CSR expenditure is ₹ 8,88,300/-, being 2% of the average net profit. The company has incurred and spent ₹ 4,96,300/- during the FY 2022-23 on sanitation and Hygiene programmes and ₹ 3,92,000/- were incurred and provided as liability for the FY 2022-2023.

Particulars	In Cash (₹)	Yet to be paid in cash (₹)	Total (₹)
Sanitation and Hygiene	4,96,300	3,92,000	8,88,300

23.3 INVENTORY:

The details of inventories as on 31.03.2023 are as under:

<u>Particulars</u>		<u>Amount (₹)</u> 2023	<u>Amount (₹)</u> 2022
i)	Medicine	93,97,800	63,90,000
ii)	X-Ray, Lab & OT Items	35,63,200	23,93,200
iii)	Surgical	3,83,700	1,88,200
iv)	Electricals	2,61,600	6,21,600
v)	Printing & Stationery	16,87,500	13,93,600
vi)	Housekeeping Items	3,02,500	5,06,000
vii)	Building Materials	2,14,700	2,58,600
viii)	Food Items	2,24,500	2,45,600
Total		1,60,35,500	1,19,96,800



Notes forming part of the Financial Statements for the year ended 31.03.2023 (contd.)

23.4 TAXATION:

(a) Provision for income-tax is made on the basis of the estimated taxable income for the current accounting period in accordance with the Income-tax Act, 1961.

(b) Deferred tax resulting from timing differences between book and tax profits is accounted for under the liability method, at the current rate of tax, to the extent that the timing differences are expected to crystallize. Break-up of deferred tax liability is as under:

Particulars	2022-23 (`) in lacs	2021-22 (`) in lacs
Deferred tax liability recognized for timing difference due to difference in depreciation in the accounts and as per tax computation	1,72,55,500	1,78,39,300
Total	1,72,55,500	1,78,39,300
Deferred tax liability charged to P/L Account	(5,83,800)	(10,46,700)

23.5 The Company has sent letters for confirmation of balances as on the Balance Sheet date to its Trade Receivables and Trade Payables. At the time of finalization of these accounts, none of the parties have responded to the letter of confirmation and therefore the process of reconciliation could not be completed. Hence, the balances of Trade Receivables and Trade Payables are subject to final Adjustments pending receipt of all the confirmations and reconciliation of the differences, if any.

23.6 Actuarial Valuation of Liability in respect of Gratuity payable to Employees at the time of Retirement has been worked out & provided for as per requirements of AS-15 amounting to ` 1,64,67,500/- (2021-22 : ` 1,44,01,800/-).

23.7 DISCLOSURE RELATING TO EMPLOYEE BENEFIT IN ACCORDANCE WITH ACCOUNTING STANDARD 15:

A. Statement of profit and loss

Net employee benefit expense recognized in the employee cost

Particulars	2022-2023 (`)	2021-2022 (`)
1 Current Service Cost	10,23,100	9,15,700
2 Interest Cost	10,51,300	9,23,600
3 Expected return on plan assets	-	-
4 Actuarial Losses/ (Gain)	7,86,900	(3,53,200)
5 Total expenses recognised in the statement of Profit & Loss	28,61,400	14,86,100

B. Net Asset/ (Liability) recognised in the Balance Sheet

Particulars	2022-2023 (`)	2021-2022 (`)
1 Present value of Defined Benefit Obligation	1,64,67,500	1,44,01,800
2 Fair Value of plan Asset	-	-
3 Funded Status [Surplus/ (Deficit)]	(1,64,67,500)	(1,44,01,800)
4 Net Asset/ (Liability) recognised in the Balance Sheet	(1,64,67,500)	(1,44,01,800)



Notes forming part of the Financial Statements for the year ended 31.03.2023 (contd.)

C. Change in Defined Benefit Obligations:**31.03.2023****31.03.2022**

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1 Present Value of DBO on 01.04.2022	1,44,01,800	1,33,85,400
2 Current Service Cost	10,23,100	9,15,700
3 Interest Cost	10,51,300	9,23,600
4 Past Service Cost-(vested benefits)	-	-
5 Actuarial(gains)/ Losses	7,86,900	(3,53,200)
6 Benefits paid	(7,95,700)	(4,69,700)
7 Present Value of DBO at the end of the period	1,64,67,500	1,44,01,800

D. Actuarial Assumption:**31.03.2023****31.03.2022**

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1 Discounting Rate	7.00%p.a.	7.00%p.a.
2 Rate of increase in Salaries	5% p.a	5% p.a
3 Expected Rate of Return on Plan Assets	N.A	N.A.
4 Mortality Rate (% of IALM 2012-14)	100%	100%
5 Withdrawal Rate	2.00%p.a	2.00%p.a

23.8 AMOUNT PAID/ PAYABLE TO THE AUDITORS**2022-2023****2021-2022**

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For Statutory Audit(Inclusive of GST)	4,13,000	2,95,000/-
For Tax Audit(Inclusive of GST)	88,500/-	88,500/-
For GST Audit	59,000/-	59,000/-
For IFC Audit(Inclusive of GST)	59,000/-	59,000/-

23.9 Remuneration to key managerial personnel

Managerial remuneration (excluding contribution to provident fund, superannuation fund and provision for leave encashment on retirement, if any) paid/payable to the directors during the year.

Particulars	2022-2023 ()	2021-2022 ()
Remuneration to Managing Director	36,00,000	36,00,000
Remuneration to Whole Time Director	4,80,000	4,80,000
Remuneration to Executive Director	21,00,000	21,00,000

**23.10 RELATED PARTY DISCLOSURES**

As required by Accounting Standard AS-18 Related Party Disclosures issued under Companies (Accounting standards) Rules, 2006, the details pertaining to related party transaction are as follows:

i) Related Party Disclosure:

Name of Related Parties	Relationship	Nature of Transactions	Amount (`)	Balance Outstanding as on 31-03-23
Excel Construction Pvt. Ltd.	Group Company	Advance	1,45,300/-	2,85,24,700/- (Dr)
Down Town Charity Trust	Settlor of the Trust	Unsecured Loan given	4,82,300/- (Net)	5,01,85,600/- (Dr)
Down Town Enterprises Ltd.	Group Company	Advance	NIL	20,20,700/- (Dr)
Down Town Consultancy Pvt Ltd	Group Company	Advance	90,000/-	2,47,400/- (Dr)

ii) Key Management Personnel:

Name	Relation	Nature of Transaction	2022-2023	2021-2022
			Amount (`)	Amount (`)
Dr. Narendra Nath Dutta	Chairman & Managing Director	Managerial Remuneration	36,00,000/-	36,00,000/-
		Entertainment Expenses Reimbursement	39,000/-	33,000/-
		Conveyance Expenses Reimbursement	2,08,000/-	1,58,000/-
		Travelling Expenses Reimbursement	68,054/-	-
		Director's Sitting Fees	20,000/-	20,000/-
Mrs. Bandana Dutta	Whole Time Director	Managerial Remuneration	4,80,000/-	4,80,000/-
		Conveyance Expenses Reimbursement	1,40,000/-	1,10,000/-
		Director's Sitting Fees	20,000/-	20,000/-
Ms. Mayurakshi Dutta	Executive Director	Managerial Remuneration	21,00,000/-	21,00,000/-
		Conveyance Expenses Reimbursement	1,00,000/-	1,00,000/-
		Director's Sitting Fees	20,000/-	20,000/-
		Entertainment Expenses Reimbursement	NIL	20,000/-

23.11 COMMISSION

During the year under review, no commission based on the profits of the company was paid/ payable to the directors. Hence, the statement showing the computation of net profits of the company in accordance with section 197 of the Companies Act, 2013 has not been included in these notes.

23.12 UNCLAIMED DIVIDEND

Unclaimed dividend consists of dividend cheques issued but not yet encashed.

23.13 DUES TO MICRO, SMALL AND MEDIUM ENTERPRISE:

Trade payables are usually non- interest bearing, unsecured and are settled as per contract terms.

Information as required to be furnished as per section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) for the year ended March 31, 2023 is given below. This information has been determined to the extent such parties have been identified on the basis of the registration certificate under the said Act by the suppliers.



Particulars	As at March 2023	As at March 2022
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year: -	-	-
Principal amount due to micro and small enterprises (including payable against PPE)	99,81,800/-	-
-Interest due on above	7,95,400/-	-
ii) The amount of interest paid by the buyer in terms of Section 16 of the MSME Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSME Act 2006.	-	-
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year	7,95,400/-	-
v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSME Act 2006	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. The Company has made an assessment of interest payable under the Micro, Small and Medium Enterprises Development Act, 2006 (MSME Act) and has concluded that it is in compliance with the MSME Act and rules thereto.

23.14 RECONCILIATION/ADJUSTMENT OF CERTAIN HEADS

- a) The Accounts are subject to Reconciliation with GST paid and Accrued for the year ended 31-03-2023.

23.15 BAD DEBTS WRITTEN OFF

The Board of Directors of the company in its meeting held on 23-05-2023 decided to write off debts amounting to 1,78,78,800/-.

23.16 CAPITAL COMMITMENTS

Estimated amount of contracts remaining to be executed on capital account and not provided for:

As at 31.03.2023 ()	As at 31.03.2022 ()
21,00,00,000/-	17,22,500/-

23.17 PRIOR PERIOD ADJUSTMENTS

Details of prior period adjustment are as follows:

Particulars	Amount (Dr.)	Amount (Cr.)
GST on National Board of Examination fees relating to F.Y. 2021-22	45,000	-
Total	45,000	-

**23.18 CONSOLIDATED FINANCIAL STATEMENTS**

As the Company does not have any Subsidiary and Associate hence no Consolidated Financial Statement has been prepared.

23.19 Ratio Analysis and its elements of the financial statement for the year ended 31-03-2023

Particulars	Numerator	Denominator	As on 31st March, 2023	As on 31st March, 2022	Variance	Reason for variance
Current Ratio	Current Assets	Current Liabilities	2.86	2.65	7.93%	
Debt-Equity Ratio	Total Debt	Shareholder's Equity	0.30	0.28	5.89%	
Debt Service Coverage Ratio	Earnings available for Debt Service	Debt Service	NIL	5,558.75	NIL	
Return on Equity Ratio	Net Profit after taxes	Average Shareholder's equity	0.11	0.09	17.19%	
Inventory Turnover Ratio	Sales	Average Inventory	12.16	11.43	6.38%	
Trade Receivables Turnover Ratio	Net Sales	Average Trade Receivables	7.65	6.51	17.65%	
Trade Payable Turnover Ratio	Net Purchases	Average Trade Payable	1.72	1.74	-0.91%	
Net Capital Turnover Ratio	Net Sales	Working Capital	3.76	4.35	-13.50%	
Net Profit Ratio	Net Profit after tax	Net Sales	6.79	6.27	8.34%	



Particulars	Numerator	Denominator	As on 31st March,2023	As on 31st March,2022	Variance	Reason for variance
Return on Capital employed	Profit before interest and tax	Capital employed	14.24	12.00	18.69%	
Return on investment	interest income	investments in Fixed Deposit	0.04	0.03	38.09%	There is an improvement in ROI due to increase in interest.

23.20 Previous year's figures have been regrouped/re-classified wherever necessary to correspond with the current year's classification/disclosure.

For and on behalf of the Board

In terms of our Report of even
date attached

N.N. Dutta, Chairman & Managing Director
(Din : 01144271)

For M/s Debashis Mitra & Associates
(Chartered Accountants)
Registration No. 318069E

Mayurakshi Dutta, Executive Director
(Din : 00704808)

(Diptendra Nath Dutt)
Partner

Place: Guwahati

Date: The 1st day of August, 2023

Membership No:011665

UDIN: 23011665BGWXP04741

down town hospital ltd.

SANKARDEV PATH, DISPUR,
GUWAHATI, ASSAM (INDIA)

DIRECTION MAP

