



Zenlabs Ethica Ltd.

CIN NO. : L74900CH1993PLC033112, GSTIN NO. : 03AAFCS6226G1ZL

Regd. Office : Plot No. 194-195, 3rd Floor, Industrial Area, Phase-II, Chandigarh -160 002

Tel. : 0172-465 1105, Fax : 0172-265 6855

E-mail: queries@zenlabsethica.com, Website : www.zenlabsethica.com

The Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001
Maharashtra

Date: 20.05.2024

SUBJECT: OUTCOME OF BOARD MEETING HELD ON 20TH MAY, 2024 PURSUANT TO REGULATION OF 30 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Ref: Zenlabs Ethica Limited (Scrip Code: 530697)

Dear Madam/Sir,

With reference to the above captioned subject, we wish to inform you that the Board of Directors of the Company at their meeting held today i.e., Monday 20th May 2024 at 14.00 PM at the registered office of the company have considered & approved the following:

1. The Audited Financial Results for the Quarter and Year ended on 31st March, 2024 as per Regulation 33 of SEBI (LODR), 2015.
2. Auditors' Reports with unmodified opinions on Audited Financial Results for the Quarter and Year ended on 31st March, 2024.
3. The Board had Appointed M/ s. JASPREET DHAWAN & ASSOCIATES, Company Secretaries (FCS 9372; CP 8545] as Secretarial Auditor of the Company for the F.Y .2024-25.
4. The appointment of M/s ANU & ASSOCIATES, Chartered Accountant as the Internal Auditor of the company for the Financial year 2024-25.

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 is attached as **Annexure-A & Annexure-B**

The meeting was commenced at 14.00 PM and concluded at 15.30 PM

You are requested to kindly take the same on your record

Thanking You

Yours Truly
For **ZENLABS ETHICA LIMITED**

AKSHAY SAXENA
COMPANY SECRETARY & COMPLIANCE OFFICER



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PART I: STATEMENT OF FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2024

Sr. No.	Particulars	(₹ in Lakhs except EPS data)				
		Quarter Ended			Year ended	
		31-03-2024	31-12-2023	31-03-2023	31-03-2024	31-03-2023
		(Audited) Refer Note 5	(Unaudited)	(Audited) Refer Note 5	Audited	Audited
1	Revenue from operations	1,532.72	1,559.95	1,460.24	5,856.31	6,688.64
2	Other income	2.29	0.40	4.22	29.92	12.84
3	Total Income (1+2)	1,535.01	1,560.35	1,464.46	5,886.23	6,701.48
4	Expenditure					
	a) Purchase of stock in trade	1,005.32	1,357.53	1,468.15	4,441.41	5,601.82
	b) (Increase)/ decrease in stock-in-trade	103.81	(193.22)	(295.27)	(62.64)	(271.36)
	c) Employees benefit expenses	111.44	118.49	93.27	445.75	433.37
	d) Finance costs	24.76	22.06	14.29	83.37	53.33
	e) Depreciation and amortisation	32.56	32.29	32.12	129.44	125.11
	f) Other expenditure	236.26	208.13	146.08	790.75	634.23
	Total Expenses	1,514.15	1,545.28	1,458.64	5,828.08	6,576.50
5	Profit/ (loss) before exceptional itmes and tax (3-4)	20.87	15.07	5.82	58.15	124.98
6	Exceptional Items			57.53		57.53
7	Profit/ (Loss) Before Tax (5-6)	20.87	15.07	(51.71)	58.15	67.45
8	Tax Expenses					
	a) Current Tax	10.26	4.03	(13.51)	20.59	20.25
	b) Deferred Tax	(4.66)	(0.37)	1.01	(4.56)	(1.73)
9	Profit/ Loss for the period (7-8)	15.27	11.41	(39.21)	42.12	48.93
10	Other Comprehensive Income or loss					
	Items that will not be reclassified to profit or loss					
	Re-measurement of the net defined benefit plans	0.30	0.55	3.60	(0.23)	5.78
	Tax on above	(0.07)	(0.14)	(0.89)	0.06	(1.50)
11	Total Other comprehensive Income, net of tax	0.23	0.41	2.71	(0.17)	4.28
12	Total comprehensive Income for the period	15.49	11.82	(36.50)	41.95	53.21
13	Paid up equity share capital (Face Value of ₹ 10/- each per share)	651.00	651.00	651.00	651.00	651.00
14	Basic and diluted Earning Per Share (EPS) after Extra Ordinary Items					
	-Basic	0.23	0.18	(0.60)	0.65	0.75
	-Diluted	0.23	0.18	(0.60)	0.65	0.75

NOTES :

- The above financial results for the quarter and year ended 31st March, 2024 have been reviewed by the Audit Committee and were approved and taken on record by the Board of Directors in their respective meeting held on 20th May, 2024. The statutory auditors of the Company have expressed an unmodified opinion in audit report on these on these financial results.
- The Standalone financial results are prepared in accordance with Indian Accounting Standards ("Ind AS"), the provisions of the Companies Act, 2013 ("the Act"), as applicable and guidelines issued by the Securities and Exchange Board of India ("SEBI"). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.
- The Company is considered to be a single segment company engaged in the trading of pharmaceuticals formulation. Consequently, the Company has, in its primary segment, only one reportable business segment. Accordingly, there are no separate reportable segments as required under Ind AS 108 "Operating Segment".
- The balances of trade receivable, trade payable, advances given, and other financial and non-financial assets and liabilities are received in most of the cases. In few cases, such balances are subject to confirmation/reconciliation. Adjustments, if any will be accounted for on confirmation/reconciliation of the same, which in the opinion of the management will not have a material impact.
- The figures of the last quarter are the balancing figures between the audited figures in respect of full year and the unaudited published figures up to the third quarter ended December 31, which were subjected to review.

By order of Board
for Zenlabs Ethica Limited

Place: Chandigarh
Date: 20th May, 2024

DIN 02452461
Whole Time Director

Admin Office : Near Mannat Enclave & Jaharvir Goga Ji Mandir, Khata No. 719/796, Village Pabhat, Zirakpur, Distt. Mohali-140603



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Statement of Assets and Laibilities as at 31st March, 2024		
Particulars	₹ in Lakhs	
	As at 31 st March, 2024 (Audited)	As at 31 st March, 2023 (Audited)
Assets		
Non-current assets		
Property, plant and equipment	213.69	250.02
Right of use of assets	155.83	252.55
Financial assets		
Investments	70.20	70.20
Other financial assets	3.95	3.69
Deffered tax assets (Net)	27.58	22.97
Total non-current Assets	471.25	599.43
Current assets		
Inventories	1,199.50	1,136.86
Financial assets		
Trade receivables	2,072.70	2,169.57
Cash and cash equivalents	90.50	161.82
Bank balances other than cash and cash equivalents	2.08	2.08
Other financial assets	22.18	29.44
Other current assets	167.63	250.10
Total current Assets	3,554.59	3,749.87
Total Assets	4,025.84	4,349.30
Equity and Liabilities		
Equity		
Equity share capital	651.00	651.00
Other equity	361.30	319.35
Total equity	1,012.30	970.35
Liabilities		
Non-current liabilities		
Financial liabilities		
Borrowings	77.83	111.48
Lease liabilities	81.51	191.28
Other financial liabilities	108.76	93.76
Provisions	43.32	37.25
Total non-current liabilities	311.42	433.77
Current liabilities		
Financial liabilities		
Borrowings	1,221.28	185.40
Lease liabilities	105.34	96.25
Trade payables		
Total outstanding dues of micro enterprises and small enterprises	450.71	1,118.08
Total outstanding dues of creditors other than micro enterprises and small enterprises	763.24	1,423.76
Other financial liabilities	110.94	100.91
Other current liabilities	36.57	14.83
Provisions	3.52	2.97
Current tax liabilities [Net]	10.52	2.98
Total current liabilities	2,702.12	2,945.18
Total equity and liabilities	4,025.84	4,349.30

By order of Board
for Zenlabs Ethica Limited

Place: Chandigarh
Date: 20th May, 2024

Sanjay Dhir
DIN 02452461
Whole Time Director



Zenlabs Ethica Ltd.

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Cash Flow Statement for the half year ended 31st March, 2024

₹ in Lakhs

Particulars	For the year ended	For the year ended
	31 st March, 2024	31 st March, 2023
	(Audited)	(Audited)
A. Cash Flow from Operating Activities		
Profit before taxation	58.15	67.45
Adjustments for:		
Depreciation and amortisation expenses	129.44	125.11
Exceptional items	-	57.53
Allowances for credit impaired - trade receivables	4.35	-
Allowances for credit impaired - advance to suppliers	0.83	-
Finance cost	83.37	53.33
Interest income	(5.85)	(8.31)
Operating profit before working capital changes	270.29	295.11
Adjustments for changes in working capital :		
(Increase)/Decrease inventories	(62.64)	(271.35)
(Increase)/Decrease trade receivable	93.87	(152.83)
Increase/(Decrease) trade payables	(1,327.89)	358.44
Increase/(Decrease) provisions	6.39	8.27
(Increase)/Decrease other financial and non-financial assets	82.21	(32.29)
Increase/(Decrease) other financial and non-financial liabilities	46.12	(26.98)
Cash generated from operations	(891.65)	178.37
Income tax paid	(13.05)	(26.58)
Net gain / loss on foreign currency transactions	(1.35)	0.20
Net cash generated from operating activities	(906.05)	151.99
B. Cash flow from investing activities:		
Capital expenditure on property, plant and equipment including capital advances	(2.21)	(154.63)
Interest received	13.11	7.82
Net cash used in investing activities	10.90	(146.81)
C. Cash flow from financing activities:		
Proceeds from/ (repayment of) long-term borrowings	(31.10)	119.18
Proceeds from/ (repayment of) short-term borrowings	1,033.33	41.39
Payment of lease liabilities	(123.02)	(123.02)
Interest paid	(55.38)	(15.24)
Dividend paid	-	(16.28)
Net cash generated/(used) in financing activities	823.83	6.03
Net increase/(decrease) in cash and cash equivalents	(71.32)	11.21
Cash and cash equivalents at the beginning of the year	161.82	150.61
Cash and cash equivalents at the end of the year	90.50	161.82

By order of Board
for Zenlabs Ethica Limited

Place: Chandigarh
Date : 20th May, 2024

Sanjay Dhir
DIN 02452461
Whole Time Director

Admin Office : Near Mannat Enclave & Jaharvir Goga Ji Mandir, Khata No. 719/796, Village Pabhat, Zirakpur, Distt. Mohali-140603

Independent Auditor's Report on the Quarterly and Year to Date Financial Results of Zenlabs Ethica Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).

To

The Board of Directors of
Zenlabs Ethica Limited

Report on the audit of the Financial Results

Opinion

We have audited the accompanying statement of quarterly and year to date financial results ("the statement") of **Zenlabs Ethica Limited** ("the Company") for the quarter and year ended 31st March 2024, attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) including relevant circulars issued by the Securities and Exchange Board of India ("SEBI") from time to time.

In our opinion and to the best of our information and according to the explanations given to us, the statement:

- i. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information for the quarter and year ended 31st March 2024.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those standards are further described in *the Auditor's Responsibilities for the Audit of the Statement* 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 ("the

ICAI') together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Act and the rules thereunder, and we are fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

Attention is invited to note 4 of the statement which states that "The balances of trade receivable, trade payable, advances given, and other financial and non-financial assets and liabilities are received in most of the cases. In few cases, such balances are subject to confirmation/reconciliation. Adjustments, if any will be accounted for on confirmation/reconciliation of the same, which in the opinion of the management will not have a material impact."

Our opinion is not qualified in respect of the matters as stated in the Emphasis of Matter paragraph.

Management's Responsibilities for the Financial Results

This Statement has been prepared on the basis of the annual financial statements and has been approved by the Company's Board of Directors. The Company's Board of Directors is responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive income and other financial information of the Company in accordance with the Ind AS specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, and in compliance with Regulation 33 of the Listing Regulations. 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 Statement that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial results, the Board of Directors are 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 is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Statement

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is 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 Standards on Auditing, specified under Section 143(10) of the Act, 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 this Statement.

As part of an audit in accordance with the Standards on Auditing, specified under Section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has in place an adequate internal financial control with reference to financial statements and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on

the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement 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 Statement, including the disclosures, and whether the Statement represents 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.

Other Matter

The Statement includes the financial results for the quarter ended 31st March 2024, being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year-to-date figures up to the third quarter of the current financial year.

Our conclusion on this statement is not modified in respect of this matter.

for **N Kumar Chhabra and Co.**

Chartered Accountants

ICAI Firm Registration Number 00837N

ASHISH
CHHABRA

Digitally signed by
ASHISH CHHABRA
Date: 2024.05.20
15:11:04 +05'30'

CA. Ashish Chhabra

FCA., Partner

Membership Number 507083

UDIN: 24507083BKBLWO2512

Place of Signature: Chandigarh

Date: 20th May 2024



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Annexure-A

APPOINTEMENT OF M/ S. JASPREET DHAWAN & ASSOCIATES, COMPANY SECRETARIES (FCS 9372; CP 8545) AS SECRETARIAL AUDITOR OF THE COMPANY FOR THE FY 2024-25.

S.No	Particulars	Details
1.	Name	M/s Jaspreet Dhawan & Associates
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Secretarial Auditor of the Company for FY 2024-25
3.	Date of appointment,	20 th May, 2024
4.	Brief Profile (in case of appointment)	M/s. Jaspreet Dhawan & Associates is a firm of practicing company secretaries, established in 2009 providing secretarial consultancy services for more than 14 years. The firm has been providing secretarial, legal and accounting consultancy to reputed listed companies and large corporate houses in various sectors such as Information Technology, Manufacturing, Real Estate Developers, Insurance, Pharma, etc. The firm is led by Mr. Jaspreet Dhawan, who is a seasoned professional and a fellow member of ICSI
5.	Disclosure of relationships between directors (in case of appointment of a director)	None



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Annexure-B

APPOINTMENT OF M/S ANU & ASSOCIATES, CHARTERED ACCOUNTANT AS INTERNAL AUDITOR OF THE COMPANY FOR THE FY 2024-25.

S. No	Particulars	Details
1.	Name	M/s Anu & Associates
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Internal Auditor of the Company for FY 2024-25
3.	Date of appointment,	20 th May, 2024
4.	Brief Profile (in case of appointment)	M/s. Anu & Associates (Chartered Accountants) offers a comprehensive set of services including Audit and Tax Advisory, Compliance, Assurance Services, Asset Management Services, etc.
5.	Disclosure of relationships between directors (in case of appointment of a director)	None