

LOOKS HEALTH SERVICES LIMITED

(Earlier Known as Monarch Health Services Limited)

2nd ANNUAL REPORT 2012 - 2013

2nd Annual Report

BOARD OF DIRECTORS :

Dr.Prashant Vikram	<i>CNED</i>
Dr.Nishita Sheth	<i>MD</i>
Dr. Ajit Kadam	<i>Jt. M.D.</i>
Mr.Pritesh Doshi	<i>WTD</i>
Mr.D.P.Shetty	<i>NED/ID</i>
Mr.Narpatraj Bafna	<i>NED/ID</i>
Ms.Rekha Gulwani	<i>NED/ID</i>

AUDITORS
S.D. MOTTA & ASSOCIATES
Chartered Accountants

BANKERS
HDFC Bank

REGISTERED & CORPORATE OFFICE

Looks Health Services Ltd.
28/3, Next to Jari Mari Mandir,
S.V.Road, Bandra (W) Mumbai : 400050

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NOTE : Shareholders are requested to bring their copy of the Annual Report alongwith them at the Annual General Meeting.

NOTICE

NOTICE is hereby given that the 2nd Annual General Meeting of the Company will be held at the Registered office of the company on 27th day of September, 2013 at 10.30 a.m. for transacting the following business: -

Ordinary Resolutions -

- 1) To consider and adopt the audited Profit & Loss A/c. of the Company for the period ended 31st March 2013 and the Balance Sheet as at that date together with the Directors report thereon.
- 2) To Appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration.
- 3) To appoint a Director in place of Mr. Prashant Ramakant Vikram who retires by rotation and being eligible offers himself for reappointment.
- 4) To appoint a Director in place of Mr. Dhruvaprakash Shetty who retires by rotation and being eligible offers himself for reappointment.
- 5) To consider a adopt & if thought fit to discuss all the matters as would arise in the course of the meeting with the permission of chair person.

**BY ORDER OF THE BOARD
FOR LOOKS HEALTH SERVICES LTD.**

Sd/-
(MR. PRITESH DOSHI)
(DIRECTOR)

DATE: 31/08/2013
PLACE: MUMBAI

Sd/-

NOTES:-

1. The relevant details of the persons seeking reappointment as Director under Item No.3&4 of the Notice, pursuant to Clause 52 of the Listing Agreement entered into with the Stock Exchange is annexed herewith.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company.
A proxy form to the effective must be lodged with the registered office of the Company at least 48 hours before the commencement of the meeting.
3. Members / proxies should bring the attendance slip, duly filled in for attending the meetings.
4. Members / proxies attending the meeting, should bring their copy of the annual report for reference at the meeting.
5. The register of members and the transfer books of the company will be closed from 24/09/2013 to 27/09/2013.

(Earlier known as Monarch Health Services Ltd.)
28/3, Next to Jari Mari Mandir,
S.V.Road, Bandra (w)
Mumbai : 400050

ANNEXURE

Information pursuant to Clause 52 of the Listing Agreement regarding appointment of new Director or reappointment of a Director -

Name of the Director	Mr. Prashant R. Vikram	Mr. Dhruvaprakash Shetty
Date of Birth	15/07/1966	30/05/1968
Date of Appointment	01/10/2011	05/01/2012
Specialised Expertise	Experienced Dermatologist	Practicing Chartered
		Accountant specializing in Bank & Corporate Audits, Corporate Law & Income tax matters.
Qualifications	M.B.B.S	B.Com., A.C.A.
Directorship of other Companies as at 31/03/13.	D.N.C.C. Pvt. Ltd. Maxgainz Finserve Pvt. Ltd.	N.A
Chairmanship/Membership of other Committees as at 31/03/13.	N.A.	N.A
No. of Shares held in Company as on 31/03/13.	69200 Shares	Nil.

DIRECTOR'S REPORT

To,
Dear Shareholders,

Your directors have pleasure in presenting the 2nd Annual Report of the Company alongwith Audited Financial Results for the year ended 31st March 2013.

1. FINANCIAL HIGHLIGHTS -

The working results of the company for the year stand as under -

PARTICULARS	(Amt. in Rs.)	
	For the year ended 31st March 2013	For the year ended 31st March 2012
Gross Income	33,150,602	1,499,600
Net Profit \Net Loss Before Income Tax	622171	(4,500,951)
Provision for Income Tax	183913	(116,336)
Profit \Loss after Tax	438258	(4,384,615)
Appropriation out of profit	NIL	NIL
Proposed Dividend	NIL	NIL
Transfer to General Reserve	NIL	NIL
Transfer to Special Reserve	NIL	NIL
Balance Carried to Balance Sheet	438258	(4,384,615)

During the year under review, Company had 5 operational branches at Bandra, Andheri, Delhi, Goa (Calungut Beach) & Dadar & one at Chembur was in process from April'2013. Further company has opened another branch in Goa at Panjim and same was operational from August'2013.

Since Company was not operational for full year in previous year and hence comparison of current years financials with previous years will not be possible. Still Company could break even during the year under review & earn a nominal profit of Rs.4.38 Lacs during the year.

Report on Utilization of IPO Funds during the year -

Particulars	Amount (In Rs.)
Funds raised from Public Issue (including share premium)	12,00,00,000/-
Less - Utilization of Funds	
Medical Equipments, Computers & Other Assets	54,27,366/-
Working Capital	78,35,957/-
New Branch Off. Deposit & BSE IPO Deposit	16,80,000/-
Inter Corporate Deposits given (Temporary)	9,75,00,000/-
IPO Expenses	42,31,517/-
Balance held as Cash & Cash Equivalent	33,25,160/-

2. CORPORATE GOVERNANCE

Report on Corporate Governance along with the Management Discussion & Analysis Statement & Auditors Compliance Certificate is included as a part of this report.

3. DIVIDEND

Considering the expansion plans & in order to conserve resources for future, directors do not recommend any dividend during the year under review.

4. MANAGEMENT DISCUSSION & ANALYSIS REPORT

Separate Management's Discussion & Analysis Report, which is enclosed, forms part of this report.

5. DIRECTORS

In accordance with the provision of the Companies Act, 1956 and the Articles of Association of the Company, Mr. Prashant R. Vikram & Mr. Dhruvaprakash Shetty retire by rotation at this Annual General Meeting and being eligible offer themselves for reappointment.

6. AUDITORS

M/s. S.D.MOTTA & ASSOCIATES , Chartered Accountants, who were appointed as Statutory Auditors of the Company to hold office till the conclusion of this Annual General Meeting and being eligible are recommended for re-appointment.

7. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 217 (2AA) of the Companies Act' 1956, Directors confirm -

- (1) That in preparation of annual accounts the applicable accounting standards has been followed along with proper explanation relating to material departures.
- (2) That they have selected such accounting policies & applied them consistently & made judgements & estimates that are reasonable & prudent so as to give a true & fair view of the state of affairs of company at the end of financial year & of profit & Loss Account of the company for that period.
- (3) That they have taken proper care for the maintenance of adequate accounting records in accordance with the provisions of this act for safeguarding the assets of the company and for preventing & detecting fraud & irregularities.
- (4) That they have prepared the annual accounting on going concern basis.

8. PUBLIC DEPOSIT

During the year 2012-13 the company has not accepted or invited any deposits from the public.

9. PARTICULARS OF EMPLOYEES

The particulars that are required under section 217 (2A) of the Companies Act, 1956 are not applicable to the Company as no employee is paid remuneration above Rs.5 Lac p.m.

11. ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE

The particulars which are required under section 217(1)(e) of the companies Act 1956, are not applicable to the Company. Company's earnings in Foreign Exchange are to the tune of Rs. Nil and outgoing are US\$ 1670 (Rs. 91783/-) for FY2012-13 (For Purchase of Imported Medical Equipments).

11. ACKNOWLEDGEMENTS

Your Directors wish to place on record their sincere appreciation for the encouragement and co-operation received by the company from the bankers, government authorities, Securities & Exchange Board of India. Directors also wish to place on record their deep appreciation for the work done by the employees. Your Directors are particularly grateful to you for your continued support, understanding encouragement.

**FOR & ON BEHALF OF THE BOARD
FOR LOOKS HEALTH SERVICES LTD.**

Sd/-

**(MR. PRASHANT VIKRAM)
CHAIRMAN**

PLACE : MUMBAI
DATE : 30/05/2013

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Overview -

India has emerged as one of the five countries in the world in terms of the number of people undergoing surgical and non surgical procedures. India is viewed as one of the most progressive countries for cosmetic surgical procedures and this trend is expected to continue in the future. Cosmetic surgery in India has evolved from being considered a risky or impractical procedure that was demanded by overly beauty conscious women to a highly specialized and advanced niche of plastic surgery that helps people attain happiness with fewer risks and greater affordability. This change in the mindset of people is a result of several factors. Firstly, the media has become much more widespread, disseminating honest and more detailed information regarding the safety of cosmetic surgical procedures. People are increasingly recognizing the fact that a plastic surgery is at par with adopting a new diet or exercise regimen since all such activities are aimed at the same objective, i.e. to improve one's appearance. Nevertheless, plastic cosmetic surgery offers an incomparable advantage to any other approach, i.e. the results are immediately visible and it can be customized with great precision.

According to industry experts, the cosmetic surgery market has been growing well in India as a result of increased awareness due to the easy availability of information and the rising exposure consumers have received through the internet as well as other forms of media. In India, the media has played a crucial role in changing the dressing sense as well as the outlook of consumers to matters such as cosmetic surgery. A procedure that was once looked at with suspicion has currently turned into a massive industry in itself.

Future Outlook -

The changing lifestyle and urbanization, growing awareness of cosmetic surgery procedures, availability of better infrastructure and the rising economic capacity are all driving the cosmetic surgeries market in India. India is bound to become favorite medical tourism space in the world.

Our Strategy -

Company presently has 7 branches viz. 4 (four) in Mumbai at Bandra, Andheri, Dadar & Chembur, 2(two) in Goa & 1(One) in Delhi but out of this only 5 branches of the Company were fully operative as on Mar'2013. Due to weak economic outlook and inflationary pressures, Company has restricted its branch expansion and is taking all precautions towards the same. However, once the economy starts moving, Company is highly upbeat about the business prospects of the Company. Considering the demand in the market the Company provides services like cosmetic and plastic surgeries, weight loss & hair gain treatment, dental surgeries and other dental treatments etc.

Performance of our Company -

During the year, Company earned revenue of Rs. 20,245, 277 /- and profit after tax for the year amounted to Rs. 438,258 & did turn around during the year, though marginally. The Company presently has 7 branches viz. 4 (four) in Mumbai at Bandra, Andheri, Dadar & Chembur, 2(two) in Goa & 1(One) in Delhi.

Internal Control Systems -

Your Company has adequate internal control procedures to commensurate with the nature and size of its business. Procedures ensure efficient and cost effective use of company's resources. Company has developed proper procedures to safeguard company's valuable assets against losses, to ensure timely and accurate preparation of accounts and compliance's of various rules and regulations.

Employee Relations -

Company had smooth relations with its employees during the year under review.

**FOR & ON BEHALF OF THE BOARD
FOR LOOKS HEALTH SERVICES LIMITED**

Sd/-

**MR. PRASHANAT VIKRAM
CHAIRMAN**

PLACE : MUMBAI
DATE : 30/05/2013

REPORT ON CORPORATE GOVERNANCE

A) Our Philosophy

We believe in attaining full accountability and proper disclosures to all those connected with our Company and to all authorities. Good Corporate Governance has always been our endeavor.

B) Board of Directors

Present Board Strength Comprises of 6 Directors, out of which Dr. Nishitha Sheth is Managing Director, Mr. Pritesh Doshi is Whole Time Director and all others are Non-Executive Directors (NED). Chairman of the Company is an Non-Executive Director and 3 out of 4 NED are Independent Directors (ID).

During the Year under review, 4 Board Meetings were held on 5th Apr. 2012, 30th July 2012, 31st Oct 2012 & 31st Jan 2013. The attendance of Directors at each of these Board Meetings and their Directorship in other Companies are as under -

Name of Director	Attendance at Last AGM	No. of Board Meetings Held	No. of Board Meetings	Category of Director Attended	Other Director-ships
Dr.Prashant Vikram	Yes	5	5	CNED	2
Dr.Nishita Sheth	Yes	5	5	MD	2
Mr.Pritesh Doshi	Yes	5	5	WTD	3
Mr.D.P.Shetty	Yes	5	2	NED/ID	--
Mr.Narpatraj Bafna	Yes	5	2	NED/ID	--
Mr. Deepak M Doshi	Yes	5	2	NED/ID	5

MD - Managing Director
CNED - Chairman & Non Executive Director
WTD - Whole Time Director
NED - Non Executive Director
ID - Independent Director

Dr. Prashant Vikram and Dr. Nishita Sheth are Husband and wife & are related to each other.

Related Party Transactions -

Please refer to Clause 14 at Significant Accounting Policies for Related Party Transactions.

Profile of Directors Retiring by Rotation and eligible for Re-appointment -

Dr. Prashant R. Vikram -

Dr. Prashant Vikram is M.B.B.S. from Bangalore University. He has had over 20 years Experience working at various institutions before joining our Company. His immediate past Employment was with DNCC Private Limited, Mumbai, where he worked from 18.06.2004 till 01/10/2011. And held the Position of Director, Skin Department. His Duties and Responsibilities included Handling OPD of 50-60 Patients per day which required performing procedures necessary for all kinds of skin tag removal, other skin Surgeries and Treating Patients with Skin Diseases. The procedures performed included Skin Tag Removal, Skin Biopsy, and Chemical Peel for Melasma, other Pigment Removal and Tattoo Removal etc.

Over the years he has gained experience of working with tools like Cautery, Skin Surgery Equipment, and other procedures like Peel, Botox, Fillers, Laser (IPL), Q Switch- ND and Yag Laser etc. Prior to his immediate Past Employment, he had worked as Medical Officer and SHO/General Physician at Sneh Nirmal Hospital and ICU at Vadodara in Gujrat (India). His duties and responsibilities included handling 80-100 patients per day, and attending to both day and night duties - both surgical and non-surgical, including ICU and ICCU. He acquired experience of handling and attending to all Emergency Physician and Surgical Work including Stitching, Dressing, besides other Minor Operation Theatre Procedures. During this period he got hands on experience of using various surgical equipments, Foetal Monitoring ICU, ICCU, ECG and other assignments.

Mr. Dhruvaprakash Shetty -

Mr. Dhruvaprakash Shekat Shetty (Age 43 Years). He is a practicing Chartered Accountant since 1998 and his office is situated at 16, Kolsawala Building, 3rd Floor, Cawasji Patel Street, Fort, Mumbai - 500 001. His Firm M/S. Dhruvaprakash & Co. also established in 1998 bears the registration number 117674W. His Educational qualifications are B.Com from Mangaluru University, Karnataka and C.A. (Chartered Accountant, ICAI Batch of 1997). He has also been a Member of Western India Regional Council.

Over the years, he has acquired vast experience in the field of Corporate Audit, Corporate Law & Income tax matters, Bank Audits comprising Concurrent /Stock/Quarterly Review and Statutory Audit of Private and Public Sector Banks including State Bank of India, Financial Consultancy, Project Finance, FEMA related matters, Business Restructuring, Legal & Tax Matters relating to real estate/ properties, Consultancy on service tax, Maharashtra VAT, co-operative audits.

C) Committees of Board

Board has constituted following committees and delegated adequate power to them to carry out the activities of the Company -

1) Audit Committee

Audit Committee comprises of 2 Non-Executive Independent Directors & one Executive Director. Committee reviews all matters specified in clause 52 of the Listing agreement alongwith section 292A of the Companies Act, 1956. Committee Comprises of the following Directors -

D P Shetty	- Chairman (Independent Director)
Narpatraj Bafna	- Member (Independent Director)
Pritesh Doshi	- Member (Executive Director)

During the year under review, 4 Committee Meeting were held and all the members attended the meeting. The terms of reference of Audit Committee mandated by the Board of Directors are -

1. Review of the financial reporting system and Internal control systems ensuring correct & credible financial statements.
2. Ensuring compliance with regulatory guidelines.
3. Discussions on half yearly and annual financial results including major accounting entries involving exercise of judgment by the management.
4. Representation by the Statutory auditors to the management in regard to any internal control weakness observed by them during the course of their audit and the action taken by the management thereon.
5. Discussions with Statutory Auditors on matters related to their area of audit.
6. Review of the Risk Management framework concerning the critical operations of the Company.
7. Management Discussion and Analysis of the Company's operations.
8. Review of significant related party transactions.
9. Review of implementation of the Fraud Risk Management Policy and the Fraud Risk Assessment Reports.
10. Recommendation for appointment of Statutory Auditors and their remuneration.
11. Appointment, removal and terms of remuneration of the Chief Financial Officer (CFO) and Chief Internal Auditor.

The Audit Committee of the Company is governed by their respective Charters to ensure effective compliance with Clause 49 of the Listing Agreement. These charters are reviewed from time to time with a view to bring them in line with the regulatory framework.

2) Remuneration Committee

The terms of reference mandated by the Board are -

- To decide the policy on specific remuneration packages for Managing Director / Whole Time Director including pension rights and any other compensation payments.

Remuneration Committee comprises of 2 Non Executive Independent Directors and 1 Executive. Committee is empowered to decide and approve the remuneration of Directors. Committee comprised of following directors -

D P Shetty	-	Chairman (Independent Director)
Deepak Doshi	-	Member (Independent Director)
Pritesh Doshi	-	Member (Executive Director)

Committee met once in a year and all the Committee members were present in the meeting.

3) Investors Grievance Committee

The terms of reference of the Committee mandated by the statutory and regulatory requirements, which are also in line with the mandate given by the Board of Directors are -

- To redress Shareholders and Investors Complaints
- To ensure expeditious Shares Transfer
- To review status of legal cases involving the Investors where the Company has been made a party.

Committee Comprises of 2 Non Executive Independent Directors viz. Mr. Narpal Bafna (Chairman), Mr. D P Shetty (Member) and Mr. Pritesh Doshi (Member & Executive Director). Mr. Pritesh Doshi, Director has been designated as Compliance Officer of the Company. Committee approves matters regarding transfer, transmission of shares, issue of duplicate shares, review redressal of investor's grievances etc.

Company has 134 investors. During the year, Company has received no Complaints. No Shares are pending for Transfer as on the year end date.

D) General Body Meetings

Information of last *1 Annual General Meetings held is as under -

Financial Year	Date	Time	Venue
2011-2012	29th Sept.,2012	10.00 a.m	28/3, Next to Jari Mari Mandir, S.V.Road, Bandra (W), Mumbai : 400050.

*Since Company was incorporated on 01/10/2011. One Special Resolution was passed at the said Meeting.

E) Disclosures

- i) Materially Significant Related Party Transactions are disclosed at Clause 14 of "Significant Accounting Policies".
- ii) No penalties or strictures have been imposed on the Company by the Stock Exchange or SEBI or any other Statutory Authority on any matter related to capital markets during the last three years for non-compliance.

F) Means of Communication

Company got listed w.e.f.30th May'12 on BSE SME Platform. Half-Yearly Results are sent to the Stock Exchanges as soon as the Board approves them. The same are published in Free Press Journal & Navshakti. The same are even updated on Company's Web site viz. www.looksclinic.com.

Management Discussion and Analysis Report forms part of this report.

G) General Shareholder Information

1) 2nd Annual General Meeting

Date - 27/09/2013

Time - 10.30 a.m.

Venue -28/3, Next to Jari Mari Mandir, S.V.Road, Bandra (w) Mumbai : 400050

2) Tentative Financial Calendar for the Year

Unaudited Results for 1st Half Year	31st October'2013
Audited Results for 2nd Half Year	31st May'2014
Audited Results for FY2013-2014	31st May'2014

3) Book ClosureDate 24/09/13 to 27/9/13

4) Dividend Payment Date Not Applicable.

5) Listing on Stock Exchanges and Stock Code

The Stock Exchange Mumbai	534422
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6) Market Price Data

Month	High	Low	Month	High	Low
April, 2012	N.A.#	N.A.#	Oct.,2012	43.20	42.00
May, 2012	42.00	40.10	Nov.,2012	83.50	42.90
June, 2012	42.00	40.05	Dec.,2012	86.55	83.00
July, 2012	42.00	40.20	Jan.,2013	143.50	86.55
Aug. 2012	40.40	40.20	Feb.,2013	@N.A.	@N.A.
Sept. 2012	42.50	40.20	March,2013	218.00	145.00

Listed on 30th May'2012.

@ No Trades executed in Feb.'2013.

7) Registrar & Transfer Agents

Company has appointed M/s. Sharepro Services India Pvt. Ltd., as its R&T Agent for physical and electronic connectivity with the Depositories for Dematerialised Shares. Further Company has also transferred its share transfer division to its RTA and signed agreement with them for transfer of complete share transfer activities at their end.

8) Share Transfer System

Physical Shares received for Transfer are processed and an option letter is sent to the Shareholder to convert his holding into electronic form. If not opted, Share certificates are sent back duly transferred. Demat shares are transferred directly to the beneficiaries by Depositories. Investors Grievance Committee and Compliance Officer of the Company are authorised to approve the share transfer.

9) Distribution of Shareholding

SHARES HOLDING SHARE HOLDERS OF NOMINAL VALUE OF				SHARE AMOUNT				
RS.	RS.	Number	% To Total	Physical (in Rs.)	NSDL Demat (in Rs.)	CDSL Demat (in Rs.)	TOTAL % to Total	
Up to	2500	3	2.239	-	2000	1000	0.004	
2501	5000	1	0.746	-		4000	0.006	
5001	10000	13	9.701	20000	56000	28000	0.148	
10001	20000	1	0.746	-	16000	-	0.023	
20001	30000	7	5.224	-	96000	90000	0.265	
30001	40000	3	2.239	-	32000	72000	0.148	
40001	50000	5	3.731	100000	150000	-	0.356	
50001	100000	19	14.179	100000	1554000	88000	2.478	
100001	& above	82	61.194	5500000	21484000	30607000	96.573	
	Total :	134	100	5720000	23390000	30890000	100.000	

11) Dematerialization of Shares and Liquidity

The shares of the Company are under Compulsory Demat Delivery for all categories of Investors. Your Company has signed agreement with NSDL & CDSL for the same.

The shares of your Company trade under S group at the SME Platform of The Bombay Stock Exchange Limited.

12) Outstanding GDR/ADR/Warrants or any Convertible instruments, Conversion Date and likely impact on equity

Nil.

13) Branch / Franchisee Locations

-

- 104, Samarth Vaibhav Building, 1st floor, adarsh nagar, near lokhandwala circle, Oshiwara, Andheri (w), Mumbai : 400053
- Property No.4, Pamposh Enclave, New Delhi - 110048
- Flat no.2/29/292D/F-1, Valentine Building, Next to Royal Foods, opp ICICI Bank, Naika Vaddo, Calangute, Bardez, Goa - 403516.
- Shop No.1, Omkar Co-Op Housing Society, Near Raghuraj Bhavan, Gokhale Road South, Dadar (W), Mumbai - 400028 (Franchisee)
- Vadavli Village, Opp. Hanuman Temple, Near Golf Club, Chembur, Mumbai -400074 (Franchisee)

14) Address for Correspondence Looks Health Services Limited

(Earlier known as Monarch Health Services Ltd.)
28/3, Next to Jari Mari Mandir, S.V.Road, Bandra (w)
Mumbai : 400050

S. D. MOTTA & ASSOCIATES

Chartered Accountants

3, Shanivar Nivas, Chincholi Pada, Subhash Raod, Dombivli (W) - 421 202.
Telephone -9321940041 (M).

**Auditors Certificate on Compliance of conditions of corporate governance
as per clause 49 of the Listing Agreement with the Stock Exchanges.**

To,
Members of Looks Health Services Ltd
(Earlier known as Monarch Health Services Ltd)
Bandra (W), Mumbai - 400053.

We have examined the compliance of conditions of corporate governance by LOOKS Health Services Ltd ("the Company") for the year ended 31st March 2013, as stipulated in clause 52 of the Listing Agreement of the Company with the Stock Exchanges, with the relevant records and documents maintained by the Company and the Report on Corporate Governance as approved by the Board of Directors.

The compliance of conditions of corporate governance is the responsibility of management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

We certify that the Company has complied with, in all material respects, the mandatory conditions of Corporate Governance as stipulated in the above-mentioned Listing agreement.

We have been explained that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Company.

For S. D. MOTTA & ASSOCIATES
Chartered Accountants

Sd/-
(SANJAY D. MOTTA)
(Proprietor)

Place - Mumbai
Date - 02/09/13

S. D. MOTTA & ASSOCIATES
Chartered Accountants

3, Shanivar Nivas, Chincholi Pada, Subhash Raod, Dombivli (W) - 421 202.

Telephone -9321940041 (M).

Independent Auditor's Report

To,
The Members,
LOOKS HEALTH SERVICES LIMITED
(Earlier known as Monarch Health Services Ltd.)

Report on Financial Statement

We have audited the accompanying financial statements of Looks Health Services Ltd., which comprise the Balance Sheet as at 31st March 2013, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's responsibility for the Financial Statements

The Company's management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and the cash flows of the company in accordance with the Accounting Standards referred to in Section 211(3C) of the Companies Act 1956, and in accordance with the accounting principles generally accepted in India. The responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give true and fair view and free from material misstatement, whether due to fraud or error.

Auditor's responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- i) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2013.
- ii) In the case of the Statement of Profit and Loss, of the profit of the company for the year ended on that date, and
- iii) In the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on other Legal and Regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government in terms of Section 227(4A) of the Act,
we give in the annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by Section 227(3) of the Act, we report that :
 - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - (b) In our opinion, proper books of account as required by the 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 this report are in agreement with the books of account.
 - (d) In our opinion, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards referred to in Section 211(3C) of the Act.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2013 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2013 from being appointed as a director in terms of Section 274(1)(g) of the Act.

For S. D. Motta & Associates

Chartered Accountants

Sd/-

(Sanjay D. Motta)

Proprietor

Place - Mumbai
Date -30/05/2013

ANNEXURE

The Annexure referred to in paragraph 1 of our Report of even date to the members of Looks Health Services Limited on the accounts of the Company for the year ended 31st Mar.'2013 -

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that -

- 1) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of information available.
- 2) According to the information and explanations given to us, the fixed assets have been physically verified by the management at reasonable interval during the year, which in our opinion is reasonable, having regard to the size of the Company and nature of the assets. No material discrepancies were noticed on such physical verification.
- 3) In our opinion and according to the information and explanations given to us, no Fixed Assets had been disposed off by the Company during the year.
- 4) As explained to us, the inventories have been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable having regard to the size of the Company and the nature of its business.
- 5) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of the business.
- 6) The Company has been maintaining proper records of inventory. However discrepancies noticed on physical verification of stocks, as compared to book records were not material and have been properly dealt with in the books of accounts.
- 7) The Company has granted loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956 and the terms and conditions of the said loans are prima facie not prejudicial to the interest of the Company except Interest not charged. The maximum amount outstanding during the year was Rs 1035407/- and the year-end balance of such loan amounted to Rs 503605/-.
- 8) The Company has not taken loans, secured or unsecured, from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956.
- 9) In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods & services. During the course of audit, we have not observed any continuing failure to correct major weaknesses in internal control system of Company.
- 10) According to the information and explanations given to us, we are of the opinion that the particulars of all contracts or arrangements that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered. In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of rupees five lakhs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- 11) In our opinion, and according to the information and explanations given to us, the provisions of Sections 58 A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public are not applicable to the Company as Company has not accepted any deposits from the public.
- 12) Company does not have any formal internal audit system but according to management they have strong internal control commensurate with the size & nature of its business.

- 13) The provisions of maintaining cost records pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 209 (1) (d) of the Companies Act, 1956 in respect of certain manufacturing activities are not applicable to the Company.
- 14) According to the information and explanations given to us by management, there are no undisputed statutory dues payable in respect of Investor Education and Protection Fund, Income-tax, Sales-Tax, Custom Duty, Service Tax etc. which are outstanding as at 31st March'13 for a period of more than six months from the date they became payable. Further, since the Central Government has till date not prescribed the amount of cess payable under section 441A of the Companies Act, 1956, we are not in a position to comment upon the regularity or otherwise of the company in depositing the same.
- 15) Accumulated losses at the end of the financial year are not more than 50% of Networth of the Company & Company has incurred cash losses during the financial year and in immediately preceding financial year as well.
- 16) Company has not obtained loan from any financial institution or bank or debenture holder so question of default does not arise.
- 17) The company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Hence the requirements of item (xii) of paragraph 4 of the Order is not applicable to the company.
- 18) The company is not a Chit Fund, Nidhi or mutual benefit Society. Hence the requirements of item (xiii) of paragraph 4 of the Order is not applicable to the company.
- 19) As the Company is not dealing or trading in shares, securities, debentures and other investments, paragraph 4(xiv) of the Order is not applicable.
- 20) According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from bank or financial institutions.
- 21) As per information and explanations given to us & from records it is observed that company has not taken any term loan taken during the year.
- 22) According to the information and explanations given to us and on the examination of records, no funds raised on short-term basis have been used for long-term investment.
- 23) According to the information and explanations given to us company has not made preferential allotment of shares to companies listed in the register maintained under section 301 of the Companies Act, 1956.
- 24) The company has not issued any debentures. Hence the requirements of clause (xix) of paragraph 4 of the Order is not applicable to the company.
- 25) As informed & explained to us & as verified, the Company has raised Rs. 12 Crore by way of Public Issue of 30,00,000 Equity Shares @ Rs.40/- each (Including Premium of Rs.30/- per share) during the year and we have verified the disclosure made & certified by the management regarding the end use of the IPO Proceeds.
- 26) From the examination of records and according to the information and explanations given to us, fraud on or by the company has not been noticed or reported during the year.

For S. D. Motta & Associates
Chartered Accountants
Sd/-
(Sanjay D. Motta)
Proprietor

Place - Mumbai
Date - 30/05/2013

AUDITED BALANCE SHEET AS AT 31ST MARCH 2013

(Amount in Rs.)

Particulars	Schedule	Amount As On 31st March' 2013	Amount As On 31st March' 2012
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	A	60,000,000.00	31,250,000.00
(b) Reserves and Surplus	B	86,053,643.04	(634,615.77)
(c) Money received against share warrants		-	-
(2) Share application money		-	-
(3) Non-Current Liabilities			
(a) Long-term borrowings		-	-
(b) Deferred tax liabilities (Net)		67,577.30	-
(c) Other Long term liabilities		-	-
(d) Long term provisions		-	-
(4) Current Liabilities			
(a) Short-term borrowings		-	-
(b) Trade payables	C	371,178.00	178,815.00
(c) Other current liabilities	D	-	1,500,000.00
(d) Short-term provisions	E	1,211,209.76	6,113,528.14
Total		147,703,608.10	38,407,727.37
II.Assets			
(1) Non-current assets			
(a) Fixed assets	F		
(i) Tangible assets		23,001,042.07	21,146,935.00
(ii) Intangible assets		138,097.58	28,220.00
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Deferred Revenue Expenditure		103,333.00	-
(c) Non-current investments		-	-
(d) Deferred tax assets (net)		-	116,335.81
(e) Loans & advances and deposits	G	5,743,637.00	5,300,000.00
(f) Other non-current assets (Misc.Exp.O/s.)		4,346,911.31	3,246,990.00
(2) Current assets			
(a) Inventories	H	641,840.00	1,134,820.00
(b) Trade receivables	I	11,500.00	-
(c) Cash and cash equivalents	J	3,325,159.70	5,789,597.00
(d) Short-term loans and advances	K	110,392,087.14	1,361,241.67
(e) Other current assets	L	-	283,587.59
Total		147,703,608.10	38,407,727.37

SIGNIFICANT ACCOUNTING POLICIES
NOTES TO ACCOUNTS

M
N

FOR S. D. MOTTA & ASSOCIATES
CHARTERED ACCOUNTANTS

FOR LOOKS HEALTH SERVICES LIMITED

Sd/-
(SANJAY D. MOTTA)
PROPRIETOR

Sd/-
DIRECTOR

Sd/-
DIRECTOR

DATE :- 30/05/2013
PLACE :- MUMBAI

PROFIT & LOSS A/C. FOR THE YEAR ENDED 31ST MARCH 2013

Particulars	Schedule	Amount As on 31st March'2013	Amount As on 31st March'2012
I. Revenue from operations	O	20,245,277	1,499,600
II. Other Income	P	12,905,326	-
III. Total Revenue (I +II)		33,150,602	1,499,600
IV. Expenses:			
Cost of materials consumed		-	-
Purchase of Stock-in-Trade		3,387,425	1,499,785
Purchase of Services		1,253,908	-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	Q	492,980	(1,134,820)
Employee Benefit Expenses	R	6,746,134	939,630
Financial costs		-	-
Depreciation and amortization expense	S	3,928,927	584,193
Other expenses	T	16,719,058	4,111,763
Total Expenses		32,528,431	6,000,552
V. Profit before exceptional and extraordinary items and tax	(III - IV)	622,171	(4,500,952)
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		622,171	(4,500,952)
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		622,171	(4,500,952)
X. Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		183,913	(116,336)
XI. Profit(Loss) from the period from continuing operations	(VII-VIII)	438,258	(4,384,616)
XII. Profit/(Loss) from discontinuing operations		-	-
XIII. Tax expense of discounting operations		-	-
XIV. Profit/(Loss) from Discontinuing operations	(XII - XIII)	-	-
XV. Profit/(Loss) for the period (XI + XIV)		438,258	(4,384,616)
XVI. Earning per equity share:			
(1) Basic		0.07	(4.97)
(2) Diluted		0.07	(4.97)

SIGNIFICANT ACCOUNTING POLICIES
NOTES TO ACCOUNTS

L
M

FOR S. D. MOTTA & ASSOCIATES
CHARTERED ACCOUNTANTS

Sd/-
SANJAY D. MOTTA
(PROPRIETOR)

FOR MONARCH HEALTH SERVICE LTD.

Sd/-
DIRECTOR

Sd/-
DIRECTOR

PLACE :- MUMBAI
DATE :- 30/05/2013

SCHEDULE TO BALANCE SHEET

(Amount in Rs.)

	AS AT 31.03.2013	AS AT 31.03.2012
NOTE : A		
SHARE CAPITAL		
AUTHORISED SHARE CAPITAL		
6000000 EQUITY SHARES OF RS.10/- EACH (PREVIOUS YEAR 6000000 EQUITY SHARES OF RS.10/- EACH) ISSUED, SUBSCRIBED AND PAID UP	<u>60,000,000</u>	<u>60,000,000</u>
TOTAL 60,00,000 EQUITY SHARES OF RS.10/- EACH FULLY PAID {OUT OF WHICH 30,00,000 SHARES WERE ISSUED AT A PRICE OF RS.10/- EACH AND 30,00,000 SHARES WERE ISSUED AT A PRICE OF RS.40/- EACH (INCLUDING RS.30/- AS SHARE PREMIUM)} (PREVIOUS YEAR 30,00,000 SHARES WERE ISSUED AT A PRICE OF RS.10/- EACH AND 1,25,000 SHARES WERE ISSUED AT A PRICE OF RS.40/- EACH (INCLUDING RS.30/- AS SHARE PEREMIUM)	60,000,000	31,250,000
LIST OF SHAREHOLDERS HOLDING MORE THAN 5%		
NAME OF SHAREHOLDER	QTY.	% TO TOTAL
MAXGAINZ FINSERVE PVT LTD	1,200,000	20.00
DIPAK KALYANJI TANNA	450,000	7.50
SOHNI TANNA	450,000	7.50
NOTE : B		
RESERVES & SURPLUS		
1) SECURITIES PREMIUM A/C	90,000,000	3,750,000
{ ON 30,00,000 SHARES ISSUED AT RS.40/- PER SHARE INCLUDING RS.30/- PER SHARE AS PREMIUM (PREVIOUS YEAR ON 125000 SHARES ISSUED AT RS.40/- PER SHARE INCLUDING RS.30/- PER SHARE AS PREMIUM)}		
2) SURPLUS (BALANCE IN STATEMENT OF P&L A/C.)	<u>(3,946,357)</u>	<u>(4,384,616)</u>
	<u>86,053,643</u>	<u>(634,616)</u>
CURRENT LIABILITIES		
NOTE : C		
TRADE PAYABLES		
Schedule 1	<u>371,178</u>	<u>178,815</u>
	<u>371,178</u>	<u>178,815</u>
NOTE : D		
SHARE APPLICATION MONEY (REFUNDABLE)		
HEMANT M.SHAH	-	500,000
PRERNA SANJANWALA	-	500,000
ROHAN HEMANT SHAH	-	500,000
	-	1,500,000
NOTE : E		
SHORT TERM PROVISION		
Refer Schedule 2	<u>1,211,210</u>	<u>6,113,528</u>
	<u>1,211,210</u>	<u>6,113,528</u>
NON CURRENT ASSETS		
NOTE : G		
LOANS & ADVANCES AND DEPOSITS		
SECURITY DEPOSITS (UNSECURED BUT CONSIDERED GOOD) - VAT DEPOSIT (MVAT)	25,000	25,000

OFFICE DEPOSIT (ANDHERI OFFICE)	533,637	600,000
OFFICE DEPOSIT (DELHI OFFICE)	600,000	570,000
OFFICE DEPOSIT (GOA OFFICE)	105,000	105,000
OFFICE DEPOSIT (BANDRA OFFICE)	1,500,000	1,500,000
OFFICE DEPOSIT (GOREGAON OFFICE)	2,500,000	2,500,000
OFFICE DEPOSIT (GOA PANJI CLINIC)	450,000	-
DEPOSIT TO SURENDRA KUMAR	30,000	-
TOTAL	5,743,637	5,300,000

SCHEDULE F

FIXED ASSETS (TANGIBLE ASSETS)

SR. NO.	Name of The Assets	GROSS BLOCK			DEPRECIATION BLOCK			NET BLOCK
		Cost As On 01.04.11	Additions During the year	Total as on 31.03.2012	UP TO 01.04.11	FOR THE YEAR	W.D.V. 31.03.2012	W.D.V. 31.03.2012
1	A.C	625,522	335,200	960,722	4,764	86,347	869,610	620,757
2	Furniture & Fixtures	2,774,904	265,695	3,040,599	29,649	514,303	2,496,647	2,745,255
3	Medical Equipment	16,937,178	3,329,568	20,266,746	-	2,581,815	17,684,931	16,937,178
4	Computer & Accessories	66,108	853,744	919,852	431	76,892	842,529	65,677
5	Electrical Equipment	797,538	496,244	1,293,782	19,470	183,311	1,091,002	778,068
6	Two Wheeler - Goa	-	18,000	18,000	-	1,677	16,323	-
	Total of Tangible Assets	21,201,249	5,298,452	26,499,701	54,314	3,444,345	23,001,042	21,146,935
	Intangible Assets :							
7	Software Purchased	28,800	128,915	157,715	580	19,037	138,098	28,220
	TOTAL	21,230,049	5,427,366	26,657,415	54,893	3,463,383	23,139,140	21,175,155

NON CURRENT ASSETS

NOTE : G

LOANS & ADVANCES AND DEPOSITS

SECURITY DEPOSITS (UNSECURED BUT CONSIDERED GOOD) -

VAT DEPOSIT (MVAT)	25,000	25,000
OFFICE DEPOSIT (ANDHERI OFFICE)	533,637	600,000
OFFICE DEPOSIT (DELHI OFFICE)	600,000	570,000
OFFICE DEPOSIT (GOA OFFICE)	105,000	105,000
OFFICE DEPOSIT (BANDRA OFFICE)	1,500,000	1,500,000
OFFICE DEPOSIT (GOREGAON OFFICE)	2,500,000	2,500,000
OFFICE DEPOSIT (GOA PANJI CLINIC)	450,000	-
DEPOSIT TO SURENDRA KUMAR	30,000	-
TOTAL	5,743,637	5,300,000

CURRENT ASSETS

NOTE : H

INVENTORIES

STOCK OF FINISHED GOODS	641,840	1,134,820
(STOCK IS VALUED AT COST OR RELIASABLE VALUE WHICHEVER IS LESSER)		

NOTE : L

TRADE RECEIVABLE		
DELHI CLINIC CREDIT CARD	<u>11,500</u>	<u>-</u>

NOTE : J

CASH & BANK BALANCE		
TIME DEPOSIT	280,731	-
PETTY CASH	20,236	23,336
CASH IN HAND	1,929,857	293,792
CURRENT A/C. WITH HDFC BANK LTD	994,364	5,472,469
KOTAK MAHINDRA BANK A/c	99,972	-
	<u>3,325,160</u>	<u>5,789,597</u>

NOTE : K

SHORT TERM LOANS, ADVANCES & DEPOSITS

1) ADVANCES TO RELATED PARTIES (DIRECTOR)

DR.PRASHANT VIKRAM	485,407	1,035,407
NISHITA SHETH	18,198	-
	<u>503,605</u>	<u>1,035,407</u>

2) OTHER ADVANCES & DEPOSITS

TDS RECEIVABLE	1,224,088	-
A.K.ELECTRICALS	-	20,000
SUMIT AGARWAL	3,000	-
DEPOSIT FOR IPO	1,200,000	-
PARAG THAKKAR	128,219	-
ADVANCE CONNECTIVITY CHARGES	-	79,049
ADVANCE BROKRAGE PAID (OFFICES)	-	226,786
	<u>2,555,307</u>	<u>325,835</u>

3) INTER CORPORATE DEPOSITS

GRS SHELTERS (P) LTD	19,003,123	-
Total (B)	19,003,123	-

INTER CORPORATE DEPOSITS

HARSH TOBACCO P LTD	38,148,866	-
BAGRECHA TRADE SERVICES LTD	44,882,337	-
SAMSNE REALITY PVT. LTD.	5,298,849	-
Total (C)	88,330,052	-
Total (1+2+3)	<u>110,392,087</u>	<u>1,361,242</u>

NOTE : L

OTHER CURRENT ASSETS

NET VAT CREDIT	-	64,010
NET SERVICE TAX CREDIT	-	219,578
	<u>-</u>	<u>283,588</u>

NOTE : O

REVENUE FROM OPRATIONS		
SALE OF SERVICES	16,342,903	1,488,381
SALE OF MEDICINE	3,947,374	
LESS - SALE RETURNED	(45,000)	11,219
	<u>20,245,277</u>	<u>1,499,600</u>

NOTE : P

OTHER INCOME		
DISCOUNT RECEIVED	321,521	-
FOREIGN EXCHANGE FLACTUATION A/c	1,537	-
INTEREST ON INTER CORPORATE DEPOSITS	11,704,807	-
INTEREST ON LOAN	581,096	-
INTEREST RECEIVED ON FD	83,191	-
L Y SERVICE TAX CREDIT	213,022	-
ROUND OFF	151	-
	12,905,326	-

NOTE : Q

CHANGES IN STOCK IN TRADE		
OPENING STOCK OF MEDICINES	1,134,820	-
LESS - CLOSING STOCK OF MEDICINES	641,840	1,134,820
	492,980	(1,134,820)

NOTE : R

EMPLOYEE BENEFIT EXPENSES		
SALARY EXPENSES	6,568,276	939,630
BONUS	177,858	-
	6,746,134	939,630

NOTE : S

DEPRECIATION & AMORTISATION EXPENSES		
DEPRECIATION OF FIXED TANGIBLE ASSETS	3,463,383	54,893
DEFERRED REVENUE EXPENDITURE WRITTEN OFF	8,167	-
PRELIMINARY EXPENSES W/OFF.	457,377	529,300
	3,928,927	584,193

NOTE : T

ADMINISTRATIVE & OTHER EXPESES		
DIRECTORS REMUNERATION	373,890	280,000
BROKRAGE PAID	-	28,214
BSE PROCESSING FEES	25,000	-
OFFICE/CLINIC EXPESES	1,663,368	83,941
TRAVELLING EXP	546,031	558,783
BANK CHARGES	-	2,411
ROC FILLING FEES	24,050	12,800
STAMP DUTY & REGISTRAION FEES (LL AGMT.)	-	109,833
PROFESSIONAL FEES	158,555	132,755
RETAINER FEES	144,000	-
BIO-MEDICAL EXPENSES	-	7,750
CONVEYANCE	245,617	56,074
RENT PAID (GOA BRANCH)	458,500	175,000
RENT PAID (PANJIM GOA BRANCH)	225,000	-
RENT PAID (DELHI BRANCH)	2,280,000	380,000
RENT PAID (BANDRA BRANCH)	2,100,000	437,500
RENT PAID (ANDHERI BRANCH)	762,501	312,500
FRANCHISEE COMMISSION	57,224	-
PRINTTING & STATIONERY	238,533	66,243
ADVERTISEMENT	5,406,887	1,074,965

AUDIT FEES	25,000	10,000
TELEPHONE CH.	220,490	40,302
CABLE CONNECTIVITY CH	-	2,440
STAFF WELFARE EXP	-	53,830
INSURANCE	16,000	4,633
INTEREST & LATE CHARGES	10,273	-
COURIER EXP	32,793	2,575
FINANCIAL EXPS	59,134	-
PT CHARGES	2,500	-
SELLING & DISTRIBUTION EXPS	728,789	-
CUSTOM DUTY	28,096	-
LABOUR CHARGES	27,095	-
BSE LISTING FEES	25,000	-
REPAIRS & MAINTANCE	-	19,950
ELECTRICITY CHARGES	595,164	37,047
TEA & REFRESHMENT	-	65,026
BOOKS & PERIODICALS & NEWSPAPER	7,658	-
POSTAGE & TELEGRAM CHARGES	48,842	-
WEB SITE DEVELOPMENT CH.	9,400	7,000
LAB CHARGES	-	102,000
RENT (OT CHARGES)	-	39,000
CONNECTIVITY CHARGES	173,668	9,191
	16,719,058	4,111,763

Schedule L - Significant Accounting Policies:

1. Basis of accounting:

The financial statements are prepared on the historical cost convention basis and on accrual concept as a going concern in accordance with the applicable Accounting Standards referred to in Sub section 3C of Section 211 of the Companies Act, 1956 and normally accepted accounting principles.

2. Accounting Standards:

Accounting standards as prescribed by the Department of Corporate Affairs (Formerly known as Department of Company Affairs) and referred to in the Companies Act, 1956 have been followed wherever applicable.

3. Fixed Assets and its Depreciation:

Fixed assets are stated at cost price comprising of the purchase price and any attributable cost of bringing the assets to its working condition for its intended use.

Depreciation is calculated under WDV method at the rates prescribed under amended schedule XIV of the Companies Act, 1956 and on pro-rata basis.

4. Investments:

Company has not made any investments during the year under review.

5. Inventories:

Stock of Medicines are valued at Cost or realizable value whichever is less.

6. Contingent Liabilities:

No litigations are filed or pending against the Company & Company does not have any present obligation arising out of any past event. Hence no provision arises or is made for contingent liabilities.

7. Revenue Recognition:

Company is rendering professional services of cosmetic & other surgeries & skin and hair care services & most of these services run into no. of sittings. Hence revenue generation is recognized sitting-wise after completion of client sitting. In case of sale of medicines revenue is recognized on transfer of goods to the buyer. All expenses to the extent considered payable respectively unless specifically stated to be otherwise are accounted for on mercantile basis.

8. Retirement Benefits:

Company has not applied under Provident Fund & Miscellaneous Provisions Act & hence no provision is made towards retirement benefits of Employees.

9. Operating Lease -

The company has obtained all premises for its business operations (including furniture and fittings at Bandra) under operating lease or leave and license agreements. These are generally not non-cancellable and range between 11 months to 5 years under leave and licence, or longer for other lease and are renewable by mutual consent on mutually agreeable terms. The Company has given refundable interest free security deposits in accordance with the agreed terms.

Total Lease payments of Rs.58,26,001/- are recognized in the Profit and Loss Account under the head "Rent Paid".

10. Foreign Currency Transactions:

Foreign currency transactions made for purchase of imported medical equipments are recorded at the prevailing exchange rates or rates that closely approximate the prevailing exchange rates at the time of initial recognition (date of transaction). Exchange differences arising on final settlement is adjusted to the cost of Medical Equipments. Further as on year end there is no outstanding balances of monetary items denominated in foreign currency. Foreign exchange Outgo - Company has made payment of US\$ 1670/- to suppliers from whom Company has procured medical equipments.

11. Borrowing Cost:

Company has taken loans, temporary, if any, from its members but according to management & from records it appears same are temporary loans and hence according to management interest is not payable to them and hence is not provided for.

12. Taxation :

In view of carried forward loss of earlier year, no provision for current tax is made under the provisions of the

Income Tax act, 1961. Deferred tax Liability of Rs. 67577/- resulting from timing differences between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on the Balance Sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a reasonable / Virtual certainty that the asset will be realized in future.

13. Segmental Reporting:

The Company is operating only in one segment i.e. Cosmetic Surgeries & Skin, Hair, Dental & other Health Care Services.

14. Related Party Transactions:

As per accounting standard 18 (AS-18) Related party disclosures, notified in the companies (Accounting Standards) Rules 2006, the disclosure of transactions with the related parties defined in AS-18 are given below;

1. Key Managerial Personnel:

- a) Dr. Prashant Vikram
- b) Dr. Nishita Sheth
- c) Mr. Pritesh Doshi

2. Relatives of Key Management Personnel

Names of the Relative	Relation
Nil	Nil

3. Parties where control exists

Name of the Party	Nature of Control
Dr. Nishita Cosmetic Clinic Pvt. Ltd.	100% Holding by Dr. Nishita Sheth & Dr. Prashant Vikram

Maxgainz Finserve Pvt. Ltd.	--- " ---
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Further following Related Party Transactions were noticed during the year:

- a) Bandra Clinic premises owned by Dr. Nishita Sheth - M.D. has been taken on Leave and Licence basis by the Company w.e.f 26/12/2011. Monthly rent is Rs.100000/-. (Advance deposit of Rs.10 lacs made by the Company to her).
- b) Furniture at Bandra Clinic owned by Dr. Prashant Vikram - Chairman has been taken on Leave and Licence basis by the Company w.e.f.26/12/2011 on monthly rent of Rs.75,000/-. (Advance deposit of Rs.5 lacs made by the Company to him).
- c) Company has advanced a total sum of Rs.10,35,407/- to various parties for Furniture (Bandra Office) on behalf of Dr. Prashant Vikram to be recovered from him & as on 31/03/2013 a sum of Rs.485407/- is due from him.

15. Earning (Loss) Per Share:

Basic EPS - (0.07) = 438258 (Net Profit attributable to Shareholders) / 6000000 (Weighted Avg. No of Equity Shares)

Diluted EPS - (0.07) = 438258 (Net Profit attributable to Shareholders) / 6000000 (Weighted Avg. No of Equity Shares)

Diluted EPS is similar to Basic EPS as there are no potential equity share as on date.

16. Miscellaneous Expenditure

Preliminary Expenses incurred by Company is written off during the year in view of AS26 (Para 56). Further management has decided not to write off Public Issue Expenses during the year of Issue and to write off the same over a period of 5 years.

FOR S. D. MOTTA & ASSOCIATES
CHARTERED ACCOUNTANTS

FOR LOOKS HEALTH SERVICES LIMITED

Sd/-
(SANJAY D. MOTTA)
PROPRIETOR

Sd/-
(Dr. NISHITA SHETH)
DIRECTOR

Sd/-
(PRITESH DOSHI)
DIRECTOR

Date -30/05/2013
Place -Mumbai

Schedule M- Notes on Accounts

1. Figures have been rounded off to the nearest rupee, wherever required.
2. Accounting Standards:
Accounting standards as prescribed have been followed & reported wherever applicable.
3. In the Opinion of the Board the current assets, loans and advances will fetch the amounts stated, if realized in the ordinary course of business. Further Loans & Advances, Inter Corporate Deposits, Debtors & Creditors are all subject to reconciliation and confirmation.
4. a) According to management, Company has not given any guarantee on behalf of the Directors or other Officers.
b) Company has advanced an interest free loan of Rs.4,85,407/- to Dr. Prashant Vikram - Chairman to be recovered from him.
5. Company has come out with an IPO for 30,00,000 Equity Shares of Rs.10/- each at a premium of Rs.30/- per share during the year & raised a sum of Rs.12 Crore.
6. Fees paid to Auditor -

	FY12-13	FY11-12
Particulars	Amount	Amount
For Statutory Audit	11,000/-	11,000/-
For Tax Audit	14,000/-	Nil
	25,000/-	11,000/-

7. As per the information provided by the Company there are no dues outstanding, including interest as at 31st March 2013 to Small and Micro enterprises as defined under Micro, Small and Medium Enterprises Development (MSMED) Act,2006.
8. No litigations are filed or pending against the Company & Company does not have any present obligation arising out of any past event. Hence no provision arises or is made for contingent liabilities.
9. Expenditure above Rs.1 Lac or 1% of Revenue (whichever is higher) is duly reflected in Schedule of Other Expenses.
10. Net gain on Foreign Exchange Flacuation was adjusted in Medical Equipment A/c. as same was paid for acquiring Medical Equipment.

FOR S. D. MOTTA & ASSOCIATES
CHARTERED ACCOUNTANTS

FOR LOOKS HEALTH SERVICES LIMITED

(SANJAY D. MOTTA)
PROPRIETOR

(Dr. NISHITA SHETH)
DIRECTOR

(PRITESH DOSHI)
DIRECTOR

Date -30/05/2013
Place -Mumbai

LOOKS HEALTH SERVICES LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012)

		Amount In Rs.	
A.	CASH FLOW FROM OPERATING ACTIVITIES	31ST MAR 2013	31ST MAR 2012
	NET LOSS BEFORE TAX & EXTRA ORDINARY ITEMS	622,171	(4,500,952)
	Adjustment For :		
	Depreciation	3,463,383	54,893
	Misc. Expenses Written off	-	-
	Invetsment Written Off	-	-
	Dividend Income	-	-
	Profit / Loss on sale of Assets & Investment	-	-
	Operating Profit Before Working Capital Changes	4,085,554	(4,446,059)
	Adjustment For:		
	Trade and other receivables	272,088	(283,588)
	Inventories	492,980	(1,134,820)
	Trade Payable & other liabilities	(6,209,955)	7,792,343
	Cash Generated From Operations	(1,359,334)	1,927,877
	Income Tax Deducted / Paid during the Year	-	-
	Cash Flow From Operating Activities	(1,359,334)	1,927,877
	B) CASH FLOW FROM INVESTING ACTIVITIES		
	Addition to Fixed Assets	(5,427,366)	(21,230,049)
	Sale of Fixed Assets	-	-
	Purchase/ Sale of Investment	-	-
	Loans & Deposits to Companies & Others	(109,577,815)	(6,661,241)
	Dividend Income	-	-
	Loss on Sale of Invetment	-	-
	NET CASH FLOW IN INVESTING ACTIVITIES	(115,005,182)	(27,891,290)
	C) CASH FLOW FROM FINANCING ACTIVITIES		
	Proceeds From Borrowings (Nett)	-	-
	Proceeds From Share Capital	28,750,000	31,250,000
	Proceeds From Share Premium	86,250,000	3,750,000
	IPO Expenses	1,099,921	3,246,990
	Net Cash Flow In Financing Activities	113,900,079	31,753,010
	Net Changes In Cash and Cash Equivalents (A+B+C)	(2,464,437)	5,789,597
		-	-
	Cash and Cash equivalents Opening	5,789,597	-
	Cash and cash equivalents Closing	3,325,160	5,789,597

AS PER OUR SEPARATE REPORT OF EVEN DATE

0

(0)

FOR LOOKS HEALTH SERVICES LIMITED

DATE - 30/05/2013
PLACE : MUMBAI

Sd/-

DIRECTOR

Sd/-

DIRECTOR

AUDITOR'S CERTIFICATE

WE HAVE VERIFIED THE ABOVE CASH FLOW STATEMENT OF LOOKS HEALTH SERVICES LIMITED DERIVED FROM THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH'2013 AND FOUND TO BE DRAWN IN ACCORDANCE THEREWITH AND ALSO AS PER REQUIREMENTS OF LISTING AGREEMENT WITH THE STOCK EXCHANGE.

FOR S. D. MOTTA & ASSOCIATES
CHARTERED ACCOUNTANTS

DATE - 30/05/2013
PLACE - MUMBAI

(SANJAY D. MOTTA)
PROPRIETOR

INFORMATION PURSUANT TO PART IV OF SCHEDULE VI OF THE COMPANIES ACT, 1956.

I. REGISTRATION DETAILS

REGISTRATION NO.

222636

STATUS CODE 11

BALANCE SHEET DATE 3/31/2013

II. CAPITAL RAISED DURING THE YEAR (AMOUNT RS.)

PUBLIC ISSUE

120000000

RIGHTS ISSUE

NIL

BONUS ISSUE

NIL

PRIVATE PLACEMENT

NIL

III. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS (AMOUNT RS.)

TOTAL LIABILITY

147703608.10

TOTAL ASSETS

147703608.10

SOURCES OF FUNDS

PAID UP CAPITAL

60000000

RESERVES & SURPLUS

(86053642.87)

SECURED LOANS

NIL

UNSECURED LOANS

NIL

APPLICATION OF FUNDS

NET FIXED ASSETS

23139139.65

INVESTMENTS

0

NET CURRENT ASSETS

112788199.08

DF. TAX LAIBILITY

67577.30

ACCUMULATED LOSSES

NIL

MISC. EXPENDITURE

4346911.31

IV. PERFORMANCE OF COMPANY (AMOUNT RS.)

TURNOVER

33150602.2

TOTAL EXPENDITURE

32528431.03

PROFIT/LOSS BEFORE TAX

622171

PROFIT/LOSS AFTER TAX

438,258

EARNING PER SHARE

IN RS. WEIGHTED AVERAGE

0.07

DIVIDEND RATE %

NIL

V. GENERIC NAMES OF THREE PRINCIPALS PRODUCTS/SERVICES OF THE COMPANY (AS PER MONETARY TERMS)

PRODUCT DESCRIPTION

i) Cosmetic Surgery

ITEM CODE NO.

N.A.

FOR S.D. MOTTA & ASSOCIATES
CHARTERED ACCOUNTANTS

Sd/-

(SANJAY D. MOTTA)
PROPRIETOR

FOR LOOKS HEALTH SERVICES LTD

Sd/-

DIRECTOR

Sd/-

DIRECTOR

LOOKS HEALTH SERVICES LIMITED

Regd. Office : Looks Health Services Ltd. 28/3, Next to Jari Mari Mandir,
S.V.Road, Bandra (W) Mumbai : 400050

ATTENDANCE SLIP

Regd. Folio No. _____ No. of Shares held _____
I hereby record my presence at the 2nd Annual General Meeting of the Company to be held
at Looks Health Services Ltd. 28/3, Next to Jari Mari Mandir, S.V.Road, Bandra (w) Mumbai : 400050
on 27th day of September, 2013 at 10.30 a.m.

Member's/Proxy's Name

Member's/Proxy's Signature

NOTE : Please sign this attendance slip and hand over at the entrance of the meeting hall.]

LOOKS HEALTH SERVICES LIMITED

Regd. Office : Looks Health Services Ltd. 28/3, Next to Jari Mari Mandir,
S.V.Road, Bandra (W) Mumbai : 400050

PROXY FORM

Regd. Folio No. _____ No. of Shares held _____

I/we _____

of _____

(Write full Address)

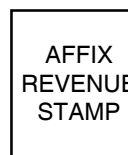
being a member/members of LOOKS HEALTH SERVICES LIMITED hereby appoint _____

_____ of _____ of _____

failing him _____ of _____

as my/our proxy to attend and vote for me/us on my/our behalf at the 1st Annual General Meeting
of the Company to be held on 27th day of September, 2013 at 10.30 a.m. at Looks Health Services
Ltd. 28/3, Next to Jari Mari Mandir, S.V.Road, Bandra (w) Mumbai : 400050 and at any adjournment
thereof.

Signed this.....day of.....2013



Signature

NOTE : The Proxy form must be deposited at the Corporate Office of the company not less than
48 hours before the time for holding of the aforesaid meeting.

BOOK - POST

To

If undelivered, please return to :

LOOKS HEALTH SERVICES LIMITED

Monarch Health Services Ltd. 28/3, Next to Jari Mari Mandir, S.V.Road,
Bandra (w) Mumbai : 400050