

BOARD OF DIRECTORS

G. G. Desai	Chairman
Gautam R. Ashra	Director
Shibroor N. Kamath	Managing Director
Mangesh G. Wagle	Managing Director

BANKERS

Canara Bank , Mumbai

AUDITORS

B. K. Khare & Co.

REGISTRAR AND SHARE TRANSFER AGENT

Mondkar Computers Private Limited.
21, Shakeel Niwas, Mahakali Caves Road,
Andheri (East),
Mumbai - 400 093.
Phone No : 2836 66 20
E-mail : mondkar_computers@rediffmail.com

REGISTERED OFFICE

Unit No.29-A , Building No.6,
Udit Mittal Industrial Premises Co-Op Society Ltd.
Andheri - Kurla Road,
Andheri (East),
Mumbai - 400 059.
Phone No : 2850 53 87
E-mail : bliss@bom3.vsnl.net.in
Website : www.blisspharma.com

FACTORY

Plot No. 10, Village : Aliyali,
Palghar Taluka,
District - Thane,
Maharashtra.

NOTICE

NOTICE is hereby given that the 21st Annual General Meeting of the members of Bliss Chemicals & Pharmaceuticals India Ltd. will be held as under:

DAY : FRIDAY
DATE : 18th August, 2006
TIME : 9.30 a.m.
To transact the following business:

VENUE: Hotel Kumaria Presidency,
Marol, Andheri - Kurla Road,
Andheri (East),
Mumbai 400 059.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Profit and Loss Account for the year ended 31st March, 2006, the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon.
2. To declare Dividend
3. To appoint a Director in place of Mr. S.N. Kamath, who retire by rotation and being eligible offers himself for re-appointment.
4. To appoint Auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting, to authorise the Board of Directors to fix their remuneration.

SPECIAL BUSINESS:

5. To Consider and if thought fit pass with or without modification the following Resolutions as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309, 310 and 311 read together with Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956, the Company hereby accords its consent and approval to the appointment of Mr. S.N. Kamath as Managing Director of the Company for a period of three years with effect from 9th May, 2006 on terms and conditions including remuneration and perquisites as under:

1. The Managing Director (hereinafter called Director) shall carry out such functions, exercise such powers and perform such duties as the Board of Directors of the Company (hereinafter called "The Board") shall from time to time determine and entrust to him. Subject to the superintendence, control and direction of the Board, the Managing Director shall have the general control and be responsible for the day to day business of the Company with powers to enter into contracts on behalf of the Company in the ordinary course of business and to do and perform all other acts and things which in the ordinary course of such business he may consider necessary or proper in the best interests of the Company.

The Managing Director shall report to the Board and shall be responsible for all his actions to the Board. It is hereby expressly agreed and declared that nothing herein contained shall vest or shall be deemed to be intended to vest in the Director, the management of the whole or substantially the whole of the affairs of the Company.

1. Salary: Rs. 65,000 - 5,000 - 75,000 per month.
2. Perquisites: The Managing Director shall be entitled to the following perquisites provided that the total value of the perquisites shall be restricted to an amount equal to the annual salary or Rs. 350,000/- per annum, whichever is lower.
 - 2.1 Housing:
The Managing Director shall be entitled for House rent allowance of Rs. 5,000/- per month.
 - 2.2 Special Allowance:
The Managing Director shall be entitled to Rs. 60,000/- per annum as special allowances.
 - 2.3 Medical Reimbursement:
Expenses incurred for the appointee and his family subject to a ceiling of one month salary per month and in accordance with rules specified by the company.

Explanation: For the purposes of a "family", family means the spouse, dependent children and dependent parents of the appointee.

- 2.4 Membership of the Employees' Provident Fund of the company to which the company will contribute at such percentage of salary as may be applicable, from time to time, to the employees. The appointee will be governed by the provident fund rules of the company.
- 2.5 Encashment of leave: As per company's rules. Encashment of leave, if any, in accordance with the rules of the Company shall be allowed only at the time of retirement or at the end of tenure as the case may be and it will not be included in the computation of ceiling for perquisites.
- 2.6 Provision of Car for use in Company's business and telephone at residence will not be considered as Perquisites. Telephone at residence reimbursed for rental and business calls.
- 2.7 Reimbursement of actual expenses for books and periodicals purchased for purposes of carrying-on his duties and reimbursement of entertainment expenses actually and properly incurred in the course of the Company's business.
- 2.8 The Managing Director shall not be paid any sitting fees for attending the meetings of the Board or any committee thereof.
- 2.9 Gratuity: - Payable in accordance with an approved fund, which does not exceed half month's salary for each completed year of service, subject to a ceiling of Rs. 500,000/-

RESOLVED FURTHER that in the event of loss or inadequacy of profits in any financial year during the period of Mr. S.N. Kamath's appointment, he will be paid or provided the salary, the allowances, and the perquisites as set out in the foregoing part of this resolution as the 'minimum remuneration' notwithstanding the fact that such remuneration is in excess of the limits set-out in Sections 198 and 309 of the Companies Act, 1956 or in Section II of Part II of Schedule XIII to the Companies Act, 1956 and necessary approvals will be sought from Central Government."

RESOLVED FURTHER that an agreement, covering the above terms, be executed with Mr. S.N. Kamath under the Common Seal of the Company to be affixed thereto in accordance with the Articles of Association of the Company.

"RESERVED THAT pursuant to Section 21 and any other applicable provisions, if any of the Companies Act, 1956 and subject to the terms of the Listing Agreement, approval of the members be and is hereby accorded to the change of name of the company from " Bliss Chemicals and Pharmaceuticals Limited" to "BlissGVS Pharma Limited" and accordingly, the name "Bliss Chemicals and Pharmaceuticals Limited", wherever it appears in the Memorandum and Articles of Association of the Company, be substituted by "Bliss GVS Pharma Limited".

RESOLVED FURTHER THAT Mr. S. N. Kamath - Managing Director and Mr. Ramesh Mishra be and are hereby authorised jointly and severally to do all such acts and things as may be required to give effect to the said resolution.

By Order of the Board

S. N. KAMATH
Managing Director

Registered Office:

Bldg. No. 6, Unit No. 29-A,
Udit Mittal Ind. Estate Society Ltd.,
Andheri - Kurla Road, Andheri (East),
Mumbai 400 059.

Mumbai, Dated : 27th June, 2006

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 / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE COMPANY'S REGISTERED OFFICE AT BUILDING NO.6, UNIT NO.29-A, UDIT MITTAL INDUSTRIAL SOCIETY LTD., ANDHERI KURLA ROAD, ANDHERI (EAST), MUMBAI - 400 059. NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE MEETING.
2. An Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of Special Business under Item No. 5 to the notice are annexed.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 14/08/2006 to 18/08/2006 (both day's inclusive) for the purpose of payment of dividend.
4. The Dividend, as recommended by the Board, if sanctioned at the meeting, will be paid on or after the 18/08/2006 to those members or their mandates whose names stand registered on the Company's Register of Members:-
 - a. As Beneficial Owners as at the end of Business on 12/08/2006 as per the lists to be furnished by National Securities Depository Limited and Central Depository Services (India) limited in respect of the shares held in electronic form, and
 - b. As Members in the Register of Members of the Company after giving effect to valid transfers in physical form lodged with the Company on or before 12/08/2006.
5. In compliance with SEBI Circular No. D&CC/FITT/CIR-15/2002 dated December 27, 2002 read with circular No. D&CC/FITT/CIR-18/2003 dated February 12, 2003, mandating a Common Agency for Share Registry Work (Physical & Electronic), the company has already appointed M/s. Mondkar Computers Pvt. Ltd. as the Registrar & Share Transfer Agents, having their office at 21, Shakeel Niwas, Mahakali Caves Road, Andheri (East), Mumbai 400 093
6. Members are requested to notify immediately any change in their address:
 - a. To their Depository Participants (Dps) in respect of their electronic share accounts, and
 - b. To the Share Transfer agent Mondkar Computer having office at 21, Shakeel Niwas, Mahakali Caves Road, Andheri (East), Mumbai- 400 093.
7. Members may please bring the Admission Slip duly filled in and may hand over the same at the entrance to the Meeting Hall.
8. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their questions in writing to the Board of Directors of the Company at least 7 days before the date of the Meeting so that the information required may be made available at the Meeting.
9. Members are requested to bring the copy of the Annual Report sent to them.
10. Information required to be furnished under the Listing Agreement.

As required under the listing Agreement with the Stock Exchanges, the particulars of Directors who are proposed to be appointed/reappointed are given below:

Name	: S. N. Kamath
Date of Birth	: 21st December, 1953
Qualification	: Intermediate
Expertise	: Businessman and is into export of Pharmaceuticals for past 15 years.
Other Directorship	: None

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SUB SECTION (2) OF SECTION 173 OF THE COMPANIES ACT, 1956 IN RESPECT OF THE SPECIAL BUSINESS SET OUT IN THE NOTICE CONVENING THE ANNUAL GENERAL MEETING.

ITEM NO. 5

Mr. S.N. Kamath was appointed as Managing Director of the Company with effect from 9th May, 2006 for a period of 3 years. Considering his association with the company and the manner in which he has effectively handled the affairs of the company, the Board of Directors subject to the approval of the shareholders, appointed Mr. S.N. Kamath as Managing Director for a period of 3-years w.e.f 9th May 2006.

The Agreement referred to in the relevant resolution of the notice will be open for inspection by shareholders at the Registered Office of the Company between 11.00 a.m to 1.00 p.m. on any working day except Saturday.

The above may be treated as an abstract as required under Section 302 of the Companies act, 1956.

None of the Directors of the Company other than Mr. S. N. Kamath is concerned or interested in this item of business.

ITEM NO. 6

The Board of Directors in its meeting held on 27/06/2006 had proposed to change the name of the Company to meet with the export demand. GVS Lab presently predominated the international market and the Board proposed to change the name of the Company, which would be advantageous to the working of the Company and creating awareness in the public. All the above is subject to members approval.

On verification at the Registrar of Companies Office it was noticed that the name "BlissGVS Pharma Limited" is available.

The proposed change of name of the Company is subject to the consent of the members of the Company by way of special resolution.

Yours Directors recommend the above resolution for your approval.

No Director is concerned or interested in the resolution.

By order of the Board

S. N. KAMATH
Managing Director

Registered Office:

Building No. 6, Unit No. 29-A,
Udit Mittal Industrial Society Ltd.,
Andheri-Kurla Road, Andheri (East),
Mumbai - 400 059.

Mumbai, Dated : 27th June, 2006.

DIRECTORS' REPORT

We Have pleasure in presenting 21st Annual Report together with the Audited Accounts for the year ended 31st March, 2006.

SUMMARISED FINANCIAL RESULTS:

(Rs. In Thousands of Rupees)

	Year ended 31.3.2006	Year ended 31.3.2005
Gross Turnover	5,95,78,732	4,61,00,081
Operating Income	19,41,720	11,94,657
Profit before interest and depreciation	1,96,40,815	77,73,307
Less: Interest	1,78,758	51,118
Depreciation	12,44,300	7,46,260
Proposed Dividend	41,50,510	NIL
Balance brought forward from previous year	74,25,640	36,95,142
Profit available for appropriation	1,18,11,500	42,37,161
Transfer to General Reserves	1,50,00,000	5,00,000
Balance in Profit & Loss Account	86,630	74,25,640

THE YEAR UNDER REVIEW

During the year under review, the company had booked profit after tax of Rs. 1,18,11,500/- we continued to perform well in the Healthcare segment and the new initiatives in the Pharma Sector also give the company new lease of hope. The Company earned Rs. 95,86,639/- from export.

Your Company's key businesses have reported an encouraging performance for the year ended 31st March 2006. In the year gone by the company has demonstrated its execution skills booking sales order of Rs. 5,95,78,732/- (Previous Year Rs. 4,61,00,081/-)

As a policy your company has been upgrading its plant and machinery periodically to meet with any change and demand. The Company got GMB Certification to meet with the export demands.

FUTURE OUTLOOK

The Company has planned to emphasis more into export business. Hence, the Company has planned to set a 100% EOU. Negotiations are on to purchase the GVS Pharma a 30-cr Export Oriented proprietary concern of Mr. S.N. Kamath present Promoter of the Company.

GVS Pharma is well known around the world as an export house. The Business of the Company can be multifold by enhancing the stockholders value by way of take over of GVS Pharma by the Company and by change to name to reflect the integration of both the entities.

Taking into account the acceptability of suppositories and its enduring benefits the company in the days to come will give more attention to the Suppositories. Over the longer-term, our aspirations are to leverage our R&D capabilities to develop our own line of product and patents to establish our presence felt in other countries as well.

ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE:

As required by the Companies (Disclosure of Particulars in the Report of Board Of Directors) Rules, 1988 the relevant information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

- A) **CONSERVATION OF ENERGY:** The Company continues its policy of encouraging energy conservation measures. The regular review of energy consumption and the systems installed to control utilization of energy is undertaken.
- B) **RESEARCH DEVELOPMENT ACTIVITIES:** Continuous efforts are being made to improve reliability and quality through in-house R&D efforts.
- C) **TECHNOLOGY ABSORPTION:** The Company is equipped with technologies in part of time and keep on upgrading its technology.
- D) **FOREIGN EXCHANGE EARNINGS & OUTGO:**

	2005-2006	2004 2005
a) Foreign Exchange Used	Rs.11,55,591/-	NIL
b) Foreign Exchange Earned	Rs.95,86,639/-	Rs.5,49,240/-

FIXED DEPOSITS

The Company neither has accepted nor renewed any fixed deposit during the year under review.

DIRECTORS

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company Mr. S.N. Kamath retires by rotation and being eligible offer himself for re-appointment. The term of Mr. M.G. Wagle as a Managing Director come to an end on his attainment of age of super annuation. Mr. S.N. Kamath appointed as Managing Director of the Company with effect from 9th May 2006

DIVIDEND

The Board has decided to recommend 10% Dividend for the period ended 31st March 2006.

AUDITORS' REPORT

Relevant notes on accounts are self-explanatory and are as per Annexure to the Auditors' Report.

PERSONNEL

The Company has not paid any remuneration attracting the provisions (Particulars of Employees) Rules, 1975 read along with section 217(2A) of the Companies Act, 1956. Hence no information is required to be appended to this report in this regard.

AUDITORS

The retiring Auditors M/s. B.K. Khare & Co., Chartered Accountants, Mumbai, hold office till the conclusion of this Annual General Meeting and being eligible offer themselves for re-appointment. They have furnished a certificate to the effect that the proposed re-appointment, if made, will be in accordance with the limits specified U/s. 224(1B) of the Companies Act, 1956.

HUMAN RESOURCES

We take this opportunity to thank employees at all levels for their dedicated service and contribution made towards the growth of the company.

CHANGE OF NAME

The Board recommended the change of name to meet the export demands and to capitalize the export market created by "GVS Labs"



ACKNOWLEDGMENTS

Your Directors convey their sincere thanks to the Government, Banks, Shareholders and customers for their continued support extended to the company at all times.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under section 217(2AA) of the Companies Act, 1956, with respect to Directors' Responsibility Statement, it is hereby confirmed:

- (i) That in the preparation of the accounts for the financial year ended 31st March, 2006, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for the year under review;
- (iii) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) That the Directors have prepared the accounts for the financial year ended 31st March 2006 on a 'going concern' basis.

On behalf of the Board of Directors.

G. G. Desai
Chairman

S. N. Kamath
Managing Director

Place : Mumbai
Dated : 27th June, 2006

CORPORATE GOVERNANCE PHILOSOPHY OF CORPORATE GOVERNANCE

Corporate Governance is the leitmotiv and fundamental article of faith of all our action in BLISS CHEMICALS AND PHARMACEUTICALS INDIA LIMITED. It has been guiding force in our quest for instituting within our edifice, systems and processes that promote the values of transparency, professionalism and accountability and compliance.

The Company remains firmly committed to this central theme and endeavours to improve these values on an ongoing basis.

COMPOSITION OF BOARD

SR. NO.	CATEGORY	NAME OF DIRECTOR	DESIGNATION
1	Independent Director	G.G.Desai	Chairman
2	Promoter and Non Executive Director	Gautam R.Ashra	Director
3	Promoter and Executive Director	Shibroor N. Kamath	Director* Appointed As Managing Director of the Company on 09-05-2006
4	Promoter and Executive Director	Mangesh G. Wagle	Managing Director

Attendance of Directors at the Meeting of Board of Directors for the Financial Year 2005-2006 and Annual General Meeting Held On 16th September 2005.

Company has conducted 4 (Four) Board Meeting during the year.

April - June	July - September	October - December	January - March
21.04.2005	25.07.2005	11.10.2005	23.01.2006

The record of Attendance of Directors and membership of Board of Directors

SR. NO.	Name of Director	No Of Board Meeting Held During the Year	Attendance at the AGM
1	G.G.Desai	4	A
2	Gautam R.Ashra	4	P
3	Shibroor N. Kamath	4	P
4	Mangesh G. Wagle	4	P

Details of Board of Directors Meeting Held during the Financial Year 2005-2006

SR. NO.	Date	Board Strength	No.Of. Directors Present
1	21.04.2005	4	4
2	25.07.2005	4	4
3	11.10.2005	4	4
4	23.01.2006	4	4

AUDIT COMMITTEE

Brief description and term of reference

To oversee the Company's Financial Report process, internal control systems, reviewing the accounting policies and practices, and financial statements audited by the statutory auditors. The audit committee is constituted pursuant to Clause 49 of the Listing Agreement.

Constitution

SR. NO.	Composition, Name of Members
1	Shibroor N. Kamath - Chairman
2	G. G. Desai
3	Mangesh G. Wagle

Company has conducted 2(Two) Audit Committee Meeting during the year.

October - December	January - March
02.12.2005	03.03.2006

Meetings and Attendance of the Audit Committee During the Year

SR. NO.	Name of Director	No Of Meeting Held During the Year	No Of Meeting Attended
1	Shibroor N. Kamath	2	2
2	G.G.Desai	2	2
3	Mangesh G. Wagle	2	2

REMUNERATION COMMITTEE

Remuneration Committee has been constituted by the Board Of Directors Of the Company.

SHARE HOLDERS/INVESTOR'S GRIEVANCE COMMITTEE

Brief description of Term Reference

To specifically look into redressal of complaints like transfer of shares, non- receipt of dividend, non receipt of annual report etc. received from shareholders/ investors and improve the efficiency.

Constitution

SR. NO.	Composition, Name of Members
1	Shibroor N. Kamath - Chairman
2	G. G. Desai
3	Mangesh G. Wagle

Company has conducted 2 (Two) share holders / investor's grievance committee.

October - December	January - March
02.12.2005	03.03.2006

Meetings and Attendance of the share holders / investor's grievance committee

SR. NO.	Name of Director	No Of Meeting Held During the Year	No Of Meeting Attended
1	Shibroor N. Kamath	2	2
2	G.G.Desai	2	2
3	Mangesh G. Wagle	2	2

Name of compliance officer - Mr. Vipul Thakkar

ANNUAL GENERAL MEETING

Details of Annual General Meeting

Particulars	F.Y.2002 - 2003	F.Y.2003 - 2004	F.Y.2004 - 2005
Date	12.09.2003	16.09.2004	16.09.2005
Time	11.00 a.m.	11.30 a.m.	10.00 a.m.
Venue	Hotel Kumaria Presidency, Andheri (East), Mumbai.	Hotel Kumaria Presidency, Andheri (East), Mumbai.	Hotel Kumaria Presidency, Andheri (East), Mumbai.
Regd. Office	Skypak House Annexe, Off. M. Vassanji Road, Marol, Andheri (East), Mumbai - 400 059.	1/26, Ajay Mittal Ind. Society, Andheri (East), Mumbai - 400 059.	6/29-A, Udit Mittal Ind. Society, Andheri (East), Mumbai - 400 059.

DISCLOSURES :

1. RELATED PARTY DISCLOSURES:

Disclosures on materially significant related party transactions i.e. transactions of the Company material nature, with its Promoters, Directors of the Management, their relatives etc. that may have potential conflict with the interest of the Company at large. None of the transaction with any of the related parties were in conflict with the interested of the Company.

2. COMPLIANCE BY THE COMPANY:

Details of non-compliance by the Company, penalties, stricture imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets during the last three years: The Company has complied with the requirement of regulatory authorities on matter related to capital market and non penalties/ stricture have been imposed against the Company during the last three years. A notice has been received from SEBI regarding reports to be submitted to Stock Exchanges under SEBI' substantial acquisition and takeover guideline.

MEANS OF COMMUNICATION

Half Yearly Report send to each Shareholders	The Financial result of the Company are Published in the news papers and press release in issue in leading news papers, a separate half yearly report is not sent to each shareholder.
Quarterly Results	The quarterly results of the Company are published in accordance with the requirement of the Listing Agreement of the Stock Exchange, Mumbai
News papers in which results are normally published	1. Free Press Journal (English) 2. Navshakti (Marathi)
Web site	www.blisspharma.com
Administrative Office :	6/29-A, Udit Mittal Industrial Society Ltd., Andheri - Kurla Road, Andheri (East), Mumbai 400 059.
Whether Management Discussions and Analysis report is a part of Annual Report or not	YES with effect from this AGM



INSIDER TRADING :

Code of Conduct for Prevention of Insider Trading

Pursuant to the requirements of SEBI (Prohibition of Insider Trading) regulations, 1992 as amended, the Company has adopted a "Code of Conduct for Prevention of Insider Trading. Mr. Vipul Thakkar as the Compliance Officer for this purpose.

REGISTRAR AND TRANSFER AGENT :

SHARE TRANSFER SYSTEM

M/s. Mondkar Computers Pvt. Ltd. Continues to be the Registrar and Transfer Agent of the Company. All the work related to share Registry in term of both Physical and Electronic segment has been allotted to M/s. Mondkar Computers Pvt. Ltd., in view of the directive issued by SEBI in this regard i.e. for handling both Physical as well as Electronic transfer at a single point.

Shareholder are therefore requested to send shares for Physical transfer to M/s. Mondkar Computers Pvt. Ltd. instead of sending to Company. As the Company's Shares are compulsorily to be traded in dematerialized form. Members holding shares in Physical Form are requested to send the share certificate to their Depository Participants to enable Registrar and Transfer Agent to take steps for dematerialization at the following:

The address of Registrar and Transfer agents is:

MONDKAR COMPUTERS PVT. LTD.

21, Shakeel Niwas, Mahakali Caves Road,
Andheri (East), Mumbai 400 059.
Phone No.022- 28366620
Email: - mondkar_computers@rediffmail.com

GENERAL SHAREHOLDERS INFORMATION

21st Annual General Meeting Date & Time	18th August, 2006 at 9.30 a.m.
Venue	At, Hotel Kumaria Presidency, Andheri Kurla Road, Andheri (East), Mumbai - 400 059.
Financial Calendars (Tentative)	1st April to 31st March
Financial Reporting for the Quarter Ended 30th June 2005.	25th July 2005
Financial Reporting for the Quarter Ended 30th September 2005	11th October 2005
Financial Reporting for the Quarter Ended 31st December 2005	23rd January 2006
Financial Reporting for the Quarter Ended 31st March 2006	17th April 2006
Annual General Meeting For the year ending 31st March, 2006	18th August, 2006
Book Closure Date	14th August, 2006 to 18th August, 2006
Registered Office	Bldg. No. 6, Unit No. 29-A, Udit Mittal Ind. Estate Society Ltd., Andheri - Kurla Road, Andheri (East), Mumbai 400 059.
Listing on Stock Exchange at	Mumbai Stock Exchange
Company Registration No. & State Code	34771 & 11
NSDL & CDSL - ISIN	INE 416 D01014

Market Price Data:

The Monthly high/low quotation of equity shares traded on the Stock Exchange, Mumbai are as follows:

Date	Open (Rs.)	High (Rs.)	Low (Rs.)	Close (Rs.)	No. of Shares
April 2005	23.85	33.45	21.30	26.00	80064
May 2005	25.05	33.40	23.45	28.00	53083
June 2005	28.80	51.85	26.60	40.50	361628
July 2005	43.50	75.20	40.10	64.40	402634
August 2005	67.00	75.20	58.10	66.00	133452
September 2005	66.00	73.50	51.40	51.40	129448
October 2005	48.90	54.00	31.65	33.00	45937
November 2005	32.00	39.35	31.00	35.50	21659
December 2005	35.50	36.00	29.25	30.55	46188
January 2006	30.75	52.75	30.75	45.40	86907
February 2006	43.80	45.15	38.20	39.50	45806
March 2006	40.00	41.90	35.80	41.05	94716

(Source www.bseindia.com)

Distribution of shareholding as on 31st March 2006

Slab of shareholdings No. Of Equity Shares	No. Of Shareholders	% To total No. Of shareholders	No. Of shares held	% To total Shares held
001 - 500	5428	92.234	703775	19.334
501 - 1000	293	4.979	206149	5.663
1001 - 2000	88	1.495	121462	3.337
2001 - 3000	24	0.408	60720	1.668
3001 - 4000	11	0.187	37626	1.034
4001 - 5000	5	0.085	22571	0.620
5001 - 10000	19	0.323	133038	3.655
10001 & above	17	0.289	2354659	64.688

According to categories of shareholders as on 31st March 2006

	Categories	Shares Held	% Of Total
a	Indian Promoters, Directors & Relatives	2071604	56.912
b	Banks, Financial Institution, Insurance Companies, (Central/ State Govt. Institution/ Non-Govt. Institution)	1330	0.037
c	FII's	0	0.000
d	Private Corporate Bodies	66429	1.825
e	Indian Public	1387812	38.127
f	NRIs/OCBs	95937	2.636
g	Clearing Members	16828	0.462
h	Foreign National	60	0.002
	TOTAL	3640000	100.000

i) Dematerialisation of Shares:

As on 31st March 2006 1082600 shares, representing 29.74% of the total issued capital, were held in dematerialized form and 2557400 shares, representing 70.26 % of the total issued capital is held on Physical form.

(j) Outstanding ADRs / GDRs:

The company has not issued any ADRs / GDRs



**COMPANY SECRETARIES REPORT ON CORPORATE
GOVERNANCE- MARCH 31 2006**

To,

The Board of Directors of
BLISS CHEMICALS & PHARMACEUTICALS INDIA LTD.

We have reviewed the implementation of Corporate Governance procedures by Bliss chemicals & Pharmaceuticals India Limited during the year ended March, 2006, with the relevant records and documents maintained by the Company, furnished to us for our review and the report on Corporate Governance as approved by the Board of Directors.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of 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.

On the basis of our review and according to the information and explanations given to us, the conditions of Corporate Governance as stipulated in Clause 49 of the listing agreements with the Stock Exchanges have been complied with in all material respects by the company & that no investors grievance is pending for a period exceeding one month against the Company as per the records maintained by the Investors Grievance, Relations & Share Transfer Committee.

**For Ramesh Chandra Mishra,
Company Secretaries**

Place : Mumbai
Date : 27th June, 2006

Ramesh Mishra
CP. No. 3987

AUDITORS' REPORT

TO THE MEMBERS OF BLISS CHEMICALS & PHARMACEUTICALS INDIA LIMITED

1. We have audited the attached Balance Sheet of Bliss Chemicals & Pharmaceuticals India Limited as at 31st March 2006 and also the Profit and Loss Account and the Cash Flow Statement of the Company for the year ended on that date, annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the Auditing Standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2004, issued by the Central Government of India in terms of Section 227(4A) of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to in paragraph (3) above, 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 law have been kept by the company so far as it appears from our examination of the books.
 - c) The Balance Sheet and the Profit and Loss Account dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet, the Profit and Loss Account dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
5. On the basis of the written representations received from the Directors as on 31st March, 2006, and taken on record by the Board of Directors, we report that, none of the Directors is disqualified as on 31st March, 2006 from being appointed as a Director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956, as on that date.
6. In our opinion and to the best of our information and according to the explanations given to us, the said accounts read with the notes thereon give the information required by the Companies Act, 1956, 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, 2006,
 - (ii) in the case of the Profit and Loss Account, of the profit for the year ended on that date,
 - and
 - (iii) in the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For B. K. Khare & Co.
Chartered Accountants

SANTOSH PARAB
Partner
M. No. 47942

Place: Mumbai
Date: 27th June, 2006.

ANNEXURE TO THE AUDITORS' REPORT

Referred to in Paragraph (3) of our report of even date on the accounts of **Bliss Chemicals & Pharmaceuticals India Limited** ended 31st March, 2006.

- 1) (i) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
(ii) The Company has a program for physical verification of fixed assets at periodic intervals. In our opinion, the period of verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies have been reported on such verification.
(iii) In our opinion and according to information given to us the fixed assets has not been disposed off during the year.
- 2) The Management has conducted physical verification of inventory at reasonable intervals. The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business. The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification. In case of material lying with third parties, certificates confirming stocks have been received as on balance Sheet date.
- 3) The Company has not taken nor granted any loans, secured or unsecured, from companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956. In our opinion, the terms and condition of this loan was not prejudicial to the interest of the company.
- 4) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business, for the purchases of inventory, fixed assets and for the sale of goods and services. During the course of our audit, no major weakness has been noticed in the internal controls.
- 5) (i) In our opinion and according to the information and explanations given to us, the transactions for the year that needed to be entered in the register maintained under section 301 of the Companies Act, 1956, have been so entered.
(ii) In our opinion and according to the information and explanations given to us, the transactions exceeding the value of rupees five lakhs each have been made at a price, reasonable having regard to the prevailing market prices at the relevant time.
- 6) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of section 58A and 58AA of the Companies Act, 1956, and the rules framed thereunder.
- 7) The Company has no internal audit system.
- 8) As informed to us, the maintenance of cost records has not been prescribed by the Central Government under section 209(1)(d) of the Companies Act, 1956, in respect of the activities carried on by the Company.
- 9) (i) According to the records of the Company, the Company is generally regular in depositing undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Customs Duty, Excise Duty, Service tax, Cess and 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 Income tax, Wealth Tax, Sales Tax, Service tax, Customs Duty and Excise Duty were outstanding, except Sales Tax liability amounting to Rs.25,066/- at the year end for a period of more than six months from the date they became payable.

- (ii) According to the information and explanations given to us, there are no dues of Sales Tax, Customs Duty, Wealth Tax, Excise Duty or Cess outstanding on account of any dispute.

- 10) The Company does not have accumulated losses at the end of the financial year and it has not incurred any cash losses in the current and immediately preceding financial year.
- 11) According to the information and explanations given to us and based on the documents and records produced to us, the Company has not defaulted in repayment of dues to a financial institution or bank or debenture holders.
- 12) According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13) In our opinion and according to the information and explanations given to us, the nature of activities of the Company does not attract any special statute applicable to chit fund and nidhi / mutual benefit fund/ societies.
- 14) The Company does not deal or trade in shares, securities, debentures and other investments.
- 15) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- 16) As informed to us, the term loans were applied for the purpose for which the loans were obtained.
- 17) According to the information and explanations given to us on an overall examination of the Balance Sheet and Cash Flows of the Company, we report that the Company has not utilized funds raised on short-term basis for long term investments.
- 18) The Company has not made any preferential allotment of shares to parties or companies covered in the register maintained under section 301 of the Companies Act, 1956.
- 19) The Company has not issued any debentures during the year.
- 20) The Company has not raised any money through a public issue during the year.
- 21) Based on the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the year.

For B. K. Khare & Co.
Chartered Accountants

SANTOSH PARAB
Partner
M. No. 47942

Place: Mumbai
Date: 27th June, 2006.

BALANCE SHEET AS AT 31ST MARCH 2006

	SCHEDULE	AS AT 31-03-2006 Rs.	AS AT 31-03-2005 Rs.
SOURCES OF FUND			
1. SHAREHOLDERS' FUND			
a. Share Capital	A	36,400,000	25,875,940
b. Reserves & Surplus	B	7,881,943	10,620,953
TOTAL		44,281,943	36,496,893
2. DEFERRED TAX BALANCES	C	801,765	529,482
3. LOAN FUND			
Secured Loans	D	4,766,609	1,141,803
TOTAL		49,850,317	38,168,178
APPLICATION OF FUNDS			
1. FIXED ASSETS			
a. Gross Block	E	29,780,651	17,574,623
b. <u>Less</u> : Depreciation		7,230,809	6,384,683
c. Net Block		22,549,842	11,189,940
Capital Work In Progress		1,975,665	3,260,899
		24,525,507	14,450,839
2. INVESTMENTS	F	1,000	1,000
3. CURRENT ASSETS , LOANS AND ADVANCES			
a. Inventories	G	6,074,486	6,987,911
b. Sundry Debtors	H	21,349,520	12,709,695
c. Cash and Bank Balances	I	4,177,989	9,703,752
d. Loans and Advances	J	23,967,572	15,436,034
		55,569,567	44,837,392
4. <u>Less</u> : CURRENT LIABILITIES & PROVISIONS			
a. Liabilities	K	5,517,203	7,187,433
b. Provisions	L	24,728,554	13,933,621
		30,245,757	21,121,053
NET CURRENT ASSETS [(3)-(4)]		25,323,810	23,716,339
TOTAL		49,850,317	38,168,178

As per report of even date
For **B. K. KHARE & Co.**
CHARTERED ACCOUNTANTS
SANTOSH PARAB
PARTNER
Place : Mumbai
Dated : 27th June, 2006.

For & on behalf of Board
G. G. DESAI
GAUTAM ASHRA
SHIBROOR N. KAMATH
MANGESH WAGLE

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2006

	SCHEDULE	YEAR ENDED 31-03-2006 Rs.	YEAR ENDED 31-03-2005 Rs.
1. INCOME			
a. Sales		59,578,732	46,100,081
<u>Less</u> : Returns		(110,395)	(133,825)
<u>Less</u> : Excise Duty		(3,219,715)	(3,385,400)
Net Sales		56,248,622	42,580,857
b. Other Income		1,941,720	1,194,657
TOTAL	M	58,190,342	43,775,513
2. EXPENDITURE			
a. Cost Of Materials		12,902,444	10,117,059
b. Operating & Other Expenses		25,825,841	25,936,266
c. Depreciation		1,244,300	746,260
TOTAL	N O E	39,972,585	36,799,585
Profit for the year (Before Tax & Prior Period Adjustment)		18,217,757	6,975,929
<u>Less</u> : Prior Period Adjustment (Net)		(112,723)	(19,255)
Profit For The Year (Before Tax)		18,105,034	6,956,674
<u>Less</u> : Provision for Tax			
a. Current Tax		(5,710,000)	(2,610,000)
[Includes Excess Provision Written Back for earlier year Rs.1,90,000/- & (P.Y.Rs.125000/-)]			
b. Deferred Tax		(272,283)	(109,513)
c. Fringe Benefit Tax		(311,251)	-
Profit for the year (After Tax)		11,811,500	4,237,161
Profit brought forward		7,425,640	3,695,142
<u>Less</u> : Transfer to General Reserve		(15,000,000)	(500,000)
<u>Less</u> : Proposed Dividend		(4,150,510)	(6,663)
[Including Dividend Tax Rs.5,10,510/- (Previous Year Nil)]			
Balance in Profit & Loss Account		86,630	7,425,640
Earning per Share (Basic/ Diluted)		3.24	1.63
Statement of Significant Accounting Policies	P		
Notes to Accounts	Q		

As per report of even date
For **B. K. KHARE & Co.**
CHARTERED ACCOUNTANTS
SANTOSH PARAB
PARTNER
Place : Mumbai
Dated : 27th June, 2006.

For & on behalf of Board
G. G. DESAI
GAUTAM ASHRA
SHIBROOR N. KAMATH
MANGESH WAGLE

AS 3 - CASH FLOW STATEMENT

	2005-2006		2004-2005	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before taxation and extraordinary items		18,217,757		6,975,929
Add/Less : Depreciation	1,244,300		746,260	
Fixed Assets w/off	692,008		-	
Interest expense	298,262		169,524	
Interest income	(106,866)		(194,687)	
Dividend income	(170)		(170)	
Prior period adjustments	(112,723)		(19,255)	
Insurance Claim Received	(1,087,445)	927,366		701,672
Operating profit before working capital changes		19,145,123		7,677,601
Add/Less : Increase/ (Decrease) in Trade and other payables	(922,998)		925,509	
(Increase) / Decrease in Loans and advance	(4,488,362)		4,883,504	
(Increase) / Decrease in Trade and other receivables	(8,639,825)		(3,476,385)	
(Increase) / Decrease in inventories	913,425	(13,137,760)	(364,111)	1,968,517
Cash generated from operations		6,007,363		9,665,373
Less : Income tax paid		(4,043,177)		(2,363,138)
Cash flow before extraordinary items		1,964,186		7,302,235
Insurance Claim Received		1,087,445		-
Net cash from operating activities		3,051,631		7,302,235
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of fixed assets	(10,035,308)		(4,350,141)	
Capital Work in Process	(1,975,665)		(3,260,898)	
Interest received	106,866		194,687	
Dividend received	170		170	
Net cash used in investing activities		(11,903,937)		(7,416,182)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Dividend paid (including Dividend Tax)		-		(2,939,788)
Loan Taken		3,960,701		145,017
Repayment of Secured Loan		(335,896)		(319,144)
Interest paid		(298,262)		(169,524)
Net cash used in financing activities		3,326,543		(3,283,439)
NET INCREASE IN CASH AND CASH EQUIVALENTS (A + B + C)		(5,525,763)		(3,416,641)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF YEAR		9,703,752		13,120,393
CASH AND CASH EQUIVALENTS AT THE END OF YEAR		4,177,989		9,703,752

As per our report of even date.

NOTES:-

- The above Cash Flow statement has been prepared under the "Indirect Method" as set out in the Accounting Standard -3 on Cash Flow Statements issued by the Institute of Chartered Accountants of India.
- Cash and Cash Equivalents at the end of the year consist of Cash, Cheques in hand and balances with banks:

As per report of even date

For **B. K. KHARE & Co.**
 CHARTERED ACCOUNTANTS
SANTOSH PARAB
 PARTNER
 Place : Mumbai
 Dated : 27th June, 2006.

For & on behalf of Board

G. G. DESAI
 GAUTAM ASHRA
 SHIBROOR N. KAMATH
 MANGESH WAGLE

SCHEDULES ANNEXED AND FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH 2006

	AS AT 31-03-2006 Rs.	AS AT 31-03-2005 Rs.
SCHEDULE A :		
SHARE CAPITAL		
AUTHORISED CAPITAL		
50,00,000 (Previous year 30,00,000)	50,00,000	30,00,000
Equity Share of Rs.10/- each		
ISSUED, SUBSCRIBED AND PAID UP CAPITAL		
36,40,000 Shares of Rs.10/-each	36,40,000	26,00,000
[Out of the above, 1040000 Equity Shares, fully paid up have been issued as Bonus Shares by capitalisation of the General Reserve.]		
Less : Calls In Arrears from Shareholders other than Directors	-	124,060
TOTAL	36,40,000	25,875,940
SCHEDULE B :		
RESERVES & SURPLUSES		
a. Capital Investment Subsidy	-	750,000
Less: Transferred To General Reserve	-	750,000
TOTAL	-	-
b. General Reserve		
As per last Balance Sheet	3,195,313	1,945,313
Add : Transferred from Profit & Loss Account.	15,000,000	500,000
Add : Transferred from Capital Reserve.	-	750,000
Less : Capitalised on Issue of Bonus Shares	(10,400,000)	-
	7,795,313	3,195,313
c. Balance in Profit & Loss Account	86,630	7,425,640
TOTAL	7,881,943	10,620,953
SCHEDULE C :		
DEFERRED TAX BALANCES		
Deferred Tax Liability	1,494,475	991,843
Less : Deferred Tax Assets	692,710	462,361
TOTAL	801,765	529,482
SCHEDULE D :		
SECURED LOANS		
From Scheduled Banks:		
Cash Credit	4,493,171	532,469
(Secured by hypothecation of Stock of raw material semi- finished goods, finished goods and book-debts, and further, negative lien of Land and building at Palghar)		
Loan.	273,438	609,334
[(secured by hypothecation of specific vehicle) (Repayable within one year Rs.2,73,438/- (P.Y.3,35,896/-)]		
TOTAL	4,766,609	1,141,803

**SCHEDULE E:
FIXED ASSETS**

SR. No.	ASSETS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		Opening Balance	Addition during the year	Deletion during the year	Closing Balance	Opening Balance	Provided during the year	Deduction during the year	Total Depre- ciation	As at 31-03-2006	As at 31-03-2005
1	Land	276,865	-	-	276,865	-	-	-	-	276,865	276,865
2	Factory Building	2,806,206	5,553,247	135,460	8,223,993	1,120,106	191,971	62,329	1,249,748	6,974,245	1,686,100
3	Residential Building	1,012,620	-	-	1,012,620	59,783	16,506	-	76,289	936,331	952,837
4	Office Premises	1,956,572	-	-	1,956,572	18,961	31,892	-	50,853	1,905,719	1,937,611
5	Plant	5,750,655	3,966,126	27,272	9,689,509	3,459,739	323,896	8,071	3,775,564	5,913,945	2,290,916
6	Office Equipment	324,820	17,160	38,057	303,923	277,315	13,713	21,290	269,738	34,185	47,505
7	Factory Equipment	608,492	115,880	98,224	626,148	249,397	29,469	70,333	208,533	417,615	359,095
8	Computers	923,112	258,116	22,900	1,158,328	440,299	201,041	19,954	621,386	536,942	482,813
9	Air Conditioners	406,513	306,027	-	712,540	174,076	26,094	-	200,170	512,370	232,437
10	Furnitures & Fixtures	898,396	2,409,684	646,273	2,661,807	210,165	191,223	189,171	212,217	2,449,590	688,231
11	Vehicles	1,544,984	117,000	-	1,661,984	198,893	151,755	-	350,648	1,311,336	1,346,091
12	Electricals Installations & Fittings	1,065,388	552,967	121,993	1,496,362	175,949	66,740	27,025	215,664	1,280,698	889,438
	TOTAL	17,574,623	13,296,207	1,090,179	29,780,651	6,384,682	1,244,300	398,173	7,230,809	22,549,842	11,189,940
	Capital Work In Progress									1,975,665	3,260,899
										24,525,507	14,450,838
	Previous Year Total	13,224,482	4,350,141	-	17,574,623	5,638,423	746,260	-	6,384,683	11,189,940	

	AS AT 31-03-2006 Rs.	AS AT 31-03-2005 Rs.
SCHEDULE F : INVESTMENT-AT-COST-UNQUOTED (LONG TERM) 100 Equity Share of Rs.10/- each of Bharat Co-op. Bank Ltd.		
	1,000	1,000
TOTAL	1,000	1,000
SCHEDULE G : INVENTORIES (As Verified, Valued & Certified by Management.)		
a. Raw Materials	2,057,701	1,864,484
b. Packing Materials	1,926,314	1,911,672
c. Finished Product	710,762	1,799,794
d. Stock-in-Process	113,780	116,626
e. Stores & Spares	1,265,929	1,295,335
TOTAL	6,074,486	6,987,911
SCHEDULE H : SUNDRY DEBTORS (Unsecured, considered goods, unless otherwise stated)		
a. Debts outstanding for a period exceeding six months	6,103,894	1,414,326
b. Other debts	15,245,626	11,295,369
TOTAL	21,349,520	12,709,695
SCHEDULE I : CASH AND BANK BALANCE		
a. Current Account With Scheduled Banks	1,703,073	2,054,782
b. Fixed Deposits with Scheduled Banks	2,471,897	7,622,707
c. Cash on Hand	3,019	26,263
TOTAL	4,177,989	9,703,752

	AS AT 31-03-2006 Rs.	AS AT 31-03-2005 Rs.
SCHEDULE J :		
LOANS AND ADVANCES		
(Unsecured, considered goods, unless otherwise stated)		
a. Advance recoverable in cash	582,779	805,239
or in kind for value to be received	17,121,119	13,077,943
b. Advance Tax (Including Fringe Benefit Tax)	6,064,742	1,451,754
c. Sundry Deposit	198,932	101,098
d. Excise Duty Deposit in PLA & CENVAT Credit		
TOTAL	23,967,572	15,436,034
SCHEDULE K :		
CURRENT LIABILITIES		
a. Sundry Creditors (Refer Note No.7)	1,589,402	2,866,591
b. Security Deposit	1,700,000	1,590,000
c. Unclaimed/Refundable share	-	176,292
application and allotment subscription		
d. Unpaid dividend	1,076,853	1,089,347
(to be transferred to Investors Education & Protection Fund)		
e. Other Liabilities	1,150,949	1,465,203
TOTAL	5,517,203	7,187,433
SCHEDULE L :		
PROVISIONS		
a. Proposed Dividend	3,640,000	-
b. Dividend Tax	510,510	-
c. Provision for Taxation	18,270,000	12,560,000
d. Provision for Gratuity	1,569,818	1,266,203
e. Provision for Leave Encashment	426,975	107,418
f. Provision for Fringe Benefit Tax	311,251	-
TOTAL	24,728,554	13,933,621

Note :

No amount is due as on March 31, 2006 for credit to Investor Education & Protection Fund (Fund) and the amount remaining due will be transferred on the respective due dates to the Fund.

**SCHEDULES ANNEXED TO AND FORMING PART OF THE
PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2006**

	Rs.	YEAR ENDED 31-03-2006 Rs.	Rs.	YEAR ENDED 31-03-2005 Rs.
SCHEDULE M :				
OTHER INCOME				
a. Sales Tax Set Off		414,471		288,963
b. Interest on Fixed Deposits with Banks [Tax deducted at source Rs.35,787/- (Previous Year Rs 50,173/-)]		106,866		194,687
c. Interest On Sundry Deposit [Tax deducted at source Rs.51,692/- (Previous Year Rs.Nil)]		230,356		142,027
d. Insurance Claim Received (Refer Note No.14)		1,087,445		
e. Balances Written Back		58,257		541,427
f. Other Miscellaneous Income		44,325		27,553
TOTAL		1,941,720		1,194,657
SCHEDULE N :				
COST OF MATERIAL				
a. Raw Material Consumed				
Opening stock	1,864,484		2,557,829	
Add : Purchases	7,067,442		4,581,671	
Less : Closing Stock	2,057,701	6,874,225	1,864,484	5,275,016
b. Packing Material Consumed				
Opening stock	1,911,672		947,267	
Add : Purchases	4,788,982		5,765,327	
Less : Closing Stock	1,926,314	4,774,340	1,911,672	4,800,922
c. Opening Stock Of Finished Goods	1,785,102		1,738,360	
Add : Opening Stock in Process	116,626		38,108	
Less : Closing Stock in Process	113,780		116,626	
	1,787,948		1,659,842	
Less : Closing Stock of Finished Goods	678,600	1,109,348	1,785,102	(125,260)
d. Traded Items				
Opening stock	14,692		-	
Add : Purchases	162,002		181,073	
Less : Closing Stock	32,163	144,531	14,692	166,381
TOTAL		12,902,444		10,117,059

	Rs.	YEAR ENDED 31-03-2006 Rs.	Rs.	YEAR ENDED 31-03-2005 Rs.
SCHEDULE O :				
PAYMENTS AND PROVISIONS				
FOR EMPLOYEES				
Salaries, Wages & Bonus	6,016,136		5,043,485	
Contribution to Provident Fund	542,492		464,642	
Contribution to E.S.I.C	59,261		56,532	
Leave Encashment	426,975		107,418	
Staff Welfare	411,053	7,455,917	231,411	5,903,487
Staff Recruitment Expenses		-		16,395
Power & Fuel		919,611		442,862
Repairs & Maintenance		2,389,162		982,543
[Including Imported Spares of Rs.29,406/- (Previous year Rs.46,903)]				
Rent		257,700		631,200
Rates & Taxes		17,034		21,068
Fees & Licence		1,200,018		-
Travelling & Conveyance		3,598,445		2,849,951
Printing & Stationery		583,306		404,421
Postage & Telephone & Telex		1,028,079		782,557
Audit Fees	47,141		46,284	
Tax Audit Fees	8,418		8,265	
Other Services	5,612		5,510	
Out Of Pocket Expenses	6,875	68,046	5,825	65,884
Advertisement & Publicity		838,481		9,706,216
Business Promotion Expenses		2,309,480		2,118,125
Director Sitting Fees		60,000		90,000
Freight & Transportation		1,695,980		507,951
Insurance		186,328		115,325
Professional & Legal charges		808,310		590,268
Sales Tax		4,483		3,867
Bank Charges		91,173		108,182
Interest :				
Fixed Period Loans	178,758		39,656	
Other Interest	119,504	298,262	129,868	169,524
(Including Interest on Security Deposit)				
Net Loss/(Gain) On Foreign Exchange Fluctuation		(69,352)		16,740
Bad Debts		493,245		781
Assets Written Off		692,008		-
Donation		110,424		-
Miscellaneous Expenses		789,701		408,920
TOTAL		25,825,841		25,936,266

SCHEDULE 'P': STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

1. ACCOUNTING CONVENTION

The accompanying financial statements are prepared in accordance with Generally Accepted Accounting Principles in India ("GAAP"), under the historical cost convention, on the accrual basis.

2. REVENUE RECOGNITION

- Sales are recognized when the product are shipped.
- Interest on overdue payments, insurance claims, etc. are recognized & accounted for, on the actual realization,

3. FIXED ASSETS

Fixed assets are stated at original cost of acquisition.

4. DEPRECIATION

Depreciation is provided on straight-line basis at the rates prescribed in Schedule XIV of the Companies Act, 1956.

5. INVENTORIES

Raw Materials, Packing Material, Stock in Process and Spares are valued at cost. Finished goods are valued at cost or net realisable price whichever is lower.

6. FOREIGN EXCHANGE TRANSACTIONS

Transactions in foreign currency are translated at the spot rates on the date of the respective transactions. Exchange variations on settlement of these transactions are adjusted in the Profit & Loss Account except where the transactions are in connection with the acquisition of fixed assets in which case, they are capitalised.

7. RETIREMENT BENEFITS

Provision for Gratuity & Leave Encashment are made on accruing basis.

8. TAXATION

Income tax expense comprises current tax and deferred tax charge on credit. The deferred tax for timing difference between the book and tax profit for the year is accounted using tax rates and tax laws that have been enacted or substantially enacted at the Balance Sheet date. Deferred Tax assets arising from the timing difference are recognized to the extent that there is reasonable certainty that sufficient future taxable income will be available.

As per report of even date

For **B. K. KHARE & Co.**
CHARTERED ACCOUNTANTS
SANTOSH PARAB
PARTNER
Place : Mumbai
Dated : 27th June, 2006.

For & on behalf of Board

G. G. DESAI
GAUTAM ASHRA
SHIBROOR N. KAMATH
MANGESH WAGLE

**SCHEDULES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2006
AND PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2006**

	Rs.	YEAR ENDED 31-03-2006 Rs.	Rs.	YEAR ENDED 31-03-2005 Rs.
SCHEDULE :Q				
NOTES TO ACCOUNTS				
1. Claims against the company not acknowledged as debts		Nil	Nil	
2. Estimated amount of contract remaining to be executed on capital account and not provided for		6,000,000	5,000,000	
3. Contingent Liability not provided for		Nil	Nil	
4. Value of imports calculated on C.I.F Basis :				
Packing Material		2,679,558	1,451,638	
Stored and Spares		Nil	Nil	
5. i. Earnings in Foreign Exchange		9,586,639	549,240	
ii. Expenditure in Foreign currency		1,155,591	Nil	
6. Raw Material (Basic) Consumed	QTY (KG)	VALUE	QTY (KG)	VALUE
a. Nonoxynol	1157.36	134,083	801.08	85,003
b. PVC/PE Film	13459.35	2,750,795	12861.45	2,509,698
c. Hydrocortisone	4.20	124,192	1.935	66,963
d. Povid Iodine	165.325	244,517	48.46	73,126
e. Chemical Base	45461.56	3,620,838	40940.44	2,540,226
		6,874,425		5,275,016
Of Which	%		%	
Imported	40%	2,750,795	48%	2,509,698
Indigenous	60%	4,123,630	52%	2,765,318

7. Sundry Creditors include Rs.3,52,355/- payable to Small Scale Industrial undertaking (SSI) to the extent such parties have been identified from the available documents/information. There are no parties which are outstanding more than 30 days.

8. Segment Reporting

A. Primary Segment

Based on the principles given in the Accounting Standard 17 on 'Segment Reporting' issued by the Institute of Chartered Accountants of India, the Company's primary segments are Health Care Products and Pharma Products (including Traded & Job worked products). These business segments have been identified considering the nature of the products and the related risks and returns.

Revenue and expenses have been accounted for, based on their relationship to the operating activities of the segment. Expenses, which relate to the enterprise as a whole and are not allocable to segments on a reasonable basis, have been included under 'Unallocable Expenses'. Assets and liabilities, which relate to the enterprise as a whole and are not allocable to segments on a reasonable basis, have been included under 'Unallocable Assets/Liabilities'.

B. Secondary Segment

There are no reportable geographical segments.

AS 17 - SEGMENT REPORTING

PARTICULARS	HEALTH CARE		PHARMA		TOTAL	
	2005-2006	2004-2005	2005-2006	2004-2005	2005-2006	2004-2005
SEGMENT REVENUE						
a. External Sale	40,619,895	26,685,498	15,628,726	15,895,358	56,248,622	42,580,856
b. Inter-segment sale	NIL	NIL	NIL	NIL	NIL	NIL
Total Revenue	40,619,895	26,685,498	15,628,726	15,895,358	56,248,622	42,580,856
SEGMENT RESULT	15,715,806	1,651,084	3,498,226	5,270,414	19,214,032	6,921,498
Unallocated Corporate Expenses					(2,759,236)	(1,089,109)
Operating Profit					16,454,795	5,832,389
Interest Expenses					(178,758)	(51,117)
Prior Period Expenditure					(112,723)	(19,255)
Interest Income					1,941,720	1,194,657
Profit Before Tax					18,105,034	6,956,674
Provision for Current Tax					(5,710,000)	(2,610,000)
Provision for Deferred Tax					(272,283)	(109,513)
Fringe Benefit Tax					(311,251)	-
PROFIT AFTER TAX					11,811,500	4,237,161
OTHER INFORMATION						
Segment Assets	32,979,140	16,527,377	25,217,546	17,688,905	58,196,686	34,216,282
Unallocated Assets					17,019,869	23,887,354
Total Assets					75,216,554	58,103,636
Segment Liabilities	4,849,490	4,637,550	1,354,332	2,113,722	6,203,821	6,751,273
Unallocated Liabilities					24,730,790	14,855,470
Sources Of Funds					36,400,000	25,875,940
Reserves & Surplus					7,881,943	10,620,954
Total Liabilities					75,216,554	58,103,636
Capital Expenditure	9,603,149	2,726,241	3,694,864	1,623,900	13,298,013	4,350,141
Depreciation	1144300	467,682	100,000	278,578	1,244,300	746,260
Non-Cash expense other than Depreciation					1,388,184	127,034

9. The breakup of major components of Deferred Tax Assets and Deferred Tax Liabilities as on 31st March, 2006 are as follows :

PARTICULARS	2005-2006	2004-2005
DEFERRED TAX ASSETS ITEMS AS ON 31.03.2006		
1 Disallowances U/s. 43 B	143,719	36,157
2 Disallowances U/s. 40A (7)	528,401	426,204
3 Disallowances U/s. 40a	20,590	-
(A)	692,710	462,361
DEFERRED TAX LIABILITIES ITEMS AS ON 31.03.2006		
Fiscal difference between depreciation as per Company's Act and Income Tax Act.	1,494,475	991,843
(B)	1,494,475	991,843
DEFERRED TAX BALANCES (LIABILITIES) (A) - (B)	801,765	529,482

10. Related Party Disclosures

Disclosures as required by the Accounting Standard - 18 on 'Related Parties Disclosures' issued by the Institute of Chartered Accountants of India are as follows:

AS 18 - RELATED PARTY DISCLOSURE

a. List of Related Parties

Associate Companies

- 1 G V S Labs
- 2 Kanji Money Changers Pvt. Ltd
- 3 Kanji Pitamber Forex Pvt Ltd.
- 4 IBS Forex Pvt. Ltd.
- 5 Mafatlal Dyes & Chemicals Ltd.
- 6 Kanji Pitamber & Co.

Key Management Personnel and Relatives

- | | | |
|---|-----------------------|-------------------|
| 1 | Mr.G.G.Desai | Chairman |
| 2 | Mr.Gautam R. Ashra | Director |
| 3 | Mr.Shibroor N. Kamath | Managing Director |
| 4 | Mr.M.G.Wagle | Managing Director |

- b. Transactions during the year and balances outstanding as on March 31,2006 with related Parties were as follows (Previous year figure are given in parantheses)

Name	Transaction during the year							Outstanding as on 31-03-2006	
	Labour Charges	Performance Incentives	Remuneration	Sitting Fees	Security Deposits Paid/Recd Gross	Interest Income		Deposits	Debtors
G V S Labs	4,651,387	-	-	-	6,000,000	230,356		6,000,000 ^{DR} (6,000,000)	6,382,236 ^{DR} (4,023,301) ^{DR}
Mr. G. G. Desai	-	-	-	20,000	-	-		-	-
Mr. Gautam R. Ashra	-	-	-	(20,000)	-	-		-	-
Mr. Shibroor N. Kamath	-	-	-	20,000	-	-		-	-
	-	-	-	(20,000)	-	-		-	-
	-	-	-	20,000	-	-		-	-
	-	-	-	(20,000)	-	-		-	-
Mr .M. G. Wagle	-	100,000	1,199,759	-	-	-		-	-
	-	-	(840,000)	-	-	-		-	-

11. Disclosure as to the installed capacity is not furnished since the production capacity is not determined.
12. Remuneration paid to the Managing Director is as under, which is as resolved by Board and is subject to approval by Shareholders. :-

		2005 - 2006 (Rs.)	2004 - 2005 (Rs.)
a)	Salary	10,30,000	8,40,000
b)	Performance Bonus	1,00,000	4,80,000
c)	Commission On Profit	69,759	NIL
d)	Contribution to Provident Fund	93,600	86,400
e)	Perquisites	1,96,400	1,96,400

13. Basic Earning per share:

EPS is calculated by dividing the profit attributable to the equity shareholders by the average number of equity shares outstanding during the year. Numbers used for calculating basic and diluted earning per share are as stated below:

	31.03.2006	31.03.2005
Profit after tax	1,17,63,587	42,37,161
Weighted number of Shares	3640000	3640000
EPS (Basic/ Diluted)	3.23	1.16
Face value per Share Rs.	10.00	10.00

The EPS for the year ended March 31, 2005 have been restated as per Accounting Standard 20 "Earning Per Share" issued by the institute of the Chartered Accountants of India to reflect the effect of bonus shares.

14. Company has lost finished goods and other assets amounting to Rs. 15,52,302/- in the Flood occurred in Mumbai on July 26, 2006. Company has received an insurance claim amounting to Rs. 10,87,445/- against the same and has disclosed it under the head "Other Income". The loss incurred has been debited to appropriate expense and/or consumption accounts.
15. Previous year's figures have been regrouped & reclassified where necessary to confirm to current year's groupings & classifications.

**QUANTITATIVE INFORMATION IN REGARDS TO GOODS MANUFACTURED BY
THE COMPANY IS AS FOLLOWS :**

PRODUCTS	PURCHASE		OPENING STOCK		PRODUC- TION	CLOSING STOCK		SALES	
	QTY. BOXES	VALUE Rs.	QTY. BOXES	VALUE Rs.	QTY. BOXES	QTY. BOXES	VALUE Rs.	QTY. BOXES	VALUE Rs.
"TODAY" PESSARIES			321000 (304651)	954501 (958593)	2329122 (1818276)	41739 (321000)	142349 (954501)	2437257 (1708279)	40619901 (26763814)
OTHERS PESSARIES			10250 (9977)	39660 (32252)	77630 (11770)	18210 (10250)	87814 (39660)	59865 (12430)	1809276 (240846)
SUPPOSITARIES			2294 (5043)	11958 (26142)	1430770 (1914705)	10520 (2294)	49285 (11958)	1418279 (1916587)	10076259 (12416074)
TABLETS			41260 (44753)	362157 (478459)	160420 (108200)	32920 (41260)	225783 (362157)	120960 (91150)	2151384 (1628702)
SYRUP			13584 (13587)	140925 (120368)	141079 (79664)	4250 (13584)	40727 (140925)	129609 (68775)	2309273 (1329853)
CAPSULES			9115 (5711)	92160 (45970)	23612 (24960)	4803 (9115)	38670 (92160)	19039 (19263)	472819 (508259)
OINT./CREAM & OTHERS			26547 (6927)	200636 (49655)	122294 (121479)	10037 (26547)	93973 (200636)	113380 (89975)	1616137 (1372089)
TRADED	5250 (3979)	311727 (181073)	432 -	14692 -	- -	1053 (432)	32163 (14692)	3901 (3093)	414355 (209707)
TOTAL	5250 (3979)	311727 (181073)	424482 (390649)	1816689 (1711439)	4284927 (4079054)	123532 (424482)	710764 (1816689)	4302290 (3909552)	59469404 (44469344)

Note :

1. Sales are net of free of cost replacement, sales rejections and samples.
2. Figures in brackets are for previous year.

**INFORMATION PURSUANT TO PART IV OF SCHEDULE VI TO THE COMPANIES ACT, 1956.
BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE**

I. REGISTRATION DETAILS

REGISTRATION NO. STATE CODE BALANCE SHEET DATE

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

PUBLIC ISSUE <input type="text" value="NIL"/>	RIGHT ISSUE <input type="text" value="NIL"/>
BONUS ISSUE <input type="text" value="104.00"/>	PRIVATE PLACEMENT <input type="text" value="NIL"/>

SHARES ISSUED AGAINST THE DETACHABLE WARRANTS : NIL

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

TOTAL LIABILITIES <input type="text" value="75,216,554"/>	TOTAL ASSETS <input type="text" value="75,216,554"/>
--	---

SOURCES OF FUNDS

PAID-UP CAPITAL

SECURED LOANS

RESERVES & SURPLUSES

UNSECURED LOANS

UPFRONT PAYMENT FOR ALLOTMENT OF WARRANTS : NIL

APPLICATION OF FUNDS

NET FIXED ASSETS

NET CURRENT ASSETS

ACCUMULATED LOSSES

INVESTMENT

MISC. EXPENDITURE

IV. PERFORMANCE OF COMPANY

TURNOVER

PROFIT BEFORE TAX

EARNING PER SHARE

TOTAL EXPENDITURE

PROFIT AFTER TAX

DIVIDEND RATE (%)

V. GENERIC NAMES OF THREE PRINCIPAL PRODUCTS OF COMPANY

ITEM CODE NO. (ITC CODE)	
PRODUCT DESCRIPTION	NONOXYNOL 9 VAGINAL CONTRACEPTIVE
ITEM CODE NO. (ITC CODE)	
PRODUCT DESCRIPTION	100MG CLOTRIMAZOLE VAGINAL PESSARIES
ITEM CODE NO. (ITC CODE)	
PRODUCT DESCRIPTION	HYDROCORTISONE ANAL SUPPOSITORIES

PROXY FORM

BLISS CHEMICALS & PHARMACEUTICALS INDIA LIMITED

Registered Office : Building No. 6, Unit No. 29-A, Udit Mittal Industrial Premises Co-op. Society Ltd.,
Andheri - Kurla Road, Andheri (E), Mumbai - 400 059.

I/We _____
of _____ in the District of _____ being
a Member/ Members of the above named company, hereby appoint _____
of _____ in the District of _____
or failing him/her _____ District of _____ behalf of at the 21st Annual General Meeting of the Company to
be held at 9.30 a.m. on 18th August, 2006 and at any adjournment _____ thereof.

Signed this _____ day of _____ 2006.

Folio No. _____

No. of Shares _____

Signature _____

Affix
Rs. 1
Revenue

This form is to be used _____ *in favour _____ of the resolution. Unless otherwise instructed, the proxy
will act as he thinks fit. _____ *against _____

*Strike out whichever is not desired"

Note : The proxy form must be returned so as to reach the Registered Office of the Company, not less than Forty-Eight hours before the
time for holding the aforesaid meeting.

TEAR HERE

ATTENDANCE SLIP

BLISS CHEMICALS & PHARMACEUTICALS INDIA LIMITED

Registered Office : Building No. 6, Unit No. 29-A, Udit Mittal Industrial Premises Co-op. Society Ltd.,
Andheri - Kurla Road, Andheri (E), Mumbai - 400 059.

I hereby record my presence at the Twenty First Annual General Meeting of the Company at Hotel Kumaria Presidency,
Marol, Andheri (East), Mumbai - 400 059 at 9.30 a.m., the 18th August, 2006.

NAME OF ATTENDING MEMBER (IN BLOCK LETTERS)

NAME OF THE PROXY (To be filled if the Proxy attends instead of the Member/s)

SIGNATURE OF THE ATTENDING MEMBER/ PROXY

Members Folio Number _____ No. of Shares Held _____

Notes :

1. Shareholders/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.
2. Shareholders/Proxy holder desiring to attend the meeting should bring his/her copy of the Annual Report for reference at the meeting.

