

ANNUAL REPORT  
2014-15



◆ Seeds ◆ fertilizers ◆ Soil Health Products ◆ Research ◆ Solvent Extraction

Shiva Global  
Agro Industries Ltd.

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#### **COMPANY INFORMATION**

##### **Registered Office & Works**

Shri Hanuman Nagar,  
Osman Nagar Road,  
Village - Dhakni,  
Nanded 431708,  
Maharashtra.

##### **Auditors**

M/s. Jhavar Ladha & Associates  
Chartered Accountants  
Sanman Towers,  
Vazirabad,  
Nanded 431601,  
Maharashtra.

##### **Bankers**

Union Bank of India,  
Santkripa Market,  
G. G. Road,  
Nanded 431601,  
Maharashtra.

##### **Registrar & Share Transfer Agent**

Aarathi Consultants Pvt. Ltd.  
1-2-285, Domalguda,  
Hyderabad 500 029,  
Andhra Pradesh.



## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the 24<sup>th</sup> Annual General Meeting of the Members of Shiva Global Agro Industries Limited will be held on Thursday the 29<sup>th</sup> September, 2016 at 1.00 P.M. at "Shiva House", Near State Bank of India, New Mondha, Nanded - 431602, to transact the following business.

### **A) ORDINARY BUSINESS**

1) To receive, consider and adopt:

a. the Audited Financial Statements of the Company for the financial year ended March 31, 2016, the Report of the Board of Directors and the Report of the Auditors thereon; and

b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016 and the Report of the Auditors thereon.

2) To appoint a Director in place of Mr. Narayanlal P. Kalantri (DIN 00486333), who retires by rotation and, being eligible, offers himself for re-appointment and in this connection to consider and if deemed fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** Mr. Narayanlal P. Kalantri, having DIN 00486333, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation".

3) To appoint M/s. Aditya Falor & Associates, Chartered Accountants, statutory auditors of the Company to hold office from the conclusion of 24th AGM until the conclusion of 29th AGM in place of retiring auditors M/s Jhavar Ladha & Associates, Chartered Accountants and to authorise the Board of Directors to fix their remuneration and for that purpose, to consider and, if thought fit, to pass, with or without modification(s), the following resolution

as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 139, 140, 142 and other applicable provisions of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014, M/s. Aditya Falor & Associates, Chartered Accountants, Firm Registration No.127273W, be and are hereby appointed as statutory auditors of the Company in place of M/s Jhavar Ladha & Associates, Chartered Accountants, who do not offer themselves to be considered for re-appointment as the statutory auditors of the Company at the ensuing Annual General Meeting (AGM), to hold office of the statutory auditors from conclusion of this 24th AGM until the conclusion of 29th AGM (subject to ratification of the appointment by the members at every AGM held after this AGM) on such remuneration as may be mutually determined between the said Auditors and the Board of Directors of the Company."

(Company has also received notice from a shareholder signifying his intention to propose the above resolution.)

### **B) SPECIAL BUSINESS**

4) To appoint Mr. Santosh Hanumandas Malpani, as an independent director of the Company to hold office for a period of 5 (five) years, not liable to retire by rotation and to consider and, if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**:

**"RESOLVED THAT** Mr. Santosh Hanumandas Malpani, having DIN 00547824, be and is hereby reappointed as an Independent Director of the Company to hold office for a period of 5 (five) years

from the date of this Annual General Meeting, not liable to retire by rotation.”

5) To appoint Mr. Divakar Nagappa Shetty as an independent director of the Company to hold office for a period of 5 (five) years, not liable to retire by rotation and to consider and, if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**:

“**RESOLVED THAT** Mr. Divakar Nagappa Shetty, having DIN 01822463, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 5 (five) years from the date of this Annual General Meeting, not liable to retire by rotation.”

6) To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2017 and in this regard to consider and if thought fit, with or without modification(s), to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of

the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment thereof, for the time being in force, Mr. Jayant B. Galande, the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2017, be paid the remuneration as recommended by the Audit Committee and approved by the Board of Directors, be and is hereby ratified.”

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By the order of the Board  
For Shiva Global Agro Industries Ltd.**

**Place: Nanded  
Dated: 30<sup>th</sup> May, 2016**

\_\_\_\_\_  
**Omprakash Gilda  
Managing Director**

**NOTES :**

1. A member entitled to attend and vote at the Annual General Meeting ("the meeting") is entitled to appoint a proxy to attend and vote in the meeting and the proxy need not be a member of the company. The instrument appointing the proxy must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of companies, societies, etc. must be supported by an appropriate resolution/ authority, as applicable.
2. Members/proxies should bring duly filled Attendance Slips enclosed with the Annual Report and handover the same at the entrance of the meeting hall, duly signed.
3. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business to be transacted at the Meeting is annexed hereto.
4. The Register of Members and Share Transfer Books of the Company will remain closed from September 24, 2016 to September 29, 2016 (both days inclusive)
5. Details of unpaid/unclaimed dividends lying with the Company as on the last Annual General Meeting of the Company is available on the website of the Company. Members are requested to address all correspondence, including unpaid or unclaimed dividend matters, to the Registrar and Share Transfer Agents, Aarthi Consultants Pvt. Ltd., 1-2-285, Domalguda, Hyderabad s:-500 029.
6. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Aarthi Consultants Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to the registrars and share transfer agents.
7. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease in portfolio management. Members can contact the Company or Aarthi Consultants Private Limited, for assistance in this regard.
8. Members desiring any information concerning accounts are requested to send their queries at least seven days before the date of meeting to the company so that information required may be made available at the meeting.
9. The Ministry of Corporate Affairs (MCA), Government of India, has announced "Green initiative in the Corporate Governance" by permitting the Companies to send the Balance Sheet, Profit & Loss Account, Directors' Report, Auditor's Report etc. to their members through email instead of mailing physical copies.  
  
Members are requested to support the Green Initiative by the Government and get their email addresses registered with their Depository Participants in case of shares held in demat form or with Registrars in case of shares held in physical form.
10. Voting through electronic means:
  - A. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 24<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL) to facilitate e-voting. E-voting is optional and members shall have the option to vote either through e-voting or in person at the 24<sup>th</sup> Annual General Meeting. The process and instructions for e-voting are as under:
    - i. The remote e-voting period begins on 26<sup>th</sup> September, 2016 at 9.00 A.M. and ends on 28<sup>th</sup> September, 2016 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date September 23<sup>rd</sup>, 2016, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.



- ii. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- iii. Click on Shareholders.
- iv. Now Enter your User ID
  - For CDSL: 16 digits beneficiary ID
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v. Next enter the Image Verification as displayed and Click on Login.
- vi. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- vii. if you are a first time user follow the steps given below:

**FOR MEMBERS HOLDING SHARES IN DEMAT FORM AND PHYSICAL FORM**

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>· Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>· In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> <li>· Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- viii. After entering these details appropriately, click on "SUBMIT" tab.
- ix. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for remote e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x. For Members holding shares in physical form, the details can be used only for remote evoting on the resolutions contained in this Notice.
- xi. Click on the EVSN for the relevant <Company

- Name> (SHIVA GLOBAL AGRO INDUSTRIES LIMITED) on which you choose to vote.
- xii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiv. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xvi. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

xvii. If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xviii. Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

B. Mr. Vijay R. Kalani, Chartered Accountant in practice (Membership No.129912) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

C. The Scrutinizer shall within a period not exceeding three(3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two(2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

D. The results shall be declared at or after the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report shall

be placed on the Company's website [www.shivaagro.org](http://www.shivaagro.org) and on the website of CDSL within two(2) days of passing of the resolutions at the Annual General Meeting of the Company and communicated to the BSE Limited.

11. Details under Clause 49 of the Listing Agreement with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the 24<sup>th</sup> Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.

### **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

#### **Item nos. 4 and 5**

Mr. Santosh Hanumandas Malpani and Mr. Divakar Nagappa Shetty were appointed as Independent Directors, at the 22<sup>nd</sup> Annual General Meeting for a period of 2 years. Section 149 of the Act provides that the independent directors of a company shall be eligible for reappointment at the general meeting of the shareholders by passing a special resolution.

In terms of Sections 149, 152 read with Schedule IV of the Act, the Board of Directors have reviewed the declarations made by Mr. Santosh Hanumandas Malpani and Mr. Divakar Nagappa Shetty that they meet the criteria of independence as provided in Section 149(6) of the Act, and the Board has formed the opinion that they fulfill the conditions specified in the Act and the rules made there under and are independent of the management.

Accordingly, in compliance with the said provisions it is proposed to appoint Mr. Santosh Hanumandas Malpani and Mr. Divakar Nagappa Shetty as Independent Directors for the period mentioned in the respective resolutions. Notices, along with the deposit of the requisite amount required under Section 160 of the Act, have been received from a member proposing the appointment of Mr. Santosh Hanumandas Malpani and Mr. Divakar Nagappa Shetty.

Mr. Santosh Hanumandas Malpani and Mr. Divakar Nagappa Shetty are interested in the resolutions set out respectively at Item Nos. 4 and 5 of the Notice with regard to their respective appointments. The relatives of Mr. Santosh Hanumandas Malpani and Mr. Divakar Nagappa Shetty may also be deemed to be interested in the resolutions set out respectively at Item Nos. 4 and 5 of the Notice, to the extent of their shareholding interest, if any, in the Company.

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Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives is in any way, financially or otherwise, concerned or interested, in these resolutions.

The Board commends the Special Resolutions set out at Item Nos. 4 and 5 for approval by the shareholders.

**Item no.6**

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2017, in their meeting held on May 30, 2016. Pursuant to provisions of Section 148 of the Companies Act, 2013 and Rules made thereunder, it was proposed to re-appoint Mr. Jayant B. Galande, Cost Accountant, as Cost Auditor of the Company. Mr. Jayant B. Galande has submitted a letter regarding

their eligibility for appointment of Cost Auditors, which will be available for inspection at the Registered Office of the Company during 9.00 am to 5.00 pm on all working days except Saturday, upto and including the date of the 24<sup>th</sup> Annual General Meeting of the Company.

In accordance with the provisions of section 148 of the Act read with Rule 14 of Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor has to be ratified by the shareholders of the Company. Hence this resolution is put for the consideration of the shareholders.

None of the Directors/Key Managerial Personnel of the Company / their relatives are in any way, financially or otherwise, concerned or interested, in the said resolution, except as shareholders of the company.

The Board commends the Resolutions for approval by the members.

**ANNEXURE TO NOTICE**

Details of Directors seeking appointment/re-appointment in the 24<sup>th</sup> Annual General Meeting:  
(in pursuant to clause 49 of the Listing Agreement)

<b>Name of the Director</b>	<b>Mr. Narayanlal P. Kalantri</b>	<b>Mr. Santosh H. Malpani</b>	<b>Mr. Divakar N. Shetty</b>
<b>Date of Birth</b>	01 <sup>st</sup> August, 1945	10 <sup>th</sup> August, 1966	14 <sup>th</sup> October, 1944
<b>Qualifications</b>	Mechanical Engineer	MBBS, MD (GP)	Commerce Graduate.
<b>Date of Appointment</b>	Since incorporation	26 <sup>th</sup> December, 2005	29 <sup>th</sup> December, 2005
<b>Expertise</b>	39 years of Business Experience	Medical Practitioner since last 23 years	47 years of Business Experience
<b>Chairman/ Member of the committees of Board of the Company</b>	Yes	Nil	Nil
<b>Chairman/ Member of the committees of Board of the other Company</b>	Nil	Ghatprabha Fertilizers Private Limited	Kirtiman Agrogenetics Limited





## DIRECTORS' REPORT

**YOUR** Directors are pleased to place before you the Twenty Fourth Annual Report and the Audited Accounts of the company for the year ended March 31, 2016.

### PERFORMANCE OF THE COMPANY

Your company's financial results are summarized hereunder:

(Amount in Rs. Lacs)

Particulars	Consolidated		Standalone	
	2015-16	2014-15	2015-16	2014-15
Income				
<b>From Operations</b>	<b>46409.80</b>	<b>51870.60</b>	<b>11028.50</b>	<b>11281.84</b>
Other	93.52	105.83	64.88	53.76
<b>Total</b>	<b>46503.32</b>	<b>51976.43</b>	<b>11093.38</b>	<b>11335.60</b>
<b>Profit</b>				
<b>Profit Before Interest, Depreciation and Taxation</b>	<b>2545.90</b>	<b>2934.43</b>	<b>801.75</b>	<b>885.40</b>
Less: Interest	1424.81	1626.50	405.75	486.15
Depreciation	295.77	306.26	94.47	91.90
<b>Profit Before Tax</b>	<b>825.32</b>	<b>1001.67</b>	<b>301.53</b>	<b>307.35</b>
Less: Provision for Tax (Including Deferred Tax and MAT Credit Entitlement)	309.46	318.61	108.33	97.18
<b>Profit After Tax</b>	<b>515.86</b>	<b>683.49</b>	<b>193.20</b>	<b>210.17</b>
Add: Surplus brought forward	2397.78	1962.89	1472.78	1277.40
Less: Transfer to Minority Interest	171.25	228.26	-	-
Add: Adjustments on account of change in holding	-	13.06	-	-
Amount available for appropriations	2742.39	2430.75	1665.98	1487.57
<b>Appropriations</b>				
<b>Transitional impact of change in useful life of assets (Net of deferred tax)</b>	<b>-</b>	<b>15.23</b>	<b>-</b>	<b>4.79</b>
<b>Transfer to General Reserve</b>	<b>19.47</b>	<b>18.18</b>	<b>10.00</b>	<b>10.00</b>
<b>Surplus retained in the Profit &amp; Loss Account</b>	<b>2722.90</b>	<b>2397.78</b>	<b>1655.98</b>	<b>1472.78</b>

## TRANSFER TO RESERVES

The Company proposes to transfer Rs.10 Lacs to the General Reserve of the Company and retain Rs.1655.98 Lacs in the Statement of Profit and Loss.

## REVIEW OF OPERATIONS

The year was again challenging for the agriculture industry where the deficit over normal rains affected the crop sowing and the likely output. Despite the continuing challenges in the industry, your company managed to achieve the planned results and managed to maintain the turnover and profit figures.

During the year under review, the Company achieved turnover of Rs. 11029 Lacs as against the previous year Rs. 11282 Lacs. The earnings before interest, depreciation and tax (EBIDTA) was Rs.802 Lacs against Rs. 885 Lacs of the previous year. In spite of fall in turnover the profitability ratio has improved.

The difficult climatic conditions impacted the businesses of subsidiaries too. The company could achieve a consolidated turnover of Rs.46410 Lacs as compared to previous year's Rs. 51870 Lacs and Net Profit Before Tax of Rs.825 Lacs for the year under review as against the previous year's consolidated Net Profit Before Tax of Rs. 1002 Lacs.

## MANAGEMENT DISCUSSION AND ANALYSIS

A report on Management Discussion and Analysis, which forms part of this Annual Report, inter-alia, deals with the operations as also current and future outlook of the company, is furnished separately.

## DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134 (3) (c) and 134(5) of the Companies Act 2013, the Board of Directors of Shiva Global Agro Industries Limited make the following statements, to the best of their knowledge and belief and according to the information and explanations obtained by them:

- a) That in the preparation of the annual financial statements for the year ended March 31, 2016, the applicable accounting standards have been followed and there have been no material departures therefrom;
- b) That the accounting policies mentioned in Notes forming part of the Financials Statements have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the

Company as at March 31, 2016 and of the profits of the Company for the year ended on that date;

- c) That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) That the annual financial statements have been prepared on a going concern basis;
- e) That proper internal financial controls have been laid down to be followed by the Company and such internal financial controls are adequate and operating effectively;
- f) That proper systems are in place to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

## CONSOLIDATED FINANCIAL RESULTS:

Consolidated Financial Statements incorporating the operations of the Company and its subsidiaries is appended.

As required under the provisions of the Act, a statement showing the salient features of the financial statements of the subsidiaries is enclosed as an Annexure A to this Report.

However, the Accounts of the Subsidiary Companies and the related

However, the Accounts of the Subsidiary Companies and the related information will be made available to the Members of Shiva Global Agro Industries Limited and its Subsidiary Companies on request and will also be kept for inspection at the Registered Office of the Company.

## SUBSIDIARY COMPANIES:

**i) Shiva Parvati Poultry Feed Private Limited:**  
The Company (a 51 % subsidiary) achieved a total turnover of Rs.11663.91 Lacs and earned Rs.92.78 Lacs of Profits After Tax.

**ii) Ghatprabha Fertilizers Private Limited:**  
The Company (a 61.53% subsidiary) achieved a total turnover of Rs.6181.64 Lacs and earned Rs.64.84 Lacs of Profits After Tax.

**iii) Shrinivasa Agro Foods Private Limited:**  
The Company (a 51.01 % subsidiary) achieved a total turnover of Rs.16032.99 Lacs and earned

Rs.196.02 Lacs of Profits After Tax.

**iv) Kirtiman Agrogenetics Limited**

The Company (a 64.50% subsidiary) achieved a total turnover of Rs.2929.43 Lacs and earned Rs.13.50 Lacs of Profits After Tax.

**SAFETY, HEALTH AND ENVIRONMENT (SHE):**

Company's focus on Safety, Health and Environment continued during the year under review across all locations with all manufacturing plants maintaining high safety standards. Your Company maintained high standards of environmental performances with all facilities operating well within norms. The overall safety environment continued to improve during the year under review.

**PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

Details of loans and guarantees given and investments made under Section 186 of the Act are given in the Notes to the Financial Statements.

**FIXED DEPOSIT**

Your Company is eligible to accept deposit from public pursuant to Section 73 of the Companies Act, 2013 ("the Act") & the Companies (Acceptance of Deposits) Rules, 2014 ("the Rules"). Pursuant to the Special Resolution passed by the members at the Annual General Meeting (AGM) of the Company held on September 30, 2014, the Board of Directors of the Company, approved the Fixed Deposit Scheme for acceptance of deposits from Members in accordance with the requirements of the Act & the Rules.

The Company has accepted deposits of Rs.42 Lacs during the year under review and of which Rs.26 Lacs were outstanding as on March 31, 2016.

There were no defaults in respect of repayment of any deposits or payment of interest thereon during the year under review.

The Company has not accepted any deposits which are not in compliance with the requirements of the Act.

The Company has no overdue deposits, other than the unclaimed deposits as at the end of the year under review.

**PARTICULARS OF EMPLOYEES**

A table containing the particulars in accordance with the provisions of Section 197(12) of the Act, read with Rule 5(1) of the Companies (Appointment and

Remuneration of Managerial Personnel) Rules, 2014, is appended as Annexure B to this Report.

The Company has no Employees whose salary exceeds the limits prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**EXTRACT OF THE ANNUAL RETURN**

In accordance with Section 134(3)(a) of the Act, an extract of the Annual Return in the prescribed format is appended as Annexure C to this Report.

**CORPORATE GOVERNANCE**

The Company is committed to maintain high standards of Corporate Governance. As stipulated under the requirements of the Listing Agreement with Stock Exchanges, a report on Corporate Governance duly audited is appended as Annexure D for information of the Members. The requisite certificate from the Auditors of the Company confirming compliance with the conditions of Corporate Governance is attached to the Report on Corporate Governance.

**DIRECTORS**

In accordance with Article 31 of the Company's Articles of Association, read with Section 152 of the Companies Act, 2013, Mr. Narayanlal Pannalal Kalantri is retiring at the ensuing Annual General Meeting. Mr. Narayanlal Pannalal Kalantri, being eligible, offer himself for re-appointment.

Mr. Santosh Hanumandas Malpani and Mr. Divakar Nagappa Shetty who were appointed as Independent directors by the Shareholders at the Annual General Meeting held on September 30, 2014 for a period of two years have expressed their desire to seek re-appointment.

All the Independent Directors of the Company have given declarations under sub-section (6) of Section 149 of the Act, and the same have been considered and taken on record by the Board.

**FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

On their appointment, Independent Directors are familiarized about the Company's operations and businesses. Interaction with the Business Heads and key executives of the Company is also facilitated. Detailed presentations on the business of each of the Division are also made to the Directors. Direct meetings with the

Chairman and the Managing Director are further facilitated for the new appointee to familiarize him/her about the Company/its businesses and the group practices.

The role, rights, duties and responsibilities of Independent Directors have been incorporated in the Letters of Appointment issued to them. The amendments / updates in statutory provisions are informed from time to time.

The details of familiarisation programme as above are also disclosed on the Company's website.

#### **NUMBER OF BOARD MEETINGS**

A calendar of meetings is prepared and circulated in advance to the Directors. During the year 2015-16, eight Board Meetings were held, the details of which are given in the Report on Corporate Governance.

#### **INTERNAL FINANCIAL CONTROL SYSTEMS**

The Company has adequate Internal Financial Controls commensurate with the nature, size, and complexity

of the businesses and operations. These are routinely tested and certified by Statutory as well as Internal Auditors. Significant audit observations and the follow up action are reported to the Audit Committee.

#### **WHISTLE BLOWER POLICY**

The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical conduct. The Company has a Whistle Blower Policy which provides the employees, customers, vendors and directors an avenue to raise concerns on ethical and moral standards and legal provisions in conduct of the business operations of the Company.

The Whistle Blower Policy is also placed on the website of the Company at [www.shivaagro.org](http://www.shivaagro.org).

#### **PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE POLICY**

The Company has in place a Prevention of Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (Act). An Internal Compliance Committee (ICC) has been set up to redress complaints received

regarding sexual harassment. All employees are covered under this Policy. During the year 2015-16, there were no complaints received by the ICC.

#### **BOARD EVALUATION**

In accordance with the provisions of the Act and Clause 49 of the Listing Agreement, the Board has carried out evaluation of its own performance, the performance of Committees of the Board, namely, Audit Committee, Stakeholders Relationship Committee, and Nomination and Remuneration Committee and also the directors individually. The manner in which the evaluation was carried out and the process adopted has been mentioned out in the Report on Corporate Governance.

#### **REMUNERATION POLICY**

The Board has, on the recommendation of the Nomination & Remuneration Committee, framed a policy for selection and appointment of Directors, Senior Management and their remuneration. Salient features of the Remuneration Policy are set out in the Report on Corporate Governance.

#### **RISK MANAGEMENT POLICY**

The Company has constituted a Risk Management Committee. Details of constitution of the Committee and its terms of reference are set out in the Report on Corporate Governance. The Company has formulated a Risk Management Policy, under which various risks associated with the business operations are identified and the mitigation process are being taken up.

#### **MATERIAL SUBSIDIARY POLICY**

The Company has adopted a policy for determining material subsidiary, in line with the requirements of the Listing Agreement. The Policy on Material Subsidiary is available on the website of the Company.

#### **RELATED PARTY TRANSACTIONS**

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There were no material significant related party transactions made by the Company with the Promoters, Directors, Key Managerial Personnel or the Senior Management which may have a potential conflict with the interest of the Company at large.

All related party transactions were placed before the Audit Committee / Board for approval. Prior approval

of the Audit Committee was obtained for the transactions which are foreseen and are in repetitive in nature. The related party transactions entered into are reviewed by an independent audit firm to confirm that they were in the ordinary course of business and at arm's length basis. The Company has formulated a policy for Related

Party Transactions which has been approved by the Board and is placed on the website of the Company.

None of the Directors had any pecuniary relationship or transactions with the Company, except the payments made to them in the form of remuneration, sitting fee and commission.

#### **AUDIT COMMITTEE**

The Audit Committee comprises of Mr. Deepak S. Maliwal, Chairman, Mr. Divakar Shetty and Mrs. Sandhya Maheshwari. All the recommendations made by the Audit Committee were accepted by the Board.

#### **AUDITORS**

M/s Jhavar Ladha & Associates, Chartered Accountants, Auditors of the Company are retiring and have informed that they do not wish to seek re-elections as Auditors at the ensuing Annual General Meeting.

The Board records its sincere appreciation of the long association your Company had with M/s Jhavar Ladha & Associates.

A special Notice has been received from a member proposing the appointment of M/s Aditya Falor & Associates, Chartered Accountants, as Auditors. In this regard, the Company has received a certificate from the auditors to the effect that if they are reappointed, it would be in accordance with the provisions of Section 141 of the Act.

#### **COST AUDITORS**

Pursuant to Section 148 of the Act, read with The Companies (Cost Records and Audit) Rules 2014, as amended, the cost records of the Company are required to be audited. Based on the recommendations of the Audit Committee, your Board has appointed the following practicing Cost Accountants, Mr. Jayant B. Galande, to audit the cost records of the Company. The Cost Audit Report for the year 2014-15 has been filed with Ministry of Corporate Affairs within the prescribed time limit as

per the Act.

#### **SECRETARIAL AUDITOR**

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the Board had appointed Mr. Mohammad Anwar ul haq of M/s. AMAM & Associates, Company Secretaries, to undertake the secretarial audit of the Company.

The report of the Secretarial Auditor is marked as Annexure E to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

#### **KEY MANAGERIAL PERSONNEL**

Mr. Omprakash Gilda, Managing Director, Mr. Umesh Bang, Chief Financial Officer and Mrs. Rashmi Agrawal, Company Secretary are the Key Managerial Personnel (KMP) of the Company.

Mrs. Rashmi Agrawal joined as Company Secretary of the Company on November 14, 2015.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

The particulars as prescribed under Sub-section (3)(m) of Section 134 of the Act, read with Companies (Accounts) Rules, 2014, are enclosed as Annexure F to this Report.

#### **ACKNOWLEDGEMENT**

The Directors acknowledge and would like to place on record the commitment and dedication on the part of the employees of your Company for their continued efforts in achieving good results, in an adverse situation.

The Directors also wish to acknowledge and record their appreciation of the continued support and assistance received by the Company from Union Bank of India and other Banks, financial institutions, as well as from various Government bodies both at the Centre and the State.

**By the order of the Board**

Place: Nanded

Dated: 30<sup>th</sup> May, 2016

\_\_\_\_\_  
**Omprakash Gilda**  
Managing Director





# MANAGEMENT DISCUSSION ANALYSIS

## Indian Fertilizer Industry Overview

Growth in the agriculture sector in 2015-16 was lower than the average of last decade, mainly on account of it being the second consecutive year of drought, with the monsoon deficit of about 14%. This has led to lower acreage cultivation and has impacted the overall crop yield. Agriculture in India is majorly dependent on climatic conditions, raw material availability and policies.

During the year, policy driven interventions like soil health cards, neem coated Urea, irrigation focus, organic manure promotion, new crop insurance scheme and unified agriculture market were introduced, which bode well with the objective of making farming profitable. However, nutrient subsidy gaps still persist which continues to pull down the agriculture productivity.

The Indian Meteorological Department has predicted

an above normal monsoon for FY17 which will augur well for the farming sector as well as for the agriculture input sector. Supported by the new initiatives, improved Government policies and good monsoon the fertiliser industry is poised to witness a multiplier effect in the coming years.

## Segmentwise and Productwise Performance

During the year, industry's phosphatic sales volumes improved by 18 percent - DAP volumes grew by 28 percent while Complex segment showed a moderate increase of 8 percent over last year levels.

Shiva Global Fertilizers experienced a mixed year in 2015-16. The SSP fertilizer sales of the company increased. Though the SSP sales have increased the NPK sales witnessed a downfall impacting the turnover marginally. The production and sales figures of NPK and SSP for the last two years is shown in the following table:

Particulars	2015-16		2014-15	
	Production	Sales	Production	Sales
SSP	79316	79541	73959	77420
NPK	32983	28761	33918	36803

The figures indicate, the company's production of SSP has increased by 7% as compared to last year and the production of NPK fertilizer has reduced by 3%. The sales volume of SSP fertilizers increased by 3% whereas the NPK sales reduced by 22%.

Your company was required to reduce the selling prices of finished products when the need arose, which has partly reflected in lower turnover during the financial year ended 31st March 2016 as compared to the previous year. The fall in the overall

turnover didn't impact the earnings. The PBT ratio which stood 2.72% in the previous year remains more or less intact at 2.73%.

## **Outlook**

On the domestic front, with higher allocation for rural and agriculture provided in the Union Budget 2016-17, expectation of normal monsoon and structural reforms taking shape, the agrarian sector is likely to witness a growth momentum in 2016-17. Phosphatic segment growth during 2016-17 is

projected to remain moderate at 2-5 percent levels on account of normal monsoons.

Shiva's focus for 2016-17 will be differentiating itself through unique product offering and expanding market presence. It has identified Customer Engagement as the key growth areas for augmenting its performance. Cost controls through improving operational efficiency, supply chain effectiveness and inventory and cash management will be specifically targeted to positively impact the profitability.

Customer loyalty programs, high intensity brand promotion and field team's capability enhancement initiatives will be rolled out to expand coverage in the identified crop pockets. SSP Business will focus on brand and product differentiation by providing value added offering to the customers.

### **Opportunities and Threats**

The above normal monsoon predicted by the IMD for the year 2016 fits well for the agri industry as well as for the Company.

The Company's expansion into new markets and addition of manufacturing capacity to produce multiple grades of NPK will open new avenues for growth during current year and future.

The Company's continued innovations and initiatives in the space of soil health products coincide with

megatrend of water shortage and need of balanced fertilisation for the country and are expected to bring positive results to the farming sector and your Company in coming years.

### **Risk and Concerns**

- Adverse agro climatic conditions can impact the performance of the Company.
- Scanty rains because of monsoon failures resulting into high inventory and delayed realization.
- Inadequate subsidy budget by the government and delay in receipt of subsidy adversely impacts the profitability of the company.
- Entry of new players and broadening of product portfolios in the industry affects the marketing in the emerging scenario.

### **Internal control systems and their adequacy**

The company has put in place adequate internal control measures in all areas for the purpose of protecting its resource against waste, fraud and inefficiency, ensuring accuracy and reliability in

accounting and operating data and securing compliance with policies of the organization. These measures are in the form of codes, manuals and procedures, issue and reviewed by the management, covering all critical and important activities like Budget, Procurement, Material, Stores, Works, Finance, Personnel, etc.

The Company has its own corporate internal audit function to monitor and assess the adequacy and effectiveness of the Internal Controls and System across all key processes covering all the locations. Deviations are reviewed periodically and due compliance is ensured. Summary of Significant Audit Observations along with recommendations and its implementations are reviewed by the Audit Committee and concerns, if any, are reported to the Board.

### **Human Resources**

A company becomes a living entity because of the people who work for it; it is employee who gives life to the business, who create its assets and who work towards making it profitable. These qualities make Shiva Global Agro's employees its greatest asset. We are committed to nurturing the skills and abilities of our people through whose continued growth and development we can create value for the Company and its customers.

Our Company has always believed in investing in talented people and it is through them that the processes that drive Shiva Global Agro fall into place. Our responsible, customer focused and passionate workforce has helped the Company to grow into a reliable business partner.

To support its ambitious business strategy and growth plans, we are investing in highly motivated people who seek to expand their knowledge capital, are dynamic, creative and possess a strong entrepreneurial spirit. Our employees bring the expertise to consolidate and sustain Shiva Global Agro's businesses across the agricultural value chain and represent the finest in terms of qualifications and attitude. They have the opportunity to be key contributors to an immense global and domestic development process.

Training and Development (T&D) is a key focus area for long term professional and skill set development. During the year, various T&D programmes were rolled out to expose employees to international best practices. As a result, we are developing customer relationship skills among our employees in a

significant manner.

Our focus on R&D means we will be looking at adding qualified agro-scientists and botanists to our workforce to give us the competitive edge in seed research. At the end of March 2012, we had employee strength of 450 people across the organization and we are going to continue to hire both professionals from the industry and trainees.

During the recruitment process, we ensure the employee is committed for the long-term. Undoubtedly, though skills are important, commitment has greater significance for us than skill sets. We have always invested in learning and Development at all levels of the organization. We guide our employees to build on their abilities and provide them with the tools and support they need to fulfill their potential. During the year, the Company strengthened its various HR initiatives with focused interventions in continuous learning and development, leadership development, and behavioral training.

We are proactive in developing our human resource plan to create a motivated and enabled work environment. We believe an open and professional workplace helps employees innovate and think out of the box to create out-of-the-box customer engagement programmes. With measures like decentralization and improved motivation, we aim to improve the leadership capabilities of the enterprise significantly. These measures form the core of our endeavour to attract, motivate and retain talent that can drive our performance to greater heights.

### **Corporate Social Responsibility**

We remain committed to empower the farmer by delivering on an inclusive growth model. We keenly support initiatives that focus on increasing agricultural productivity, managing and reducing the environmental impact of agriculture. Committed as

we are for the socio-economic betterment of India's farming community, we promote programmes that create and safeguard the environment and promote eco-friendly business practices.

Since our efforts are directed towards eradicating poverty and food scarcity, we have started an education programme designed to help farmers learn about best farming practices to improve productivity and crop yield. Shiva Global Agro also offers comprehensive support for the efficient production of safe and healthy agricultural products.

Our reach and investments in R&D has given us insights that we want to share with farmers. To this end the Company had launched Farmer Club, a programme focused on increasing the per hectare yield. We also organized training camps where farmers received free training on optimal use of fertilizers. Besides training, we also provide free soil testing that help farmers decide the crop pattern and specific fertilizers to use for those crops depending upon the type of soil on their land.

By paying fair prices for their products and working with them to develop their farming practices, we help farmers get superior economic returns, benefitting their families and communities. Moreover, by using our products, they commit themselves to an environment-friendly and sustainable growth model. Scientific methods of agri-practices improve seed quality and fertilizer inputs have led to a yield increase. Empowering the farmer community and integrating them into our growth story is a real sustainable way to grow our business.

Doing business responsibly and giving back to society where we thrive is a matter of principle for us. Investing time with local communities has far more impact than just money. We believe our involvement in such programmes will contribute to the Company's effort in creating a more inclusive and equitable society.

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**ANNEXURE A****Statement showing salient features of the financial statements of subsidiaries  
as per Companies Act, 2013**

(Amount in Rs. Lacs)

Name of Subsidiary	Ghatprabha Fertilizers Private Limited	Kirtiman Agro Genetics Limited	Shiva Parvati Poultry Feed Private Limited	Shrinivasa Agro Foods Private Limited
Share Capital	278.33	1,332.30	450.00	923.10
Reserves and Surplus	1,081.74	325.59	1,041.49	861.54
Total Assets	5,776.04	3,488.11	5,604.00	3,636.46
Total Liabilities	4,415.97	1,830.22	4,112.51	1,851.83
Details of Investments				
Investments in Equity Shares	-	-	1.55	-
Investments in Mutual Funds	15.00	-	5.00	-
Investments in Government Securities	0.07	-	0.51	-
Turnover	6,181.64	2,929.43	11,663.91	16,032.99
Profit Before Taxation	105.74	23.60	138.12	300.81
Provision for Taxation	40.90	10.10	45.33	104.79
Profit After Taxation	64.84	13.50	92.78	196.02
Proposed Dividend	-	-	-	-
% of shareholding	61.53%	64.50%	51.00%	51.00%

- Notes :** 1. There are no subsidiaries which are yet to commence operations.  
2. There are no subsidiaries which have been liquidated or sold during the year.

For and on behalf of the Board

\_\_\_\_\_  
**Omprakash K. Gilda**  
Managing Director

\_\_\_\_\_  
**Deepak S. Maliwal**  
Director

\_\_\_\_\_  
**Umesh O. Bang**  
Chief Financial Officer

\_\_\_\_\_  
**Rashmi G. Agrawal**  
Company Secretary

**ANNEXURE B**

The details of remuneration during the year 2015-16 as per Rule 5(1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014 are as follows:

**i. Ratio of Remuneration of each Director to the median remuneration of the employees of the Company for the financial year:**

Sr. No.	Name of the Director	Ratio of the remuneration to the median remuneration of the employees
1.	Mr. Omprakash Gilda - Executive & Managing Director	Nil
2.	Mr. Arun Toshniwal - Non Executive	Nil
3.	Mr. Deepak Maliwal - Non Executive	Nil
4.	Mr. Narayanlal Kalantri - Non Executive	Nil
5.	Mr. Vijay Agrawal - Non Executive	Nil
6.	Dr. Santosh Malpani - Independent	Nil
7.	Mr. Divakar Shetty - Independent	Nil
8.	Mrs. Sandhya Maheshwari - Independent	Nil

**ii. Percentage increase in the remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:**

Sr. No.	Name of the Director	Ratio of the remuneration to the median remuneration of the employees
1.	Mr. Omprakash Gilda - Executive & Managing Director	Nil
2.	Mr. Arun Toshniwal - Non Executive	Nil
3.	Mr. Deepak Maliwal - Non Executive	Nil
4.	Mr. Narayanlal Kalantri - Non Executive	Nil
5.	Mr. Vijay Agrawal - Non Executive	Nil
6.	Dr. Santosh Malpani - Independent	Nil
7.	Mr. Divakar Shetty - Independent	Nil
8.	Mrs. Sandhya Maheshwari - Independent	Nil
	Mr. Umesh Bang – Chief Financial Officer	Nil
	Mrs. Rashmi Agrawal – Company Secretary	Nil

**iii. Percentage increase/(decrease) in the median remuneration of employees in the financial year – 13.95%**

**iv. Number of permanent employees on the rolls of the company as on 31st March, 2016 – 93**

**v. Explanation on relationship between average increase in remuneration & Company performance**

The average increase in employee remuneration effected during the year 2015-16 was 26.25%. The individual increments are based on individual and the Company's performance during the previous financial year viz., 2014-15.

The net revenue from operations of the Company for the year 2014-15 increased by 26.64%, the profits after tax increased by 17.94%. Employee remuneration and company performance cannot be directly linked considering the qualitative factors involved in measuring performance.



**vi. Comparison of remuneration of Key Managerial Personnel and each Key Managerial Personnel against the performance of the Company**

Aggregate remuneration of Key Managerial Personnel (KMP) in FY 2015-16 (Rs.in Lacs)	5.44
Revenue (Rs.in Lacs)	11028.50
Remuneration of KMPs (as % of revenue)	0.05%
Profit before Tax (PBT) (Rs.in Lacs)	301.53
Remuneration of KMP (as % of PBT)	1.80%

**vii. Variations in the market capitalization of the company and price earnings ratio as at the closing date of the current financial year and previous financial year**

Particulars	31.03.2016	31.03.2015
Market Capitalization of the Company (Rs.in Lacs)	1856	1737
Closing Price at the Bombay Stock Exchange Ltd.(in Rs.)	19.45	18.20
Price Earnings Ratio as at the closing date	10	8

**Percentage increase over decrease in market quotations of the shares of the Company in comparison with the last public offer**

Not Applicable as the last public offer was in 1993 and the data are incomparable.

**viii. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

The company is not paying any managerial remuneration.

**ix. Comparison of each remuneration of the key managerial personnel against the performance of the Company**

	Mr. Omprakash Gilda	Mr. Umesh Bang	Mrs. Rashmi Agrawal
Remuneration in FY 2015-16 (Rs. in Lacs)	Nil	5.04	0.04
Revenue (Rs. in Lacs)	11028.50		
Remuneration as % of revenue	Nil	0.05%	0.004%
Profit before Tax (PBT) (Rs. in Lacs)	301.53		
Remuneration (as % of PBT)	Nil	1.67%	0.13%

**x. The key parameters for any variable component of remuneration availed by the Directors**

The company is not paying any remuneration to any of the Directors.

**xi. Ratio of remuneration of the highest paid director of that of the employees who are not directors but receive remuneration in excess of the highest paid Director during the year:**

The company is not paying any remuneration to any of the Directors.

**xii. Affirmation that the remuneration is as per the remuneration policy of the Company:**

The Company is in compliance with its remuneration policy.

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**ANNEXURE C**  
FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2016

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

<b>I. REGISTRATION &amp; OTHER DETAILS:</b>	
1 CIN	L24120MH1993PLC070334
2 Registration Date	06/01/1993
3 Name of the Company	Shiva Global Agro Industries Limited.
4 Category/Sub-category of the Company	Public Company / Company having share capital
5 Address of the Registered office & contact details	'Shri Hanuman Nagar', Osmannagar Road, Village Dhakni, Taluka Loha, District Nanded (Maharashtra) Contact Details: 02462-284036, 284039
6 Whether listed company	Yes
7 Name, Address & contact details of the Registrar & Transfer Agent, if any.	Aarathi Consultants Pvt Ltd 1-2-285, Domalguda, Hyderabad - 500 029. Contact Details: 040-27638111, 27634445

<b>II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY</b>			
(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)			
S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Fertilizers	20122	99.35%

<b>III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES</b>					
S. N.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Appliable Section
1	Kirtiman Agrogenetics Limited	U01403MH2008PLC179180	Subsidiary	64.50%	2(87)
2	Ghatprabha Fertilizers Private Limited	U24129MH2005PTC156501	Subsidiary	61.53%	2(87)
3	Shiva Parvati Poultry Feed Private Limited	U01222MH2004PTC145045	Subsidiary	51.00%	2(87)
4	Shrinivasa Agro Foods Private Limited	U99999MH2005PTC157949	Subsidiary	51.00%	2(87)

<b>IV. SHARE HOLDING PATTERN</b>									
(Equity share capital breakup as percentage of total equity)									
<b>(i) Category-wise Share Holding</b>									
Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/ HUF	42,84,758	-	42,84,758	44.90%	44,53,283	-	44,53,283	46.67%	3.93%

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b) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Sub Total (A) (1)</b>	<b>42,84,758</b>	<b>-</b>	<b>42,84,758</b>	<b>44.90%</b>	<b>44,53,283</b>	<b>-</b>	<b>44,53,283</b>	<b>46.67%</b>	<b>3.93%</b>
<b>(2) Foreign</b>									
a) NRI	-	-	-	0.00%	-	-	-	0.00%	0.00%
Individuals									
b) Other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Individuals									
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Sub Total (A) (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>0.00%</b>
<b>TOTAL (A)</b>	<b>42,84,758</b>	<b>-</b>	<b>42,84,758</b>	<b>44.90%</b>	<b>44,53,283</b>	<b>-</b>	<b>44,53,283</b>	<b>46.67%</b>	<b>3.93%</b>
<b>B. Public Shareholding</b>									
1. Institutions									
a) Mutual Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Insurance Companies	-	-	-	0.00%	-	-	-	0.00%	0.00%
g) FIs	-	-	-	0.00%	-	-	-	0.00%	0.00%
h) Foreign Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Others (specify)	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Sub-total (B)(1) :</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>0.00%</b>
<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	1197759	-	11,97,759	12.55%	830041	18,600	8,48,641	8.89%	-29.15%
ii) Overseas	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	1133502	245475	13,78,977	14.45%	1488869	269475	17,58,344	18.43%	27.51%
ii) Individual shareholders holding nominal share capital in excess of Rs.1lakh	2501146	165600	26,66,746	27.94%	2332201	116200	24,48,401	25.66%	-8.19%
c) Others (specify)									
Non Resident Indians	7418	-	7,418	0.08%	10107	-	10,107	0.11%	36.25%
Overseas Corporate Bodies	-	-	-	0.00%	-	-	-	0.00%	0.00%

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Foreign Nationals	-	-	-	0.00%	-	-	-	0.00%	0.00%
Clearing Members	7,342	-	7,342	0.08%	24,224	-	24,224	0.25%	229.94%
Trusts	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Bodies-DR	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Sub-total (B)(2):</b>	<b>48,47,167</b>	<b>4,11,075</b>	<b>52,58,242</b>	<b>55.10%</b>	<b>46,85,442</b>	<b>4,04,275</b>	<b>50,89,717</b>	<b>53.33%</b>	<b>-3.20%</b>
<b>Total Public (B)</b>	<b>48,47,167</b>	<b>4,11,075</b>	<b>52,58,242</b>	<b>55.10%</b>	<b>46,85,442</b>	<b>4,04,275</b>	<b>50,89,717</b>	<b>53.33%</b>	<b>-3.20%</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Grand Total (A+B+C)</b>	<b>91,31,925</b>	<b>4,11,075</b>	<b>95,43,000</b>	<b>100.00%</b>	<b>91,38,725</b>	<b>4,04,275</b>	<b>95,43,000</b>	<b>100.00%</b>	<b>0.73%</b>

**(ii) Shareholding of Promoter**

S. N.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares of the company	% of total Shares Pledged/encumbered to total shares	% of Shares	No. of Shares of the company	% of total Shares Pledged/encumbered to total shares	% of Shares	
1	Deepak Shyamsunder Maliwal	5,65,850	5.93%	-	5,65,850	5.93%	-	0.00%
2	Omprakash Kannaiyalal Gilda	5,23,000	5.48%	-	5,23,000	5.48%	-	0.00%
3	Narayanlal Pannalal Kalantri	3,58,813	3.76%	-	3,58,813	3.76%	-	0.00%
4	Rekha D Maliwal	3,48,350	3.65%	-	3,48,350	3.65%	-	0.00%
5	Madhusudan Pannalal Kalantri	3,23,750	3.39%	-	3,23,750	3.39%	-	0.00%
6	Sambhaji Laxmanrao Pawar	2,96,500	3.11%	-	2,96,500	3.11%	-	0.00%
7	Santoshdevi Madhusudan Kalantri	2,83,200	2.97%	-	2,83,200	2.97%	-	0.00%
8	Sarojdevi Narayanlal Kalantri	2,75,975	2.89%	-	2,75,975	2.89%	-	0.00%
9	Deepak Shyamsunder Maliwal HUF	2,40,900	2.52%	-	2,40,900	2.52%	-	0.00%
10	Arun Ramgopal Toshniwal	2,06,125	2.16%	-	2,06,125	2.16%	-	0.00%
11	Anand Omprakash Gilda	1,78,000	1.87%	-	2,28,000	2.39%	-	28.09%
12	Kushal Toshniwal	80,000	0.84%	-	-	0.00%	-	-100.00%
13	Lokyabai Sambhaji Pawar	76,875	0.81%	-	76,875	0.81%	-	0.00%
14	Kirti Anand Gilda	75,000	0.79%	-	75,000	0.79%	-	0.00%
15	Chandrabhagabai Omprakash Gilda	74,000	0.78%	-	74,000	0.78%	-	0.00%
16	Mohit Deepak Maliwal	1,20,979	1.27%	-	1,24,955	1.31%	-	3.29%
17	Vijayprakash Onkarlal Agrawal	52,575	0.55%	-	52,575	0.55%	-	0.00%
18	Rajesh Sambhaji Pawar	50,000	0.52%	-	50,000	0.52%	-	0.00%
19	Agrawal Gokul V	50,000	0.52%	-	50,000	0.52%	-	0.00%
20	Kamalkishor O Agrawal	47,500	0.50%	-	47,500	0.50%	-	0.00%
21	Anilkumar Onkarlal Agrawal	32,500	0.34%	-	32,500	0.34%	-	0.00%
22	Vikas Shyam Sunder Maliwal	22,687	0.24%	-	22,687	0.24%	-	0.00%
23	Kalantri Ravindra Narayanlal	22,500	0.24%	-	22,500	0.24%	-	0.00%
24	Preeti Madhusudan Kalantri	22,500	0.24%	-	22,500	0.24%	-	0.00%
25	Chukidevi Ramgopal Toshniwal	20,000	0.21%	-	20,000	0.21%	-	0.00%
26	Narayanlal Pannalal Kalantri HUF	20,000	0.21%	-	20,000	0.21%	-	0.00%
27	Vikas Shyamsunder Maliwal HUF	16,600	0.17%	-	16,600	0.17%	-	0.00%
28	Mangal Sunilkumar Agrawal	12,600	0.13%	-	12,600	0.13%	-	0.00%
29	Lata Munnal Agrawal	12,500	0.13%	-	12,500	0.13%	-	0.00%
30	Jaishree Santosh Agrawal	10,000	0.10%	-	10,000	0.10%	-	0.00%
31	Pushpa Kamalkishor Agrawal	10,000	0.10%	-	10,000	0.10%	-	0.00%
32	Madhusudan Pannalal Kalantri HUF	10,000	0.10%	-	10,000	0.10%	-	0.00%
33	Rekha Rajesh Dagdiya	8,120	0.09%	-	8,120	0.09%	-	0.00%
34	Laxminiwas Narayanlal Kalantri	6,250	0.07%	-	6,250	0.07%	-	0.00%
35	Rukhmadevi Shyamsunder Maliwal	5,706	0.06%	-	5,706	0.06%	-	0.00%
36	Pooja Madhusudan Kalantri	5,500	0.06%	-	5,500	0.06%	-	0.00%
37	Shyamsunder Shivprasad Maliwal	5,000	0.05%	-	5,000	0.05%	-	0.00%
38	Vimlabai Ramkrishanji Agrawal	2,500	0.03%	-	2,500	0.03%	-	0.00%
39	Santosh Onkarlal Agrawal	2,500	0.03%	-	2,500	0.03%	-	0.00%
40	Kamal Kishore Gilda	2,452	0.03%	-	2,452	0.03%	-	0.00%
41	Tejashree Laxminiwas Kalantri	1,000	0.01%	-	1,000	0.01%	-	0.00%
42	Seema Ravindra Kalantri	1,000	0.01%	-	1,000	0.01%	-	0.00%

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**(iii) Change in Promoters' Shareholding (please specify, if there is no change)**

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	%of total shares	No. of shares	%of total shares
1	Deepak Shyamsunder Maliwal	-	-	5,65,850	5.93%	5,65,850	5.93%
2	Omprakash Kannaiyalal Gilda	-	-	5,23,000	5.48%	5,23,000	5.48%
3	Narayanlal Pannalal Kalantri	-	-	3,58,813	3.76%	3,58,813	3.76%
4	Rekha D Maliwal	-	-	3,48,350	3.65%	3,48,350	3.65%
5	Madhusudan Pannalal Kalantri	-	-	3,23,750	3.39%	3,23,750	3.39%
6	Sambhaji Laxmanrao Pawar	-	-	2,96,500	3.11%	2,96,500	3.11%
7	Santoshdevi Madhusudan Kalantri	-	-	2,83,200	2.97%	2,83,200	2.97%
8	Sarojdevi Narayanlal Kalantri	-	-	2,75,975	2.89%	2,75,975	2.89%
9	Deepak Shyamsunder Maliwal HUF	-	-	2,40,900	2.52%	2,40,900	2.52%
10	Arun Ramgopal Toshniwal	-	-	2,06,125	2.16%	2,06,125	2.16%
11	Anand Omprakash Gilda	-	-	1,78,000	1.87%	1,78,000	1.87%
		15-May-15	Purchase	44,000	0.46%	2,22,000	2.33%
		5-Jun-15	Purchase	6,000	0.06%	2,28,000	2.39%
12	Kushal Toshniwal	17-Sep-15	Transfer	80,000	0.84%	-	0.00%
13	Lokyaibai Sambhaji Pawar	-	-	76,875	0.81%	76,875	0.81%
14	Kirti Anand Gilda	-	-	75,000	0.79%	75,000	0.79%
15	Chandrabhagabai Omprakash Gilda	-	-	74,000	0.78%	74,000	0.78%
16	Mohit Deepak Maliwal	-	-	1,20,979	1.27%	1,20,979	1.27%
		22-May-15	Purchase	206	0.00%	1,21,185	1.27%
		4-Sep-15	Purchase	1,960	0.02%	1,23,145	1.29%
		11-Sep-15	Purchase	360	0.00%	1,23,505	1.29%
		18-Sep-15	Purchase	373	0.00%	1,23,878	1.30%
		2-Oct-15	Purchase	605	0.01%	1,24,483	1.30%
		8-Jan-15	Purchase	472	0.00%	1,24,955	1.31%
17	Vijayprakash Onkarlal Agrawal	-	-	52,575	0.55%	52,575	0.55%
18	Rajesh Sambhaji Pawar	-	-	50,000	0.52%	50,000	0.52%
19	Agrawal Gokul V	-	-	50,000	0.52%	50,000	0.52%
20	Kamalkishor O Agrawal	-	-	47,500	0.50%	47,500	0.50%
21	Anilkumar Onkarlal Agrawal	-	-	32,500	0.34%	32,500	0.34%
22	Vikas Shyam Sunder Maliwal	-	-	22,687	0.24%	22,687	0.24%
23	Kalantri Ravindra Narayanlal	-	-	22,500	0.24%	22,500	0.24%
24	Preeti Madhusudan Kalantri	-	-	22,500	0.24%	22,500	0.24%
25	Chukidevi Ramgopal Toshniwal	-	-	20,000	0.21%	20,000	0.21%
26	Narayanlal Pannalal Kalantri HUF	-	-	20,000	0.21%	20,000	0.21%
27	Vikas Shyamsunder Maliwal HUF	-	-	16,600	0.17%	16,600	0.17%
28	Mangal Sunilkumar Agrawal	-	-	12,600	0.13%	12,600	0.13%
29	Lata Munnalal Agrawal	-	-	12,500	0.13%	12,500	0.13%



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30	Jaishree Santosh Agrawal	-	-	10,000	0.10%	10,000	0.10%
31	Pushpa Kamalkishor Agrawal	-	-	10,000	0.10%	10,000	0.10%
32	Madhusudan Pannalal Kalantri HUF	-	-	10,000	0.10%	10,000	0.10%
33	Rekha Rajesh Dagdiya	-	-	8,120	0.09%	8,120	0.09%
34	Laxminiwas Narayanlal Kalantri	-	-	6,250	0.07%	6,250	0.07%
35	Rukhmadevi Shyamsunder Maliwal	-	-	5,706	0.06%	5,706	0.06%
36	Pooja Madhusudan Kalantri	-	-	5,500	0.06%	5,500	0.06%
37	Shyamsunder Shivprasad Maliwal	-	-	5,000	0.05%	5,000	0.05%
38	Vimlabai Ramkrishanji Agrawal	-	-	2,500	0.03%	2,500	0.03%
39	Santosh Onkarlal Agrawal	-	-	2,500	0.03%	2,500	0.03%
40	Kamal Kishore Gilda	-	-	2,452	0.03%	2,452	0.03%
41	Tejashree Laxminiwas Kalantri	-	-	1,000	0.01%	1,000	0.01%
42	Seema Ravindra Kalantri	-	-	1,000	0.01%	1,000	0.01%

**(iv) Shareholding Pattern of top ten Shareholders**

(Other than Directors, Promoters and Holders of GDRs and ADRs) :

S	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	%of total shares	No. of shares	%of total shares
1	<b>Bloom Tree Con &amp; Inv Sol P Ltd.</b>						
	At the beginning of the year	-	-	4,70,000	4.93%	4,70,000	4.93%
	Purchase/Sales during the year	31-Jul-15	Transfer	(54,780)	-0.57%	4,15,220	4.35%
		04-Dec-15	Transfer	(1,49,251)	-1.56%	2,65,969	2.79%
		01-Jan-16	Transfer	(2,555)	-0.03%	2,63,414	2.76%
		08-Jan-16	Transfer	(1,500)	-0.02%	2,61,914	2.74%
		19-Feb-16	Transfer	(239)	0.00%	2,61,675	2.74%
		26-Feb-16	Transfer	(105)	0.00%	2,61,570	2.74%
		04-Mar-16	Transfer	(400)	0.00%	2,61,170	2.74%
		11-Mar-16	Transfer	(804)	-0.01%	2,60,366	2.73%
	18-Mar-16	Transfer	(300)	0.00%	2,60,066	2.73%	
	25-Mar-16	Transfer	(100)	0.00%	2,59,966	2.72%	
	At the end of the year	-	-	-	-	2,59,966	2.72%
2	<b>Rhombus Sec &amp; Fin Cons Pvt Ltd .</b>						
	At the beginning of the year	-	-	4,27,719	4.48%	4,27,719	4.48%
	Purchase/Sales during the year	18-Mar-16	Transfer	(48,562)	-0.51%	3,79,157	3.97%
	At the end of the year	-	-	-	-	3,79,157	3.97%
3	<b>Bhagwandas Gilda</b>						
	At the beginning of the year	-	-	3,92,000	4.11%	3,92,000	4.11%
	Purchase/Sales during the year	-	-	-	-	3,92,000	4.11%
	At the end of the year	-	-	-	-	3,92,000	4.11%
4	<b>Rajgopal Gilda</b>						
	At the beginning of the year	-	-	1,71,047	1.79%	1,71,047	1.79%
	Purchase/Sales during the year	15-Jan-16	Transfer	(5,563)	-0.06%	1,65,484	1.73%
		22-Jan-16	Transfer	(41,542)	-0.44%	1,23,942	1.30%
		05-Feb-16	Transfer	(9,750)	-0.10%	1,14,192	1.20%
		12-Feb-16	Transfer	(25,638)	-0.27%	88,554	0.93%
		19-Feb-16	Transfer	(5,676)	-0.06%	82,878	0.87%
		26-Feb-16	Transfer	(23,752)	-0.25%	59,126	0.62%
		04-Mar-16	Transfer	(59,026)	-0.62%	100	0.00%
	At the end of the year	-	-	-	-	100	0.00%

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5	<b>Vijay Thavra Pawar</b>						
	At the beginning of the year	-	-	1,48,898	1.56%	1,48,898	1.56%
	Purchase/Sales during the year	-	-	-	-	1,48,898	1.56%
	At the end of the year	-	-	-	-	1,48,898	1.56%
6	<b>Gangadhar Prabhakar Vinkare</b>						
	At the beginning of the year			1,45,297	1.52%	1,45,297	1.52%
	Purchase/Sales during the year	-	-	-	-	1,45,297	1.52%
	At the end of the year	-	-	-	-	1,45,297	1.52%
7	<b>Pralhad Narayan Otari</b>						
	At the beginning of the year	-	-	97,102	1.02%	97,102	1.02%
	Purchase/Sales during the year	-	-	-	-	97,102	1.02%
	At the end of the year	-	-	-	-	97,102	1.02%
8	<b>Sanket Bhai Mahesh Bhai Shah</b>						
	At the beginning of the year	-	-	93,748	0.98%	93,748	0.98%
	Purchase/Sales during the year	29-May-15	Transfer	(6,000)	-0.06%	87,748	0.92%
	At the end of the year	-	-	-	-	87,748	0.92%
9	<b>Mahendra Toshniwal</b>						
	At the beginning of the year	-	-	90,902	0.95%	90,902	0.95%
	Purchase/Sales during the year	3-Jul-15	Transfer	(45,000)	-0.47%	45,902	0.48%
	At the end of the year	-	-	-	-	45,902	0.48%
10	<b>Bharat Anil Toshniwal</b>						
	At the beginning of the year			90,000	0.94%	90,000	0.94%
	Purchase/Sales during the year	27-Nov-15	Transfer	(90,000)	-0.94%	-	0.00%
	At the end of the year	-	-	-	-	-	0.00%

**(v) Shareholding of Directors and Key Managerial Personnel:**

S N	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	%of total shares	No. of shares	%of total shares
1	<b>Deepak Shyamsunder Maliwal</b>						
	At the beginning of the year	-	-	565,850	5.93%	565,850	5.93%
	Purchase / Sales during the year	-	-	-	-	565,850	5.93%
	At the end of the year	-	-	-	-	565,850	5.93%
2	<b>Omprakash Kannaiyalal Gilda</b>						
	At the beginning of the year	-	-	523,000	5.48%	523,000	5.48%
	Purchase / Sales during the year	-	-	-	-	523,000	5.48%
	At the end of the year	-	-	-	-	523,000	5.48%
3	<b>Narayanlal Pannalal Kalantri</b>						
	At the beginning of the year	-	-	358,813	3.76%	358,813	3.76%
	Purchase / Sales during the year	-	-	-	-	358,813	3.76%
	At the end of the year	-	-	-	-	358,813	3.76%
4	<b>Arun Ramgopal Toshniwal</b>						
	At the beginning of the year	-	-	206,125	2.16%	206,125	2.16%
	Purchase / Sales during the year	-	-	-	-	206,125	2.16%
	At the end of the year	-	-	-	-	206,125	2.16%
5	<b>Vijayprakash Onkarlal Agrawal</b>						
	At the beginning of the year	-	-	52,575	0.55%	52,575	0.55%
	Purchase / Sales during the year	-	-	-	-	52,575	0.55%
	At the end of the year	-	-	-	-	52,575	0.55%

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<b>6</b>	<b>Dr. Santosh Hanumandas Malpani</b> At the beginning of the year Purchase / Sales during the year At the end of the year	- - -	- - -	- - -	- - -	- - -	- - -
<b>7</b>	<b>Divakar Nagappa Shetty</b> At the beginning of the year Purchase / Sales during the year At the end of the year	- - -	- - -	200 - -	- - -	200 200 200	- - -
<b>8</b>	<b>Mrs. Sandhya Satish Maheshwari</b> At the beginning of the year Purchase/Sales during the year At the end of the year	- - -	- - -	- - -	- - -	- - -	- - -
<b>9</b>	<b>Mr. Umesh Omprakash Bang</b> At the beginning of the year Purchase/Sales during the year At the end of the year	- - -	- - -	- - -	- - -	- - -	- - -
<b>10</b>	<b>Mrs. Rashmi Ganesh Agrawal</b> At the beginning of the year Purchase/Sales during the year At the end of the year	- - -	- - -	- - -	- - -	- - -	- - -

**V. INDEBTEDNESS**

Indebtedness of the Company including interest outstanding / accrued but not due for payment. (Amt. Rs. / Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
i) Principal Amount	3,623.42	7.26	-	3,630.68
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	8.72	-	-	8.72
<b>Total (i+ii+iii)</b>	<b>3,632.14</b>	<b>7.26</b>	<b>-</b>	<b>3,639.41</b>

**Change in Indebtedness during the financial year**

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
* Addition	10,167.47	180.68	42.00	10,390.15
* Reduction	11,465.17	12.18	8.55	11,485.91
<b>Net Change</b>	<b>(1,297.70)</b>	<b>168.50</b>	<b>(33.45)</b>	<b>(1,095.75)</b>

**Indebtedness at the end of the financial year**

i) Principal Amount	2,328.79	175.76	33.45	2,538.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	5.65	-	-	5.65
<b>Total (i+ii+iii)</b>	<b>2,334.44</b>	<b>175.76</b>	<b>33.45</b>	<b>2,543.65</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****A. Remuneration to Managing Director, Whole-time Directors and/or Manager :**

<b>SN.</b>	<b>Particulars of Remuneration</b>	<b>Name of MD/WTD/ Manager</b>		<b>Total Amount</b>
	Name	Nil		(Rs/Lac)
	Designation			
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act,1961			-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961			-
2	Stock Option			-
3	Sweat Equity			-
4	Commission			-
	- as % of profit			-
	- others, specify			-
5	Others, please specify			-
	<b>Total (A)</b>	-	-	-
	<b>Ceiling as per the Act</b>			

**B. Remuneration to other Directors**

<b>SN.</b>	<b>Particulars of Remuneration</b>	<b>Name of Directors</b>			<b>Total Amount (Rs/Lac)</b>
1	Independent Directors	Dr. Santosh Malpani	Mr. Divakar Shetty	Mrs. Sandhya Maheshwari	
	Fee for attending board committee meetings	0.08	0.08	0.08	0.24
	Commission				-
	Others, please specify				-
	<b>Total (1)</b>	<b>0.08</b>	<b>0.08</b>	<b>0.08</b>	<b>0.24</b>
2	Other Non-Executive Directors		Nil		-
	Fee for attending board committee meetings		-		-
	Commission				-
	Others, please specify				-
	<b>Total (2)</b>	<b>0.08</b>	<b>0.08</b>	<b>0.08</b>	<b>0.24</b>
	Total (B)=(1+2)	-	-	-	<b>0.24</b>
	Total Managerial Remuneration	-			
	Overall Ceiling as per the Act				

<b>C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD</b>					
SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
	Name	<b>Omprakash Gilda</b>	<b>Umesh Bang</b>	<b>Rashmi Agrawal</b>	(Rs/Lac)
	Designation	CEO	CFO	CS	
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil	
	(b) Value of perquisites u/s17(2) Income-tax Act, 1961	-	5.40	0.40	5.44
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit - others, specify	- - -	- - -	- - -	- - -
5	Others, please specify	-	-	-	-
	<b>Total</b>	<b>-</b>	<b>5.40</b>	<b>0.40</b>	<b>5.44</b>

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

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





# REPORT ON CORPORATE GOVERNANCE

## Annexure D

Pursuant to Clause 49 of the Listing Agreement with the Stock Exchange in India, compliance with the requirements of Corporate Governance is set out below:

### COMPANY'S PHILOSOPHY

Shiva Global Agro Industries Ltd. is committed to the highest standards of corporate governance in all its activities and processes.

Corporate Governance deals with conducting affairs of a Company to maximize share holders value, such that:

a) Trust is built around that enterprises is managed adequately and efficiently in its chosen business.

b) There is openness, integrity and accountability in the dealings of the Company to the extent, possible.

c) There is fairness to its shareholders.

d) There is adequate supervision of its business activities.

The following is a report on the corporate governance.

### 1. BOARD OF DIRECTORS

**a. Composition and size of the Board and the number of Directorship, Membership and Chairmanship held in Committees of other Companies as on 31<sup>st</sup> March, 2016.**

Sr. No.	Name of the Director(s)	Executive / Non Executive / Independent	No. of other Directorship in Public Limited Companies*	No. of other Committee Memberships**	
				Chairmanship	Membership
1	Mr. Omprakash Gilda	Executive-Managing Director	1	Nil	Nil
2	Mr. Arun Toshniwal	Non Executive	Nil	1	1
3	Mr. Deepak Maliwal	Non Executive	Nil	1	Nil
4	Mr. Narayanlal Kalantri	Non Executive	1	Nil	Nil
5	Mr. Vijay Agrawal	Non Executive	1	Nil	Nil
6	Dr. Santosh Malpani	Independent	Nil	Nil	1
7	Mr. Divakar Shetty	Independent	1	Nil	1
8	Mrs. Sandhya Maheshwari	Independent	Nil	Nil	1

\* Excludes alternate directorships/directorships in associations, private, foreign and section 8 Companies.

\*\* Represents Directorships/Memberships of Audit and Stakeholders' Relationship Committee of Public Limited Companies.

**b. Board Meetings and attendance:**

During the Financial year 2015-2016, Nine Meetings of the Board of Directors were held. The dates on

which the meetings were held as follows: The maximum time gap between two Board Meetings was not more than four calendar months.

Sr.No.	Date of Meeting	Board Strength	No. of Directors present
1	30th April, 2015	8	7
2	30th May, 2015	8	8
3	30th July, 2015	8	7
4	14th August, 2015	8	8
5	30th October, 2015	8	7
6	14th November, 2015	8	8
7	15th December, 2015	8	6
8	30th January, 2016	8	6
9	13th February, 2016	8	8

**c. Attendance of each Director at the Board Meetings and the last Annual General Meeting (AGM):**

Directors	Board Meetings	Annual General Meeting
Mr. Omprakash K. Gilda	8	Yes
Mr. Arun R. Toshniwal	8	Yes
Mr. Deepak S. Maliwal	9	Yes
Mr. Narayanlal P. Kalantri	9	Yes
Mr. Vijay O. Agrawal	7	Yes
Dr. Santosh Malpani	8	Yes
Mr. Divakar Shetty	8	Yes
Mrs. Sandhya Maheshwari	8	Yes

**d. Independent Directors Meeting**

A meeting of the Independent Directors was held on 13<sup>th</sup> February, 2016 which was attended by all the Independent Directors. The Independent Directors have evaluated the performance of the non-independent directors, the Board as a whole and the Chairman of the Board. The Board was briefed on the deliberations made at the Independent Directors Meeting.

**e. Board Evaluation**

Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and other Committees. Structured questionnaires were prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the

composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of participation in the meetings and contribution, independence of judgement, safeguarding the interest of the Company and other stakeholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. Further, the performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors.

**2. AUDIT COMMITTEE:**

➤ The terms of reference of the Audit Committee encompasses the requirements of Section 177 of Companies Act, 2013 and Clause 49 of Listing Agreement.

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➤ Four Audit Committee Meetings were held during the year. The dates on which the meetings were held are 30/05/2015, 14/08/2015, 14/11/2015 & 13/02/2016.

➤ Details of the composition of the Audit Committee and attendance of Members during the year are as follows:

Name	Designation	Category of Directorship	Attendance
Mr. Deepak S. Maliwal	Chairman	Non-Executive	4
Mrs. Sandhya Maheshwari	Member	Non-Executive & Independent	4
Mr. Divakar Shetty	Member	Non-Executive & Independent	4

The Head of the Accounts Function & representatives of the firm of Statutory Auditors and Cost Auditors are the permanent invitees to the Audit Committee. During the year, the Audit Committee, in its meetings, discussed among other things, the following:

- Reviewed with management, quarterly, half yearly and annual financial statements, before submission to the Board.
- Recommended appointment & fees of Auditor's and discussed with the Management & the Statutory Auditors the scope and programme of internal Audit.
- Reviewed with the Management, and the Statutory Auditors, adequacy of internal control system.
- Discussed with the Management, Auditors finding in the audit report.
- Deliberated on the applicability, compliance and impact of various Accounting Standards and guidelines issued by the Institute of Chartered Accountants of India from time to time.

The Chairman of the Audit Committee has briefed the Board of Directors, about the Audit committee on various issues discussed at its meetings. Minutes of the Audit Committee Meetings are also circulated to all the board members along with agenda of the subsequent meeting.

All the suggestions/recommendations of the Audit Committee during the financial year 2015-2016 have been accepted by the Board of Directors.

### 3. NOMINATION & REMUNERATION COMMITTEE:

- The terms of reference of the Nomination and Remuneration Committee encompasses the terms of reference as per Section 178 of the Companies Act, 2013.
- The main scope of the Committee is to determine and recommend to the Board the persons to be appointed/reappointed as Executive Director/Non-Executive Director.
- The Committee also determines and recommends to the Board on the financial component and the incentive/commission to the Executive Directors, if any. Presently the Company is not paying any remuneration to any of its directors.
- Four Meetings of the Committee were held during the year. The dates on which the meetings were held are 30/05/2015, 14/08/2015, 14/11/2015 and 13/02/2016.
- Details of the composition of the Nomination & Remuneration Committee and attendance of Members during the year are as follows:

Name	Designation	Category of Directorship	Attendance
Mr. Narayanlal Kalantri	Chairman	Non-Executive	4
Mr. Santosh Malpani	Member	Non-Executive & Independent	4
Mr. Divakar Shetty	Member	Non-Executive & Independent	4

➤ **Shareholding** : The details of Shareholdings of the Non-Executive Directors in the Company as at 31<sup>st</sup> March, 2016 are as follows :

Name	No. of Shares	Category of Directorship	No. of Shares
Mr. Arun Toshniwal	206125	Dr. Santosh Malpani	Nil
Mr. Deepak Maliwal	565850	Mr. Divakar Shetty	200
Mr. Narayanlal Kalantri	358813	Mrs. Sandhya Maheshwari	Nil
Mr. Vijay Agrawal	52575		

### 4. STAKEHOLDERS' RELATIONSHIP COMMITTEE :

➤ Four meetings of the committee were held during the year. The dates on which the meetings were held

are 30/05/2015,14/08/2015,14/11/2015&13/02/2016.

➤ Details of the composition of the Stakeholders

Name	Designation	Category of Directorship	Attendance
Mr. Arun Toshniwal	Chairman	Non-Executive	4
Mr. Santosh Malpani	Member	Non-Executive & Independent	4
Mr. Umesh Bang	Member	Non-Executive & Independent	4

➤ Name, designation and address of the Compliance Office :

**Mr. Umesh Bang**

Chief Executive – Finance

"Shiva House", Near State Bank of India, New Mondha, Nanded – 431602.

Ph. No. 02462 – 284400 Fax : 02462 – 284729

Email ID: shivaagro1@gmail.com

➤ During the year the Company had received 4 complaints from the investors and all of them were resolved satisfactorily. There are no complaints pending at the end of the financial year.

➤ In order to facilitate faster redressal of investors' grievances the company requests all the investors and shareholders to lodge their query/complaints to email id shivaagro1@gmail.com which would be

Relationship Committee and attendance of Members during the year are as follows:

attended to immediately.

## 5. RISK MANAGEMENT COMMITTEE

➤ The terms of reference of Risk Management Committee, inter alia, includes, to assess risks in the operations of business units of the Company, to mitigate and minimize of risks assessed in the operations of business units, periodic monitoring of risks in the operations of business units and other matters delegated to the Committee by Board of Directors of the Company from time to time.

➤ During the year, the Committee Meeting was held on 13<sup>th</sup> February, 2016.

➤ Details of the composition of the Risk Management Committee and attendance of Members during the year are as follows:

Name	Designation	Category of Directorship	Attendance
Mrs. Sandhya Maheshwari	Chairman	Non-Executive & Independent	1
Mr. Umesh Bang	Member	-	1

## 6. GENERAL BODY MEETINGS:

Location and time, where last three AGMs held :

Particulars	FY 2012-13	FY 2013-14	FY 2014-15
<b>Day</b>	Saturday	Tuesday	Tuesday
<b>Date</b>	28 <sup>th</sup> September, 2013	30 <sup>th</sup> September, 2014	29 <sup>th</sup> September, 2015
<b>Time</b>	1:00 p.m.	1:00 p.m.	1:00 p.m.
<b>Venue</b>	"Shiva House", Near State Bank of India, New Mondha, Nanded, District Nanded.(Maharashtra)		
<b>Whether any special resolutions passed in the previous 3 AGM's</b>	No.	Yes	No.

**Special resolutions passed during the previous Annual General Meeting for the FY 2013-14**

➤ Alteration of Capital Clause contained in the Memorandum of Association.

➤ Alteration of Capital Clause contained in the Articles of Association.

➤ Approving the increase in the borrowing powers of the Board of Directors of the Company from Rs.60 Crore to Rs.100 Crore.

➤ Adoption of new Articles of Association of the

Company.

➤ Approving Transactions with Related Parties.

➤ Approval for Mortgage and Creation of Charge on all or any of the assets of the Company.

➤ Approval for Acceptance of deposits from the members.

**Postal Ballot:**

At the ensuing Annual General Meeting there is no item on Agenda that requires approval through Postal Ballot.

## **7. DISCLOSURES:**

### ➤ **CEO and CFO Certification**

The Managing Director and Chief Financial officer have given a certificate to the Board as contemplated in Regulation 17 of the Listing Regulations.

### ➤ **Related Party Transactions:**

There were no materially significant related party transactions, which had potential conflict with the interests of the Company at large. The Register of Contracts containing the transactions in which Directors are interested and details of which are required to be entered therein are placed before the Board.

Transactions with the Related Parties as required under Accounting Standard-18, Related Party Transactions, are disclosed in Notes forming part of the Standalone financial statements of this Annual Report.

The Company has framed a Policy on Related Party Transactions and the same is available on website of the Company.

### ➤ **Compliance:**

A Statement of Compliance with all Laws and Regulations as certified by the Managing Director and the Company Secretary is placed at periodic intervals for review by the Board. The Board considers material Show Cause/Demand Notices received from Statutory Authorities and the steps/action taken by the Company in this regard. The Board reviews the compliance of all the applicable Laws and gives appropriate directions wherever necessary.

### ➤ **Code of Conduct:**

The Board of Directors have laid-down a "Code of Conduct" (Code) for all the Board Members and the senior management of the Company and this Code is posted on the Website of the Company. Annual declaration is obtained from every person covered by the Code.

### ➤ **Risk Management:**

The Board regularly discusses the significant

business risks identified by the management process and the mitigation process being taken up.

### ➤ **Strictures/Penalty:**

During the last three years, there were no strictures or penalties imposed on the Company by either Stock Exchanges or Securities and Exchange Board of India or any statutory authority for non-compliance on any matter related to capital markets.

### ➤ **Pecuniary transactions with Non-Executive Directors:**

There were no pecuniary transactions with any of the Non-Executive Directors.

### ➤ **Vigil Mechanism:**

The Company has established a whistle blower mechanism to provide an avenue to raise concerns. The mechanism provides for adequate safeguards against victimization of employees who avail of it and also for appointment of an Ombudsperson who will deal with the complaints received. The policy also lays down the process to be followed for dealing with complaints and in exceptional cases, also provides for direct appeal to the Chairperson of the Audit Committee. During the year, no employee was denied access to Chairman of the Audit Committee.

### ➤ **Management Discussion and Analysis:**

Management Discussion & Analysis is annexed to the Directors' Report which forms part of this Annual Report

The Company has complied with all the mandatory requirements and adopted part of the non-mandatory requirements.

## **8. MEANS OF COMMUNICATION:**

Half Yearly / Quarterly Results are not sent to the shareholders; instead the quarterly, half yearly and annual results of the Company's financial performance are published in the newspapers viz. Daily Ekjoot. These, before release to the press, are submitted to the Stock Exchange. The results are also displayed on the Company's website: [www.shivaagro.org](http://www.shivaagro.org).



**9. GENERAL SHAREHOLDER INFORMATION :**

1.	<b>Annual General Meeting Day, Date, Time and Venue</b>	Thursday 29 <sup>th</sup> September, 2016 at 01:00 P.M. "Shiva House", Near State Bank of India, New Mondha, District Nanded (Maharashtra)
2.	<b>Financial Year/Calendar - First Quarter Results -Second Quarter Results -Third Quarter Results -Results for the year ending on 31.03.2017</b>	Financial Year – April to March On or before 14 <sup>th</sup> August, 2016*. On or before 14 <sup>th</sup> November, 2016*. On or before 14 <sup>th</sup> February, 2017*. On or before 30 <sup>th</sup> May, 2017. *Provisional
3.	<b>Date of Book Closure</b>	24 <sup>th</sup> September, 2016 to 29 <sup>th</sup> September, 2016 (Both the days inclusive)
4.	<b>Registered Office</b>	'Shri Hanuman Nagar', Osmanagar Road, Village Dhakni, Taluka Loha, District Nanded (Maharashtra)
5.	<b>Administrative Office</b>	"Shiva House", Near State Bank of India, New Mondha, Nanded District Nanded.(Maharashtra)
6.	<b>Phone, Fax, E-mail</b>	Phone :(02462) 284036, 284039 Fax : (02462) 284729 E-mail: shivaagro1@gmail.com Website: www.shivaagro.org
7.	<b>Plant Locations</b>	1. 'Shri Hanuman Nagar', Osmanagar Road, Village Dhakni, Taluka Loha, District Nanded (Maharashtra) 2. B-17/2 MIDC, Nanded, Dist.Nanded (Maharashtra)
8.	<b>Registrar &amp; Share Transfer Agent (RTA) &amp; Address for investor's correspondence</b>	Aarathi Consultants Pvt Ltd 1-2-285, Domalguda, Hyderabad -500 029.
9.	<b>Phone, Fax, E-mail of RTA</b>	Phone : (040) 2763 8111, 2763 4445 Fax : (040) 2763 2184 E-mail : info@aarathiconsultants.com
10.	<b>Listing on Stock Exchanges</b>	Bombay Stock Exchange Limited (BSE) Annual Listing Fee for the Financial Year 2015-16 has been paid to the exchange.
11.	<b>Stock Code Scrip ID</b>	530433" SHIVAAGRO"
12.	<b>Demat ISIN in NSDL and CDSL</b>	INE960E01019
13.	<b>Share Transfer System</b>	All the transfers received are processed and approved by the Stakeholder Relationship Committee at its meetings or by circular resolutions.
14.	<b>Dematerialisation of shares &amp; Liquidity</b>	95.76% of the shareholding has been dematerialized as on March 31, 2016.

**15. Market Price Data for 2015-16:**

Month	Share Price		BSE Sensex	
	High	Low	High	Low
April	24.80	17.30	29094.61	26897.54
May	26.25	17.60	28071.16	26423.99
June	25.80	17.55	27968.75	26307.07
July	27.50	20.10	28578.33	27416.39
August	26.50	20.00	28417.59	25298.42
September	24.50	18.15	26471.82	24833.54
October	24.00	18.20	27618.14	26168.71
November	23.95	18.00	26824.30	25451.42
December	28.00	18.20	26256.42	24867.73
January	30.95	20.20	26197.27	23839.76
February	23.80	15.50	25002.32	22494.61
March	20.60	16.05	25479.62	23133.18

**16. Distribution of shareholding as on 31<sup>st</sup> March, 2016 :**

Distribution of Shares (Slabwise)	No. of Shareholders	Percentage to total no. of Shareholders	No. of Shareholders	Percentage to total share capital
Upto 5000	1705	71.76%	349121	3.66%
5001 – 10000	256	10.78%	218161	2.28%
10001 – 20000	140	5.89%	226168	2.37%
20001 – 30000	74	3.11%	196223	2.06%
30001 – 40000	31	1.30%	111469	1.17%
40001 – 50000	28	1.18%	132081	1.38%
50001 – 100000	49	2.06%	357588	3.75%
<b>Total</b>	<b>2376</b>	<b>100.00%</b>	<b>9543000</b>	<b>100.00%</b>

**17. Share Holding Pattern as on 31<sup>st</sup> March, 2016.**

Sr.No.	Particulars	No. of Shares	% of Shareholding
a.	Promoters	4453283	46.67%
b.	Private Corporate Bodies	848641	8.89%
c.	Indian Public	4206745	44.09%
d.	NRI's/OCB's	10107	0.10%
e.	Clearing Members	24224	0.25%
	<b>TOTAL</b>	<b>9543000</b>	<b>100.00%</b>

Date: 30<sup>th</sup> May, 2016.  
Place: Nanded.

On behalf of the Board

Omprakash K. Gilda  
Managing Director

**DECLARATION ON CODE OF CONDUCT**

As per clause 49 of the Listing Agreement with the Stock Exchange, this is to confirm that all Board Members and Senior Management personnel have affirmed compliance with the Code of Conduct of the Company for the Financial Year ended 31<sup>st</sup> March, 2016.

**Date: 30<sup>th</sup> May, 2016.**

**Place: Nanded.**

**Omprakash K. Gilda  
Managing Director**

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**AUDITOR'S CERTIFICATE**

**Certificate of compliance from Auditors as stipulated under Clause 49 of listing agreement with the Stock Exchange in India**

To  
The Members of  
Shiva Global Agro Industries Limited, Nanded.

We have examined the compliance of conditions of Corporate Governance by Shiva Global Agro Industries Limited ("the Company") for the year ended on 31st March, 2016, as stipulated in clause 49 of the Listing Agreement of the Company with stock exchanges for the period 1st April, 2015 to 30th November, 2015 and as per relevant provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosures requirements) Regulations, 2015 ('Listing Regulations') for the period 1st December, 2015 to 31st March, 2016.

The compliance of conditions of Corporate Governance is the responsibility of the 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.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

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.

**For Jhavar Ladha & Associates  
Chartered Accountants  
Registration No. 104223W**

**CA Jaiprakash S. Falor  
Partner  
Membership No. 043337**

**Place : Nanded  
Date : 30<sup>th</sup> May, 2016**

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**ANNEXURE E**  
**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To

**The Members**

**Shiva Global Agro Industries Limited**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Shiva Global Agro Industries Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2016 generally complied with some exceptions with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2016 according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v) The following Regulations and Guidelines

prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (not applicable during the audit period)
- d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (not applicable during the audit period)
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (not applicable during the audit period)
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (not applicable during the audit period)
- vi) Other laws applicable to the Company as per the representations made by the Company.

We have also examined compliance with the applicable clauses of the following:

- i) Secretarial Standards issued by The Institute of Company Secretaries of India, to the extent applicable under the Companies Act, 2013
- ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange.

During the period under review and as per the explanations and the representations made by the

management and subject to clarifications given to us, the Company has generally complied with some exceptions with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that -

i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

ii) Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that as represented by the Company and relied upon by us there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Sd/-  
AMAM & Associates  
Company Secretaries  
**Mohammad Anwar ul haq**  
Proprietor

Place: Nanded Membership No.ACS 33676  
Date: 30<sup>th</sup>May, 2016 Certificate of Practice No.12553

This report is to be read with our letter of even date which is annexed as Enclosure A and forms an integral part of this report.

**Enclosure A**

To  
The Members  
Shiva Global Agro Industries Limited  
'Shri Hanuman Nagar', Osman nagar Road,  
Village Dhakni, Taluka Loha, District Nanded.

**Our report of even date is to be read along with this letter.**

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Sd/-  
AMAM & Associates  
Company Secretaries  
Mohammad Anwar ul haq  
Proprietor  
Membership No.ACS 33676  
Certificate of Practice No.12553

Place: Nanded  
Date: 30<sup>th</sup> May,2016



**ANNEXURE F****CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO****A) CONSERVATION OF ENERGY:**

The company has taken various measures for its energy conservation. Small Group Activity teams have been constituted to constantly look at the energy conservation and other improvement schemes at plants.

**FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY  
FORM A**

<b>Particulars</b>	<b>31.03.2016</b>	<b>31.03.2015</b>
<b>A. POWER AND FUEL CONSUMPTION</b>		
1. Electricity		
a) Purchased Units	2712558 Units	3074106 Units
Amount (Rs. In Lacs)	214.04	231.21
Rate per unit	7.89	7.52
b) Own Generation	-	-
2. Coal, Bio-Coal & Husk	1998.660 MT	3358.249 MT
<b>B. CONSUMPTION PER UNIT OF PRODUCTION</b>		
Electricity (Units)	22.45 PMT	23.51 PMT
Coal, Bio-Coal & Husk (MT)	0.017 PMT	0.0257 PMT

**B) TECHNOLOGY ABSORPTION :**

Company has fully absorbed the technology to manufacturing Single Super Phosphate (SSP) with an installed capacity of 400 TPD. The plant has been operated at its full efficiency level.

**C) FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The Foreign Exchange outgo on account of purchase of raw materials is Rs. 2,416.74 Lacs. (Previous year Rs. 2,082.37 Lacs)

# **Standalone Financial Statements for the year ended 31st March, 2016**

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# Independent Auditor's Report

**To the Members of  
SHIVA GLOBAL AGRO INDUSTRIES LIMITED**

## **Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of SHIVA GLOBAL AGRO INDUSTRIES LIMITED ("the Company"), which comprise the Balance sheet as at 31 March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year ended, and a summary of significant accounting policies and other explanatory information.

## **Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

## **Auditor's Responsibility**

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the Order under Section 143(11) of the Act.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, 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 on the standalone financial statements.

## **Opinion**

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

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standalone 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, of the state of affairs of the Company as at 31<sup>st</sup> March, 2016, and its profit and its cash flows for the year ended on that date.

### **Report on Other Legal and Regulatory Requirements**

As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

As required by section 143(3) of the Act, we report that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- c. The Balance Sheet, Statement of Profit and Loss, and the Cash Flow Statement dealt with by this report are in agreement with the books of account.
- d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of written representations received from the directors as on 31 March, 2016 taken on record by the Board of Directors, none of the directors is disqualified

as on 31 March, 2016, from being appointed as a director in terms of section 164(2) of the Act.

f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B";

g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has disclosed impact of pending litigations as at 31 March, 2016 on its financial position in its standalone financial statements - (Refer Note 29)
- ii. The Company did not have any long term contracts including derivative contracts as at 31 March, 2016 for which there were any material foreseeable losses.
- iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March, 2016.

**For: Jhavar Ladha & Associates**  
Chartered Accountants  
Firm Registration No.: 104223W

**CA Jaiprakash S. Falor**  
Partner

Place: Nanded  
Date: 30<sup>th</sup> May, 2016

Membership number: 043337



# Annexur to Independent Auditor's Report

## **Annexure "A"**

(Referred to in Paragraph 1 under "Report on Other Legal and Regulatory Requirements" of our report of even date)

### **i. FIXED ASSETS:**

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.

(b) The fixed assets have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such physical verification.

(c) The title deeds of immovable properties, as disclosed in Note 10 on fixed assets to the financial statements, are held in the name of the Company.

### **ii. INVENTORY:**

In our opinion and according to the information and explanations given to us, the inventories were physically verified during the year by the management at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on physical verification of inventory as compared to book records.

### **iii. LOANS GRANTED TO PARTIES COVERED U/S 189 OF COMPANIES ACT, 2013:**

The Company has not granted loans, secured or unsecured, to the parties covered in the register maintained under section 189 of the Companies Act, 2013 ("The Act"). Accordingly, Clause 3(iii) (a),(b) & (c) of the said order are not applicable to the Company.

### **iv. COMPLIANCE WITH SEC. 185 and SEC. 186 OF THE COMPANIES ACT, 2013:**

In our opinion and according to the information and explanations given to us, the Company has complied

with the provisions of Sections 185 and Section 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

### **v. DEPOSITS:**

In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014, as amended, with regards to the deposits accepted. According to the information & explanations given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.

### **vi. COST RECORDS:**

The maintenance of Cost Records has been specified by the Central Government under section 148(1) of the Companies Act, 2013 for Fertilizers. We have broadly reviewed the Cost Records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

### **vii. STATUTORY DUES:**

(a) According to the information & explanations given to us, the company has generally been regular in



depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Customs duty, Excise duty, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

(b) There were no arrears of outstanding undisputed statutory dues as at the last date of the financial year

concerned for a period of more than six months from the date they become payable.

(c) According to the information and explanations given to us, the particulars of dues of Customs duty as at 31 March, 2016, which has not been deposited on account of a dispute, is as follows:

Name of Statute	Nature of Dues	Amount (Rs)	Period to which s the amount relate	Forum where the dispute is pending
The Customs Act, 1962	Custom Duty	18,36,639	2009-10	The Customs, Excise and Service Tax Appellate Tribunal

**viii. DUES TO FINANCIAL INSTITUTION/ BANKS/GOVT./DEBENTUREHOLDERS:**

In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and government. The company has not issued any debentures.

**ix. APPLICATION OF MONEY RAISED FROM INITIAL PUBLIC OFFER and TERM LOAN:**

The Company has not raised any monies by way of initial public offer or further public offer (including debt instruments) during the year. In our opinion and according to the information and explanations given to us, the term loans have been applied by the Company during the year for the purposes for which they were obtained.

**x. FRAUD:**

To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.

**xi. MANAGERIAL REMUNERATION:**

According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not paid managerial remuneration. Hence, paragraph 3(xi) of the order is not applicable to the Company.

**xii. NIDHI COMPANY:**

The company is not a Nidhi Company and hence reporting under clause (xii) of the order is not applicable.

**xiii. RELATED PARTIES:**

In our opinion and according to the information and

explanations given to us the Company has entered into transactions with related parties in compliance with the provisions of Section 177 and Section 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required by applicable Accounting Standards.

**xiv. PREFERENTIAL ALLOTMENT OR PRIVATE PLACEMENT OF SHARES/ CONVERTIBLE DEBENTURES:**

The Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures during the year under review and hence reporting under clause (xiv) of the Order is not applicable to the Company.

**xv. NON-CASH TRANSACTIONS WITH DIRECTORS AND CONNECTED PERSONS:**

In our opinion and according to the information and explanations given to us, the Company has not entered in any non-cash transactions with directors or persons connected with him. Hence reporting under clause 3(xv) of the Order and provisions of section 192 of the Act are not applicable.

**xvi. REGISTRATION U/S 45-IA OF THE RBI ACT,1934:**

The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For Jhavar Ladha & Associates**  
Chartered Accountants  
Firm Registration No.: 104223W

**CA Jaiprakash S. Falor**

Place: Nanded

Partner

Date: 30<sup>th</sup> May, 2016

Membership number: 043337

## **Annexure “B”**

(Referred to in Paragraph 2 under “Report on Other Legal and Regulatory Requirements” of our report of even date)

### **Report on the Internal Financial Controls under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (‘the Act’)**

We have audited the internal financial controls over financial reporting of SHIVA GLOBAL AGRO INDUSTRIES LIMITED (‘the Company’) as of 31 March, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### **Management’s Responsibility for Internal Financial Controls**

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

### **Auditor’s Responsibility**

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

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

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

### **Meaning of Internal Financial Controls Over Financial Reporting**

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

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also,

projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the

essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Jhavar Ladha & Associates**

Chartered Accountants  
Firm Registration No.: 104223W

**CA Jaiprakash S. Falor**

Place: Nanded  
Date: 30<sup>th</sup> May, 2016

Partner  
Membership number: 043337

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**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**  
Balance Sheet as at 31st March, 2016

(Amount in Rs.)

Particulars	Note No	As at 31 March, 2016	As at 31 March, 2015
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders' Funds</b>			
(a) Share Capital	2	9,54,30,000	9,54,30,000
(b) Reserves and Surplus	3	36,72,73,572	34,79,53,976
<b>(2) Non-Current Liabilities</b>			
(a) Long-Term Borrowings	4	2,68,79,043	1,31,90,602
(b) Deferred Tax Liabilities (Net)	5	1,85,54,894	1,70,32,954
(c) Other Long Term Liabilities	6	44,74,900	41,39,900
<b>(3) Current Liabilities</b>			
(a) Short-Term Borrowings	7	22,10,99,488	33,15,97,849
(b) Trade Payables		39,44,68,206	26,40,87,162
(c) Other Current Liabilities	8	5,85,65,937	5,30,30,507
(d) Short term provisions	9	1,33,080	-
<b>Total</b>		<b>1,18,68,79,119</b>	<b>1,12,64,62,947</b>
<b>II. ASSETS</b>			
<b>(1) Non-Current Assets</b>			
(a) Fixed Assets	10		
(i) Tangible Assets		17,37,61,212	17,80,26,375
(ii) Intangible Assets		1,35,908	1,77,224
(b) Non-Current Investments	11	18,94,40,345	19,48,81,644
(c) Long Term Loans and Advances	12	71,75,692	1,54,15,297
(d) Other Non-Current Assets	13	20,75,852	35,16,395
<b>(2) Current Assets</b>			
(a) Inventories	14	41,79,22,105	34,99,86,219
(b) Trade Receivables	15	35,11,51,272	35,05,88,183
(c) Cash and Bank Balances	16	3,71,42,481	1,89,52,872
(d) Short-Term Loans and Advances	17	70,43,064	1,42,79,974
(e) Other Current Assets	18	10,31,188	6,38,763
<b>Total</b>		<b>1,18,68,79,119</b>	<b>1,12,64,62,947</b>

**Significant Accounting Policies**  
**Notes on Financial Statements**

**1**  
**2 to 34**

As per our report of even date  
**For: Jhavar Ladha & Associates**  
Chartered Accountants  
Firm Registration No.: 104223W

For and on behalf of the Board

**CA Jaiprakash S. Falor**  
Partner  
Membership No. 043337

Place: Nanded  
Dated: 30th May, 2016

**Omprakash K. Gilda**  
Managing Director

**Deepak S. Maliwal**  
Director

**Umesh O. Bang**  
Chief Financial Officer

**Rashmi G. Agrawal**  
Company Secretary

**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**  
Statement of Profit and Loss for the year ended 31st March, 2016 (Amount in Rs.)

Particulars	Note No	As at 31 March, 2016	As at 31 March, 2015
<b>I. Revenue from Operations</b>	19	1,11,00,18,207	1,13,65,89,704
<b>Less: Excise Duty</b>		(71,68,008)	(84,05,415)
<b>Net Revenue From operations</b>		1,10,28,50,199	1,12,81,84,289
<b>II. Other Income</b>	20	64,88,004	53,76,178
<b>Total Revenue</b>		<b>1,10,93,38,203</b>	<b>1,13,35,60,467</b>
<b>III. Expenses:</b>			
Cost of materials consumed	21	83,35,20,025	75,96,63,209
Purchases of Stock-in-Trade	22	5,96,73,921	61,693
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	23	(6,15,78,077)	6,67,38,900
Employee benefits expense	24	2,02,85,209	1,84,19,495
Finance costs	25	4,05,75,063	4,86,14,639
Depreciation and amortization expense	10	94,46,923	91,89,658
Other expenses	26	17,72,61,829	19,97,65,662
<b>Total Expenses</b>		<b>1,07,91,84,893</b>	<b>1,10,24,53,256</b>
<b>IV. Profit before Prior Period Items and Tax</b>		<b>3,01,53,310</b>	<b>3,11,07,211</b>
<b>V. Add/(Less) : Prior Period Items</b>	32	0	(3,71,835)
<b>VI. Profit before tax (V - VI)</b>		<b>3,01,53,310</b>	<b>3,07,35,376</b>
<b>VII. Tax expenses:</b>			
(1) Current tax		93,11,774	76,08,930
(2) Deferred tax	5	15,21,940	21,09,557
<b>VIII. Profit/(Loss) for the year (VII - VIII)</b>		<b>1,93,19,596</b>	<b>2,10,16,889</b>
<b>IX. Earnings per equity share:</b>	27		
- Basic		<b>2.02</b>	2.20
- Diluted			

**Significant Accounting Policies**  
**Notes on Financial Statements**

**1**  
**2 to 34**

As per our report of even date  
**For: Jhavar Ladha & Associates**  
Chartered Accountants  
Firm Registration No.: 104223W

For and on behalf of the Board

\_\_\_\_\_  
**CA Jaiprakash S. Falor**  
Partner  
Membership No. 043337

Place: Nanded  
Dated: 30th May, 2016

\_\_\_\_\_  
**Omprakash K. Gilda**  
Managing Director

\_\_\_\_\_  
**Deepak S. Maliwal**  
Director

\_\_\_\_\_  
**Umesh O. Bang**  
Chief Financial Officer

\_\_\_\_\_  
**Rashmi G. Agrawal**  
Company Secretary

**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**  
Cash Flow Statement for the period ended 31st March, 2016

(Amount in Rs.)

Particulars	For the year ended 31st March,2016		For the year ended 31st March,2015	
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit Before Tax		3,01,53,310		3,11,07,211
Adjustments:				
Add: Interest Paid	4,05,75,063		4,86,14,639	
Depreciation & Amortization	94,46,923		91,89,658	
Amortisation of Preliminary Expenses	47,055	5,00,69,041	47,055	5,78,51,352
Less: Prior Period Expenses	-		3,71,835	
Profit on sale of fixed assets	-		11,692	
Interest Received	19,85,974		21,13,269	
Dividend Income	23,416		12,602	
Share of profits from partnership firm	19,396		12,93,273	
Other non-operating income	44,59,218	64,88,004	19,45,342	57,48,013
Operating Profit Before Working Capital Changes		7,37,34,347		8,32,10,550
Adjustments For:				
Trade and other receivables	(9,61,500)		(3,17,09,851)	
Inventories	(6,79,35,886)		(2,85,70,269)	
Trade payables and other liabilities	14,94,79,304	8,05,81,918	7,14,85,452	1,12,05,332
Cash Generated From Operations		15,43,16,265		9,44,15,882
Less: Taxes For the Year				
Direct Taxes Paid		68,22,458		72,70,746
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>		<b>14,74,93,807</b>		<b>8,71,45,136</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>				
Purchase of Fixed Assets	(51,40,441)		(1,65,39,697)	
Investment Realised/(Made)	54,41,299		70,030	
Interest Received	19,85,974		21,13,269	
Dividend Received	23,416		12,602	
Share of profits from partnership firm	19,396		12,93,273	
Other non-operating income	44,59,218		19,45,342	
Sale of Fixed Assets	-		1,10,000	
<b>NET CASH USED IN INVESTING ACTIVITIES</b>		<b>67,88,862</b>		<b>(1,09,95,182)</b>



<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>			
Proceeds From Short Term Borrowings	(11,08,05,749)		(1,35,97,446)
Proceeds/(Repayment) of Long Term Borrowings	(1,89,64,665)		(1,28,21,931)
Proceeds/(Repayment) of Unsecured Loans	2,01,95,000		(45,39,348)
Interest Paid	(4,05,75,063)		(4,86,14,639)
Unpaid Dividend claimed/Reversal of	(4,62,335)		11,536
<b>NET CASH USED IN FINANCING ACTIVITIES</b>		<b>(15,06,12,812)</b>	<b>(7,95,61,828)</b>
<b>D Net Increase in Cash &amp; Cash Equivalents</b>		<b>36,69,857</b>	<b>(34,11,874)</b>
E Cash and Cash Equivalents at the beginning of the year		15,75,078	49,86,953
F Cash and Cash Equivalents at the end of the year		<b>52,44,935</b>	<b>15,75,079</b>
G Earmarked balances with banks		9,19,279	13,81,614
H Short-term bank deposits		3,09,78,267	1,59,96,179
<b>I Cash and Bank balances at the end of the year</b>		<b>3,71,42,481</b>	<b>1,89,52,872</b>

**Notes :**

- 1 Cash Flow Statement has been prepared under the Indirect method as set out in the Accounting Standard 3 on Cash Flow Statements.
- 2 Cash and cash equivalents in the Cash Flow Statement comprise cash at bank and in hand, demand deposits and cash equivalents which are short-term and held for the purpose of meeting short-term cash commitments.

As per our report of even date  
**For: Jhavar Ladha & Associates**  
Chartered Accountants  
Firm Registration No.: 104223W

For and on behalf of the Board

\_\_\_\_\_  
**CA Jaiprakash S. Falor**  
Partner  
Membership No. 043337  
Place: Nanded  
Dated: 30th May, 2016

\_\_\_\_\_  
**Omprakash K. Gilda**  
Managing Director

\_\_\_\_\_  
**Deepak S. Maliwal**  
Director

\_\_\_\_\_  
**Umesh O. Bang**  
Chief Financial Officer

\_\_\_\_\_  
**Rashmi G. Agrawal**  
Company Secretary



# NOTES FORMING PART OF THE FINANCIAL STATEMENTS

## THE COMPANY AND NATURE OF ITS OPERATIONS:

Shiva Global Agro Industries Ltd having corporate office in Nanded, Maharashtra, India carries on manufacturing and trading of fertilizers. The Company is a public limited company and is listed on the Bombay Stock Exchange Limited

## NOTE 1: SIGNIFICANT ACCOUNTING POLICIES:

### a) BASIS FOR PREPARATION OF FINANCIAL STATEMENTS:

The financial statements have been prepared on the basis of going concern, under the historic cost convention on accrual basis, to comply in all material aspects with applicable generally accepted accounting principles in India ("Indian GAAP"), the Accounting Standards ("AS") notified under Section 133 of the Companies Act, 2013 ("the Act"), read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI).

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. The Company has ascertained its operating cycle as twelve months for the purpose of current and non-current classification of assets and liabilities.

### b) USE OF ESTIMATES:

The preparation of the financial statements in conformity with Indian GAAP requires management to make estimates and assumptions that affect the reported amount of assets and liabilities, revenues and expenses and the contingent liabilities as at the

date of the financial statements and the results of the operations during the year.

Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in the current and future periods.

### c) FIXED ASSETS AND DEPRECIATION & AMORTIZATION :

#### i) Tangible Fixed Assets:

Fixed Assets are stated at original cost net of tax/duty credits availed, if any, less accumulated depreciation and impairment losses, if any. Cost comprises of the acquisition price/construction cost, cost of borrowings till the date of capitalization in the case of assets involving material investment and substantial lead time and any attributable expenditure incurred in bringing the asset to its working condition for the intended use.

#### ii) Depreciation and amortization:

(a) Tangible Assets, other than Land, are depreciated on a pro-rata basis on the Straight-Line method as per the useful life specified in Schedule II of the Companies Act, 2013.

(b) Intangible Asset is amortized on the basis of Straight-Line method. Specified software purchased is amortized over their estimated useful lives of three years.

#### iii) Intangible Assets:

Intangible Assets are stated at their cost of acquisitions less accumulated amortization and

impairment losses, if any. An asset is recognized, where it is probable that the future economic benefits attributable to the assets will flow to the enterprises and where its cost can be reliably measured.

**d) IMPAIRMENT OF ASSETS:**

The carrying amounts of assets are reviewed at each reporting date, if there is any indication of impairment based on internal / external factors. If the carrying amount of assets exceeds the recoverable amount on the reporting date, the carrying amount is reduced to the recoverable amount. The recoverable amount is measured as the higher of the net selling price and the value in use determined by the present value of estimated future cash flows.

**e) FOREIGN CURRENCY TRANSACTIONS AND FORWARD CONTRACTS:**

i) Transactions in foreign currencies are recorded at the exchange rates prevailing on the date of transaction. Foreign currency monetary items are translated at year end exchange rates. Exchange difference arising on settlement of transactions and translation of monetary items are recognized as income or expense in the year in which they arise.

ii) In respect of forward exchange contracts entered into to hedge risks associated with foreign currency fluctuation on its existing assets and liabilities, the premium or discount at the inception of the contract is amortized as income or expense over the period of the contract. Any profit or loss arising on cancellation of such forward exchange contracts is recognized as income or expense in the Statement of Profit and Loss of the year.

**f) INVESTMENTS :**

Long term investments are carried at cost less provision for diminution, other than temporary, in the value of such investments.

Current investments are carried individually, at lower of cost and fair value.

**g) INVENTORIES:**

i) Raw materials, stores and spares and packing materials are valued at cost (net of input credits) or net realizable value whichever is lower calculated on first-in-first-out (FIFO) basis.

ii) Finished goods including those held for captive consumption and work- in-process are valued at cost or net realizable value whichever is lower, calculated on weighted average basis. Cost comprises of

material, labor, power, depreciation, excise duty payable/paid wherever applicable and appropriate portion of overheads incurred in bringing the inventories to their present location & condition.

iii) Stock in trade is valued at cost (net of input credits) or net realizable value whichever is lower, calculated on first-in-first-out (FIFO) basis.

iv) Scrap and Agricultural produce is valued at Net Realizable Value.

**h) REVENUE RECOGNITION:**

i) Revenue from sale of products is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer and there is no uncertainty regarding amount of consideration & collectivity. Sales include amounts recovered towards excise duty and exclude sales tax/value added tax.

ii) Subsidy is recognized on the basis of the rates notified from time to time by the Government of India in accordance with the Nutrient Based Subsidy (NBS) policy on the quantity of fertilizers sold by the Company for the period for which notification has been issued.

iii) Income from services rendered is recognized based on the agreements/arrangements with the concerned parties and when services are rendered.

iv) Dividend income from investments is recognized when right to receive is established.

v) Interest income is recognized on a time proportion basis taking into account the amount outstanding and transactional interest rate applicable.

**i) EMPLOYEES BENEFITS:**

i) Short-term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

ii) The eligible employees of the company are entitled to receive benefits under the Provident Fund, a defined contribution plan in which both the employees and the company makes monthly contributions at a specified percentage of the covered employees' salary. The contributions as specified under the law are paid to the Regional Provident Fund Commissioner and the Central Provident Fund under the Pension scheme. The company recognizes such contributions as expense of the year in which the liability is incurred.

iii) The provision for gratuity liability is provided for

eligible employees during the year on accrual basis.

#### **j) BORROWING COSTS:**

Borrowing Costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Statement of Profit and Loss.

#### **k) PROVISIONS, CONTINGENT LIABILITIES & CONTINGENT ASSETS:**

i) Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.

ii) Contingent liabilities disclosed for

a. possible obligation which will be confirmed only by future events not wholly within the control of the Company or

b. Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

iii) Contingent assets are neither recognized nor disclosed in the financial statements.

#### **l) TAXES ON INCOME:**

i) Current tax is determined as the amount of tax payable in respect of taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

ii) Minimum Alternate Tax (MAT) paid in accordance

with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset, if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognized as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

iii) Deferred tax is recognized on timing differences being the difference between taxable income and accounting income that originate in one period and are capable of reversal in subsequent periods, subject to consideration of prudence.

#### **m) SEGMENT REPORTING**

##### **i) Business segment**

The Company has considered business segment as the primary segment for disclosure. The Company is primarily engaged in the manufacture and trading of Farm Inputs, which in the context of Accounting Standard 17 "Segment Reporting" is considered the only business segment.

##### **ii) Geographical segment**

The Company sells its products only within India where the conditions prevailing are uniform. Hence, no separate geographical segment disclosure is necessary.

#### **n) EARNINGS PER SHARE:**

Basic earnings per shares has been calculated by dividing profit for the year attributable to equity shares holders by the weighted average number of equity shares outstanding during the year. The Company has not issued any potential equity shares and accordingly, the basic earnings per share and diluted earnings per shares are the same.

## **2 Share Capital**

(Amount in Rs.)

	As at 31.03.2016	As at 31.03.2015
<b>Equity Share Capital</b>		
<b>Authorised:</b>		
1,50,00,000 Equity Shares of Rs.10/- each	15,00,00,000	15,00,00,000
<b>Issued, Subscribed and Fully Paid-Up</b>		
95,43,000 Equity Shares of Rs.10/- each	9,54,30,000	9,54,30,000
<b>Total</b>	<b>9,54,30,000</b>	<b>9,54,30,000</b>

**(a) Terms/rights attached to equity shares**

The company has one class of share referred to as Equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors, if any, is subject to the approval

of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders will be entitled to receive the remaining assets of the company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**(b) Reconciliation of Number of Shares**

	<b>As at 31. 03. 2016 Number of Shares</b>	<b>As at 31.03.2015 Number of Shares</b>
Balance at the Commencement of the year	95,43,000	95,43,000
Balance at the End of the year	95,43,000	95,43,000

**(C) Details of shareholders holding more than 5% shares in the company**

	<b>31 March, 2016</b>		<b>31 March, 2015</b>	
	<b>Number of Shares</b>	<b>% holding in the class</b>	<b>Number of Shares</b>	<b>% holding in the class</b>
<b>Equity Shares:</b>				
Deepak Maliwal	5,65,850	5.93%	5,65,850	5.93%
Omprakash Gilda	5,23,000	5.48%	5,23,000	5.48%

**3 Reserves and Surplus**

(Amount in Rs.)

	<b>As at 31.03.2016</b>	<b>As at 31.03.2015</b>
<b>Capital Reserve</b>		
<b>As per last Balance Sheet</b>	<b>76,07,500</b>	<b>76,07,500</b>
Less: Transfer to General Reserve	76,07,500	-
<b>Balance as at the end of the year</b>	<b>-</b>	<b>76,07,500</b>
<b>Securities Premium Account</b>		
As per last Balance Sheet	17,01,77,915	17,01,77,915
Add: Transfer from Surplus in Statement of Profit and Loss	-	-
<b>Balance as at the end of the year</b>	<b>17,01,77,915</b>	<b>17,01,77,915</b>
<b>General Reserve</b>		
As per last Balance Sheet	2,28,90,370	2,18,90,370
Add : Transfer from Capital Reserve	76,07,500	-
Add : Transfer from Surplus in Statement of Profit and Loss	10,00,000	10,00,000
<b>Balance as at the end of the year</b>	<b>3,14,97,870</b>	<b>2,28,90,370</b>
<b>Surplus in Statement of Profit and Loss</b>		
As per last Balance Sheet	14,72,78,191	12,77,40,484
Less : Adjustment relating to Fixed Assets (Refer Note No.09)	-	4,79,182
Add : Profit for the year	1,93,19,596	2,10,16,889
<u>Less: Appropriations</u>		
Transfer to General Reserve	10,00,000	10,00,000
<b>Balance as at the end of the year</b>	<b>16,55,97,787</b>	<b>14,72,78,191</b>
<b>Total</b>	<b>36,72,73,572</b>	<b>34,79,53,976</b>

**4 Long-term borrowings**

(Amount in Rs.)

	As at 31.03.2016	As at 31.03.2015
<b>a) Secured</b>		
Term Loan from Bank	59,57,814	1,24,64,373
<b>b) Unsecured</b>		
Loans and Advances From Related Parties	1,75,76,229	7,26,229
Other Loans & Advances		
- Public Fixed Deposits	33,45,000	-
<b>Total</b>	<b>2,68,79,043</b>	<b>1,31,90,602</b>

**(a) Nature of Security and terms of repayment for secured borrowings:**

Nature of Security	Amount in Rs.	Terms of Repayment
Secured by mortgage of factory land and building and hypothecation of plant and machinery, office equipments and furniture & fixtures of the BRP & SSP Unit. Further, the loan has been guaranteed by the personal guarantee of all the directors except independent Directors of the Company.	75,00,028	Repayable in 60 equal monthly installments of Rs.4,16,666/- from January, 2013 and ending on December, 2017 along with prevailing interest rate of 11.75% per annum.
Secured by mortgage of factory land and building and hypothecation of plant and machinery, office equipments and furniture & fixtures of the BRP & SSP Unit. Further, the loan has been guaranteed by the personal guarantee of all the directors except independent Directors of the Company.	23,33,348	Repayable in 36 equal monthly installments of Rs.1,66,667/- from September, 2014 and ending on August, 2017 along with prevailing interest rate of 11.75% per annum.
Secured by hypothecation of respective	19,46,354	Repayable in 36 equal monthly installments of Rs.69,444/- from December, 2015 and ending on November, 2018 along with prevailing interest rate of 13.15% per annum.

**(b) Terms of repayment for Unsecured borrowings:**

Unsecured loans from directors Rs.7,26,229/- carry interest @12% per annum and is repayable after a period of 5 years from the date of loan.

**5 Deferred Tax Liabilities (Net)**

(Amount in Rs)

	As at 31.03.2016	As at 31.03.2015
<b>Deferred tax liability</b>		
on account of depreciation on tangible assets	1,84,04,894	1,68,82,954
<b>Deferred tax asset</b>		
on Statutory dues allowable on payment basis	1,50,000	1,50,000
on shortfall in depreciation adjusted against Retained Earnings*	-	2,05,364
<b>Deferred Tax Liability (Net)*</b>	<b>1,85,54,894</b>	<b>1,70,32,954</b>

\* On account of transitional provisions of Schedule II of 2013 Act.



**6 Other Long Term Liabilities**

(Amount in Rs.)

	As at 31.03.2016	As at 31.03.2015
Others : Security Deposits - Interest Free	44,74,900	41,39,900
<b>Total</b>	<b>44,74,900</b>	<b>41,39,900</b>

**7 Short-Term Borrowings**

(Amount in Rs.)

	As at 31.03.2016	As at 31.03.2015
<b>Secured</b> Working Capital Loans repayable on demand - Rupee Loan from Bank	22,10,99,488	33,15,97,849
<b>Total</b>	<b>22,10,99,488</b>	<b>33,15,97,849</b>

Working Capital loan from bank is secured by first pari-passu charge by way of hypothecation of the inventories, book debts, bills for collection present and future and second charge on the entire fixed assets of the Company by way of mortgage and hypothecation in respect of those assets which are first charged to lender. Further, the loan is guaranteed by the personal guarantee of all the directors of the Company except independent directors. The loan carries interest at the rate of 11.90% p.a.

**8 Other Current Liabilities**

(Amount in Rs.)

	As at 31.03.2016	As at 31.03.2015
Current maturities of long term debt	58,21,916	1,82,80,022
Advances From Customers	3,83,48,706	2,74,00,032
Interest accrued but not due on borrowings	5,64,719	8,72,107
Unclaimed Dividends (Refer Note (a) below)	9,19,279	13,81,614
Other Payables		
Statutory Dues	35,71,421	3,62,409
Provision for Employee Benefits	25,83,776	17,16,621
Expenses	67,56,120	30,17,701
<b>Total</b>	<b>5,85,65,937</b>	<b>5,30,30,507</b>

Unclaimed dividends represent dividend warrants issued but not encashed. It does not include any amount due to be deposited to the Investor Education and Protection Fund under Section 205C of the Companies Act, 1956. During the year the Company transferred Rs.1.66 Lacs to Investor Education and Protection Fund.

**9 Short Term Provisions**

(Amount in Rs.)

	As at 31.03.2016	As at 31.03.2015
Other Provisions Taxation (Net of Taxes paid)	1,33,080	-
<b>Total</b>	<b>1,33,080</b>	<b>-</b>

(Amount in Rs.)

## 10. Fixed Assets

Particulars	Gross Block					Depreciation			Net Block	
	As on 01/04/2015	Additions	Deletions	As on 31/03/2016	As on 01/04/2015	For the Year	Adjus tment	As on 31/03/2016	As on 31/03/2016	As on 31/03/15
<b>Tangible Assets</b>										
<b>Lease Assets</b>										
Leasehold Land	6,46,907			6,46,907	-	-	-	6,46,907	6,46,907	
Leasehold Buildings	39,000			39,000	6,998	592	7,590	31,410	32,002	
<b>Own Assets</b>										
Land	58,54,276	9,75,200		68,29,476	-	-	-	68,29,476	58,54,276	
Buildings	12,52,33,824	-		12,52,33,824	3,32,30,905	41,92,157	3,74,23,062	8,78,10,762	9,20,02,919	
Plant & Equipments	15,14,64,007	35,70,763		15,50,34,770	8,34,00,525	32,67,111	8,66,67,636	6,83,67,134	6,80,63,482	
Electrical Installation	1,82,07,741	-		1,82,07,741	1,01,21,381	12,12,319	1,13,33,700	68,74,041	80,86,360	
Lab Equipments	8,27,296	1,77,778		10,05,074	3,57,370	80,915	4,38,285	5,66,789	4,69,926	
Furniture & Fixtures	34,70,153	-		34,70,153	25,36,148	2,58,826	27,94,974	6,75,179	9,34,005	
Vehicles	35,08,049	3,62,500		38,70,549	17,72,413	2,64,532	20,36,945	18,33,604	17,35,636	
Office Equipments	5,50,118	7,000		5,57,118	3,67,824	72,054	4,39,878	1,17,240	1,82,294	
Computer	18,95,959	10,400		19,06,359	18,77,391	20,301	18,97,692	8,667	18,568	
<b>Total (A)</b>	<b>31,16,97,330</b>	<b>51,03,641</b>	<b>-</b>	<b>31,68,00,971</b>	<b>13,36,70,955</b>	<b>93,68,807</b>	<b>-</b>	<b>17,37,61,212</b>	<b>17,80,26,375</b>	
<b>Previous year</b>	<b>29,48,15,442</b>	<b>1,71,81,888</b>	<b>3,00,000</b>	<b>31,16,97,330</b>	<b>12,40,87,204</b>	<b>91,00,897</b>	<b>4,82,854</b>	<b>17,80,26,375</b>	<b>17,07,28,238</b>	
<b>Intangible Assets</b>										
<b>Own Assets</b>										
Computer Software	10,53,861	36,800		10,90,661	8,76,637	78,116	9,54,753	1,35,908	1,77,224	
<b>Total (B)</b>	<b>10,53,861</b>	<b>36,800</b>	<b>-</b>	<b>10,90,661</b>	<b>8,76,637</b>	<b>78,116</b>	<b>-</b>	<b>9,54,753</b>	<b>1,35,908</b>	
<b>Previous year</b>	<b>9,05,205</b>	<b>1,48,656</b>	<b>-</b>	<b>10,53,861</b>	<b>7,87,876</b>	<b>88,761</b>	<b>-</b>	<b>8,76,637</b>	<b>1,17,329</b>	
<b>Total (A+B)</b>	<b>31,27,51,191</b>	<b>51,40,441</b>	<b>-</b>	<b>31,78,91,632</b>	<b>13,45,47,592</b>	<b>94,46,923</b>	<b>-</b>	<b>14,39,94,515</b>	<b>17,38,97,120</b>	
<b>Previous year</b>	<b>29,57,20,647</b>	<b>1,73,30,544</b>	<b>3,00,000</b>	<b>31,27,51,191</b>	<b>12,48,75,080</b>	<b>91,89,658</b>	<b>4,82,854</b>	<b>17,82,03,599</b>	<b>17,08,45,567</b>	

Note: \*Adjustments for the previous year is on account of depreciation of Rs 6,84,546/- on those assets whose useful lives is exhausted which has been adjusted net of taxes of Rs 2,05,364/-against Retained Earnings.

## 11 Non-Current Investments

(Amount in Rs.)

(Valued at cost unless stated otherwise)	Number	Face value of each share (Rs.)	As at 31.03.2016	As at 31.03.2015
<b>Investments in Equity Instruments</b>				
<b>Trade investments</b>				
<b>Investments in Subsidiaries</b>				
<b>Equity shares (Fully paid up)-Unquoted</b>				
Shiva Parvati Poultry Feed Private Limited.	2,29,500	100	2,80,93,100	2,80,93,100
Ghatprabha Fertilizers Private Limited.	1,71,250	100	2,05,50,000	2,05,50,000
Shrinivasa Agro Foods Private Limited.	4,70,781	100	3,43,28,100	3,43,28,100
Kirtiman Agrogenetics Limited.	8,59,300	100	10,24,30,000	10,24,30,000
<b>Non-Trade investments:</b>				
<b>(Fully paid up) Quoted</b>				
Gujarat State Fertilizers & Chemicals Limited.	500	2	13,892	13,892
Aditya Birla Nuvo Limited.	33	10	14,043	14,043
Aditya Birla Fashion and Retail Ltd	171	10	Nil	Nil
Zuari Global Limited.	100	10	9,752	9,752
Zuari Agro Chemicals Limited.	100	10	Nil	Nil
Rashtriya Chemicals & Fertilizers Limited.	100	10	3,898	3,898
Coromandel International Limited.	1,500	2	36,800	36,800
Nagarjuna Oil Refinery Limited.	500	1	3,969	3,969
Union Bank Of India	2,321	10	2,55,310	2,55,310
Deepak Fertilisers & Petrochemicals Corporation Limited.	50	10	4,587	4,587
Monsanto India Limited.	20	10	16,635	16,635
Kaveri Seed Company Limited.	250	10	12,577	12,577
<b>(Fully paid up) Unquoted</b>				
Kakinada Fertilizers Ltd.	550	1	4,366	4,366
<b>Investment in Government Securities</b>				
National Savings Certificate			75,000	75,000
<b>Investments in Partnership Firms</b>				
Shiva Global Biotech			27,55,022	81,96,321
Laxmi Sai Developers			8,33,294	8,33,294
<b>Aggregate amount of quoted investments</b>			<b>3,71,463</b>	<b>3,71,463</b>
<b>Market Value of quoted investments</b>			<b>8,36,018</b>	<b>12,13,255</b>
<b>Aggregate amount of unquoted investments</b>			<b>18,90,68,882</b>	<b>19,45,10,181</b>
<b>Total</b>			<b>18,94,40,345</b>	<b>19,48,81,644</b>

(a) Details of Investments in Partnership Firms  
Investment in M/s Shiva Global Biotech

Names of the Partners	Share of Profits (%)	
	March 31, 2016	March 31, 2015
1. Shiva Global Agro Industries Limited	55.00%	55.00%
2. Mrs. Rajshree Sharma	22.00%	22.00%
3. Mr. Sanjay Laddha	23.00%	23.00%
<b>Total Capital of the Firm</b>	<b>50,34,939</b>	<b>1,49,28,211</b>

Investment in M/s Laxmi Sai Developers

Names of the Partners	Share of Profits (%)	
	March 31, 2016	March 31, 2015
1. Shiva Global Agro Industries Limited	15.00%	15.00%
2. Mr. Hitesh Nihalani	40.00%	40.00%
3. Mr. Jairam Nihalani	10.00%	10.00%
4. Mr. Shailesh Shetty	10.00%	10.00%
5. Mrs. Chitrakala Shetty	2.00%	2.00%
6. Mr. Sanket Shetty	1.00%	1.00%
7. Mr. Murtuza Bhetosiwala	6.00%	6.00%
8. Mr. Mahesh Teil	6.00%	6.00%
9. Mr. Dilip Agraharkar	5.00%	5.00%
10. Mrs. Madhuri Kothari	5.00%	5.00%
<b>Total Capital of the Firm</b>	<b>28,04,667</b>	<b>28,04,667</b>

12 Long Term Loans and Advances (Amount in Rs.)

(Unsecured, Considered Good)	As at 31.03.2016	As at 31.03.2015
a) Security Deposit	30,38,770	32,71,890
b) Other Loans & Advances		
Other Deposits	25,75,694	19,00,688
VAT Refund Receivable	1,23,438	2,29,066
Advance Income Tax (Net of Provision)	7,60,814	31,17,050
Advances to Suppliers & Others	6,76,976	68,96,603
<b>Total</b>	<b>71,75,692</b>	<b>1,54,15,297</b>

13 Other Non-Current Assets (Amount in Rs.)

(Unsecured, Considered Good)	As at 31.03.2016	As at 31.03.2015
<b>Long Term Trade Receivables</b>	79,900	4,80,216
<b>Others :</b>		
Interest Accrued but not due on Deposits	6,20,952	5,71,741
<b>Non Current Bank Balances</b>		
Deposits with banks having maturity period more than 12 months - In Margin Deposits	13,75,000	24,64,438
<b>Total</b>	<b>20,75,852</b>	<b>35,16,395</b>

**14 Inventories**

(Amount in Rs.)

	As at 31.03.2016	As at 31.03.2015
Raw materials*	20,93,34,347	21,44,46,845
Raw materials in transit*	6,62,58,317	4,98,81,350
Work-in-progress*	70,43,028	57,41,530
Finished goods*	10,79,14,829	4,76,38,250
Stores and Packing Materials*	2,73,71,584	3,19,33,204
Agriculture Produce**	-	3,45,040
<b>Total</b>	<b>41,79,22,105</b>	<b>34,99,86,219</b>

\* at Cost or Net Realisable Value, whichever is lower.

\*\* at Net Realisable Value.

**15 Trade Receivables**

(Amount in Rs.)

	As at 31.03.2016	As at 31.03.2015
<b>(Unsecured, Considered Good)</b>		
Debts outstanding for a period exceeding six months from due date	1,14,85,594	4,17,013
Others	33,96,65,678	35,01,71,171
<b>Total</b>	<b>35,11,51,272</b>	<b>35,05,88,183</b>

**16 Cash and Bank Balances**

(Amount in Rs.)

	As at 31.03.2016	As at 31.03.2015
<b>Cash and Cash Equivalents</b>		
Balances with Banks		
In Current Accounts	37,98,371	6,07,061
Cash on hand	14,46,564	9,68,018
<b>Other Bank Balances</b>		
Earmarked Balances (Unpaid Dividend Accounts)	9,19,279	13,81,614
Margin Money against bank guarantees	3,09,78,267	1,59,96,179
<b>Total</b>	<b>3,71,42,481</b>	<b>1,89,52,872</b>

**17 Short Term Loans and Advances**

(Amount in Rs.)

	As at 31.03.2016	As at 31.03.2015
<b>(Unsecured, Considered Good)</b>		
<b>Other Loans and Advances</b>		
Staff Imprest and Advances	13,44,278	16,06,050
Prepaid Expenses	6,47,814	5,34,589
Advances to Suppliers & Others	32,65,499	1,21,39,335
VAT Refund Receivable	17,85,473	-
<b>Total</b>	<b>70,43,064</b>	<b>1,42,79,974</b>

**18 Other Current Assets**

(Amount in Rs.)

	As at 31.03.2016	As at 31.03.2015
<b>(Unsecured, Considered Good)</b>		
Interest Accrued but not due on Deposits	10,31,188	6,38,763
<b>Total</b>	<b>10,31,188</b>	<b>6,38,763</b>

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**19 Revenue from Operations** (Amount in Rs.)

	31 March, 2016	31 March, 2015
<b>Sale of Products</b>		
Finished Goods	1,04,68,37,651	1,13,13,83,641
Traded Goods	5,59,49,143	43,85,693
<b>Other Operating Revenue</b>	72,31,413	8,20,369
<b>Total</b>	<b>1,11,00,18,207</b>	<b>1,13,65,89,704</b>

**Particulars of Sales of Products****a Finished Goods**

(Amount in Rs.)

	31 March, 2016	31 March, 2015
Fertilizers	1,04,18,59,528	1,13,13,83,641
Soil Conditioner	49,78,123	-
<b>Total</b>	<b>1,04,68,37,651</b>	<b>1,13,13,83,641</b>

**b Traded Goods**

(Amount in Rs.)

	31 March, 2016	31 March, 2015
Fertilizers	5,59,49,143	43,85,693
<b>Total</b>	<b>5,59,49,143</b>	<b>43,85,693</b>

**20 Other Income**

(Amount in Rs.)

	31 March, 2016	31 March, 2015
Interest Income	19,85,974	21,13,269
Dividend income	23,416	12,602
Share of profits from partnership firm	19,396	12,93,273
Other non-operating income	44,59,218	19,57,034
<b>Total</b>	<b>64,88,004</b>	<b>53,76,178</b>

**21 Cost of Materials Consumed**

(Amount in Rs.)

	31 March, 2016	31 March, 2015
<b>Raw Material Consumed</b>		
Inventory at the beginning of the year	26,43,28,195	12,95,32,274
Add: Purchases	80,97,10,134	81,25,00,754
Add/(Less): Transfer from/(to) Stock in Trade	(6,70,578)	4,47,07,000
Less: Inventory at the end of the year	27,55,92,664	26,43,28,195
<b>Cost of Raw materials consumed</b>	<b>79,77,75,087</b>	<b>72,24,11,833</b>
<b>Packing Material Consumed</b>		
Inventory at the beginning of the year	82,50,822	88,69,405
Add: Purchases	3,31,44,752	3,66,32,793
Less: Inventory at the end of the year	56,50,636	82,50,822
<b>Cost of Packing materials consumed</b>	<b>3,57,44,938</b>	<b>3,72,51,376</b>
<b>Total</b>	<b>83,35,20,025</b>	<b>75,96,63,209</b>

**(a) Particulars of Consumption****Raw Material**

(Amount in Rs.)

	31 March, 2016	31 March, 2015
Fertilizers	34,99,09,142	29,48,63,862
Rock	32,13,97,291	31,80,47,703
Acid	10,96,59,852	9,73,57,426
Agro Waste	33,31,229	75,05,064
Others	1,34,77,573	46,37,777
<b>Total</b>	<b>79,77,75,087</b>	<b>72,24,11,833</b>



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**Packing Material**

(Amount in Rs.)

	31 March, 2016	31 March, 2015
HDPE Bags	3,57,44,938	3,72,51,376
<b>Total</b>	<b>3,57,44,938</b>	<b>3,72,51,376</b>

**22 Purchases of Stock-in-Trade**

(Amount in Rs.)

	31st March, 2016	31st March 2015
Fertilizers	5,48,61,059	61,693
Others	48,12,862	-
<b>Total</b>	<b>5,96,73,921</b>	<b>61,693</b>

**23 Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade**

(Amount in Rs.)

	31st March, 2016	31st March, 2015
<b>Inventory at the beginning of the year</b>		
Finished Goods	4,76,38,250	10,69,27,064
Work-in-progress	57,41,530	88,71,616
Stock-in-trade	-	4,90,27,000
Less: Transfer to Raw Material	-	(4,47,07,000)
<b>Less: Inventory at the end of the year</b>		
Finished Goods	10,79,14,829	4,76,38,250
Work-in-progress	70,43,028	57,41,530
<b>Total</b>	<b>(6,15,78,077)</b>	<b>6,67,38,900</b>

**(a) Particulars of Inventory**

(Amount in Rs.)

	31st March, 2016	31st March, 2015
<b>Finished Goods</b>		
Fertilizers	9,90,59,139	4,27,55,637
BRP Rock	9,93,354	35,42,841
Soil Conditioner	65,31,799	-
Briquette	13,30,537	13,39,772
<b>Work-in-progress</b>		
Fertilizers	70,43,028	57,41,530

**24 Employee Benefits Expense**

(Amount in Rs.)

	31st March 2016	31st March 2015
Salaries, Wages and Bonus	1,91,38,121	1,73,58,766
Contribution to Provident Fund	10,43,511	8,56,836
Staff Welfare Expenses	1,03,577	2,03,893
<b>Total</b>	<b>2,02,85,209</b>	<b>1,84,19,495</b>

**25 Finance Costs**

(Amount in Rs.)

	31st March 2016	31st March 2015
Interest Expenses	3,80,57,620	4,52,20,740
Other Borrowing Costs	25,17,443	33,93,899
<b>Total</b>	<b>4,05,75,063</b>	<b>4,86,14,639</b>

**26 Other Expenses**

(Amount in Rs.)

	31st March 2016	31st March 2015
Consumption of stores and spare parts	1,88,26,679	1,76,61,642
Power and Fuel	2,41,19,680	3,01,89,482
Rent	1,35,000	45,000
Repairs to Buildings	1,68,450	2,68,738
Repairs to Machinery	18,41,185	38,83,863
Insurance	5,63,495	4,96,553
Rates and Taxes	27,73,054	13,39,644
<b>Miscellaneous expenses</b>		
Outward Freight and Transportation	7,24,10,796	8,08,08,380
Discounts & Commissions	3,51,04,141	4,94,50,270
Other Expenses	2,13,19,349	1,56,22,090
<b>Total</b>	<b>17,72,61,829</b>	<b>19,97,65,662</b>

**(a) Particulars of Payment to Auditors**

(Amount in Rs.)

	31st March 2016	31st March 2015
Audit Fees	1,40,000	1,40,000
Certification Fees	50,000	50,000
Tax Audit Fees	50,000	50,000
Vat Audit Fees	50,000	50,000
Income Tax Matters	50,000	50,000
Out of Pocket Expenses	60,750	53,260
<b>Total</b>	<b>4,00,750</b>	<b>3,93,260</b>

**27 Earnings Per Share**

(Amount in Rs.)

	31st March 2016	31st March 2015
a. Profit after Tax as per the Statement of Profit & Loss attributable to equity shareholders	1,93,19,596	2,10,16,889
b. Weighted average number of equity shares outstanding	95,43,000	95,43,000
c. Basic & Diluted earnings per share in rupee (Face value Rs.10 per share)	2.02	2.20

**28 Micro, Small and Medium Enterprises :**

There are no dues outstanding to Micro, Small and Medium Enterprises beyond the due date as at the Balance Sheet date. The above information regarding Micro, Small and Medium enterprises have been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by the auditors.

**29 Contingent Liabilities**

(Amount in Rs.)

(to the extent not provided for)	31st March 2016	31st March 2015
Outstanding bank guarantees	15,25,000	30,25,000
Claims against the Company not acknowledged as debts in respect of the matters under dispute relating to:		
Cess	-	55,66,391
Custom Duty	18,36,639	-
Others	-	1,30,000
Letter of Credit issued by Bankers	3,71,46,424	14,57,14,681
<b>Total</b>	<b>4,05,08,063</b>	<b>15,44,36,072</b>

**30 Value of imports calculated on C.I.F. basis**

(Amount in Rs.)

	31st March 2016	31st March 2015
Raw Materials	24,78,16,721	24,59,83,152
<b>Total</b>	<b>24,78,16,721</b>	<b>24,59,83,152</b>

**31 Related Party Disclosures****(a) Names of related parties & nature of related parties relationship where control exists.****Subsidiaries:**

- i) M/s Kirtiman Agrogenetics Limited
- ii) M/s Shiva Parvati Poultry Feed Private Limited
- iii) M/s Shrinivasa Agro Foods Private Limited
- iv) M/s Ghatprabha Fertilizers Private Limited

**Key Management Personnel:**

- i) Mr. Narayanlal P Kalantri
- ii) Mr. Deepak S. Maliwal
- iii) Mr. Omprakash K. Gilda

**Relatives of Key Management Personnel:**

- i) Chandrabhagabai O. Gilda
- ii) Anand Omprakash Gilda
- iii) Kirti Anand Gilda
- iv) Laxminivas N. Kalantri
- v) Deepak S. Maliwal HUF
- vi) Rukhmadevi S. Maliwal
- vii) Mohit Deepak Maliwal

**Enterprises owned or significantly influenced by group of individuals or their relatives who have control or significant influence over the Company:**

- i) M/s Kalantri Engineering Works
- ii) M/s Madhu Industries
- iii) M/s Ravito Engineering Works
- vi) Vijay Fertilizers Agency
- v) M/s Sai Trading Company
- iv) M/s Preeti Enterprises Incorporated
- vii) Kedar Krishi Seva Kendra
- viii) Durgeshwari Seeds & Fertilizers

**Associates :**

- i) M/s Shiva Global Biotech
- ii) M/s Laxmi Sai Developers

Note: Related party relationship have been certified by the Management & relied upon by the auditors.

**(b) Transaction with Related Parties:**

(Amount in Rs.)

Nature of Transaction	Subsidiaries	Key Management Personnel	Relatives of Key Management Personnel	Entities over which KMP or their relatives are able to exercise significant influence	Associates	Total
Purchase of Goods	- -	- -	- -	39,59,586 (89,98,490)	2,00,000 -	<b>41,59,586</b> <b>(89,98,490)</b>
Sale of Goods	4,39,69,329 (4,79,02,854)	- -	- -	1,73,23,036 (1,26,52,677)	- -	<b>6,12,92,365</b> <b>(6,05,55,531)</b>
Services Received	- -	- -	- -	7,11,690 (6,55,337)	- -	<b>7,11,690</b> <b>(6,55,337)</b>
Services Rendered	60,000 (60,000)	- -	- -	- -	3,18,000 (5,36,000)	<b>3,78,000</b> <b>(5,96,000)</b>
Loan Taken	2,00,00,000 -	77,50,000 (7,26,229)	91,00,000 -	- (2,06,77,000)	- -	<b>3,68,50,000</b> <b>(2,14,03,229)</b>
Loan Repaid	2,00,00,000 -	- -	- -	- (2,06,77,000)	- -	<b>2,00,00,000</b> <b>(2,06,77,000)</b>
Interest Paid	4,53,082 -	6,10,853 (1,35,427)	6,07,114 -	- -	- -	<b>16,71,049</b> <b>(1,35,427)</b>
Remuneration	- -	- -	14,02,500 -	- -	- -	<b>14,02,500</b> <b>-</b>
Advances Given	- -	- -	- -	- (35,05,000)	- -	<b>-</b> <b>(35,05,000)</b>
Advances Repaid	- -	- -	- -	- (35,05,000)	- -	<b>-</b> <b>(35,05,000)</b>
Share of Profits	- -	- -	- -	- -	19,396 (6,83,051)	<b>19,396</b> <b>(6,83,051)</b>
Closing Balance	2,35,46,971 (1,49,90,385)	84,76,229 (7,26,229)	91,00,000 (11,94,551)	59,21,750 (49,75,612)	35,88,316 (90,29,615)	<b>5,06,33,266</b> <b>(3,09,16,392)</b>

**Note :** Figures in the brackets represents previous year's figures.

- 32 Prior period items amounting to Rs.3,71,835/- in Previous year include short or excess provision for taxes, revenues and expenses.
- 33 Previous year's figures have been regrouped and reclassified, wherever necessary to correspond with current year classification and disclosure.
- 34 Figures have been rounded off to the nearest rupee.

As per our report of even date

**For: Jhavar Ladha & Associates**

Chartered Accountants

Firm Registration No.: 104223W

**CA Jaiprakash S. Falor**

Partner

Membership No. 043337

Place: Nanded

Dated: 30th May, 2016

For and on behalf of the Board

**Omprakash K. Gilda**  
Managing Director

**Deepak S. Maliwal**  
Director

**Umesh O. Bang**  
Chief Financial Officer

**Rashmi G. Agrawal**  
Company Secretary

**Consolidated Financial Statements of  
Shiva Global Agro Industries Ltd.  
and its Subsidiaries**



# Independent Auditor's Report

**To the Members of**  
Shiva Global Agro Industries Limited

## **Report on the Consolidated Financial Statements**

We have audited the accompanying consolidated financial statements of SHIVA GLOBAL AGRO INDUSTRIES LIMITED (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), comprising of the Consolidated Balance Sheet as at 31 March, 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies & other explanatory information (hereinafter referred to as "the consolidated financial statements").

## **Management's Responsibility for the Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards prescribed under Section 133 of the Act, as applicable.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for

safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

## **Auditor's Responsibility**

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements.



The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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, of the consolidated state of affairs of the Group as at 31 March, 2016, and their consolidated profit and their consolidated cash flows for the year ended on that date.

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the

Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards prescribed under Section 133 of the Act, as applicable.

e. On the basis of the written representations received from the directors of the Holding Company as on 31 March, 2016 taken on record by the Board of Directors of the Holding Company none of the directors of the Group companies is disqualified as on 31 March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.

f. With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our Report in "Annexure A", which is based on the auditor's reports of the Holding company and subsidiary companies. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Holding company's/ subsidiary company's internal financial controls over financial reporting.

g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group in accordance with the generally accepted accounting practice;

ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company.

**For Jhavar Ladha & Associates**  
Chartered Accountants  
Firm Registration No.: 104223W

**CA Jaiprakash S. Falor**

Place: Nanded  
Date: 30<sup>th</sup> May, 2016

Partner  
Membership number: 043337



# Annexur to Independent Auditor's Report

## ANNEXURE "A"

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

### **Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March, 2016, we have audited the internal financial controls over financial reporting of SHIVA GLOBAL AGRO INDUSTRIES LIMITED (hereinafter referred to as "the Holding Company") and its subsidiary companies as of that date.

### **Management's Responsibility for Internal Financial Controls**

The respective Board of Directors of the Holding company and its subsidiary companies are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the

timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to

an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness

exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of

the financial statements, whether due to fraud or error.

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

### **Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

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

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal

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

### **Opinion**

In our opinion to the best of our information and according to the explanations given to us, the Holding Company and its subsidiary companies have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Jhavar Ladha & Associates**  
Chartered Accountants  
Firm Registration No.: 104223W

**CA Jaiprakash S. Falor**  
Partner

Place: Nanded  
Date: 30<sup>th</sup> May, 2016

Membership number: 043337

**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**

Consolidated Balance Sheet as at 31st March, 2016

(Amount in Rs.)

Particulars	Note No	31 March, 2016	31 March, 2015
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders' Funds</b>			
(a) Share Capital	2	9,54,30,000	9,54,30,000
(b) Reserves and Surplus	3	53,51,17,112	50,06,56,688
<b>(2) Minority Interest</b>		27,17,15,148	25,45,89,970
<b>(3) Non-Current Liabilities</b>			
(a) Long-Term Borrowings	4	15,83,99,370	14,46,62,783
(b) Deferred Tax Liabilities (Net)	5	5,06,31,922	4,76,65,139
(c) Other Long Term Liabilities	6	1,98,10,617	2,19,51,910
<b>(4) Current Liabilities</b>			
(a) Short-Term Borrowings	7	91,62,37,824	1,12,06,74,438
(b) Trade Payables		62,76,21,157	47,23,25,718
(c) Other Current Liabilities	8	14,75,06,345	13,36,58,447
(d) Short-Term Provisions	9	14,73,460	29,54,981
<b>Total</b>		<b>2,82,39,42,954</b>	<b>2,79,45,70,076</b>
<b>II. ASSETS</b>			
<b>(1) Non-Current Assets</b>			
(a) Fixed Assets	10		
(i) Tangible Assets		43,50,02,087	44,99,96,572
(ii) Intangible Assets		2,16,42,090	2,45,82,970
(iii) Capital Work-in-Progress		7,18,780	31,72,605
(iv) Intangible Assets under Development		5,26,68,416	5,26,68,416
(b) Non-Current Investments	11	97,81,879	1,69,53,074
(c) Long Term Loans and Advances	12	2,43,33,448	3,30,03,497
(d) Other Non-Current Assets	13	8,09,32,308	4,57,05,401
<b>(2) Current Assets</b>			
(a) Current Investments	14	51,000	40,500
(b) Inventories	15	1,13,02,13,582	89,89,49,612
(c) Trade Receivables	16	96,37,70,870	1,14,67,15,067
(d) Cash and Bank Balances	17	5,45,05,001	3,49,06,754
(e) Short-Term Loans and Advances	18	4,28,07,462	8,36,44,741
(f) Other Current Assets	19	75,16,032	42,30,870
<b>Total</b>		<b>2,82,39,42,954</b>	<b>2,79,45,70,076</b>

Significant Accounting Policies  
Notes on Financial Statements

1  
2 to 35

As per our report of even date  
**For: Jhavar Ladha & Associates**  
Chartered Accountants  
Firm Registration No.: 104223W

For and on behalf of the Board

**CA Jaiprakash S. Falor**  
Partner  
Membership No. 043337

Place: Nanded  
Dated: 30th May, 2016

**Omprakash K. Gilda**  
Managing Director

**Deepak S. Maliwal**  
Director

**Umesh O. Bang**  
Chief Financial Officer

**Rashmi G. Agrawal**  
Company Secretary

**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**  
Consolidated Statement of Profit and Loss for the Year Ended 31st March, 2016

(Amount in Rs.)

Particulars	Note No	For the year ended 31 March, 2016	For the year ended 31 March, 2015
<b>I. Revenue from Operations (Gross)</b>	20	4,65,31,82,586	5,20,47,72,091
Less: Excise Duty		(1,22,02,755)	(1,77,12,350)
<b>Revenue from Operations (Net)</b>		4,64,09,79,831	5,18,70,59,741
<b>II. Other Income</b>	21	93,52,495	1,05,82,636
<b>Total Revenue</b>		<b>4,65,03,32,326</b>	<b>5,19,76,42,377</b>
<b>III. Expenses:</b>			
Cost of materials consumed	22	3,54,19,93,757	3,73,26,57,529
Purchases of Stock-in-Trade	23	48,53,68,393	45,65,83,630
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	24	(13,97,10,561)	13,32,75,154
Employee benefits expense	25	6,85,89,477	7,32,26,631
Finance costs	26	14,24,81,200	16,26,49,916
Depreciation and amortization expense	10	2,95,77,082	3,06,26,325
Other expenses	27	43,93,47,040	50,73,54,226
<b>Total Expenses</b>		<b>4,56,76,46,387</b>	<b>5,09,63,73,410</b>
<b>IV. Profit before Prior Period Items and Tax</b>		<b>8,26,85,939</b>	<b>10,12,68,967</b>
<b>V. Add/(Less) : Prior Period Items</b>		(1,54,154)	(10,59,144)
<b>VI. Profit before tax</b>		<b>8,25,31,785</b>	<b>10,02,09,823</b>
<b>VII. Tax expenses:</b>			
(1) Current tax		2,79,79,397	2,84,05,380
(2) Deferred tax		29,66,784	35,04,209
(3) MAT Credit Entitlement		0	(48,880)
<b>VIII. Profit/(Loss) before Minority Interest</b>		<b>5,15,85,604</b>	<b>6,83,49,114</b>
<b>IX. Minority Interest</b>		1,71,25,178	2,11,46,078
<b>X. Profit/(Loss) after Minority Interest</b>		3,44,60,426	4,72,03,036
<b>XI. Earnings per equity share:</b>	28		
- Basic & Diluted		3.61	4.95

Significant Accounting Policies  
Notes on Financial Statements

1  
2 to 35

As per our report of even date  
**For: Jhavar Ladha & Associates**  
Chartered Accountants  
Firm Registration No.: 104223W

For and on behalf of the Board

**CA Jaiprakash S. Falor**  
Partner  
Membership No. 043337

Place: Nanded  
Dated: 30th May, 2016

**Omprakash K. Gilda**  
Managing Director

**Deepak S. Maliwal**  
Director

**Umesh O. Bang**  
Chief Financial Officer

**Rashmi G. Agrawal**  
Company Secretary

**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**  
Consolidated Cash Flow Statement for the period ended 31st March, 2016

(Amount in Rs.)

Particulars	31 March, 2016		31 March, 2015	
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit Before Tax		6,55,60,761	8,01,22,889	
Adjustments:				
Add: Interest Paid	14,24,81,200		16,26,49,916	
Depreciation & Amortization	2,95,77,082		3,06,26,325	
Amortisation of Preliminary Expenses	96,155	17,21,54,437	1,24,662	19,34,00,903
Less: Prior Period Expenses	1,23,148		7,08,695	
Interest Received	32,68,813		50,06,500	
Dividend Income	31,894		14,439	
Share of profits from partnership firm	19,396		12,93,273	
Profit/(Loss) on Sale of Fixed Assets	1,25,869		11,692	
Other non-operating income	47,13,623	82,82,743	42,56,732	1,12,91,331
Operating Profit Before Working Capital Changes		22,94,32,455		26,22,32,461
Adjustments For:				
Trade and other receivables	17,57,77,823		16,90,97,523	
Inventories	(23,12,63,971)		4,15,88,064	
Trade payables and other liabilities	17,99,01,116	12,44,14,968	(3,06,01,724)	18,00,83,864
Cash Generated From Operations		35,38,47,423		44,23,16,324
Less: Taxes For the Year				
Direct Taxes Paid		2,74,51,626		2,65,88,499
<b>NET CASH FROM OPERATING ACTIVITIES</b>		<b>32,63,95,797</b>		<b>41,57,27,826</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>				
Purchase of Fixed Assets	(1,28,07,241)		(4,86,83,361)	
Capital Subsidy received during the year	34,08,500		25,00,000	
Interest Received	32,68,813		50,06,500	
Dividend Received	31,894		14,439	
Share of profits from partnership firm	19,396		12,93,273	
Other non-operating income	47,13,623		42,56,732	
Sale of Fixed Assets	3,36,701		1,10,000	
Investment Made/realised	71,60,695		(9,29,671)	
Movement in Minority Interest	1,71,25,178		2,28,29,724	
Adjustment on account of change in holding	0		(7,95,077)	
Securities Premium Received	-		7,61,434	
<b>NET CASH USED IN/FROM INVESTING ACTIVITIES</b>		<b>2,32,57,559</b>		<b>(1,36,36,006)</b>



<b>CASH FLOW FROM FINANCING ACTIVITIES</b>			
Repayment of Short Term Borrowings	(20,85,51,930)		(25,92,49,486)
Repayment of Long Term Borrowings	(1,92,39,745)		(1,51,27,051)
Proceeds/(Repayment) of Unsecured Loans	2,46,54,908		(2,35,44,085)
Interest Paid	(14,24,81,200)		(16,26,49,916)
Dividend warrants reversed/(issued)	(4,62,335)		11,536
<b>NET CASH USED IN FINANCING ACTIVITIES</b>		<b>(34,60,80,302)</b>	<b>(46,05,59,000)</b>
<b>Net Increase in Cash &amp; Cash Equivalents</b>		<b>35,73,054</b>	<b>(5,84,67,181)</b>
Cash and Cash Equivalents at the beginning of the year		1,71,10,204	7,55,77,385
<b>Cash and Cash Equivalents at the end of the year</b>		<b>2,06,83,258</b>	<b>1,71,10,204</b>
Earmarked balances with banks		9,19,279	13,81,614
Short-term bank deposits		3,29,02,464	1,64,14,936
<b>Cash and Bank balances at the end of the year</b>		<b>5,45,05,001</b>	<b>3,49,06,754</b>

**Notes:**

- 1 Cash Flow Statement has been prepared under the Indirect method as set out in the Accounting Standard 3 on Cash Flow Statements.
- 2 Cash and cash equivalents in the Cash Flow Statement comprise cash at bank and in hand, demand deposits and cash equivalents which are short-term and held for the purpose of meeting short-term cash commitments.

As per our report of even date  
**For: Jhavar Ladha & Associates**  
Chartered Accountants  
Firm Registration No.: 104223W

For and on behalf of the Board

\_\_\_\_\_  
**CA Jaiprakash S. Falor**  
Partner  
Membership No. 043337  
Place: Nanded  
Dated: 30th May, 2016

\_\_\_\_\_  
**Omprakash K. Gilda**  
Managing Director

\_\_\_\_\_  
**Deepak S. Maliwal**  
Director

\_\_\_\_\_  
**Umesh O. Bang**  
Chief Financial Officer

\_\_\_\_\_  
**Rashmi G. Agrawal**  
Company Secretary



# NOTES FORMING PART OF THE FINANCIAL STATEMENTS

## NOTE 1: SIGNIFICANT ACCOUNTING POLICIES:

### a) BASIS FOR PREPARATION OF FINANCIAL STATEMENTS:

The financial statements have been prepared on the basis of going concern, under the historic cost convention on accrual basis, to comply in all material aspects with applicable generally accepted accounting principles in India ("Indian GAAP"), the Accounting Standards ("AS") notified under Section 133 of the Companies Act, 2013 ("the Act"), read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI).

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. The Company has ascertained its operating cycle as twelve months for the purpose of current and non-current classification of assets and liabilities.

### b) PRINCIPLES OF CONSOLIDATION

In the preparation of these Consolidated Financial Statements, investments in subsidiaries has been accounted for in accordance with AS-21 (Consolidated Financial Statements). The Consolidated Financial Statements have been prepared on the following basis:

i) The financial statements of the Company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating material intra-group balances and intra-group transactions resulting in unrealized profits and

losses, as per AS-21. Consistency in adoption of accounting policies among all group companies is ensured to the extent practicable.

ii) The difference between the cost of investment in the subsidiaries and the Company's share of equity at the time of acquisition of shares in the subsidiaries is recognised in the consolidated financial statement as goodwill or capital reserve.

iii) Minority interest in the net assets of consolidated subsidiaries consists of:

a. The amount of equity attributable to the minorities at the date on which the investment in the subsidiaries is made; and

b. The minorities' share of movements in equity since the date the parent-subsidiary relationship came in to existence.

iv) The Consolidated Financial Statements are prepared by adopting uniform accounting policies for like transactions and other events in similar circumstances and are presented, to the extent possible, in the same manner as the company's separate financial statements.

### c) USE OF ESTIMATES:

The preparation of the financial statements in conformity with Indian GAAP requires management to make estimates and assumptions that affect the reported amount of assets and liabilities, revenues and expenses and the contingent liabilities as at the date of the financial statements and the results of the operations during the year.

Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Actual results could differ from these

estimates. Any revision to accounting estimates is recognized prospectively in the current and future periods.

**d) FIXED ASSETS AND DEPRECIATION & AMORTIZATION:**

**i) Tangible Fixed Assets:**

Fixed Assets are stated at original cost net of tax/duty credits availed, if any, less accumulated depreciation and impairment losses, if any. Cost comprises of the acquisition price/construction cost, cost of borrowings till the date of capitalization in the case of assets involving material investment and substantial lead time and any attributable expenditure incurred in bringing the asset to its working condition for the intended use.

**ii) Depreciation and amortization:**

(a) Tangible Assets, other than Land, are depreciated on a pro-rata basis on the Straight-Line method as per the useful life specified in Schedule II of the Companies Act, 2013.

(b) Intangible Asset is amortized on the basis of Straight-Line method. Specified software purchased is amortized over their estimated useful lives of three years.

**iii) Intangible Assets:**

Intangible Assets are stated at their cost of acquisitions less accumulated amortization and impairment losses, if any. An asset is recognized, where it is probable that the future economic benefits attributable to the assets will flow to the enterprises and where its cost can be reliably measured.

**e) IMPAIRMENT OF ASSETS:**

The carrying amounts of assets are reviewed at each reporting date, if there is any indication of impairment based on internal / external factors. If the carrying amount of assets exceeds the recoverable amount on the reporting date, the carrying amount is reduced to the recoverable amount. The recoverable amount is measured as the higher of the net selling price and the value in use determined by the present value of estimated future cash flows.

**f) FOREIGN CURRENCY TRANSACTIONS AND FORWARD CONTRACTS:**

i) Transactions in foreign currencies are recorded at the exchange rates prevailing on the date of transaction. Foreign currency monetary items are translated at year end exchange rates. Exchange

difference arising on settlement of transactions and translation of monetary items are recognized as income or expense in the year in which they arise.

ii) In respect of forward exchange contracts entered into to hedge risks associated with foreign currency fluctuation on its existing assets and liabilities, the premium or discount at the inception of the contract is amortized as income or expense over the period of the contract. Any profit or loss arising on cancellation of such forward exchange contracts is recognized as income or expense in the Statement of Profit and Loss of the year.

**g) INVESTMENTS :**

Long term investments are carried at cost less provision for diminution, other than temporary, in the value of such investments.

Current investments are carried individually, at lower of cost and fair value.

**h) INVENTORIES:**

a. Raw materials, stores and spares and packing materials are valued at cost (net of input credits) or net realizable value whichever is lower calculated on first-in-first-out (FIFO) basis.

b. Finished goods including those held for captive consumption and work- in-process are valued at cost or net realizable value whichever is lower, calculated on weighted average basis. Cost comprises of material, labor, power, depreciation, excise duty payable/paid wherever applicable and appropriate portion of overheads incurred in bringing the inventories to their present location & condition.

c. Stock in trade is valued at cost (net of input credits) or net realizable value whichever is lower, calculated on first-in-first-out (FIFO) basis.

d. Scrap and Agricultural produce is valued at Net Realizable Value.

**i) REVENUE RECOGNITION:**

i) Revenue from sale of products is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer and there is no uncertainty regarding amount of consideration & collectivity. Sales include amounts recovered towards excise duty and exclude sales tax/value added tax.

ii) Subsidy is recognized on the basis of the rates notified from time to time by the Government of India in accordance with the Nutrient Based Subsidy (NBS)

policy on the quantity of urea fertilizers sold by the Company for the period for which notification has been issued.

iii) Income from services rendered is recognized based on the agreements/arrangements with the concerned parties and when services are rendered.

iv) Dividend income from investments is recognized when right to receive is established.

v) Interest income is recognized on a time proportion basis taking into account the amount outstanding and transactional interest rate applicable.

**j) EMPLOYEES BENEFITS:**

i) Short-term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

ii) The eligible employees of the company are entitled to receive benefits under the Provident Fund, a defined contribution plan in which both the employees and the company makes monthly contributions at a specified percentage of the covered employees' salary. The contributions as specified under the law are paid to the Regional Provident Fund Commissioner and the Central Provident Fund under the Pension scheme. The company recognizes such contributions as expense of the year in which the liability is incurred.

iii) The provision for gratuity liability is provided for eligible employees during the year on accrual basis.

**k) BORROWING COSTS:**

Borrowing Costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Statement of Profit and Loss.

**l) PROVISIONS, CONTINGENT LIABILITIES & CONTINGENT ASSETS:**

i) Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.

ii) Contingent liabilities disclosed for

a. possible obligation which will be confirmed only

by future events not wholly within the control of the Company or

b. Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

iii) Contingent assets are neither recognized nor disclosed in the financial statements.

**m) TAXES ON INCOME:**

i) Current tax is determined as the amount of tax payable in respect of taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

ii) Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset, if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognized as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

iii) Deferred tax is recognized on timing differences being the difference between taxable income and accounting income that originate in one period and are capable of reversal in subsequent periods, subject to consideration of prudence.

**n) SEGMENT REPORTING**

**i) Business segment**

The Company has considered business segment as the primary segment for disclosure. The Company is primarily engaged in the manufacture and trading of Farm Inputs, which in the context of Accounting Standard 17 "Segment Reporting" is considered the only business segment.

**ii) Geographical segment**

The Company sells its products only within India where the conditions prevailing are uniform. Hence, no separate geographical segment disclosure is necessary.

**o) EARNINGS PER SHARE:**

Basic earnings per shares has been calculated by dividing profit for the year attributable to equity shares holders by the weighted average number of equity shares outstanding during the year. The

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Company has not issued any potential equity shares and accordingly, the basic earnings per share and diluted earnings per shares are the same.

on development of products are recognized as intangible assets to the extent that all the necessary criteria are met.

**p) RESEARCH AND DEVELOPMENT EXPENDITURE:**

i. Research and Development expenditure is recognized as an expense except that cost incurred

ii. Development costs that have been capitalized are amortized as research and development expenses from the commencement of the commercial production of the product to which they relate on straight line basis.

**2 Share Capital**

(Amount in Rs.)

	31 March, 2016	31 March, 2015
<b>Equity Share Capital</b>		
<b>Authorised:</b> 1,50,00,000 Equity Shares of Rs.10/- each	<b>15,00,00,000</b>	<b>15,00,00,000</b>
<b>Issued, Subscribed and Fully Paid-Up</b> 95,43,000 Equity Shares of Rs.10/- each fully paid up	9,54,30,000	9,54,30,000
<b>Total</b>	<b>9,54,30,000</b>	<b>9,54,30,000</b>

**(a) Terms/rights attached to equity shares**

The company has one class of share referred to as Equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders will be entitled to receive the remaining assets of the company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**(b) Reconciliation of Number of Shares**

	As at 31.03.2016 Number of Shares	As at 31.03.2015 Number of Shares
Balance at the Commencement of the year	95,43,000	95,43,000
Balance at the End of the year	95,43,000	95,43,000

**(c) Details of shareholders holding more than 5% shares in the company**

	31 March, 2016		31 March, 2015	
	Number of Shares	% holding in the class	Number of Shares	% holding in the class
<b>Equity Shares:</b>				
Deepak Maliwal	565850	5.93%	565850	5.93%
Omprakash Gilda	523000	5.48%	523000	5.48%

**3 Reserves & Surplus**

(Amount in Rs.)

	31 March, 2016	31 March, 2015
<b>Capital Reserve</b>		
Special Capital Incentive		
As per last Balance Sheet	79,59,335	79,59,335
Adjustments on account of change in holding	(76,07,500)	0
Balance as at the end of the year	<b>3,51,835</b>	<b>79,59,335</b>
Capital Reserve		
As per last Balance Sheet	4,32,29,923	4,35,03,772
Adjustments on account of change in holding	-	(2,73,848)
Balance as at the end of the year	<b>4,32,29,923</b>	<b>4,32,29,923</b>
<b>Securities Premium Account</b>		
As per last Balance Sheet	18,17,99,924	18,11,65,909
Add: Received during the year	-	7,61,434
Less: Adjustments on account of change in holding	-	(1,27,419)
Balance as at the end of the year	<b>18,17,99,924</b>	<b>18,17,99,924</b>
<b>General Reserve</b>		
As per last Balance Sheet	2,78,90,994	2,60,91,870
Add : Transfer from Capital Reserve	76,07,500	-
Add : Transferred from Surplus in Statement of Profit & Loss	19,46,630	18,17,650
Less: Adjustments on account of change in holding	0	(18,527)
Balance as at the end of the year	<b>3,74,45,124</b>	<b>2,78,90,994</b>
<b>Surplus in Statement of Profit and Loss</b>		
As per last Balance Sheet	23,97,76,511	19,62,89,111
Add : Profit for the year	3,44,60,425	4,72,03,037
Less: Appropriations		
Adjustment relating to Fixed Assets	-	11,23,830
Transfer to General Reserve	19,46,630	18,17,650
Adjustments on account of change in holding	0	(7,74,157)
Balance as at the end of the year	<b>27,22,90,306</b>	<b>23,97,76,511</b>
<b>Total</b>	<b>53,51,17,112</b>	<b>50,06,56,688</b>

**4 Long-term borrowings**

(Amount in Rs.)

	31 March, 2016	31 March, 2015
<b>Secured</b>		
Term Loan from Banks	72,02,895	1,42,06,188
<b>Unsecured</b>		
Loans and Advances From Related Parties	9,25,43,611	9,44,49,125
Loans and Advances From Others	5,86,52,864	3,60,07,470
<b>Total</b>	<b>15,83,99,370</b>	<b>14,46,62,783</b>

**5 Deferred Tax Liabilities (Net)**

(Amount in Rs.)

	31 March, 2016	31 March, 2015
<b>Deferred Tax Liability</b>		
on account of difference in rates and method of depreciation of fixed assets	5,04,81,922	4,78,15,138
<b>Deferred Tax Asset</b>		
on Statutory dues allowable on payment basis	1,50,000	1,50,000
<b>Total</b>	<b>5,06,31,922</b>	<b>4,76,65,138</b>



**6 Other Long Term Liabilities**

(Amount in Rs.)

	31 March, 2016	31 March, 2015
Trade Payables	20,70,444	22,01,316
Others:		
Staff Balances	6,01,889	3,28,970
Security Deposits - Interest Free	1,40,98,900	1,47,03,900
Advances from Customers	28,65,767	47,17,724
Employee Benefits	1,73,617	
<b>Total</b>	<b>1,98,10,617</b>	<b>2,19,51,910</b>

**7 Short-Term Borrowings**

(Amount in Rs.)

	31 March, 2016	31 March, 2015
<b>Secured</b>		
Working Capital Loans repayable on demand - Rupee Loan from Banks	90,34,14,319	1,11,17,65,961
<b>Unsecured</b>		
Loans and Advances From Related Parties	1,28,23,505	-
Other Loans and Advances	-	89,08,477
<b>Total</b>	<b>91,62,37,824</b>	<b>1,12,06,74,438</b>

Working Capital loan from bank is secured by first charge on inventories, book debts, bills for collection and second charge on entire fixed assets of the Company. Further, the loan has been guaranteed by the personal guarantee of all the directors of the Company. The Loan is repayable on demand and carries interest @ 11.50% p.a. to 12.75% p.a.

**8 Other Current Liabilities**

(Amount in Rs.)

	31 March, 2016	31 March, 2015
Current maturities of long term debt	65,41,977	1,87,78,429
Advances from Customers	10,49,91,784	8,97,15,091
Interest accrued but not due on borrowings	15,27,736	18,53,898
Interest accrued and due on borrowings	50,27,906	-
Unclaimed dividends (Refer Note (a) below)	9,19,279	13,81,614
Other Payables		
Statutory Dues	95,47,849	1,08,58,374
Provision for Employee Benefits	29,39,013	32,48,193
Expenses	1,60,10,801	78,22,848
<b>Total</b>	<b>14,75,06,345</b>	<b>13,36,58,447</b>

Unclaimed dividends represent dividend warrants issued but not encashed. It does not include any amount due to be deposited to the Investor Education and Protection Fund under Section 205C of the Companies Act, 1956. During the year the Company transferred Rs.1.66 Lacs to Investor Education and Protection Fund.

**9 Short-Term Provisions**

(Amount in Rs.)

	31 March, 2016	31 March, 2015
Other Provisions:		
Taxation (net of taxes paid)	14,73,460	29,54,981
<b>Total</b>	<b>14,73,460</b>	<b>29,54,981</b>

(Amount in Rs.)

## NOTE NO. 10 FIXED ASSETS

Particulars	Gross Block					Depreciation				Net Block	
	As on 01/04/2015	Additions	Deletions	As on 31/3/2016	As on 01/04/2015	For the Year	Adjus tment	As on 31/3/2016	As on 31/3/2016	As on 31/3/2016	As on 31/03/2015
<b>Tangible Assets</b>											
Lease Assets											
Leasehold Land	14,08,034	-	-	14,08,034	-	-	-	-	-	14,08,034	14,08,034
Leasehold Buildings	39,000	-	-	39,000	6,998	592	-	7,590	-	31,410	32,002
<b>Own Assets</b>											
Land	1,47,13,296	16,11,950	-	1,63,25,246	-	-	-	-	-	1,63,25,246	1,47,13,296
Buildings	25,63,42,666	44,21,578	9,75,863	25,97,88,381	5,74,52,172	80,59,717	-	6,55,11,894	-	19,42,76,488	19,88,90,494
Plant & Equipments	32,29,36,286	59,74,385	24,02,577	32,65,08,094	13,40,87,003	92,31,119	-	14,33,18,123	-	18,31,89,971	18,88,49,283
Electrical Installation	3,96,88,834	7,82,250	30,060	4,04,41,024	2,13,16,312	33,68,959	-	2,46,85,273	-	1,57,55,751	1,83,72,522
Lab Equipments	34,61,719	1,77,778	-	36,39,497	13,28,915	4,53,593	-	17,82,508	-	18,56,989	21,32,804
Furniture & Fixtures	1,24,80,674	-	-	1,24,80,674	62,07,303	14,13,188	-	76,20,491	-	48,60,183	62,73,371
Vehicles	2,50,23,191	17,34,271	5,46,589	2,62,10,871	85,11,555	28,78,519	(3,35,757)	1,10,54,319	-	1,51,56,552	1,65,11,636
Office Equipments	53,10,757	1,46,443	-	54,57,200	33,14,869	7,59,656	-	40,74,525	-	13,82,675	19,95,888
Computer	67,52,054	3,02,010	-	70,54,064	63,46,653	3,42,764	-	66,89,418	-	3,64,646	4,05,401
Fire Fighting Equipment	4,80,014	-	-	4,80,014	98,906	17,695	-	1,16,601	-	3,63,413	3,81,108
Poly House	18,41,722	-	-	18,41,722	18,41,722	-	-	18,41,722	-	-	-
Live Stock	86,200	-	-	86,200	55,470	-	-	55,470	-	30,730	30,730
<b>Total</b>	<b>69,05,64,445</b>	<b>1,51,50,665</b>	<b>39,55,089</b>	<b>70,17,60,021</b>	<b>24,05,67,875</b>	<b>2,65,25,802</b>	<b>(3,35,757)</b>	<b>26,67,57,934</b>	<b>43,50,02,087</b>	<b>44,99,96,572</b>	<b>44,99,96,572</b>
<b>Previous year</b>	<b>63,15,04,066</b>	<b>6,18,60,382</b>	<b>28,00,000</b>	<b>69,05,64,445</b>	<b>21,08,27,269</b>	<b>2,75,85,312</b>	<b>21,55,294</b>	<b>24,05,67,875</b>	<b>44,99,96,572</b>	<b>42,06,76,797</b>	<b>42,06,76,797</b>
<b>Intangible Assets</b>											
Own Assets											
Computer Software	3,12,08,305	1,10,400	-	3,13,18,705	66,25,335	30,51,280	-	96,76,615	-	2,16,42,090	2,45,82,970
<b>Total</b>	<b>3,12,08,305</b>	<b>1,10,400</b>	<b>-</b>	<b>3,13,18,705</b>	<b>66,25,335</b>	<b>30,51,280</b>	<b>-</b>	<b>96,76,615</b>	<b>2,16,42,090</b>	<b>2,45,82,970</b>	<b>2,45,82,970</b>
<b>Previous year</b>	<b>84,11,891</b>	<b>2,27,96,414</b>	<b>-</b>	<b>3,12,08,305</b>	<b>35,84,322</b>	<b>30,41,013</b>	<b>-</b>	<b>66,25,335</b>	<b>2,45,82,970</b>	<b>48,27,569</b>	<b>48,27,569</b>
<b>Intangible Assets Under Development</b>											
	5,26,68,416	-	-	5,26,68,416	-	-	-	-	-	5,26,68,416	5,26,68,416
<b>Total</b>	<b>5,26,68,416</b>	<b>-</b>	<b>-</b>	<b>5,26,68,416</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>5,26,68,416</b>	<b>5,26,68,416</b>
<b>Previous year</b>	<b>7,50,68,416</b>	<b>-</b>	<b>2,24,00,000</b>	<b>5,26,68,416</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>5,26,68,416</b>	<b>7,50,68,416</b>
<b>Grand Total</b>	<b>77,44,41,168</b>	<b>1,52,61,065</b>	<b>39,55,089</b>	<b>78,57,47,142</b>	<b>24,71,93,210</b>	<b>2,95,77,082</b>	<b>(3,35,757)</b>	<b>27,64,34,549</b>	<b>50,93,12,593</b>	<b>52,72,47,958</b>	<b>52,72,47,958</b>
<b>Previous year</b>	<b>71,49,84,373</b>	<b>8,46,56,796</b>	<b>2,52,00,000</b>	<b>77,44,41,168</b>	<b>21,44,11,591</b>	<b>3,06,26,325</b>	<b>21,55,294</b>	<b>24,71,93,210</b>	<b>52,72,47,958</b>	<b>50,05,72,782</b>	<b>50,05,72,782</b>

**11 Non-Current Investments**

(Amount in Rs.)

<b>(Valued at cost unless stated otherwise)</b>	<b>Number</b>	<b>Face value of each share (Rs.)</b>	<b>As at 31.03.2016</b>	<b>As at 31.03.2015</b>
<b>Investments in Equity Instruments</b>				
<b>Non-Trade investments:</b>				
<b>(Fully paid up) Quoted</b>				
Gujarat State Fertilizers & Chemicals Limited.	500	2	13,892	13,892
Aditya Birla Nuvo Limited.	33	10	14,043	14,043
Zuari Global Limited.	100	10	9,752	9,752
Rashtriya Chemicals & Fertilizers Limited.	100	10	3,898	3,898
Coromandel International Limited.	1,500	2	36,800	36,800
Nagarjuna Oil Refinery Limited.	500	1	3,969	3,969
Union Bank Of India	3,734	10	4,10,740	4,10,740
Deepak Fertilisers & Petrochemicals Corporation Limited.	50	10	4,587	4,587
Monsanto India Limited.	20	10	16,635	16,635
Kaveri Seed Company Limited.	250	10	12,577	12,577
<b>(Fully paid up) Unquoted</b>				
Kakinada Fertilizers Limited.	550	1	4,366	4,366
<b>Investments in Mutual funds</b>				
- Union KBC Tax Saver Growth	19980	10	-	2,00,000
- Union KBC Capital Protection Oriented Fund	219990	10	20,00,000	42,00,000
- Union KBC Fixed Maturity Plan	40000	10	-	4,00,000
- Union KBC Small & Mid Cap Fund			11,00,000	19,99,800
- Union KBC Trigger Fund Series II			4,99,900	4,99,900
-Union KBC Dynamic Bond Fund			19,80,404	-
<b>Investment in Government Securities</b>				
National Savings Certificate			82,000	92,500
<b>Investments in Partnership Firms</b>				
Shiva Global Biotech			27,55,022	81,96,321
Laxmi Sai Developers			8,33,294	8,33,294
<b>Aggregate amount of quoted investments</b>			<b>61,07,197</b>	<b>78,26,593</b>
<b>Market Value of quoted investments</b>			<b>31,28,381</b>	<b>1,08,12,947</b>
<b>Aggregate amount of unquoted investments</b>			<b>36,74,682</b>	<b>91,26,481</b>
<b>Total</b>			<b>97,81,879</b>	<b>1,69,53,074</b>

**(a) Details of Investments in Partnership Firms****Investment in Shiva Global Biotech**

Names of the Partners	Share of Profits (%)	
	31 March, 2016	31 March, 2015
1. Shiva Global Agro Industries Ltd	55.00%	55.00%
2. Mrs. Rajshree Sharma	22.00%	22.00%
3. Mr. Sanjay Laddha	23.00%	23.00%
<b>Total Capital of the Firm</b>	<b>50,34,939</b>	<b>1,49,28,211</b>

**Investment in Laxmi Sai Developers**

Names of the Partners	Share of Profits (%)	
	As at 31.03.2016	As at 31.03.2015
1. Shiva Global Agro Industries Ltd	15.00%	15.00%
2. Mr. Hitesh Nihalani	40.00%	40.00%
3. Mr. Jairam Nihalani	10.00%	10.00%
4. Mr. Shailesh Shetty	10.00%	10.00%
5. Mrs. Chitrakala Shetty	2.00%	2.00%
6. Mr. Sanket Shetty	1.00%	1.00%
7. Mr. Murtuza Bhetosiwala	6.00%	6.00%
8. Mr. Mahesh Teil	6.00%	6.00%
9. Mr. Dilip Agraharkar	5.00%	5.00%
10. Mrs. Madhuri Kothari	5.00%	5.00%
<b>Total Capital of the Firm</b>	<b>28,04,667</b>	<b>28,04,667</b>

**12 Long Term Loans and Advances**

	As at 31.03.2016	As at 31.03.2015
Unsecured, Considered Good		
Capital Advances	5,77,500	5,15,000
Security Deposit	68,58,578	75,69,298
Other Loans & Advances		
Loans and Advances to Related Parties	17,23,545	-
Other Deposits	53,18,144	34,84,188
VAT Refund Receivable	44,68,170	60,80,772
Advance Income Tax (Net of Provision)	26,37,778	45,64,144
MAT Credit Entitlement	16,19,673	17,33,605
Advances to Suppliers & Others	11,30,060	90,56,490
<b>Total</b>	<b>2,43,33,448</b>	<b>3,30,03,497</b>

**13 Other Non-Current Assets**

<b>Unsecured, Considered Good</b>	<b>As at 31.03.2016</b>	<b>As at 31.03.2015</b>
<b>Long Term Trade Receivables</b>	6,97,28,233	3,32,16,133
<b>Others:</b>		
Interest Accrued but not due on Deposits	6,20,952	5,71,741
<b>Non Current Bank Balances</b>		
Long Term deposits with banks having maturity period more than 12 months		
- In Margin Deposits	13,75,000	53,52,733
- In Fixed Deposits	68,87,313	15,00,000
<b>Others</b>		
Others	23,20,810	50,64,794
<b>Total</b>	<b>8,09,32,308</b>	<b>4,57,05,401</b>

**14 Current Investments**

<b>Other Investments (Valued at cost unless otherwise stated)</b>	<b>As at 31.03.2016</b>	<b>As at 31.03.2015</b>
<b>Unquoted</b>		
<b>Investment in Government Security</b>		
National Saving Certificate	51,000	40,500
<b>Aggregate value of Unquoted Investments</b>	<b>51,000</b>	<b>40,500</b>
<b>Total</b>	<b>51,000</b>	<b>40,500</b>

**15 Inventories**

	<b>As at 31.03.2016</b>	<b>As at 31.03.2015</b>
Raw materials*	56,92,48,563	48,54,05,760
Raw materials in transit*	6,62,58,317	4,98,81,350
Work-in-progress*	70,43,028	57,41,530
Finished goods*	39,59,47,571	25,64,71,435
Stock-in-trade*	5,30,17,831	2,67,13,321
Stores and Packing Materials*	3,86,98,272	7,43,91,176
Agriculture Produce**	-	3,45,040
<b>Total</b>	<b>1,13,02,13,582</b>	<b>89,89,49,612</b>

\* at Cost or Net Realisable Value, whichever is lower.

\*\* at Net Realisable Value.

**16 Trade Receivables**

<b>Unsecured, Considered Good</b>	<b>As at 31.03.2016</b>	<b>As at 31.03.2015</b>
Debts outstanding for a period exceeding six months from due date	9,27,13,488	4,77,78,374
Others	87,10,57,382	1,09,89,36,693
<b>Total</b>	<b>96,37,70,870</b>	<b>1,14,67,15,067</b>

**17. Cash and Cash Equivalents**

	As at 31.03.2016	As at 31.03.2015
Balances with Banks		
In Current Accounts	1,44,39,835	1,32,72,290
Cash on hand	62,43,423	38,37,914
<b>Other Bank Balances</b>		
Earmarked Balances (Unpaid Dividend Accounts)	9,19,279	13,81,614
In Deposit Accounts	2,98,402	2,76,551
Margin Money against bank guarantees	3,26,04,062	1,61,38,385
<b>Total</b>	<b>5,45,05,001</b>	<b>3,49,06,754</b>

**18 Short Term Loans and Advances**

	As at 31.03.2016	As at 31.03.2015
Unsecured, Considered Good		
Loans and Advances to Related Parties	-	57,93,270
Other Loans and Advances		
Staff Imprest and Advances	19,33,614	26,47,373
Prepaid Expenses	23,17,534	22,09,784
VAT Refund Receivable	92,52,273	40,63,443
Advances to Suppliers & Others	2,93,04,041	6,83,19,133
Other Advances	-	6,11,738
<b>Total</b>	<b>4,28,07,462</b>	<b>8,36,44,741</b>

**19 Other Current Assets**

	As at 31.03.2016	As at 31.03.2015
Unsecured, Considered Good		
Interest Accrued but not due on Deposits	17,24,365	20,61,896
Interest Receivable	4,94,071	83,682
Subsidy Receivable	52,97,595	20,36,192
Unamortised Expenses	-	49,100
<b>Total</b>	<b>75,16,032</b>	<b>42,30,870</b>

**20 Revenue from Operations**

	31 March, 2016	31 March, 2015
<b>Sale of Products</b>		
Finished Goods	4,11,57,59,536	4,65,19,36,158
Traded Goods	52,71,52,367	55,03,05,548
<b>Other Operating Revenue</b>	1,02,70,683	25,30,385
<b>Total</b>	<b>4,65,31,82,586</b>	<b>5,20,47,72,091</b>

**Particulars of Sales of Products**

a Finished Goods	31 March, 2016	31 March, 2015
Fertilizers	1,59,15,11,819	2,00,39,81,741
Seeds	28,25,67,361	29,99,08,057
Crude Oil	52,98,70,790	58,48,73,153
Poultry Feed	1,70,68,31,443	1,64,82,98,116
Soil Conditioner	49,78,123	11,41,52,101
Others	-	7,22,991
<b>Total</b>	<b>4,11,57,59,536</b>	<b>4,65,19,36,158</b>



**b Traded Goods**

	31 March, 2016	31 March, 2015
Fertilizers	8,85,52,328	5,11,42,961
Seeds	-	1,80,44,063
Crude Oil	19,39,700	-
Poultry Feed	34,52,64,137	43,83,33,974
Crop Nutrition Products and Fertilizers	68,30,259	69,06,245
Others	8,45,65,943	3,58,78,306
<b>Total</b>	<b>52,71,52,367</b>	<b>55,03,05,548</b>

**21 Other Income**

	31 March, 2016	31 March, 2015
Interest Income	32,68,813	50,06,500
Dividend income	31,894	14,439
Share of profits from partnership firm	19,396	12,93,273
Profit on Sale of Fixed Asset	-	11,692
Net Gain on Sale of Investment	13,18,769	-
Other non-operating income	47,13,623	42,56,732
<b>Total</b>	<b>93,52,495</b>	<b>1,05,82,636</b>

**22 Cost of Materials Consumed**

	31 March, 2016	31 March, 2015
<b>Raw Material Consumed</b>		
Opening Inventory	53,52,87,110	40,31,08,945
Add: Purchases	3,58,84,05,977	3,74,25,46,908
Add: Transfer from Traded Goods/Stock in Trade	(6,70,578)	2,75,13,601
Less: Inventory at the end of the year	63,55,06,880	53,52,87,110
Less: Transfer to Soya Seed Trading	2,00,20,823	-
<b>Cost of Raw materials consumed</b>	<b>3,46,74,94,805</b>	<b>3,63,78,82,344</b>
<b>Packing Material Consumed</b>		
Opening Inventory	3,62,87,001	3,89,81,506
Add: Purchases	6,79,10,535	9,20,80,681
Less:		
Inventory at the end of the year	2,96,98,584	3,62,87,001
Cost of Sales	-	-
<b>Cost of Packing materials consumed</b>	<b>7,44,98,951</b>	<b>9,47,75,186</b>
<b>Total</b>	<b>3,54,19,93,757</b>	<b>3,73,26,57,529</b>

**(a) Details of Consumption**

<b>Raw Material</b>	<b>31 March, 2016</b>	<b>31 March, 2015</b>
Fertilizers	79,63,33,761	90,09,86,751
Rock	32,13,97,291	31,80,47,703
Acid	10,96,59,852	9,73,57,426
Oil Seeds	-	2,09,52,59,926
Raw Mix	1,60,09,712	1,48,58,524
Seeds	2,14,55,05,255	14,22,24,682
Agro Waste	65,26,622	1,33,33,264
Neem	1,83,74,136	1,20,06,054
Castor	5,88,756	51,70,955
Micronutrient	51,15,713	63,75,408
Others	4,79,83,707	3,22,61,650
<b>Total</b>	<b>3,46,74,94,805</b>	<b>3,63,78,82,344</b>

**Packing Material**

	<b>31 March, 2016</b>	<b>31 March, 2015</b>
HDPE Bags	7,07,61,037	9,17,25,506
Bardana	37,37,915	30,49,680
<b>Total</b>	<b>7,44,98,952</b>	<b>9,47,75,186</b>

**23 Purchases of Stock-in-Trade**

	<b>31 March, 2016</b>	<b>31 March, 2015</b>
Fertilizers	6,96,81,758	3,13,31,067
Poultry Feed	32,49,08,505	37,78,20,850
Crude Oil	(8,98,670)	-
Seeds	63,17,554	3,17,11,719
Crop Nutrition Products and Fertilizers	29,68,602	21,31,338
Others	8,23,90,644	1,35,88,656
<b>Total</b>	<b>48,53,68,393</b>	<b>45,65,83,630</b>

**24 Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade**

	<b>31 March, 2016</b>	<b>31 March, 2015</b>
Stock at the beginning of the year		
Finished Goods	25,64,71,435	35,93,93,263
Work-in-progress	57,41,530	1,69,64,841
Stock-in-trade	2,67,13,321	9,05,50,335
Less Transfer to Raw Material	-	(4,47,07,000)
Less: Stock at the end of the year		
Finished Goods	39,48,49,494	25,64,71,435
Work-in-progress	70,43,028	57,41,530
Stock-in-trade	2,67,44,324	2,67,13,321
<b>Total</b>	<b>(13,97,10,561)</b>	<b>13,32,75,154</b>

**(a) Particulars of Inventory**

	31 March, 2016	31 March, 2015
<b>Finished Goods</b>		
Fertilizers	24,45,70,057	9,95,89,316
Seeds	6,95,40,569	3,33,24,926
BRP Rock	9,93,354	35,42,841
Crude Oil	2,59,18,030	1,99,25,899
Poultry Feed	3,29,40,188	7,53,60,989
Soil Conditioner	65,31,799	1,51,25,598
Others	1,43,55,497	96,01,865
<b>Work-in-progress</b>		
Fertilizers	70,43,028	57,41,530
<b>Stock-in-trade</b>		
Seeds	35,64,085	15,10,252
Poultry Feed	-	45,48,768
Crop Nutrition Products and Fertilizers	1,13,78,570	90,23,805
Others	1,18,01,669	1,16,30,496

**25 Employee Benefits Expense**

	31 March, 2016	31 March, 2015
Salaries, Wages and Bonus	6,46,90,357	6,88,41,001
Contribution to Provident Fund	27,16,614	24,04,432
Staff Welfare Expenses	11,82,506	19,81,198
<b>Total</b>	<b>6,85,89,477</b>	<b>7,32,26,631</b>

**26 Finance Costs**

	31 March, 2016	31 March, 2015
Interest Expenses	13,70,30,618	15,53,84,226
Other Borrowing Costs	54,50,582	72,65,690
<b>Total</b>	<b>14,24,81,200</b>	<b>16,26,49,916</b>

**27 Other Expenses**

	31 March, 2016	31 March, 2015
Consumption of stores and spares	3,95,64,740	4,53,12,402
Power and Fuel	6,97,48,062	8,25,71,961
Rent	57,70,085	64,73,997
Repairs to Buildings	3,26,672	6,18,951
Repairs to Machinery	32,62,769	59,76,704
Insurance	23,65,121	22,07,612
Rates and Taxes	50,24,229	22,42,719
<b>Miscellaneous expenses</b>		
Outward Freight and Transportation	11,52,14,372	15,22,68,668
Discount and Commission	9,95,38,210	10,75,74,267
Other Expenses	9,85,32,779	10,21,06,944
<b>Total</b>	<b>43,93,47,040</b>	<b>50,73,54,226</b>

## (a) Details of Payment to Auditors

	31 March, 2016	31 March, 2015
Audit Fees	4,74,767	4,72,809
Certification Fees	1,05,610	70,225
Tax Audit Fees	2,48,123	2,15,506
Vat Audit Fees	1,26,750	1,87,080
Income Tax Matters	50,000	50,000
Out of Pocket Expenses	82,500	72,500
<b>Total</b>	<b>10,87,750</b>	<b>10,68,120</b>

(b) Represents excise duty related to the difference between the closing stock and opening stock

**28 Earnings Per Share**

	31 March, 2016	31 March, 2015
a. Profit after Tax as per the Statement of Profit & Loss attributable to equity shareholders	3,44,60,426	4,72,03,036
b. Weighted average number of equity shares outstanding	95,43,000	95,43,000
c. Basic & Diluted earnings per share in rupee (Face value Rs.10 per share)	3.61	4.95

**29 Contingent Liabilities**

(to the extent not provided for)	31 March, 2016	31 March, 2015
<b>Contingent liabilities</b>		
Outstanding bank guarantees	65,75,000	75,75,000
Claims against the Company not acknowledged as debts in respect of matters under dispute relating to:		
Cess	-	55,66,391
Custom Duty	18,36,639	18,36,639
Sales Tax	32,03,479	-
Others	5,00,000	6,30,000
Letter of Credit issued by Bankers	3,71,46,424	14,57,14,681
<b>Total</b>	<b>4,92,61,542</b>	<b>16,13,22,711</b>

**30 Value of imports calculated on C.I.F. basis**

	31 March, 2016	31 March, 2015
Raw Materials	24,78,16,721	24,59,83,152
<b>Total</b>	<b>24,78,16,721</b>	<b>24,59,83,152</b>

**31 Micro, Small and Medium Enterprises:**

There are no dues outstanding to Micro, Small and Medium Enterprises beyond the due date as at the Balance Sheet date. The above information regarding Micro, Small and Medium enterprises have been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by the auditors.

**32 Related Party Disclosures****(a) Names of related parties and nature of related parties relationship where control exists.****Key Management Personnel**

1	Mr. Omprakash K. Gilda	5	Mr. Shriram U. Medewar
2	Mr. Narayanlal Kalantri	6	Mr. Sujeet S. Medewar
3	Mr. Deepak S. Maliwal	7	Mr. Dnyaneshwar B. Mamde
4	Mr. Madhusudan Kalantri		

**Relatives of Key Management Personnel**

1	Mr. Anand Omprakash Gilda	18	Mrs. Rekha Deepak Maliwal
2	Mr. Balkrishna Mamde	19	Mrs. Rukhmadevi Maliwal
3	Mr. Laxminivas Kalantri	20	Mrs. Rupali S. Medewar
4	Mr. Madhukar Manikrao Mamde	21	Mrs. Santoshdevi Kalantri
5	Mr. Mohit Deepak Maliwal	22	Mrs. Sarojdevi Kalantri
6	Mr. Nandkishor Toshniwal	23	Mrs. Seema Sanjay Chintawar
7	Mr. Rajeshwar Medewar	24	Mrs. Sheela Medewar
8	Mr. Rajkumar Madhusudan Kalantri	25	Mrs. Vijaya S. Medewar
9	Mr. Sadanand Medewar	26	Ms. Pooja Madhusudan Kalantri
10	Mr. Sanjay Chintawar	27	Ms. Preeti Madhusudan Kalantri
11	Mr. Sunil Medewar	28	Deepak Maliwal HUF
12	Mr. Sushil Medewar	29	Shriram Udhavrao Medewar (HUF)
13	Mr. Vasant U. Medewar	30	Sujeet Shriram Medewar (HUF)
14	Mrs. Chandrabhagabai Gilda	31	Sunil Shriram Medewar (HUF)
15	Mrs. Kirti Anand Gilda	32	Sushil Shriram Medewar (HUF)
16	Mrs. Kshipra N. Kailaswar	33	Udhavrao Madhavrao Medewar (HUF)
17	Mrs. Mayuri S Medewar		

**Enterprises owned or significantly influenced by group of individuals or their relatives who have control or significant influence over the Company:**

1	Active Vinimay Private Limited	14	Narmadasagar Agri Seeds Private Limited
2	Aditya Fertilizers & Chemicals	15	Nature Organic
3	Balaji Oil Industries.	16	Parswar Seeds & Fertilizers
4	Bhaglaxmi Oil Industries	17	Preeti Enterprises Incorporated
5	Bhumata Trading Company	18	Ravito Engineering Works
6	Durgeshwari Seeds & Fertilizers	19	Sai Trading Company
7	Govindraj Agro Industries.	20	Salasar Cotspins Private Limited.
8	Kailash Fertilizers	21	Shrinivasa Agencies.
9	Kalantri Engineering Works	22	Shrinivasa Cattle Feeds Private Limited
10	Kedar Krishi Seva Kendra	23	Shrinivasa Cold Storage & Warehousing
11	Krishnaveni Seeds & Fertilizers	24	Shrinivasa Foods & Pulses.
12	Krushna Godavari KBBUVVSS Limited	25	Sohan Coppertech Private Limited.
13	Madhu Industries	26	Vijay Fertilizers Agency
14	Mamde Krushi Seva Kendra		

**Associates**

1	Shiva Global Biotech	2	Laxmi Sai Developers
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Note: Related party relationship have been certified by the Management and relied upon by the auditors.

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## (b) Transaction with Related Parties:

(Amount in Rs.)

Sr. No.	Nature of Transaction	Key Management Personnel	Relatives Key of Management Personnel	Enterprises owned or significantly influenced by group of individuals or their relatives who have control or significant influence over the company	Associates	Total
1	Purchase of Goods	- (7,01,883)	- (7,32,858)	11,58,78,055 (23,21,08,273)	2,00,000 -	11,60,78,055 (23,35,43,014)
2	Sale of Goods	- -	- (22,94,638)	17,39,63,692 (16,18,83,164)	- -	17,39,63,692 (16,41,77,802)
3	Services Received	- -	1,00,000 -	20,33,244 (12,13,486)	- -	21,33,244 (12,13,486)
4	Services Rendered	- -	- -	- -	3,18,000 (5,36,000)	3,18,000 (5,36,000)
5	Loan Taken	98,38,000 (26,50,358)	2,02,45,753 (72,04,960)	- (2,27,77,000)	- -	3,00,83,753 (3,26,32,318)
6	Advances Given	- -	- (4,10,631)	- (35,10,000)	- -	- (39,20,631)
7	Advances Received	- -	- (5,10,413)	- (9,931)	- -	- (5,20,344)
8	Advances Repaid	- -	- -	- (35,05,000)	- -	- (35,05,000)
9	Interest Paid	10,67,496 (9,71,613)	41,42,522 (39,96,011)	7,21,901 (74,94,464)	- -	59,31,919 (1,24,62,088)
10	Interest Received	- -	- -	- (15,780)	- -	- (15,780)
11	Loan Repaid	11,66,181 (86,68,877)	67,41,284 (1,79,88,114)	1,59,781 (3,77,31,434)	- -	80,67,246 (6,43,88,425)
12	Remuneration Paid	7,30,000 (6,00,000)	14,02,500 (3,30,000)	- -	- -	21,32,500 (9,30,000)
13	Share of Profits	- -	- -	- -	19,396 (6,83,051)	19,396 (6,83,051)
14	Closing Balance	1,33,38,602 (40,72,114)	3,85,24,160 (2,34,97,939)	7,26,65,048 (10,40,35,520)	35,88,316 (90,29,615)	12,81,16,126 (14,06,35,188)

Note: Figures in the brackets represents previous year's figures.



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**33 Segment Reporting:**

**(Amount in Rs.)**

The Company operates in the business segments of Fertilizers, Briquette and BRP in the domestic market.

Particulars	Fertilizers	Seeds	Solvent	Total
<b>Segment Revenue</b>				
Operating Revenue	1,68,33,40,586 (2,15,23,84,821)	28,97,57,297 (32,50,85,714)	2,66,78,81,949 (2,70,95,89,206)	4,64,09,79,831 (5,18,70,59,741)
Other Income	77,06,605 (74,26,386)	2,24,866 (18,32,560)	14,21,024 (13,23,690)	93,52,495 (1,05,82,636)
<b>Segment Result</b>				
Profit Before Tax	3,62,78,844 (5,56,34,490)	23,60,174 42,26,041	4,38,92,767 (4,88,01,374)	8,25,31,785 (10,02,09,823)
Provision for Tax	1,49,23,782 (1,60,20,636)	10,09,957 (5,21,232)	1,50,12,442 (1,53,18,841)	3,09,46,181 (3,18,60,709)
<b>Other Information</b>				
Segment Assets	1,55,10,86,717 (1,52,21,63,231)	34,88,10,590 (33,70,47,255)	92,40,45,647 (93,53,59,590)	2,82,39,42,955 (2,79,45,70,076)
Segment Liabilities	1,14,22,25,146 (1,11,48,19,613)	18,30,21,999 (19,24,45,991)	59,64,33,549 (63,66,27,814)	1,92,16,80,694 (1,94,38,93,418)

Note: Figures in the brackets represents previous year's figures.

**34 The subsidiary companies considered in the consolidated financial statements are:**

Sr. No	Name of the subsidiaries	Country of Incorporation	Proportion of ownership interest		Accounting year ending on
			31.03.2016	31.03.2015	
1	Kirtiman Agro Genetics Limited	India	64.50%	64.50%	31.03.2016
2	Ghatprabha Fertilizers Private Limited	India	61.53%	61.53%	31.03.2016
3	Shiva Parvati Poultry Feed Private Limited	India	51.00%	51.00%	31.03.2016
4	Shrinivasa Agro Foods Private Limited	India	51.00%	51.00%	31.03.2016

**35 Figures have been rounded off to the nearest rupee.**

As per our report of even date  
**For: Jhavar Ladha & Associates**  
 Chartered Accountants  
 Firm Registration No.: 104223W

For and on behalf of the Board

\_\_\_\_\_  
**CA Jaiprakash S. Falor**  
 Partner  
 Membership No. 043337  
 Place: Nanded  
 Dated: 30th May, 2016

\_\_\_\_\_  
**Omprakash K. Gilda**  
 Managing Director

\_\_\_\_\_  
**Deepak S. Maliwal**  
 Director

\_\_\_\_\_  
**Umesh O. Bang**  
 Chief Financial Officer

\_\_\_\_\_  
**Rashmi G. Agrawal**  
 Company Secretary

### Route map to the Venue of the AGM



## SHIVA GLOBAL AGRO INDUSTRIES LIMITED

**Regd. Office:** 'Shri Hanuman Nagar', Osmannagar Road, Village Dhakni, Taluka Loha, District Nanded (Maharashtra).

**Admn. Office:** "Shiva House", Near State Bank of India, New Mondha, Nanded District Nanded. (Maharashtra)

**Ph :** (02462) 284036, 284039 **Fax :** 284729 • **E-mail:** [shivaagro1@gmail.com](mailto:shivaagro1@gmail.com) • **Website:** [www.shivaagro.org](http://www.shivaagro.org) **CIN:** L24120MH1993PLC070334

### PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : L24120MH1993PLC070334  
Name of the company : **Shiva Global Agro Industries Limited**  
Registered office : 'Shri Hanuman Nagar', Osmannagar Road, Village Dhakni, Taluka Loha, District Nanded.

Name of the Member(s) : .....  
Address : .....  
E-mail ID : .....  
Folio No./DP ID-Client ID : .....

I/We, being the member(s) holding ..... equity shares of the above named company, hereby appoint

1. Name : .....  
Address : .....  
E-mail Id : .....  
Signature : .....or failing him

2. Name : .....  
Address : .....  
E-mail Id : .....  
Signature : .....or failing him

3. Name : .....  
Address : .....  
E-mail Id : .....  
Signature : .....or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 24th Annual General Meeting of the Company, to be held on Thursday, September 29, 2016 at 1:00 p.m. at "Shiva House", Near State Bank of India, New Mondha, Nanded and at any adjournment thereof in respect of such resolutions as are indicated below:

**Ordinary Business:**

- 1 Adoption of Audited Financial Statements for the financial year 2015-16.
- 2 Appointment of Mr. Narayanlal P. Kalantri, as a Director
- 3 Appointment of M/s. Aditya Falor & Associates as Statutory Auditors

**Special Business:**

- 4 Appointment of Mr. Santosh Hanumandas Malpani, as an Independent Director
- 5 Appointment of Mr. Divakar Nagappa Shetty, as an Independent Director
- 6 Ratification of payment of Remuneration to Cost Auditors

Affix a  
Revenue  
Stamp of  
Rs.1

Signed this ..... day of September, 2016 Signature of Shareholder .....

Signature of Proxy.....

**Note:** This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



Registered Office :

**Shiva Global Agro Industries Ltd.**

Shri Hanuman Nagar, Osman Nagar Road,

Village Dhakni, Nanded - 431 708 (Maharashtra)

Ph : +91 02462 226955 Fax : +91 02462 284729

E - mail : shivaagro1@gmail.com Website : [www.shivaagro.com](http://www.shivaagro.com)