



# Shiva Global Agro Industries Ltd.



**Annual Report  
2016-17**

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## **COMPANY INFORMATION**

### **Registered Office & Works**

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

### **Auditors**

M/s. Aditya Falor & Associates  
Chartered Accountants  
205, Sanman Towers,  
Vazirabad,  
Nanded 431601,  
Maharashtra.

### **Bankers**

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

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

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

# NOTICE OF ANNUAL GENERAL MEETING



## NOTICE

Notice is hereby given that the 25<sup>th</sup> Annual General Meeting of the Members of Shiva Global Agro Industries Limited will be held on Friday the 29<sup>th</sup> September, 2017 at 1.00 P.M. at the registered office of the company 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, 2017, 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, 2017 and the Report of the Auditors thereon.
- 2) To appoint a Director in place of Mr. Deepak S. Maliwal (DIN 00452540), 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. Deepak S. Maliwal, having DIN 00452540, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation".
- 3) To ratify the appointment of M/s. Aditya Falor & Associates, Chartered Accountants, as Auditors for the period from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and in this connection, to consider and if deemed fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other Rules framed thereunder, as amended from time to time, the appointment of M/s. Aditya Falor & Associates, Chartered Accountants (Firm Registration No.127273W) as Auditors of the Company for a period of 5 consecutive years, made at the Twenty Fourth Annual General

Meeting (AGM) held on September 29, 2016, be and is hereby ratified to hold office for the period from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on a remuneration of Rs.3,50,000/- (Rupees Three Lacs Fifty Thousand Only) plus reimbursement of out of pocket expenses and applicable taxes and the Board of Directors of the Company be and is hereby authorised to pay such increased audit fee as they may deem fit."

### B) SPECIAL BUSINESS

- 4) To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2018 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 (Membership No.5255), Cost Accountant in Whole-Time Practice, Aurangabad, who was appointed as the Cost Auditor of the Company by the Board of Directors, for conducting the audit of the cost accounting records of the Company for the financial year ending March 31, 2018, at a remuneration of Rs.20,000/- (Rupees Twenty Thousand Only) excluding taxes, travelling and other out of pocket expenses incurred by him in connection with the aforesaid audit be and is hereby ratified and confirmed."  
"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, 2017

Omprakash Gilda  
Managing Director

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### 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 23, 2017 to September 29, 2017 (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 – 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. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
- 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 25<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 25<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, 2017 at 9.00 A.M. and ends on 28<sup>th</sup> September, 2017 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 22<sup>nd</sup>, 2017, 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

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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 Director seeking appointment/re-appointment at the 25<sup>th</sup> Annual General Meeting, forms integral part of the notice. The Director has furnished the requisite declaration for his appointment/re-appointment.

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

#### Item no.4

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, 2018, in their meeting held on May 30, 2017. 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 25<sup>th</sup> Annual General Meeting of the Company.

In accordance with the provisions of Section 148 of the Act read with Rule 14 (a) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors approved by the Board has to be ratified by the shareholders of the Company.

Accordingly, consent of the shareholders is being sought for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2018.

None of the Directors/Key Managerial Personnel of the Company/their relatives is, in any way, concerned or interested, financially or otherwise, in the above resolution.

The Board commends the Ordinary Resolution set out at Item No. 4 for approval by shareholders.

### ANNEXURE TO NOTICE

Details of Director seeking appointment/re-appointment in the 25<sup>th</sup> Annual General Meeting:  
(in pursuant to clause 49 of the Listing Agreement)

<b>Name of the Director</b>	<b>Mr. Deepak S. Maliwal</b>
<b>Date of Birth</b>	28/07/1959
<b>Qualifications</b>	Chartered Accountant
<b>Date of Appointment</b>	Since incorporation
<b>Expertise</b>	27 years of Business Experience
<b>Chairman/ Member of the committees of Board of the Company</b>	Yes
<b>Chairman/ Member of the committees of Board of the other Company</b>	Nil

# DIRECTORS' REPORT



Your Directors are pleased to place before you the Twenty Fifth Annual Report and the Audited Accounts of the company for the year ended March 31, 2017.

## PERFORMANCE OF THE COMPANY

Your company's financial results are summarized hereunder:

(Amount in Rs. Lacs)

Particulars	Consolidated		Standalone	
	2016-17	2015-16	2016-17	2015-16
Income				
<b>From Operations</b>	<b>45,281.66</b>	<b>46,409.80</b>	<b>8,985.65</b>	<b>11,028.50</b>
Other	123.20	93.52	76.05	64.88
<b>Total</b>	<b>45,404.86</b>	<b>46,503.32</b>	<b>9,061.70</b>	<b>11,093.38</b>
<b>Profit Before Interest, Depreciation and Taxation</b>	<b>2,486.65</b>	<b>2,545.90</b>	<b>754.86</b>	<b>801.75</b>
Less: Interest	1,146.52	1,424.81	355.85	405.75
Depreciation	290.10	295.77	97.68	94.47
<b>Profit Before Tax</b>	<b>1,050.03</b>	<b>825.32</b>	<b>301.33</b>	<b>301.53</b>
Less: Provision for Tax	320.21	309.46	95.07	108.33
(Including Deferred Tax and MAT Credit Entitlement)				
<b>Profit After Tax</b>	<b>729.82</b>	<b>515.86</b>	<b>206.26</b>	<b>193.20</b>
Add: Surplus brought forward	2,722.90	2,397.78	1,655.98	1,472.78
Less: Transfer to Minority Interest	219.77	171.25	-	-
Add: Adjustments on account of change in holding	14.20	-	-	-
Amount available for appropriations	3,218.75	2,742.39	1,862.24	1,665.98
<b>Appropriations</b>				
<b>Transfer to General Reserve</b>	<b>19.47</b>	<b>19.47</b>	<b>10.00</b>	<b>10.00</b>
<b>Surplus retained in the Profit &amp; Loss Account</b>	<b>3,199.29</b>	<b>2,722.90</b>	<b>1,852.24</b>	<b>1,655.98</b>

### TRANSFER TO RESERVES

The Company proposes to transfer Rs.10 Lacs to the General Reserve of the Company and retain Rs.1852.24 Lacs in the Statement of Profit and Loss.

### REVIEW OF OPERATIONS

During the year 2016-17, fertiliser industry benefitted from the south west monsoon and reduction in raw material prices which further led to liquidation of the channel inventory.

During the year under review, the Company achieved turnover

of Rs. 8986 Lacs as against the previous year Rs. 11029 Lacs. The earnings before interest, depreciation and tax (EBIDTA) was Rs.755 Lacs against Rs. 802 Lacs of the previous year.

The company could achieve a consolidated turnover of Rs.45282 Lacs as compared to previous year's Rs. 46410 Lacs and Net Profit Before Tax of Rs.1050 Lacs for the year under review as against the previous year's consolidated Net Profit Before Tax of Rs. 825 Lacs. In spite of fall in turnover the profitability ratio has improved.

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### 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, 2017, 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, 2017 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 in form AOC-1 is enclosed as an Annexure A to this Report.

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.15359.67 Lacs and earned Rs.124.23 Lacs of Profits After Tax.

- ii) **Ghatprabha Fertilizers Private Limited**  
The Company (a 61.53% subsidiary) achieved a total turnover of Rs.4211.27 Lacs and earned Rs.51.79 Lacs of Profits After Tax.

- iii) **Shrinivasa Agro Foods Private Limited**  
The Company (a 51.01 % subsidiary) achieved a total turnover of Rs.13142.89 Lacs and earned Rs.269.78 Lacs of Profits After Tax.

- iv) **Kirtiman Agrogenetics Limited**  
The Company (a 64.50% subsidiary) achieved a total turnover of Rs.3641.78 Lacs and earned Rs.19.08 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") and 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 and the Rules.

The Company has accepted deposits of Rs.72.70 Lacs during the year under review and total Rs.96.70 Lacs were outstanding as on March 31, 2017. 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



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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. Deepak Shyamsunder Maliwal is retiring at the ensuing Annual General Meeting. Mr. Deepak Shyamsunder Maliwal, being eligible, offer himself for 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 2016-17, Seven 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 2016-17, 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.

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### 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 Aditya Falor & Associates, Chartered Accountants, were appointed as Auditors of the Company for a period of five years from the conclusion of the Annual General Meeting held on September 29, 2016. As required under the provisions of Section 139 of the Act, a resolution for the yearly ratification of their appointment is being placed before the shareholders for their approval.

### 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 2015-16 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. Pawan Kasat of M/s. PHK & 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.

### 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, 2017

Omprakash Gilda  
Managing Director

# MANAGEMENT DISCUSSION ANALYSIS



## Industry Structure and Developments

Indian economy is undergoing transformation and will keep on doing so for the next few years. We foresee the economy shifting towards more formal and organized play in the next few years, which will result in consolidation across many sectors. We expect the same to happen in the Indian Fertilizer play too.

Indian agriculture had a great season with South West monsoon being normal after two drought years. 24 out of the 36 monsoon divisions in the country received normal rainfall during the Financial Year 2016-17. Good monsoons helped to improve the poor sentiment prevailing in the rural economy which improved crop sowings (nearly 6%) and resulting in swift stock liquidation. The high channel inventory during the start of the year has been reasonably brought down due to higher liquidation and lower industry sales in 2016-17.

During the year, industry's Phosphatics sales have fallen by 8% - DAP dropped by 10% and NPKs dropped by 5%. DAP imports were significantly down by 27%, partially substituted by domestic manufacturing, as softening of raw material prices made the DAP production viable for Indian players.

During the year, Indian agriculture benefitted from a benign commodity environment - the gains accrued from soft raw material prices were passed on by the fertilizer industry to the farming community. Overall, the farm gate prices were moderated downwards in 15 -20% range, that resulted in better product take off and improved consumption at farmers' end.

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 2017 as compared to the previous year. The fall in the overall turnover didn't impact the earnings. The PBT ratio

Over the past year, industry witnessed multiple consolidation & expansion in Indian Fertilizer space with global and domestic players investing significantly for expanding markets and capacities. This is likely to improve domestic product availability, going forward.

The Indian Metrology Department has predicted normal monsoon in 2017 in its advance estimates. This augurs well for the farming community, the fertilizer industry and the Company since farming in India largely depends on monsoon. An international metrology agency has, however, expressed fear of occurrence of El Nino phenomena mid way, which may weaken the monsoon.

## Segmentwise and Productwise Performance

The Company has major business segment, viz. Fertilizers. It manufactures both the NPK and the SSP fertilizers. About 90% of the Company's products are sold in the state of Maharashtra. The Company maintains a good share of the market in Karnataka and a modest share in Telangana state.

During the year, Shiva Global's fertilizer business benefitted from a normal south west monsoon conditions - though the sales were down by 19%. During the year both the SSP & the NPK fertilizer 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:

(Qty in MTs)

Particulars	2016-17		2015-16	
	Production	Sales	Production	Sales
SSP	74,776	71,858	79,316	79,541
NPK	20,600	24,896	32,983	28,761

which stood 2.73% in the previous year increased to 3.35%.

## Outlook

On the domestic front also, fertilizer availability is likely to improve over the next two years with new capacities getting

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added in Urea and Phosphatic fertilizers space. Industry channel inventory has been brought down moderately during 2016-17 and with agrarian and GST reforms taking shape, market is expected to grow 5%-10% in 2017-18.

Direct Benefit Transfer (DBT) in Fertilizers is likely to be rolled out across India, though the exact impact on industry and farmer in a short term is yet to be ascertained. Government initiatives under the 'Make in India' theme are expected to benefit indigenous technical manufacturers in the long run.

Introduction of Goods and Service Tax (GST) in 2017-18 would impact the industry in a big way as it would affect other industries. The Company is getting ready to deal with changes in the business, systems and business processes which may come with GST. GST would lead to logistical advantages but is feared to impact the cost structure of the industry and the Company and in the worst case may lead to business disruption in the initial stage. Clarity on several issues connected with GST is yet to emerge and at this point of time, it is difficult to envisage short term and long term impact of GST on the industry and the Company.

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 & product differentiation by providing value added offering to the customers.

### Opportunities and Threats

#### Opportunities:

- Agriculture reforms targeted at doubling farmer income over next five years to support agri inputs consumption for improving crop yields.
- 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 mega trend of water shortage and need of balanced fertilization for the country and are expected to bring positive results to the farming sector and your Company in coming years.
- Government's focus towards improving soil health through Soil Health Cards and Organic fertiliser marketing assistance to promote balanced nutrition practices and organic usage. Further, Direct Benefit Transfer to improve subsidy targeting and increase soil health based recommendations.
- Technology dissemination in rural India through JAM

(Jan Dhan, Aadhar enablement and Mobile penetration) to improve farmer connect and improve marketing opportunities

#### Threats:

- The Indian fertilizer industry faces a few risks that can temporarily impact the business.
- High dependency on monsoon, low irrigation coverage and vagaries of climate are the major risk factors for fertilizers.
- The limited access to water for irrigation, may eventually dampen the demand for fertilizers in the country.
- The industry has large imports and has to manage the resulting currency fluctuation risk efficiently and effectively.

#### 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.
- Continued under provisioning for fertilizer subsidy in the Union Budget, and resultant unusual delay in subsidy payment by GOI would contribute to precarious working capital position which could impact production and increased finance costs.
- Considering the Company's plans for regular imports, depreciation of Indian rupee against the US dollar can adversely affect profitability.
- 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 & 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

Success of an enterprise is determined by the people manning the oars. At Shiva Global Agro we have some of the best talent driving the company forward and in the process making us a preferred employer. We strive to achieve higher levels of employee engagement including the way they perceive their careers and jobs. We encourage

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the methods of learning that ultimately lead to open cultures and creating a mindset of achieving harmonious growth for the company. We also keep in mind the diversity and our compensation programmes are designed to keep the human mind at levels where physiological and safety needs are fairly exceeded. In turn, it leads to one of the basics of our Human Resources programme, which is attracting and retaining a talented, diverse work force. Our policies are being constantly reviewed to be able to match the growth plans we have in mind. We along with subsidiaries operate in 10 states and have four main verticals, all of whom have varying requirement skill sets even though they come under the same industry umbrella. Since inception we have grown, both internally and through integration, since the work atmosphere is conducive to achievement of individual and professional goals.

Our policy also aims to strengthen technical skills and knowledge of line employees which are consonant with and committed to our targets and values. Promoting a healthy culture is of utmost importance and creating systems around it is one of the best forms of continuance. Nourishing and motivating the minds is at the forefront of managing the talented group that is a mix of people from various walks of life. Challenges met and overcome together, bring about bonding and inculcate team spirit. Our skilled team members comprise of graduates, post-graduates, chartered accountants, management graduates and scientists spanning a range of disciplines. We encourage employees to learn and enhance their skills on an ongoing basis. At end of March 2017 we employ close to 450 people across the enterprise including the subsidiaries.

We believe that our employee induction techniques and strategies are in tune with the enterprise mission. We aim to induct professionals with forward looking spirit and offer them a reasonable career progression plan. We believe in investing in learning and skill development and training programs undertaken by us are meant to update skill sets at all levels. Going ahead the enterprise may see a transformation from being a brick-and-mortar type company to a research led one and we are putting the growth constituents in place from the human angle as well.

During the year we offered skill up-gradation workshops for employees on personality development and other soft skills, trained the employees to understand the GST and DBT initiatives of the government. The broad contours of these inputs to our employee's results in integrating people across the group and inculcating a uniform work ethic and culture which is a hallmark of Shiva Global agro.

We offer opportunities for rapid advancement to deserving employees to their aspiration levels and inherent capabilities. We aim to aggressively pursue leadership position within the respective industry segments we operate in and thus it allows our employees to interact and ingrain best industry practices. In the process it helps us create a work atmosphere which encourages learning and innovation. It is our endeavour to make people tap the full potential of our people by transforming into a performance

driven organization that attracts the best talent, nurtures the work force and align its strategies in line with the organizational vision and objectives.

Our employees are our partners in progress and we are proud of them.

### **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.

We have organized training camps across various districts in Maharashtra, such as Nanded, Hingoli, Beed, Latur, Yavatmal, Bhandara, Gondia, Nagpur and Buldhana on crop wise requirements of fertilizer to get the best yield. We also extended free soil testing facilities, which enable farmers firm up their cropping patterns and specific agri-nourishment inputs. Additionally, we organized dealers meet in various districts of Maharashtra to address to the issues of the dealers directly with the management & to educate our dealers for the upcoming GST & DBT initiatives of the government.

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  
Form AOC-1**

Statement showing salient features of the financial statements of subsidiaries

[Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014]

(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	1,133.53	344.67	1,165.72	1,131.32
Total Assets	5,209.23	3,445.82	6,739.07	3,275.27
Total Liabilities	3,797.37	1,768.85	5,123.36	1,220.85
Details of Investments				
Investments in Equity Shares	-	-	1.55	-
Investments in Mutual Funds	5.00	-	10.00	-
Investments in Government Securities	0.07	0.10	0.51	-
Turnover	4,211.27	3,641.78	15,359.67	13,142.89
Profit Before Taxation	73.37	28.22	186.15	402.28
Provision for Taxation	21.58	9.13	61.92	132.50
Profit After Taxation	51.79	19.08	124.23	269.78
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.

## ANNEXURE B

The details of remuneration during the year 2016-17 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
9.	Mr. Umesh Bang – Chief Financial Officer	Nil
10.	Mrs. Rashmi Agrawal – Company Secretary	Nil

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

- iv. **Number of permanent employees on the rolls of the company as on 31st March, 2017 – 93**

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

The average increase in employee remuneration effected during the year 2016-17 was Nil. The individual increments are based on individual and the Company's performance during the previous financial year viz., 2015-16. The net revenue from operations of the Company for the year 2015-16 decreased by 2%, the profits after tax decreased by 8%. Employee remuneration and company performance cannot be directly linked considering the qualitative factors involved in measuring performance.

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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 2016-17 (Rs.in Lacs)	8.30
Revenue (Rs.in Lacs)	8,985.65
Remuneration of KMPs (as % of revenue)	0.09%
Profit before Tax (PBT) (Rs.in Lacs)	301.33
Remuneration of KMP (as % of PBT)	2.76%

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	31.03.2017	31.03.2016
Market Capitalization of the Company (Rs.in Lacs)	6,665	1,856
Closing Price at the Bombay Stock Exchange Ltd.(in Rs.)	66.70	19.45
Price Earnings Ratio as at the closing date	32	10

**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 2016-17 (Rs. in Lacs)	Nil	7.10	1.20
Revenue (Rs. in Lacs)	8,985.65		
Remuneration as % of revenue	Nil	0.079%	0.013%
Profit before Tax (PBT) (Rs. in Lacs)	301.33		
Remuneration (as % of PBT)	Nil	2.36%	0.40%

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 31.03.2017

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

I. REGISTRATION & OTHER DETAILS:	
1 CIN	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', Osmanagar 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.	Aarhi Consultants Pvt Ltd1-2-285, Domalguda, Hyderabad - 500 029. Contact Details: 040-27638111, 27634445

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY			
(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)			
S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Fertilizers	20122	96.53%

III. PARTICULARS OF HOLDING , SUBSIDIARY AND ASSOCIATE COMPANIES					
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)

IV. SHARE HOLDING PATTERN									
(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-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% 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	44,53,283	-	44,53,283	46.67%	5,562,688	-	5,562,688	55.67%	24.91%
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>44,53,283</b>	<b>-</b>	<b>44,53,283</b>	<b>46.67%</b>	<b>5,562,688</b>	<b>-</b>	<b>5,562,688</b>	<b>55.67%</b>	<b>24.91%</b>

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(2) Foreign										
a) NRI Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%	
b) Other Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%	
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%	
d) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%	
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%	
<b>TOTAL (A)</b>	<b>44,53,283</b>	<b>-</b>	<b>44,53,283</b>	<b>46.67%</b>	<b>55,62,688</b>	<b>-</b>	<b>55,62,688</b>	<b>55.67%</b>	<b>24.91%</b>	
<b>B. Public</b>										
Shareholding										
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%	
Sub-total (B)(1):-	-	-	-	0.00%	-	-	-	0.00%	0.00%	
2. Non-Institutions										
a) Bodies Corp.										
i) Indian	8,30,041	18,600	8,48,641	8.89%	6,42,238	18,600	6,60,838	6.61%	-22.13%	
ii) Overseas	-	-	-	0.00%	-	-	-	0.00%	0.00%	
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	14,88,869	2,69,475	17,58,344	18.43%	13,64,871	2,67,975	16,32,846	16.34%	-7.14%	
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	23,32,201	1,16,200	24,48,401	25.66%	19,09,706	1,16,200	20,25,906	20.27%	-17.26%	
c) Others (specify)										
Non Resident Indians	10,107	-	10,107	0.11%	52,867	-	52,867	0.53%	423.07%	
Overseas Corporate Bodies	-	-	-	0.00%	-	-	-	0.00%	0.00%	
Foreign Nationals	-	-	-	0.00%	-	-	-	0.00%	0.00%	
Clearing Members	24,224	-	24,224	0.25%	57,855	-	57,855	0.58%	138.83%	
Trusts	-	-	-	0.00%	-	-	-	0.00%	0.00%	
Foreign Bodies-DR	-	-	-	0.00%	-	-	-	0.00%	0.00%	
Sub-total (B)(2):-	46,85,442	4,04,275	50,89,717	53.33%	40,27,537	4,02,775	44,30,312	44.33%	-12.96%	
<b>Total Public (B)</b>	<b>46,85,442</b>	<b>4,04,275</b>	<b>50,89,717</b>	<b>53.33%</b>	<b>40,27,537</b>	<b>4,02,775</b>	<b>44,30,312</b>	<b>44.33%</b>	<b>-12.96%</b>	
C. Shares held by Custodian for GDRs & ADRs	-	-	-	0.00%	-	-	-	0.00%	0.00%	
<b>Grand Total (A+B+C)</b>	<b>91,38,725</b>	<b>4,04,275</b>	<b>95,43,000</b>	<b>100.00%</b>	<b>95,90,225</b>	<b>4,02,775</b>	<b>99,93,000</b>	<b>100.00%</b>	<b>11.96%</b>	

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## (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	5.66%	-	0.00%
2	Omprakash Kannaiyalal Gilda	5,23,000	5.48%	-	11,05,000	11.06%	-	111.28%
3	Narayanlal Pannalal Kalantri	3,58,813	3.76%	-	3,58,813	3.59%	-	0.00%
4	Rekha D Maliwal	3,48,350	3.65%	-	3,48,350	3.49%	-	0.00%
5	Madhusudan Pannalal Kalantri	3,23,750	3.39%	-	3,73,750	3.74%	-	15.44%
6	Sambhaji Laxmanrao Pawar	2,96,500	3.11%	-	2,96,500	2.97%	-	0.00%
7	Santoshdevi Madhusudan Kalantri	2,83,200	2.97%	-	2,83,200	2.83%	-	0.00%
8	Sarojdevi Narayanlal Kalantri	2,75,975	2.89%	-	2,75,975	2.76%	-	0.00%
9	Deepak Shyamsunder Maliwal HUF	2,40,900	2.52%	-	3,47,900	3.48%	-	44.42%
10	Arun Ramgopal Toshniwal	2,06,125	2.16%	-	2,06,125	2.06%	-	0.00%
11	Anand Omprakash Gilda	2,28,000	2.39%	-	3,34,352	3.35%	-	46.65%
12	Lokyabai Sambhaji Pawar	76,875	0.81%	-	76,875	0.77%	-	0.00%
13	Kirti Anand Gilda	75,000	0.79%	-	2,11,625	2.12%	-	182.17%
14	Chandrabhagabai Omaprakash Gilda	74,000	0.78%	-	1,54,000	1.54%	-	108.11%
15	Mohit Deepak Maliwal	1,24,955	1.31%	-	1,24,955	1.25%	-	0.00%
16	Vijayprakash Onkarlal Agrawal	52,575	0.55%	-	52,575	0.53%	-	0.00%
17	Rajesh Sambhaji Pawar	50,000	0.52%	-	50,000	0.50%	-	0.00%
18	Agrawal Gokul V	50,000	0.52%	-	50,000	0.50%	-	0.00%
19	Kamalkishor O Agrawal	47,500	0.50%	-	47,500	0.48%	-	0.00%
20	Anilkumar Onkarlal Agrawal	32,500	0.34%	-	32,500	0.33%	-	0.00%
21	Vikas Shyam Sunder Maliwal	22,687	0.24%	-	22,687	0.23%	-	0.00%
22	Kalantri Ravindra Narayanlal	22,500	0.24%	-	47,500	0.48%	-	111.11%
23	Preeti Madhusudan Kalantri	22,500	0.24%	-	22,500	0.23%	-	0.00%
24	Chukidevi Ramgopal Toshniwal	20,000	0.21%	-	20,000	0.20%	-	0.00%
25	Narayanlal Pannalal Kalantri HUF	20,000	0.21%	-	20,000	0.20%	-	0.00%
26	Vikas Shyamsunder Maliwal HUF	16,600	0.17%	-	16,600	0.17%	-	0.00%
27	Mangal Sunilkumar Agrawal	12,600	0.13%	-	12,600	0.13%	-	0.00%
28	Lata Munnalal Agrawal	12,500	0.13%	-	12,500	0.13%	-	0.00%
29	Jaishree Santosh Agrawal	10,000	0.10%	-	10,000	0.10%	-	0.00%
30	Pushpa Kamalkishor Agrawal	10,000	0.10%	-	10,000	0.10%	-	0.00%
31	Madhusudan Pannalal Kalantri HUF	10,000	0.10%	-	10,000	0.10%	-	0.00%
32	Rekha Rajesh Dagdiya	8,120	0.09%	-	8,000	0.08%	-	-1.48%
33	Laxminiwas Narayanlal Kalantri	6,250	0.07%	-	31,250	0.31%	-	400.00%
34	Rukhmadevi Shyamsunder Maliwal	5,700	0.06%	-	5,706	0.06%	-	0.00%
35	Pooja Madhusudan Kalantri	5,500	0.06%	-	5,500	0.06%	-	0.00%
36	Shyamsunder Shivprasad Maliwal	5,000	0.05%	-	5,000	0.05%	-	0.00%
37	Vimlabai Ramkrishanji Agrawal	2,500	0.03%	-	2,500	0.03%	-	0.00%
38	Santosh Onkarlal Agrawal	2,500	0.03%	-	2,500	0.03%	-	0.00%
39	Kamal Kishore Gilda	2,452	0.03%	-	-	0.00%	-	-100.00%
40	Tejashree Laxminiwas Kalantri	1,000	0.01%	-	1,000	0.01%	-	0.00%
41	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	5.66%
2	Omprakash Kannaiyalal Gilda	-	-	5,23,000	5.48%	5,23,000	5.48%
		17-Jun-16	Alloted	1,90,000	1.90%	7,13,000	7.13%
		17-Aug-16	Purchase	3,92,000	3.92%	11,05,000	11.06%
3	Narayanlal Pannalal Kalantri	-	-	3,58,813	3.76%	3,58,813	3.59%
4	Rekha D Maliwal	-	-	3,48,350	3.65%	3,48,350	3.49%
5	Madhusudan Pannalal Kalantri	-	-	3,23,750	3.39%	3,23,750	3.39%
		12-Sep-16	Purchase	25,000	0.25%	3,48,750	3.49%
		21-Oct-16	Purchase	25,000	0.25%	3,73,750	3.74%
6	Sambhaji Laxmanrao Pawar	-	-	2,96,500	3.11%	2,96,500	2.97%
7	Santoshdevi Madhusudan Kalantri	-	-	2,83,200	2.97%	2,83,200	2.83%
8	Sarojdevi Narayanlal Kalantri	-	-	2,75,975	2.89%	2,75,975	2.76%
9	Deepak Shyamsunder Maliwal HUF	-	-	2,40,900	2.52%	2,40,900	2.52%
		29-Aug-16	Purchase	25,000	0.25%	2,65,900	2.66%
		21-Sep-16	Purchase	25,000	0.25%	2,90,900	2.91%
		14-Oct-16	Purchase	57,000	0.57%	3,47,900	3.48%
10	Arun Ramgopal Toshniwal	-	-	2,06,125	2.16%	2,06,125	2.06%
11	Anand Omprakash Gilda	-	-	2,28,000	2.39%	2,28,000	2.39%
		17-Jun-16	Alloted	1,00,000	1.00%	3,28,000	3.28%
		12-Aug-16	Purchase	2,452	0.02%	3,30,452	3.31%
		22-Dec-16	Transfer	3,900	0.04%	3,34,352	3.35%
12	Lokyabai Sambhaji Pawar	-	-	76,875	0.81%	76,875	0.77%
13	Kirti Anand Gilda	-	-	75,000	0.79%	75,000	0.79%
		17-Jun-16	Alloted	80,000	0.80%	1,55,000	1.55%
		16-Aug-16	Purchase	56,625	0.57%	2,11,625	2.12%
14	Chandrabhagabai Omprakash Gilda	-	-	74,000	0.78%	74,000	0.78%
		16-Aug-16	Purchase	80,000	0.80%	1,54,000	1.54%
15	Mohit Deepak Maliwal	-	-	1,24,955	1.31%	1,24,955	1.25%
16	Vijayprakash Onkarlal Agrawal	-	-	52,575	0.55%	52,575	0.53%
17	Rajesh Sambhaji Pawar	-	-	50,000	0.52%	50,000	0.50%
18	Agrawal Gokul V	-	-	50,000	0.52%	50,000	0.50%
19	Kamalkishor O Agrawal	-	-	47,500	0.50%	47,500	0.48%
20	Anilkumar Onkarlal Agrawal	-	-	32,500	0.34%	32,500	0.33%
21	Vikas Shyam Sunder Maliwal	-	-	22,687	0.24%	22,687	0.23%
22	Kalantri Ravindra Narayanlal	-	-	22,500	0.24%	22,500	0.24%
		21-Sep-16	Purchase	25,000	0.25%	47,500	0.48%
23	Preeti Madhusudan Kalantri	-	-	22,500	0.24%	22,500	0.23%
24	Chukidevi Ramgopal Toshniwal	-	-	20,000	0.21%	20,000	0.20%
25	Narayanlal Pannalal Kalantri HUF	-	-	20,000	0.21%	20,000	0.20%
26	Vikas Shyamsunder Maliwal HUF	-	-	16,600	0.17%	16,600	0.17%
27	Mangal Sunilkumar Agrawal	-	-	12,600	0.13%	12,600	0.13%
28	Lata Munnalal Agrawal	-	-	12,500	0.13%	12,500	0.13%
29	Jaishree Santosh Agrawal	-	-	10,000	0.10%	10,000	0.10%
30	Pushpa Kamalkishor Agrawal	-	-	10,000	0.10%	10,000	0.10%
31	Madhusudan Pannalal Kalantri HUF	-	-	10,000	0.10%	10,000	0.10%
32	Rekha Rajesh Dagdiya	-	-	8,120	0.09%	8,120	0.09%
		7-Oct-16	Sold.	(120)	0.00%	8,000	0.08%
33	Laxminiwas Narayanlal Kalantri	-	-	6,250	0.07%	6,250	0.07%
		21-Oct-16	Purchase	25,000	0.25%	31,250	0.31%
34	Rukhmadevi Shyamsunder Maliwal	-	-	5,706	0.06%	5,706	0.06%
35	Pooja Madhusudan Kalantri	-	-	5,500	0.06%	5,500	0.06%
36	Shyamsunder Shivprasad Maliwal	-	-	5,000	0.05%	5,000	0.05%
37	Vimlabai Ramkrishanji Agrawal	-	-	2,500	0.03%	2,500	0.03%
38	Santosh Onkarlal Agrawal	-	-	2,500	0.03%	2,500	0.03%
39	Kamal Kishore Gilda	-	-	2,452	0.03%	2,452	0.03%
		17-Aug-16	Sold.	(2,452)	-0.02%	-	0.00%
40	Tejashree Laxminiwas Kalantri	-	-	1,000	0.01%	1,000	0.01%
41	Seema Ravindra Kalantri	-	-	1,000	0.01%	1,000	0.01%

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**(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>Bhagwandas Gilda</b>	-	-	3,92,000	4.11%	3,92,000	4.11%
	At the beginning of the year	17-Aug-16	Transfer	(3,92,000)	-3.92%	-	0.00%
	At the end of the year	-	-	-	-	-	0.00%
2	<b>Rhombus Sec &amp; Fin Cons Pvt Ltd .</b>	-	-	3,79,157	3.97%	3,79,157	3.97%
	At the beginning of the year	08-Apr-16	Transfer	(62,516)	-0.66%	3,16,641	3.32%
	Purchase/Sales during the year	15-Apr-16	Transfer	(1,304)	-0.01%	3,15,337	3.30%
		22-Apr-16	Transfer	(1,810)	-0.02%	3,13,527	3.29%
		29-Apr-16	Transfer	(81,652)	-0.86%	2,31,875	2.43%
		06-May-16	Transfer	(2,130)	-0.02%	2,29,745	2.41%
		13-May-16	Transfer	(385)	0.00%	2,29,360	2.40%
		03-Jun-16	Transfer	(770)	-0.01%	2,28,590	2.40%
		10-Jun-16	Transfer	(100)	0.00%	2,28,490	2.39%
		17-Jun-16	Transfer	(1,900)	-0.02%	2,26,590	2.27%
At the end of the year	-	-	-	-	2,26,590	2.27%	
3	<b>Bloom Tree Con &amp; Inv Sol P Ltd.</b>	-	-	2,59,966	2.72%	2,59,966	2.72%
	At the beginning of the year	01-Apr-16	Transfer	(850)	-	2,59,116	2.72%
	Purchase/Sales during the year	08-Apr-16	Transfer	(1,890)	-	2,57,226	2.70%
		26-Aug-16	Transfer	(25,000)	-	2,32,226	2.32%
		09-Sep-16	Transfer	(25,000)	-	2,07,226	2.07%
		16-Sep-16	Transfer	(50,000)	-	1,57,226	1.57%
		14-Oct-16	Transfer	(50,000)	-	1,07,226	1.07%
		28-Oct-16	Transfer	(51,122)	-	56,104	0.56%
		04-Nov-16	Transfer	(1,400)	-	54,704	0.55%
		11-Nov-16	Transfer	(100)	-	54,604	0.55%
18-Nov-16	Transfer	(3,100)	-	51,504	0.52%		
At the end of the year	-	-	-	-	51,504	0.52%	
4	<b>Shrikant Raghunathrao Dhage</b>	-	-	1,70,600	1.79%	1,70,600	1.79%
	At the beginning of the year	-	-	-	0.00%	1,70,600	1.71%
	At the end of the year	-	-	-	-	1,70,600	1.71%
5	<b>Vijay Thavra Pawar</b>	-	-	1,48,898	1.56%	1,48,898	1.56%
	At the beginning of the year	02-Sep-16	Transfer	(43,849)	-0.44%	1,05,049	1.05%
	Purchase/Sales during the year	09-Sep-16	Transfer	(6,369)	-0.06%	98,680	0.99%
		16-Sep-16	Transfer	(4,005)	-0.04%	94,675	0.95%
		23-Sep-16	Transfer	(16,771)	-0.17%	77,904	0.78%
		30-Sep-16	Transfer	(20,623)	-0.21%	57,281	0.57%
At the end of the year	-	-	-	-	57,281	0.57%	
6	<b>Gangadhar Prabhakar Vinkare</b>	-	-	1,45,297	1.52%	1,45,297	1.52%
	At the beginning of the year	-	-	-	-	1,45,297	1.45%
	At the end of the year	-	-	-	-	1,45,297	1.45%
7	<b>Pralhad Narayan Otari</b>	-	-	97,102	1.02%	97,102	1.02%
	At the beginning of the year	17-Jun-16	Transfer	(68)	-	97,034	0.97%
	At the end of the year	-	-	-	-	97,034	0.97%

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<b>8</b>	<b>Archana Sudarshan Somani</b>						
	At the beginning of the year	-	-	1,02,000	1.07%	1,02,000	1.07%
	Purchase/Sales during the year	6-Jan-17	Transfer	(27,000)	-0.28%	75,000	0.75%
	At the end of the year	-	-	-	-	75,000	0.75%
<b>9</b>	<b>Sarita Arvind Sancheti</b>						
	At the beginning of the year	-	-	91,279	0.96%	91,279	0.91%
	Purchase/Sales during the year	3-Jun-16	Purchase	2,400	0.03%	93,679	0.98%
		14-Oct-16	Transfer	(9,464)	-0.09%	84,215	0.84%
		31-Dec-16	Transfer	(6,612)	-0.07%	77,603	0.78%
17-Mar-17		Transfer	(5,857)	-0.06%	71,746	0.72%	
At the end of the year	-	-	-	-	71,746	0.72%	
<b>10</b>	<b>Rupali Pawan Kabra</b>						
	At the beginning of the year	-	-	88,900	0.93%	88,900	0.93%
	Purchase/Sales during the year	-	-	-	-	88,900	0.89%
	At the end of the year	-	-	-	-	88,900	0.89%

(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
<b>1</b>	<b>Deepak Shyamsunder Maliwal</b>						
	At the beginning of the year	-	-	5,65,850	5.93%	5,65,850	5.93%
	Purchase / Sales during the year	-	-	-	-	5,65,850	5.66%
	At the end of the year	-	-	-	-	5,65,850	5.66%
<b>2</b>	<b>Omprakash Kannaiyalal Gilda</b>						
	At the beginning of the year	-	-	5,23,000	5.48%	5,23,000	5.48%
	Purchase / Sales during the year	-	-	5,82,000	6.10%	11,05,000	11.06%
	At the end of the year	-	-	-	-	11,05,000	11.06%
<b>3</b>	<b>Narayanlal Pannalal Kalantri</b>						
	At the beginning of the year	-	-	3,58,813	3.76%	3,58,813	3.76%
	Purchase / Sales during the year	-	-	-	-	3,58,813	3.59%
	At the end of the year	-	-	-	-	3,58,813	3.59%
<b>4</b>	<b>Arun Ramgopal Toshniwal</b>						
	At the beginning of the year	-	-	2,06,125	2.16%	2,06,125	2.16%
	Purchase / Sales during the year	-	-	-	-	2,06,125	2.06%
	At the end of the year	-	-	-	-	2,06,125	2.06%
<b>5</b>	<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	0.53%
	At the end of the year	-	-	-	-	52,575	0.53%
<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	-	-	200	-	200	0.00%
	Purchase / Sales during the year	-	-	-	-	200	0.00%
	At the end of the year	-	-	-	-	200	0.00%
<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	-	-	-	-	-	-

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<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	2,328.79	183.21	-	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>183.21</b>	<b>-</b>	<b>2,543.65</b>

**Change in Indebtedness during the financial year**

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
* Addition	10,263.52	70.75	79.48	10,413.75
* Reduction	9,994.82	144.72	8.78	10,148.31
<b>Net Change</b>	<b>268.70</b>	<b>(73.96)</b>	<b>70.70</b>	<b>265.44</b>

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

i) Principal Amount	2,603.14	109.25	96.70	2,809.09
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>2,603.14</b>	<b>109.25</b>	<b>96.70</b>	<b>2,809.09</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
	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>-</b>	<b>-</b>
	<b>Ceiling as per the Act</b>		

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<b>B. Remuneration to other Directors</b>					
SN.	Particulars of Remuneration	Name of Directors			Total Amount (Rs/Lac)
1	Independent Directors	Dr. Santosh Malpani	Mr. Divakar Shetty	Mrs. Sandhya Maheshwari	
	Fee for attending board committee meetings	0.06	0.06	0.06	0.18
	Commission				-
	Others, please specify				-
	<b>Total (1)</b>	<b>0.06</b>	<b>0.06</b>	<b>0.06</b>	<b>0.18</b>
2	Other Non-Executive Directors		Nil		-
	Fee for attending board committee meetings		-		-
	Commission				-
	Others, please specify				-
	<b>Total (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	Total (B)=(1+2)	<b>0.06</b>	<b>0.06</b>	<b>0.06</b>	<b>0.18</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 (Rs/Lac)
	Name	<b>Omprakash Gilda</b>	<b>Umesh Bang</b>	<b>Rashmi Agrawal</b>	
	Designation	CEO	CFO	CS	
1	Gross salary	Nil	Nil	Nil	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	7.10	1.20	8.30
	(b) Value of perquisites u/s17(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</b>	<b>-</b>	<b>7.10</b>	<b>1.20</b>	<b>8.30</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, 2017.**

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	1	Nil
2	Mr. Arun Toshniwal	Non Executive	Nil	Nil	Nil
3	Mr. Deepak Maliwal	Non Executive	Nil	Nil	Nil
4	Mr. Narayanlal Kalantri	Non Executive	1	1	Nil
5	Mr. Vijay Agrawal	Non Executive	1	Nil	Nil
6	Dr. Santosh Malpani	Independent	1	Nil	2
7	Mr. Divakar Shetty	Independent	1	Nil	2
8	Mrs. Sandhya Maheshwari	Independent	Nil	Nil	Nil

\* 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.

#### a. Board Meetings and attendance:

During the Financial year 2016-2017, Seven 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	23rd April, 2016	8	7
2	2nd May, 2016	8	7
3	30th May, 2016	8	8
4	17th June, 2016	8	7
5	13th August, 2016	8	6
6	12th November, 2016	8	7
7	14th February, 2017	8	6

**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	5	Yes
Mr. Arun R. Toshniwal	5	Yes
Mr. Deepak S. Maliwal	7	Yes
Mr. Narayanlal P. Kalantri	7	Yes
Mr. Vijay O. Agrawal	6	Yes
Dr. Santosh Malpani	6	Yes
Mr. Divakar Shetty	6	Yes
Mrs. Sandhya Maheshwari	6	Yes

**a. Independent Directors Meeting**

A meeting of the Independent Directors was held on 14<sup>th</sup> February, 2017 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.

**b. 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,

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 and 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.

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.
- Four Audit Committee Meetings were held during the year. The dates on which the meetings were held are 30/05/2016, 13/08/2016, 12/11/2016 and 14/02/2017.
- Details of the composition of the Audit Committee and attendance of Members during the year are as follows:

All the suggestions/recommendations of the Audit Committee during the financial year 2016-2017 have been accepted by the Board of Directors.

**1. NOMINATION AND 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 30/05/2016, 13/08/2016, 12/11/2016 and 14/02/2017.
- Details of the composition of the Nomination & Remuneration Committee and attendance of Members during the year are as follows:

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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, 2017 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 30/05/2016, 13/08/2016, 12/11/2016 and 14/02/2017.

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

Name	Designation	Category of Directorship	Attendance
Mr. Arun Toshniwal	Chairman	Non-Executive	2
Mr. Santosh Malpani	Member	Non-Executive & Independent	4
Mr. Umesh Bang	Member	-	4

➤ Name, designation & 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 not received any complaints from the investors. 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 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 14<sup>th</sup> February, 2017.

➤ 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 2013-14	FY 2014-15	FY 2015-16
Day	Tuesday	Tuesday	Thursday
Date	30 <sup>th</sup> September, 2014	29 <sup>th</sup> September, 2015	29 <sup>th</sup> September, 2016
Time	1:00 p.m.	1:00 p.m.	1:00 p.m.
Venue	"Shiva House", Near State Bank of India, New Mondha, Nanded, District Nanded.(Maharashtra)		
Whether any special resolutions passed in the previous 3 AGM's	Yes	No.	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.

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- 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 Clause 49 of the Listing Agreement.

#### ➤ 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>	Friday 29 <sup>th</sup> September, 2017 at 01:00 P.M. 'Shri Hanuman Nagar', Osmanagar Road, Village Dhakni, Taluka Loha, District Nanded (Maharashtra)
2.	<b>Financial Year/Calendar - First Quarter Results -Second Quarter Results -Third Quarter Results -Results for the year ending on 31.03.2018</b>	Financial Year – April to March On or before 14 <sup>th</sup> September, 2017'. On or before 14 <sup>th</sup> December, 2017'. On or before 14 <sup>th</sup> February, 2018'. On or before 30 <sup>th</sup> May, 2018. 'Provisional
3.	<b>Date of Book Closure</b>	23rd September, 2017 to 29 <sup>th</sup> September, 2017 (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)

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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', Osmannagar 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 Ltd1-2-285, 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@aarthiconsultants.com
10.	<b>Listing on Stock Exchanges</b>	Bombay Stock Exchange Limited (BSE) Annual Listing Fee for the Financial Year 2017-18 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>	95.97% of the shareholding has been dematerialized as on March 31, 2017.

**15. Market Price Data for 2016-17:**

Month	Share Price		BSE Sensex	
	High	Low	High	Low
April	25.00	19.20	26,100.54	24,523.20
May	26.95	19.80	26,837.20	25,057.93
June	25.00	22.20	27,105.41	25,911.33
July	35.75	24.35	28,240.20	27,034.14
August	34.00	22.55	28,532.25	27,627.97
September	32.00	25.05	29,077.28	27,716.78
October	42.25	26.55	28,477.65	27,488.30
November	42.80	30.00	28,029.80	25,717.93
December	46.60	33.00	26,803.76	25,753.74
January	63.50	41.50	27,980.39	26,447.06
February	70.00	56.15	29,065.31	27,590.10
March	71.00	49.00	29,824.62	28,716.21

**16. Distribution of shareholding as on 31<sup>st</sup> March, 2017 :**

Distribution of Shares (Slabwise)	No. of Shareholders	Percentage to total no. of Shareholders	No. of Shareholders	Percentage to total share capital
Upto 5000	1,817	72.30%	3,42,654	3.43%
5001 - 10000	288	11.46%	2,44,884	2.45%
10001 - 20000	150	5.97%	2,35,818	2.36%
20001 - 30000	66	2.63%	1,68,587	1.69%
30001 - 40000	26	1.03%	93,630	0.94%
40001 - 50000	20	0.80%	96,039	0.96%
50001 - 100000	52	2.07%	3,87,826	3.88%
100001 & above	94	3.74%	84,23,562	84.29%
Total	2,513	100.00%	99,93,000	100.00%

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17. Share Holding Pattern as on 31<sup>st</sup> March, 2017.

Sr.No.	Particulars	No. of Shares	% of Shareholding
a.	Promoters	55,62,688	55.67%
b.	Private Corporate Bodies	6,60,838	6.61%
c.	Indian Public	36,58,752	36.61%
d.	NRI's/OCB's	52867	0.53%
e.	Clearing Members	57855	0.58%
	Total	99,93,000	100.00%

On behalf of the Board

Date: 30<sup>th</sup> May, 2017.  
Place: Nanded

**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, 2017.

Place: Nanded.  
Date: 30<sup>th</sup> May, 2017.

**Omprakash K. Gilda**  
Managing Director

**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 Ltd. for the year ended March 31, 2017, as stipulated in Regulations 17, 18, 19, 20, 22, 23, 24, 25, 26, 27 and Clause (b) to (i) of sub-regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as 'SEBI Listing Regulations, 2015').

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 SEBI Listing Regulations, 2015.

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

**For Aditya Falor & Associates**  
**Chartered Accountants**  
**Registration No. 127273W**

**CA Aditya G. Falor**  
**Proprietor**  
**Membership No. 122487**

Place: Nanded  
Date: 30<sup>th</sup> May, 2017

ANNEXURE E

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2017

[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, 2017 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, 2017 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 as the Company has not issued any further capital under the regulations during the period under review)**

- 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 as the Company has not issued and listed any debt securities during the financial year under review )**
- 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; **(Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review)**
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable as the Company has not delisted / proposed to delist its equity shares from any Stock Exchange during the financial year under review )**
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable as the Company has not bought back / proposed to buy-back any of its securities during the financial year under review)**
- vi) Other laws applicable to the Company as per the representations made by the Company.
  1. The Hazardous Wastes (Management and Handling) Rules, 1989
  2. The Insecticide Act, 1968;
  3. The Legal Metrology Act, 2009;

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

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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.

**For PHK & Associates  
Company Secretaries  
Sd/-**

**Pawan Kasat  
Proprietor**

**Place: Nanded  
Date: 30<sup>th</sup> May, 2017**

**Membership No. ACS 47152  
Certificate of Practice No.17249**

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.

**For PHK & Associates  
Company Secretaries  
Sd/-**

**Pawan Kasat  
Proprietor**

**Place: Nanded  
Date: 30<sup>th</sup> May, 2017**

**Membership No. ACS 47152  
Certificate of Practice No.17249**



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## 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

Particulars	31.03.2017	31.03.2016
<b>A. POWER AND FUEL CONSUMPTION</b>		
1. Electricity		
a) Purchased Units	2660371 Units	2712558 Units
Amount (Rs. In Lacs)	195.42	214.04
Rate per unit	7.35	7.89
b) Own Generation	-	-
2. Coal, Bio-Coal & Husk	1523.980 MT	1998.660 MT
<b>B. CONSUMPTION PER UNIT OF PRODUCTION</b>		
Electricity (Units)	26.87 PMT	22.45 PMT
Coal, Bio-Coal & Husk (MT)	0.015 PMT	0.017 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. 2,110.32 Lacs. (Previous year Rs. 2,416.74 Lacs)

**Standalone Financial Statements for the year  
ended 31st March, 2017**

# 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 comprises the Balance sheet as at 31<sup>st</sup> March 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year ended, and notes to the standalone financial statement, including 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 & 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 standalone financial statement 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 standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statement, 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 standalone financial statement 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 standalone financial statement.

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 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>

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March, 2017, and its profit and 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 of India 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, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2017, 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, 2017 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, 2017 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, 2017.
- iv. The company has provided requisite disclosures in its standalone financial statements as to holding as well as dealings in Specified Bank Notes during the period from 8<sup>th</sup> November, 2016 to 30<sup>th</sup> December, 2016 and these are in accordance with the books of accounts maintained by the company. Refer to Note 34 to the standalone financial statements.

**For : Aditya Falor & Associates  
Chartered Accountants  
Firm Registration No.: 127273W**

**Place : Nanded  
Date : 30<sup>th</sup> May, 2017**

**CA. Aditya G. Falor  
Proprietor  
Membership Number : 122487**

# Annexur to Independent Auditor's Report



**“Annexure A” to Independent Auditors’ Report**  
(Referred to in Paragraph 1 under “Report on Other Legal & 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 & 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) and (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 and explanations given to us, no order has been passed by 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 and 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 and Income tax as at 31 March, 2017, which has not been deposited on account of a dispute, are as follows:

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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
Income Tax, Act 1961	Income Tax	47,52,420	2009-10	ITAT (Appeals), Pune

**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 made preferential allotment of equity shares during the year. The Preferential allotment is made to achieve long term plans of the company, augment resources of the company, for further growth of the business of the company in terms of introduction of new products, to meet the funding requirements for working capital requirements and general corporate purpose. The amount is utilized for the aforesaid purpose only.

**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: Aditya Falor & Associates  
Chartered Accountants  
Firm Registration No.: 127273W**

**Place: Nanded  
Date: 30<sup>th</sup> May, 2017**

**CA Aditya G. Falor  
Proprietor  
Membership number: 122487**

**Annexure “B” to the Independent Auditors’ Report**

(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<sup>st</sup> March, 2017 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 financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls over Financial Reporting**

A Company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of 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<sup>st</sup> March 2017, 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: Aditya Falor & Associates  
Chartered Accountants  
Firm Registration No.: 127273W**

**Place: Nanded  
Date: 30<sup>th</sup> May, 2017**

**CA Aditya G. Falor  
Proprietor  
Membership number: 122487**





**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**  
Balance Sheet as at 31st March, 2017

(Amount in Rs.)

Particulars	Note No	As at 31 March, 2017	As at 31 March, 2016
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders' Funds</b>			
(a) Share Capital	2	9,99,30,000	9,54,30,000
(b) Reserves and Surplus	3	39,46,49,297	36,72,73,572
<b>(2) Non-Current Liabilities</b>			
(a) Long-Term Borrowings	4	2,05,95,000	2,68,79,043
(b) Deferred Tax Liabilities (Net)	5	1,90,50,117	1,85,54,894
(c) Other Long Term Liabilities	6	46,29,900	44,74,900
(d) Long-term provisions	7	18,00,000	13,00,000
<b>(3) Current Liabilities</b>			
(a) Short-Term Borrowings	8	26,03,14,216	22,10,99,488
(b) Trade Payables		23,40,84,310	39,44,68,206
(c) Other Current Liabilities	9	4,76,45,117	4,56,54,620
(d) Short term provisions	10	1,19,86,158	1,17,44,397
<b>Total</b>		<b>1,09,46,84,116</b>	<b>1,18,68,79,119</b>
<b>II. ASSETS</b>			
<b>(1) Non-Current Assets</b>			
(a) Fixed Assets	11		
(i) Tangible Assets		16,87,30,928	17,37,61,212
(ii) Intangible Assets		74,096	1,35,908
(b) Non-Current Investments	12	18,81,81,154	18,94,40,345
(c) Long Term Loans and Advances	13	83,90,372	89,61,165
(d) Other Non-Current Assets	14	54,44,623	20,75,852
<b>(2) Current Assets</b>			
(a) Inventories	15	30,99,27,981	41,79,22,105
(b) Trade Receivables	16	38,62,95,647	35,11,51,272
(c) Cash and Bank Balances	17	1,58,97,393	3,71,42,481
(d) Short-Term Loans and Advances	18	1,13,22,241	52,57,591
(e) Other Current Assets	19	4,19,682	10,31,188
<b>Total</b>		<b>1,09,46,84,116</b>	<b>1,18,68,79,119</b>

Significant Accounting Policies  
Notes on Financial Statements

1  
2 to 37

As per our report of even date

For and on behalf of the Board of Directors

For Aditya Falor & Associates  
Chartered Accountants  
Firm Registration No.: 127273W

CA Aditya G. Falor  
Proprietor  
Membership No. 122487

Place: Nanded  
Date: 30th May, 2017

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, 2017

(Amount in Rs.)

Particulars	Note No	As at 31 March, 2017	As at 31 March, 2016
<b>I. Revenue from operations</b>	20	90,62,49,542	1,11,00,18,207
<b>Less: Excise Duty</b>		(76,85,029)	(71,68,008)
<b>Net Revenue From operations</b>		89,85,64,513	1,10,28,50,199
<b>II. Other Income</b>	21	76,05,072	64,88,004
<b>Total Revenue</b>		<b>90,61,69,585</b>	<b>1,10,93,38,203</b>
<b>III. Expenses:</b>			
Cost of materials consumed	22	59,97,31,230	83,01,88,796
Purchases of Stock-in-Trade	23	3,71,76,278	5,96,73,921
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	24	2,08,28,633	(6,15,87,312)
Employee benefits expense	25	2,01,27,675	2,02,85,209
Finance costs	26	3,55,85,387	4,05,75,063
Depreciation and amortization expense	11	97,68,023	94,46,923
Other expenses	27	15,23,99,721	18,06,02,293
<b>Total Expenses</b>		<b>87,56,16,947</b>	<b>1,07,91,84,893</b>
<b>IV. Profit before exceptional, prior period items and tax</b>		<b>3,05,52,637</b>	<b>3,01,53,310</b>
<b>V. Add/(Less) : Exceptional items</b>	28	2,36,423	0
<b>VI. Profit before prior period items and tax</b>		<b>3,03,16,214</b>	<b>3,01,53,310</b>
<b>VII. Add/(Less) : Prior period items</b>		(1,83,317)	0
<b>VIII. Profit before tax (V - VI)</b>		<b>3,01,32,897</b>	<b>3,01,53,310</b>
<b>IX. Tax expenses:</b>			
(1) Current tax		90,11,949	93,11,774
(2) Deferred tax	5	4,95,223	15,21,940
<b>X. Profit/(Loss) for the year (VII - VIII)</b>		<b>2,06,25,725</b>	<b>1,93,19,596</b>
<b>XI. Earnings per equity share:</b>	29		
- Basic/Diluted		<b>2.08</b>	<b>2.02</b>

Significant Accounting Policies  
Notes on Financial Statements

1  
2 to 37

As per our report of even date

For and on behalf of the Board of Directors

For Aditya Falor & Associates  
Chartered Accountants  
Firm Registration No.: 127273W

CA Aditya G. Falor  
Proprietor  
Membership No. 122487

Place: Nanded  
Date: 30th May, 2017

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, 2017

(Amount in Rs.)

Particulars	For the year ended 31st March,2017		For the year ended 31st March,2016	
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit Before Tax		3,03,16,214		3,01,53,310
Adjustments:				
Add: Interest Paid	3,55,85,387		4,05,75,063	
Depreciation & Amortization	97,68,023		94,46,923	
Amortisation of Preliminary Expenses	74,324	4,54,27,734	47,055	5,00,69,041
Less: Prior Period Expenses	1,83,317		-	
Profit on sale of fixed assets	(2,36,423)		-	
Interest Received	21,20,812		19,85,974	
Dividend Income	12,620		23,416	
Share of profits from partnership firm	28,489		19,396	
Other non-operating income	54,43,151	75,51,966	44,59,218	64,88,004
Operating Profit Before Working Capital Changes		6,81,91,983		7,37,34,347
Adjustments For:				
Trade and other receivables	(2,59,69,162)		(9,61,500)	
Inventories	10,79,94,124		(6,79,35,886)	
Trade payables and other liabilities	(15,30,58,754)	(7,10,33,791)	14,94,79,304	8,05,81,918
Cash Generated From Operations		(28,41,809)		15,43,16,265
Less: Taxes For the Year				
Direct Taxes Paid		70,08,225		68,22,458
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>		<b>(98,50,034)</b>		<b>14,74,93,807</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>				
Purchase of Fixed Assets	(51,34,572)		(51,40,439)	
Investment Realised/(Made)	12,59,191		54,41,299	
Interest Received	21,20,812		19,85,974	
Dividend Received	12,620		23,416	
Share of profits from partnership firm	28,489		19,396	
Other non-operating income	54,43,151		44,59,218	
Sale of Fixed Assets	2,22,222		-	
<b>NET CASH USED IN INVESTING ACTIVITIES</b>		<b>39,51,913</b>		<b>67,88,863</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>				
Proceeds From Short Term Borrowings	3,86,50,010		(11,08,05,749)	
Proceeds/(Repayment) of Long Term Borrowings	(1,17,79,730)		(1,89,64,665)	
Proceeds/(Repayment) of Unsecured Loans	(3,26,229)		2,01,95,000	
Interest Paid	(3,55,85,387)		(4,05,75,063)	
Unpaid Dividend claimed/Reversal of Dividend warrant issued	(1,43,513)		(4,62,335)	
Proceeds from issue of shares	1,12,50,000			
<b>NET CASH USED IN FINANCING ACTIVITIES</b>		<b>20,65,150</b>		<b>(15,06,12,812)</b>
<b>Net Increase in Cash and Cash Equivalents</b>		<b>(38,32,970)</b>		<b>36,69,858</b>

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(Amount inRs.)

Cash and Cash Equivalents at the beginning of the year		52,44,936		15,75,078
<b>Cash and Cash Equivalents at the end of the year</b>		<b>14,11,965</b>		<b>52,44,936</b>
Earmarked balances with banks		7,75,766		9,19,279
Short-term bank deposits		1,37,09,662		3,09,78,267
<b>Cash and Bank balances at the end of the year</b>		<b>1,58,97,393</b>		<b>3,71,42,481</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 committments.

As per our report of even date

**For: Aditya Falor & Associates**  
**Chartered Accountants**  
**Firm Registration No.: 127273W**

\_\_\_\_\_  
**CA Aditya G. Falor**  
**Partner**  
**Membership No. 122487**  
**Place: Nanded**  
**Dated: 30th May, 2017**

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**

# 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 & 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 & 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

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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.

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2 Share Capital

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
<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> 99,93,000 Equity Shares of Rs.10/- each (Previous Year 95,43,000 Equity Shares of Rs.10/- each)	9,99,30,000	9,54,30,000
<b>Total</b>	<b>9,99,30,000</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. 2017 Number of Shares	As at 31.03.2016 Number of Shares
Balance at the Commencement of the year	95,43,000	95,43,000
Add: Issued during the year	4,50,000	-
Balance at the End of the year	99,93,000	95,43,000

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

Equity Shares:	31 March, 2017		31 March, 2016	
	Number of Shares	% holding in the class	Number of Shares	% holding in the class
Deepak Maliwal	5,65,850	5.66%	5,65,850	5.93%
Omprakash Gilda	11,05,000	11.06%	5,23,000	5.48%

3 Reserves and Surplus

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
<b>Capital Reserve</b>		
As per last Balance Sheet	-	76,07,500
Less: Transfer to General Reserve	-	76,07,500
<b>Balance as at the end of the year</b>	-	-
<b>Securities Premium Account</b>		
As per last Balance Sheet	17,01,77,915	17,01,77,915
Add: Addition during the year	67,50,000	-
<b>Balance as at the end of the year</b>	<b>17,69,27,915</b>	<b>17,01,77,915</b>
<b>General Reserve</b>		
As per last Balance Sheet	3,14,97,870	2,28,90,370
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>3,24,97,870</b>	<b>3,14,97,870</b>
<b>Surplus in Statement of Profit and Loss</b>		
As per last Balance Sheet	16,55,97,787	14,72,78,191
Add: Profit for the year	2,06,25,725	1,93,19,596
Less: Appropriations		
Transfer to General Reserve	10,00,000	10,00,000
<b>Balance as at the end of the year</b>	<b>18,52,23,512</b>	<b>16,55,97,787</b>
<b>Total</b>	<b>39,46,49,297</b>	<b>36,72,73,572</b>

Note : The Company allotted 4,50,000 Equity Shares of Rs.10/- each at a premium of Rs.15/- per Share on preferential basis.

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**4 Long-term borrowings**

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
<b>a) Secured</b>		
Term Loan from Bank	-	59,57,814
<b>b) Unsecured</b>		
Loans and Advances From Related Parties	1,09,25,000	1,75,76,229
Other Loans & Advances		
- Public Fixed Deposits	96,70,000	33,45,000
<b>Total</b>	<b>2,05,95,000</b>	<b>2,68,79,043</b>

**- Terms of repayment for Unsecured borrowings:**

Unsecured loans from directors & promoters Rs.1,09,25,000/- 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 31.03.2017	As at 31.03.2016
<b>Deferred tax liability</b>		
on account of depreciation on fixed assets	1,95,90,117	1,89,44,894
<b>Deferred tax asset</b>		
on Statutory dues allowable on payment basis	5,40,000	3,90,000
<b>Deferred Tax Liability (Net)*</b>	<b>1,90,50,117</b>	<b>1,85,54,894</b>

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

**6 Other Long Term Liabilities**

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
Others :		
Security Deposits - Interest Free	46,29,900	44,74,900
<b>Total</b>	<b>46,29,900</b>	<b>44,74,900</b>

**7 Long-term provisions**

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
Other Payables		
Provision for Employee Benefits	18,00,000	13,00,000
<b>Total</b>	<b>18,00,000</b>	<b>13,00,000</b>

**8 Short-Term Borrowings**

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
<b>Secured</b>		
Working Capital Loans repayable on demand		
- Rupee Loan from Bank	26,03,14,216	22,10,99,488
<b>Total</b>	<b>26,03,14,216</b>	<b>22,10,99,488</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 & 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 10.50% p.a.

**9 Other Current Liabilities**

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
Current maturities of long term debt	-	58,21,916
Advances From Customers	4,68,69,351	3,83,48,706
Interest accrued but not due on borrowings	-	5,64,719
Unclaimed Dividends (Refer Note (a) below)	7,75,766	9,19,279
<b>Total</b>	<b>4,76,45,117</b>	<b>4,56,54,620</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 125 of the Companies Act, 2013.



(Amount in Rs.)

## 11. Fixed Assets

Particulars	Gross Block			Depreciation			Net Block		
	As on 01/04/2016	Additions	Deletions	As on 31/03/2017	As on 01/04/2016	For the Year	(Deletion)	As on 31/03/2017	As on 31/03/16
<b>Tangible Assets</b>									
<b>Lease Assets</b>									
Leasehold Land	6,46,907	-	-	6,46,907	-	-	-	-	6,46,907
Leasehold Buildings	39,000	-	-	39,000	7,590	592	-	8,182	31,410
<b>Own Assets</b>									
Land	68,29,476	17,46,708	-	85,76,184	-	-	-	-	68,29,476
Buildings	12,52,33,824	-	-	12,52,33,824	3,74,23,062	41,92,159	-	4,16,15,221	8,36,18,606
Plant & Equipments	15,50,34,770	-	-	15,50,34,770	8,66,67,636	35,08,970	-	9,01,76,606	6,83,67,134
Electrical Installation	1,82,07,741	-	-	1,82,07,741	1,13,33,700	11,34,237	-	1,24,67,937	68,74,041
Lab Equipments	10,05,074	-	-	10,05,074	4,38,285	94,249	-	5,32,534	5,66,789
Furniture & Fixtures	34,70,153	36,320	-	35,06,473	27,94,974	2,41,252	-	30,36,226	6,75,179
Vehicles	38,70,549	32,63,271	7,53,065	63,80,755	20,36,945	4,65,436	2,94,420	41,72,794	18,33,604
Office Equipments	5,57,118	21,879	-	5,78,997	4,39,878	57,108	-	4,96,986	1,17,240
Computer	19,06,359	66,394	-	19,72,753	18,97,692	12,208	-	19,09,900	8,667
<b>Total (A)</b>	<b>31,68,00,971</b>	<b>51,34,572</b>	<b>7,53,065</b>	<b>32,11,82,478</b>	<b>14,30,39,762</b>	<b>97,06,211</b>	<b>2,94,420</b>	<b>15,24,51,553</b>	<b>17,37,61,212</b>
<b>Previous year</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>14,30,39,762</b>	<b>17,80,26,375</b>
<b>Intangible Assets</b>									
<b>Own Assets</b>									
Computer Software	10,90,661	-	-	10,90,661	9,54,753	61,812	-	10,16,565	1,35,908
<b>Total (B)</b>	<b>10,90,661</b>	<b>-</b>	<b>-</b>	<b>10,90,661</b>	<b>9,54,753</b>	<b>61,812</b>	<b>-</b>	<b>10,16,565</b>	<b>1,35,908</b>
<b>Previous year</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>1,77,224</b>
<b>Total (A+B)</b>	<b>31,78,91,632</b>	<b>51,34,572</b>	<b>7,53,065</b>	<b>32,22,73,139</b>	<b>14,39,94,515</b>	<b>97,68,023</b>	<b>2,94,420</b>	<b>15,34,68,118</b>	<b>17,38,97,120</b>
<b>Previous year</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>17,82,03,599</b>

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**10 Short Term Provisions**

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
Other Provisions		
Taxation (Net of Taxes paid)	22,25,345	1,33,080
Statutory Dues	30,80,821	35,71,421
Provision for Employee Benefits Expenses	12,54,750	12,83,776
	54,25,242	67,56,120
<b>Total</b>	<b>1,19,86,158</b>	<b>1,17,44,397</b>

**12 Non-Current Investments**

(Amount in Rs.)

(Valued at cost unless stated otherwise)	Number	Face value of each share (Rs.)	As at 31.03.2017	As at 31.03.2016
<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 Limited.	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 Fertilizers & Chemicals Ltd.	550	1	4,366	-
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 Limited.	550	1	-	4,366
<b>Investment in Government Securities</b>				
National Savings Certificate			75,000	75,000
<b>Investments in Partnership Firms</b>				
Shiva Global Biotech			16,68,331	27,55,022
Laxmi Sai Developers			6,60,794	8,33,294
<b>Aggregate amount of quoted investments</b>			<b>3,75,829</b>	<b>3,71,463</b>
<b>Market Value of quoted investments</b>			<b>12,45,049</b>	<b>12,13,255</b>
<b>Aggregate amount of unquoted investments</b>			<b>18,78,05,325</b>	<b>18,90,68,882</b>
<b>Total</b>			<b>18,81,81,154</b>	<b>18,94,40,345</b>

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

(Amount in Rs.)

Names of the Partners	Share of Profits (%)	
	March 31, 2017	March 31, 2016
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>30,59,139</b>	<b>1,55,36,850</b>

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**Investment in M/s Laxmi Sai Developers**

(Amount in Rs.)

Names of the Partners	Share of Profits (%)	
	March 31, 2017	March 31, 2016
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>-</b>	<b>20,42,395</b>

**13 Long Term Loans and Advances**

(Amount in Rs.)

(Unsecured, Considered Good)	As at 31.03.2017	As at 31.03.2016
a) Security Deposit	28,09,750	30,38,770
b) Other Loans & Advances		
Other Deposits	25,62,145	25,75,694
VAT Refund Receivable	19,08,911	19,08,911
Advance Income Tax (Net of Provision)	8,49,355	7,60,814
Advances to Suppliers & Others	2,60,211	6,76,976
<b>Total</b>	<b>83,90,372</b>	<b>89,61,165</b>

**14 Other Non-Current Assets**

(Amount in Rs.)

(Unsecured, Considered Good)	As at 31.03.2017	As at 31.03.2016
<b>Long Term Trade Receivables</b>	33,30,617	79,900
<b>Others:</b>		
Interest Accrued but not due on Deposits	7,82,199	6,20,952
Unamortised Expenses	81,807	-
<b>Non Current Bank Balances</b>		
Deposits with banks having maturity period more than 12 months - In Margin Deposits	12,50,000	13,75,000
<b>Total</b>	<b>54,44,623</b>	<b>20,75,852</b>

**15 Inventories**

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
Raw materials*	13,38,31,737	20,91,57,769
Raw materials in transit*	5,94,69,743	6,62,58,317
Work-in-progress*	1,76,96,925	70,43,028
Finished goods*	7,51,01,762	10,65,84,292
Stores and Packing Materials*	2,38,27,814	2,88,78,699
<b>Total</b>	<b>30,99,27,981</b>	<b>41,79,22,105</b>

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

**16 Trade Receivables**

(Amount in Rs.)

(Unsecured, Considered Good)	As at 31.03.2017	As at 31.03.2016
Debts outstanding for a period exceeding six months from due date	2,73,67,921	1,14,85,594
Others	35,89,27,726	33,96,65,678
<b>Total</b>	<b>38,62,95,647</b>	<b>35,11,51,272</b>

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**17 Cash and Bank Balances** (Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
<b>Cash and Cash Equivalents</b>		
Balances with Banks		
In Current Accounts	6,84,018	37,98,371
Cash on hand	7,27,947	14,46,564
<b>Other Bank Balances</b>		
Earmarked Balances (Unpaid Dividend Accounts)	7,75,766	9,19,279
Margin Money against bank guarantees	1,37,09,662	3,09,78,267
<b>Total</b>	<b>1,58,97,393</b>	<b>3,71,42,481</b>

**18 Short Term Loans and Advances** (Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
<b>(Unsecured, Considered Good)</b>		
<b>Other Loans and Advances</b>		
Staff Imprest and Advances	8,53,878	13,44,278
Prepaid Expenses	5,01,143	6,47,814
Advances to Suppliers & Others	99,67,220	32,65,499
<b>Total</b>	<b>1,13,22,241</b>	<b>52,57,591</b>

**19 Other Current Assets** (Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
<b>(Unsecured, Considered Good)</b>		
Interest Accrued but not due on Deposits	3,92,413	10,31,188
Unamortised Expenses	27,269	-
<b>Total</b>	<b>4,19,682</b>	<b>10,31,188</b>

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

	31 March, 2017	31 March, 2016
<b>Sale of Products</b>		
Finished Goods	86,80,61,295	1,04,68,37,651
Traded Goods	3,81,88,247	6,11,41,011
<b>Other Operating Revenue</b>	-	20,39,545
<b>Total</b>	<b>90,62,49,542</b>	<b>1,11,00,18,207</b>

**Particulars of Sales of Products**

**a Finished Goods** (Amount in Rs.)

	31 March, 2017	31 March, 2016
Fertilizers	85,01,72,596	1,04,18,59,528
Soil Conditioner	1,78,88,699	49,78,123
<b>Total</b>	<b>86,80,61,295</b>	<b>1,04,68,37,651</b>

**b Traded Goods** (Amount in Rs.)

	31 March, 2017	31 March, 2016
Fertilizers	3,81,88,247	6,11,41,011
<b>Total</b>	<b>3,81,88,247</b>	<b>6,11,41,011</b>

**21 Other Income** (Amount in Rs.)

	31 March, 2017	31 March, 2016
Interest Income	21,20,812	19,85,974
Dividend income	12,620	23,416
Share of profits from partnership firm	28,489	19,396
Other non-operating income	54,43,151	44,59,218
<b>Total</b>	<b>76,05,072</b>	<b>64,88,004</b>

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**22 Cost of Materials Consumed**

(Amount in Rs.)

	31st March, 2017	31st March, 2016
<b>Raw Material Consumed</b>		
Inventory at the beginning of the year	27,54,16,086	26,21,07,627
Add: Purchases	49,07,05,831	80,84,22,895
Add/(Less): Transfer from/(to) Stock in Trade	-	(6,70,578)
Less: Inventory at the end of the year	19,33,01,480	27,54,16,086
<b>Cost of Raw materials consumed</b>	<b>57,28,20,438</b>	<b>79,44,43,857</b>
<b>Packing Material Consumed</b>		
Inventory at the beginning of the year	56,50,636	82,50,822
Add: Purchases	3,09,16,348	3,31,44,752
Less: Inventory at the end of the year	96,56,192	56,50,636
<b>Cost of Packing materials consumed</b>	<b>2,69,10,792</b>	<b>3,57,44,938</b>
<b>Total</b>	<b>59,97,31,230</b>	<b>83,01,88,796</b>

**(a) Particulars of Consumption**

**Raw Material**

(Amount in Rs.)

	31st March, 2017	31st March, 2016
Fertilizers	19,30,83,910	34,99,09,142
Rock	29,30,50,477	32,13,97,291
Acid	7,99,18,072	10,96,59,852
Others	67,67,978	1,34,77,573
<b>Total</b>	<b>57,28,20,438</b>	<b>79,44,43,857</b>

**Packing Material**

(Amount in Rs.)

	31 March, 2017	31 March, 2016
HDPE Bags	2,69,10,792	3,57,44,938
<b>Total</b>	<b>2,69,10,792</b>	<b>3,57,44,938</b>

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

(Amount in Rs.)

	31st March, 2017	31st March 2016
Fertilizers	2,48,67,299	5,48,61,059
Others	1,23,08,979	48,12,862
<b>Total</b>	<b>3,71,76,278</b>	<b>5,96,73,921</b>

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

(Amount in Rs.)

	31st March, 2017	31st March, 2016
<b>Inventory at the beginning of the year</b>		
Finished Goods	10,65,84,292	4,62,98,478
Work-in-progress	70,43,028	57,41,530
<b>Less: Inventory at the end of the year</b>		
Finished Goods	7,51,01,762	10,65,84,292
Work-in-progress	1,76,96,925	70,43,028
<b>Total</b>	<b>2,08,28,633</b>	<b>(6,15,87,312)</b>

**(a) Particulars of Inventory**

(Amount in Rs.)

	31st March, 2017	31st March, 2016
<b>Finished Goods</b>		
Fertilizers	7,40,05,801	9,90,59,139
BRP Rock	2,83,517	9,93,354
Soil Conditioner	8,12,444	65,31,799
<b>Work-in-progress</b>		
Fertilizers	1,76,96,925	70,43,028

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**25 Employee Benefits Expense** (Amount in Rs.)

	31st March 2017	31st March 2016
Salaries, Wages and Bonus	1,87,57,411	1,91,38,121
Contribution to Provident Fund	12,15,931	10,43,511
Staff Welfare Expenses	1,54,333	1,03,577
<b>Total</b>	<b>2,01,27,675</b>	<b>2,02,85,209</b>

**26 Finance Costs** (Amount in Rs.)

	31st March 2017	31st March 2016
Interest Expenses	3,24,27,608	3,80,57,620
Other Borrowing Costs	31,57,779	25,17,443
<b>Total</b>	<b>3,55,85,387</b>	<b>4,05,75,063</b>

**27 Other Expenses** (Amount in Rs.)

	31st March 2017	31st March 2016
Consumption of stores and spare parts	1,38,90,411	1,88,26,679
Power and Fuel	2,35,25,829	2,74,60,144
Rent	1,35,000	1,35,000
Repairs to Buildings	2,18,957	1,68,450
Repairs to Machinery	18,13,963	18,41,185
Insurance	4,57,486	5,63,495
Rates and Taxes	4,02,871	27,73,054
<b>Miscellaneous expenses</b>		
Outward Freight and Transportation	6,24,66,823	7,24,10,796
Discounts & Commissions	3,81,87,275	3,51,04,141
Other Expenses	1,13,01,106	2,13,19,349
<b>Total</b>	<b>15,23,99,721</b>	<b>18,06,02,293</b>

(a) **Particulars of Payment to Auditors** (Amount in Rs.)

	31st March 2017	31st March 2016
Audit Fees	3,00,000	3,00,000
Certification Fees	50,000	50,000
Out of Pocket Expenses	52,500	50,750
<b>Total</b>	<b>4,02,500</b>	<b>4,00,750</b>

(b) Represents excise duty related to the difference between the closing stock and opening stock of finished goods.

**28 Exceptional Item** (Amount in Rs.)

	31st March 2017	31st March 2016
Loss On Sale Of Fixed Asset	2,36,423	-
<b>Total</b>	<b>2,36,423</b>	<b>-</b>

**29 Earnings Per Share** (Amount in Rs.)

	31st March, 2017	31st March, 2016
a. Profit after Tax as per the Statement of Profit & Loss attributable to equity shareholders	2,06,25,725	1,93,19,596
b. Weighted average number of equity shares outstanding	98,98,068	95,43,000
c. Basic & Diluted earnings per share in rupee (Face value Rs.10 per share)	2.08	2.02

**30 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.

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**31 Contingent Liabilities**

(Amount in Rs.)

(to the extent not provided for)	31st March, 2017	31st March, 2016
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
Income Tax	47,52,420	-
Others	-	1,30,000
Letter of Credit issued by Bankers	6,22,45,056	14,57,14,681
<b>Total</b>	<b>6,85,22,476</b>	<b>15,44,36,072</b>

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

(Amount in Rs.)

	31st March 2017	31st March 2016
Raw Materials	14,43,96,724	24,78,16,721
<b>Total</b>	<b>14,43,96,724</b>	<b>24,78,16,721</b>

**33 Related Party Disclosures**

**(a) Names of related parties and nature of related parties relationship where control exists.**

**Subsidiaries:**

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

**Key Management Personnel:**

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

**Relatives of Key Management Personnel:**

- |   |  |
|---|--|
| i) Mrs. Chandrabhagabai Omprakash Gilda | viii) Mrs. Rukmadevi Shyamsunder Maliwal |
| ii) Mr. Anand Omprakash Gilda           | ix) Mr. Madhusudan Pannalal Kalantri     |
| iii) Mrs. Kirti Omprakash Gilda         | x) Mrs. Santoshdevi Madhusudan Kalantri  |
| iv) Deepak Shyamsunder Maliwal HUF      | xi) Mrs. Vijaya Nandkishor Toshniwal     |
| v) Mrs. Rekha Deepak Maliwal            | xii) Mrs. Preeti Madhusudan Kalantri     |
| vi) Mr. Mohit Deepak Maliwal            | xiii) Mrs. Pooja Madhusudan Kalantri     |
| vii) Mrs. Samta Mohit Maliwal           | xiv) Mr. Nandkishor Toshniwal            |

**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       | v) M/s Sai Trading Company            |
| ii) M/s Madhu Industries                | vi) Vijay Fertilizers Agency          |
| iii) M/s Ravito Engineering Works       | vii) Kedar Krishi Seva Kendra         |
| iv) M/s Preeti Enterprises Incorporated | 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 and relied upon by the auditors.**

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(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	- -	-	-	36,70,302 (39,59,586)	- (2,00,000)	36,70,302 (41,59,586)
Sale of Goods	58,79,516 (4,48,80,491)	- -	- -	1,33,65,526 (1,83,08,985)	- -	1,92,45,042 (6,31,89,476)
Services Received	- -	- -	- -	5,14,363 (7,08,540)	- -	5,14,363 (7,08,540)
Services Rendered	60,000 (60,000)	- -	- -	- -	- (3,18,000)	60,000 (3,78,000)
Loan Taken	- (2,00,00,000)	6,58,749 (77,50,000)	64,16,580 (98,45,000)	- -	- -	70,75,329 (3,75,95,000)
Loan Repaid	- (2,00,00,000)	71,34,978 -	73,36,580 -	- -	- -	1,44,71,558 (2,00,00,000)
Interest Paid	- (4,53,082)	3,84,978 (6,10,853)	8,36,580 (6,33,474)	- -	- -	12,21,558 (16,97,409)
Remuneration	- -	- -	- (14,02,500)	- -	- -	- (14,02,500)
Share of Profits	- -	- -	- -	- -	28,489 (19,396)	28,489 (19,396)
Closing Balance	52,62,100 (2,35,46,971)	20,00,000 (84,76,229)	89,25,000 (98,45,000)	17,74,709 (59,21,750)	23,29,125 (35,88,316)	2,02,90,934 (5,13,78,266)

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

**34 Disclosure on Specified Bank Notes**

During the year, the company had specified Bank Notes (SBN's) or other denomination notes as defined in the MCA Notification, G.S.R. 308(E), dated 31st March, 2017, details of SBN's held and SBN's and other Notes as per notification are as follows :

(Amount in Rs.)

Particulars	SBN's	Other denomination Notes	Total
Closing Cash in Hand as on 8th November, 2016	-	2,96,270	2,96,270
Add : Permitted Receipt	-	33,82,077	33,82,077
Less: Permitted Payments	-	24,11,384	24,11,384
Less: Amount deposited in the Bank	-	-	-
<b>Closing Cash in Hand as on 30th December, 2016</b>		<b>12,66,963</b>	<b>12,66,963</b>

for the purpose of this clause, 'specified bank notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs Number S. O. 3407(E), dated 8th November, 2016



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35 Prior period items amounting to Rs.1,83,317/- in Previous year include short or excess provision for taxes, revenues & expenses.

36 Previous year's figures have been regrouped and reclassified, wherever necessary to correspond with current year classification and disclosure.

37 Figures have been rounded off to the nearest rupee.

As per our report of even date  
**For Aditya Falor & Associates**  
**Chartered Accountants**  
**Firm Registration No.: 127273W**

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**CA Aditya G. Falor**  
**Proprietor**  
**Membership No. 122487**

**Place: Nanded**  
**Date: 30th May, 2017**

For and on behalf of the Board of Directors

-----  
**Omprakash K. Gilda**  
**Managing Director**

-----  
**Deepak S. Maliwal**  
**Director**

-----  
**Umesh O. Bang**  
**Chief Financial Officer**

-----  
**Rashmi G. Agrawal**  
**Company Secretary**

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**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, 2017, the Consolidated Statement of Profit & Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and 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

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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, 2017, 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, 2017 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, 2017 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 auditors' 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: Aditya Falor & Associates  
Chartered Accountants  
Firm Registration No.: 127273W**

CA Aditya G. Falor  
Proprietor

Place: Nanded  
Date: 30th May, 2017

Membership number: 122487

# Annexur to Independent Auditor's Report



## ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(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, 2017, 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

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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, 2017, 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: Aditya Falor & Associates  
Chartered Accountants  
Firm Registration No.: 127273W**

**Place: Nanded  
Date: 30th May, 2017**

**CA Aditya G. Falor  
Proprietor  
Membership number: 122487**

**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**

Consolidated Balance Sheet as at 31st March, 2017

(Amount in Rs.)

Particulars	Note No	31 March, 2017	31 March, 2016
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders' Funds</b>			
(a) Share Capital	2	9,99,30,000	9,54,30,000
(b) Reserves and Surplus	3	59,14,52,891	53,51,17,112
<b>(2) Minority Interest</b>		29,36,91,760	27,17,15,148
<b>(3) Non-Current Liabilities</b>			
(a) Long-Term Borrowings	4	11,51,22,246	15,83,99,370
(b) Deferred Tax Liabilities (Net)	5	5,19,58,691	5,06,31,922
(c) Other Long Term Liabilities	6	1,95,43,877	1,98,10,617
<b>(4) Current Liabilities</b>			
(a) Short-Term Borrowings	7	89,95,04,361	91,62,37,824
(b) Trade Payables		51,47,22,821	62,76,21,157
(c) Other Current Liabilities	8	18,03,84,377	14,75,06,345
(d) Short-Term Provisions	9	46,49,269	14,73,460
<b>Total</b>		<b>2,77,09,60,292</b>	<b>2,82,39,42,954</b>
<b>II. ASSETS</b>			
<b>(1) Non-Current Assets</b>			
(a) Fixed Assets	10		
(i) Tangible Assets		42,15,12,980	43,50,02,087
(ii) Intangible Assets		1,86,01,541	2,16,42,090
(iii) Capital Work-in-Progress		-	7,18,780
(iv) Intangible Assets under Development		5,26,68,416	5,26,68,416
(b) Non-Current Investments	11	44,42,284	97,81,879
(c) Long Term Loans and Advances	12	2,47,88,179	2,43,33,448
(d) Other Non-Current Assets	13	7,46,01,622	8,09,32,308
<b>(2) Current Assets</b>			
(a) Current Investments	14	61,000	51,000
(b) Inventories	15	94,92,52,556	1,13,02,13,582
(c) Trade Receivables	16	1,13,89,28,411	96,37,70,870
(d) Cash and Bank Balances	17	4,46,28,496	5,45,05,001
(e) Short-Term Loans and Advances	18	4,00,27,814	4,28,07,462
(f) Other Current Assets	19	14,46,992	75,16,032
<b>Total</b>		<b>2,77,09,60,292</b>	<b>2,82,39,42,954</b>

Significant Accounting Policies  
Notes on Financial Statements

1  
2 to 35

As per our report of even date

For and on behalf of the Board of Directors

For Aditya Falor & Associates  
Chartered Accountants  
Firm Registration No.: 127273W

Omprakash K. Gilda  
Managing Director

Deepak S. Maliwal  
Director

CA Aditya G. Falor  
Proprietor  
Membership No. 122487

Umesh O. Bang  
Chief Financial Officer

Rashmi G. Agrawal  
Company Secretary

Place: Nanded  
Date: 30th May, 2017

**SHIVA GLOBAL AGRO INDUSTRIES LIMITED, NANDED**

Consolidated Statement of Profit and Loss for the Year Ended 31st March, 2017

(Amount in Rs.)

Particulars	Note No	For the year ended 31 March, 2017	For the year ended 31 March, 2016
<b>I. Revenue from Operations (Gross)</b>	20	4,53,89,49,044	4,65,31,82,586
Less: Excise Duty		(1,07,83,398)	(1,22,02,755)
<b>Revenue from Operations (Net)</b>		4,52,81,65,646	4,64,09,79,831
<b>II. Other Income</b>	21	1,23,19,837	93,52,495
<b>Total Revenue</b>		<b>4,54,04,85,482</b>	<b>4,65,03,32,326</b>
<b>III. Expenses:</b>			
Cost of materials consumed	22	3,50,74,97,221	3,53,86,62,528
Purchases of Stock-in-Trade	23	24,06,21,178	48,53,68,393
Changes in inventories of finished goods,work-in-progress and Stock-in-Trade	24	7,66,95,965	(13,97,19,796)
Employee benefits expense	25	7,18,81,880	6,85,89,477
Finance costs	26	11,46,51,716	14,24,81,200
Depreciation and amortization expense	10	2,90,09,976	2,95,77,082
Other expenses	27	39,47,12,922	44,26,87,504
<b>Total Expenses</b>		<b>4,43,50,70,857</b>	<b>4,56,76,46,387</b>
<b>IV. Profit before exceptional, prior period items and tax</b>		<b>10,54,14,626</b>	<b>8,26,85,939</b>
V. Add/(Less) : Exceptional items		2,36,423	0
<b>Profit before prior period items and tax</b>		<b>10,51,78,203</b>	<b>8,26,85,939</b>
V. Add/(Less) : Prior period items		(1,74,997)	(1,54,154)
<b>VI. Profit before tax (V - VI)</b>		<b>10,50,03,206</b>	<b>8,25,31,785</b>
<b>VII. Tax expenses:</b>			
(1) Current tax		3,06,94,519	2,79,79,397
(2) Deferred tax		13,26,769	29,66,784
<b>VIII. Profit/(Loss) before Minority Interest</b>		<b>7,29,81,918</b>	<b>5,15,85,604</b>
<b>IX. Minority Interest</b>		<b>2,19,76,612</b>	<b>1,71,25,178</b>
<b>X. Profit/(Loss) after Minority Interest</b>		<b>5,10,05,306</b>	<b>3,44,60,426</b>
<b>XI. Earnings per equity share:</b>	28		
- Basic/Diluted		5.15	3.61

Significant Accounting Policies  
Notes on Financial Statements

1  
2 to 35

As per our report of even date  
For Aditya Falor & Associates  
Chartered Accountants  
Firm Registration No.: 127273W

For and on behalf of the Board of Directors

CA Aditya G. Falor  
Proprietor  
Membership No. 122487

Omprakash K. Gilda  
Managing Director

Deepak S. Maliwal  
Director

Place: Nanded  
Date: 30th May, 2017

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, 2017

(Amount in Rs.)

Particulars	31 March, 2017		31 March, 2016	
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit Before Tax		10,51,78,203		8,26,85,939
Adjustments:				
Add: Interest Paid	11,46,51,716		14,24,81,200	
Depreciation & Amortization	2,90,09,976		2,95,77,082	
Amortisation of Preliminary Expenses	47,055	14,37,08,747	96,155	17,21,54,437
Less: Prior Period Expenses	1,74,997		1,23,148	
Interest Received	34,08,322		32,68,813	
Dividend Income	15,375		31,894	
Share of profits from partnership firm	28,489		19,396	
Profit/(Loss) on Sale of Fixed Assets	(2,36,423)		1,25,869	
Other non-operating income	79,49,981	1,13,40,741	47,13,623	82,82,743
Operating Profit Before Working Capital Changes		23,75,46,208		24,65,57,633
Adjustments For:				
Trade and other receivables	(14,35,46,248)		17,57,77,823	
Inventories	18,09,61,027		(23,12,63,971)	
Trade payables and other liabilities	(7,35,99,736)	(3,61,84,957)	17,99,01,116	12,44,14,968
Cash Generated From Operations		20,13,61,251		37,09,72,601
Less: Taxes For the Year				
Direct Taxes Paid		2,76,60,119		2,74,51,626
<b>NET CASH FROM OPERATING ACTIVITIES</b>		<b>17,37,01,132</b>		<b>34,35,20,975</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>				
Purchase of Fixed Assets	(1,28,54,100)		(1,28,07,241)	
Capital Subsidy received during the year	-		34,08,500	
Interest Received	34,08,322		32,68,813	
Dividend Received	15,375		31,894	
Share of profits from partnership firm	28,489		19,396	
Other non-operating income	79,49,981		47,13,623	
Sale of Fixed Assets	8,56,137		3,36,701	
Investment Made/realised	53,29,595		71,60,695	
Securities Premium Received	67,50,000		-	
<b>NET CASH FROM INVESTING ACTIVITIES</b>		<b>1,14,83,799</b>		<b>61,32,381</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>				
Repayment of Short Term Borrowings	(58,27,611)		(20,85,51,930)	
Repayment of Long Term Borrowings	(1,16,12,913)		(1,92,39,745)	
Proceeds/(Repayment) of Unsecured Loans	(5,01,95,230)		2,46,54,908	
Interest Paid	(11,46,51,716)		(14,24,81,200)	
Proceeds from issue of shares	45,00,000		-	
Dividend warrants reversed/(issued)	(1,43,513)		(4,62,335)	
<b>NET CASH USED IN FINANCING ACTIVITIES</b>		<b>(17,79,30,982)</b>		<b>(34,60,80,302)</b>
<b>D Net Increase in Cash and Cash Equivalents</b>		<b>72,53,948</b>		<b>35,73,054</b>
<b>E Cash and Cash Equivalents at the beginning of the year</b>		<b>2,06,83,258</b>		<b>1,71,10,204</b>
<b>F Cash and Cash Equivalents at the end of the year</b>		<b>2,79,37,206</b>		<b>2,06,83,258</b>
<b>G Earmarked balances with banks</b>		<b>7,75,766</b>		<b>9,19,279</b>
<b>H Short-term bank deposits</b>		<b>1,59,15,524</b>		<b>3,29,02,464</b>
<b>I Cash and Bank balances at the end of the year</b>		<b>4,46,28,496</b>		<b>5,45,05,001</b>

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**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 Aditya Falor & Associates**  
**Chartered Accountants**  
**Firm Registration No.: 127273W**

-----  
**CA Aditya G. Falor**  
**Proprietor**  
**Membership No. 122487**

**Place: Nanded**  
**Dated: 30th May, 2017**

For and on behalf of the Board of Directors

-----  
**Omprakash K. Gilda**  
**Managing Director**

-----  
**Umesh O. Bang**  
**Chief Financial Officer**

-----  
**Deepak S. Maliwal**  
**Director**

-----  
**Rashmi G. Agrawal**  
**Company Secretary**

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# NOTES FORMING PART OF THE FINANCIAL STATEMENTS



## 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-

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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 & 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 & 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 u: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.

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

#### p) RESEARCH AND DEVELOPMENT EXPENDITURE:

- i. Research and Development expenditure is recognized as an expense except that cost incurred on development of products are recognized as intangible assets to the extent that all the necessary criteria are met.
- 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, 2017	31 March, 2016
<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> 99,93,000 Equity Shares of Rs.10/- each fully paid up (Previous Year: 95,43,000 Equity Shares of Rs.10/- each fully paid up)	9,99,30,000	9,54,30,000
<b>Total</b>	<b>9,99,30,000</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 31.03.2017 Number of Shares	As at 31.03.2016 Number of Shares
Balance at the Commencement of the year	95,43,000	95,43,000
Add: Issued during the year	4,50,000	0
Balance at the End of the year	99,93,000	95,43,000

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

	31 March, 2017		31 March, 2016	
	Number of Shares	% holding in the class	Number of Shares	% holding in the class
<b>Equity Shares:</b>				
Omprakash Gilda	11,05,000	11.06%	5,23,000	5.48%
Deepak Maliwal	5,65,850	5.66%	5,65,850	5.93%

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**3 Reserves & Surplus**

(Amount in Rs.)

	31 March, 2017	31 March, 2016
<b>Capital Reserve</b>		
Special Capital Incentive		
As per last Balance Sheet	3,51,835	79,59,335
Less: Transfer to General Reserve	-	(76,07,500)
Balance as at the end of the year	<b>3,51,835</b>	<b>3,51,835</b>
<b>Capital Reserve</b>		
As per last Balance Sheet	4,32,29,923	4,32,29,923
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	18,17,99,924
Add: Received during the year	67,50,000	-
Balance as at the end of the year	<b>18,85,49,924</b>	<b>18,17,99,924</b>
<b>General Reserve</b>		
As per last Balance Sheet	3,74,45,124	2,78,90,994
Add: Transfer from Capital Reserve	-	76,07,500
Add: Transferred from Surplus in Statement of Profit and Loss	19,46,630	19,46,630
Balance as at the end of the year	<b>3,93,91,754</b>	<b>3,74,45,124</b>
<b>Surplus in Statement of Profit and Loss</b>		
As per last Balance Sheet	27,22,90,306	23,97,76,511
Add: Profit for the year	5,10,05,306	3,44,60,425
<u>Less: Appropriations</u>		
Transfer to General Reserve	19,46,630	19,46,630
Adjustments on account	14,19,528	-
Balance as at the end of the year	<b>31,99,29,455</b>	<b>27,22,90,306</b>
<b>Total</b>	<b>59,14,52,891</b>	<b>53,51,17,112</b>

**4 Long-term borrowings**

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
<b>Secured</b>		
Term Loan from Banks	12,97,496	72,02,895
<b>Unsecured</b>		
Loans and Advances From Related Parties	4,22,27,704	9,25,43,611
Loans and Advances From Others	7,15,97,046	5,86,52,864
<b>Total</b>	<b>11,51,22,246</b>	<b>15,83,99,370</b>

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

Nature of Security	Terms of Repayment
Term Loans from Union Bank of India and State Bank of India are secured by first charge on respective vehicle against which the loan is obtained.	Repayable in equated monthly installments from along with prevailing interest rate of 9% to 14.15% per annum.

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

Unsecured loans and advances from others carrying interest rate of 10% to 12% per annum are repayable after a period of 5 years from the date of loan and the parties have a right to renew the agreement.

**5 Deferred Tax Liabilities (Net)**

(Amount in Rs.)

	31 March, 2017	31 March, 2016
<b>Deferred Tax Liability</b>		
on account of difference in rates and method of depreciation of fixed assets	5,24,98,691	5,07,81,922
<b>Deferred Tax Asset</b>		
on Statutory dues allowable on payment basis	5,40,000	1,50,000
<b>Total</b>	<b>5,19,58,691</b>	<b>5,06,31,922</b>

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**6 Other Long Term Liabilities**

(Amount in Rs.)

	31 March, 2017	31 March, 2016
Trade Payables	15,42,473	20,70,444
Others:		
Staff Balances	-	6,01,889
Security Deposits - Interest Free	1,52,36,070	1,40,98,900
Advances from Customers	5,72,044	28,65,767
Employee Benefits	21,93,290	1,73,617
<b>Total</b>	<b>1,95,43,877</b>	<b>1,98,10,617</b>

**7 Short-Term Borrowings**

(Amount in Rs.)

	31 March, 2017	31 March, 2016
<b>Secured</b>		
Working Capital Loans repayable on demand - Rupee Loan from Banks	89,95,04,361	90,34,14,319
<b>Unsecured</b>		
Loans and Advances From Related Parties	-	1,28,23,505
<b>Total</b>	<b>89,95,04,361</b>	<b>91,62,37,824</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, 2017	31 March, 2016
Current maturities of long term debt	8,34,463	65,41,977
Advances from Customers	15,02,04,477	10,49,91,784
Interest accrued but not due on borrowings	-	15,27,736
Interest accrued and due on borrowings	46,37,989	50,27,906
Unclaimed dividends (Refer Note (a) below)	7,75,766	9,19,279
Other Payables		
Statutory Dues	96,90,477	95,47,849
Provision for Employee Benefits	43,67,824	29,39,013
Expenses	98,73,380	1,60,10,801
<b>Total</b>	<b>18,03,84,377</b>	<b>14,75,06,345</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 125 of the Companies Act, 2013.

**9 Short-Term Provisions**

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
Other Provisions:		
Taxation (net of taxes paid)	43,11,113	14,73,460
Others	3,38,156	-
<b>Total</b>	<b>46,49,269</b>	<b>14,73,460</b>

(Amount in Rs.)

## NOTE NO. 10 FIXED ASSETS

Particulars	Gross Block				Depreciation				Net Block	
	As on 01/04/2016	Additions	Deletions	As on 31/3/2017	As on 01/04/2016	For the Year	Adjus tment	As on 31/3/2017	As on 31/3/2017	As on 31/03/2016
<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	7,590	592	-	8,182	30,818	31,410
<b>Own Assets</b>										
Land	1,63,25,246	17,46,708	-	1,80,71,954	-	-	-	-	1,80,71,954	1,63,25,246
Buildings	25,97,88,381	2,55,678	-	26,00,44,059	6,55,11,894	81,39,327	-	7,36,51,221	18,63,92,839	19,42,76,487
Plant & Equipments	32,65,08,094	54,03,522	-	33,19,11,616	14,33,18,124	95,38,948	-	15,28,57,072	17,90,54,544	18,31,89,970
Electrical Installation	4,04,41,024	4,37,150	-	4,08,78,174	2,46,85,273	25,71,313	-	2,72,56,586	1,36,21,588	1,57,55,751
Lab Equipments	36,39,497	-	6,19,665	30,19,832	17,82,508	2,80,327	-	20,62,835	9,56,997	18,56,989
Furniture & Fixtures	1,24,80,674	1,47,031	-	1,26,27,705	76,20,491	13,89,376	-	90,09,867	36,17,838	48,60,183
Vehicles	2,62,10,871	46,86,269	7,53,065	3,01,44,075	1,10,54,319	32,88,090	2,94,420	1,40,47,989	1,60,96,086	1,51,56,552
Office Equipments	54,57,200	1,66,567	-	56,23,767	40,74,525	5,12,372	-	45,86,897	10,36,870	13,82,675
Computer	70,54,064	2,01,562	-	72,55,626	66,89,418	2,16,708	-	69,06,126	3,49,501	3,64,646
Fire Fighting Equipment	4,80,014	-	-	4,80,014	1,16,601	17,696	-	1,34,297	3,45,717	3,63,413
Poly House	18,41,722	5,28,393	-	23,70,115	18,41,722	14,678	-	18,56,400	5,13,715	-
Live Stock	86,200	-	45,000	41,200	55,470	-	30,750	24,720	16,480	30,730
<b>Total</b>	<b>70,17,60,021</b>	<b>1,35,72,880</b>	<b>14,17,730</b>	<b>71,39,15,171</b>	<b>26,67,57,934</b>	<b>2,59,69,427</b>	<b>3,25,170</b>	<b>29,24,02,191</b>	<b>42,15,12,980</b>	<b>43,50,02,087</b>
<b>Previous year</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>24,05,67,889</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>44,99,96,556</b>
<b>Intangible Assets</b>										
Own Assets										
Computer Software	3,11,00,455	-	-	3,11,00,455	94,58,365	30,40,549	-	1,24,98,914	1,86,01,541	2,16,42,090
<b>Total</b>	<b>3,11,00,455</b>	<b>-</b>	<b>-</b>	<b>3,11,00,455</b>	<b>94,58,365</b>	<b>30,40,549</b>	<b>-</b>	<b>1,24,98,914</b>	<b>1,86,01,541</b>	<b>2,16,42,090</b>
<b>Previous year</b>	<b>3,09,90,055</b>	<b>1,10,400</b>	<b>-</b>	<b>3,11,00,455</b>	<b>64,07,085</b>	<b>30,51,280</b>	<b>-</b>	<b>94,58,365</b>	<b>2,16,42,090</b>	<b>2,45,82,970</b>
<b>Intangible Assets Under Development</b>										
<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>5,26,68,416</b>	<b>5,26,68,416</b>
<b>Previous year</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>5,26,68,416</b>	<b>5,26,68,416</b>
<b>Grand Total</b>	<b>78,55,28,892</b>	<b>1,35,72,880</b>	<b>14,17,730</b>	<b>79,76,84,042</b>	<b>27,62,16,299</b>	<b>2,90,09,976</b>	<b>3,25,170</b>	<b>30,49,01,105</b>	<b>49,27,82,937</b>	<b>50,93,12,593</b>
<b>Previous year</b>	<b>77,42,22,916</b>	<b>1,52,61,065</b>	<b>39,55,089</b>	<b>78,55,28,892</b>	<b>24,69,74,974</b>	<b>2,95,77,082</b>	<b>3,35,757</b>	<b>27,62,16,299</b>	<b>50,93,12,593</b>	<b>52,72,47,942</b>



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**11 Non-Current Investments**

(Amount in Rs.)

<b>(Valued at cost unless stated otherwise)</b>	Number	Face value of each share (Rs.)	As at 31.03.2017	As at 31.03.2016
<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
<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
Aditya Birla Fashion and Retail Limited.	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 Fertilizers & Chemicals Limited.	550	1	4,366	-
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
<b>Investments in Mutual funds</b>				
- Union KBC Capital Protection Oriented Fund	2,19,990	10	-	20,00,000
- Union KBC Small & Mid Cap Fund			-	11,00,000
- Union KBC Trigger Fund Series II			4,99,900	4,99,900
-Union KBC Dynamic Bond Fund			10,00,000	19,80,404
<b>Investment in Government Securities</b>				
National Savings Certificate			82,000	82,000
<b>Investments in Partnership Firms</b>				
Shiva Global Biotech			16,68,331	27,55,022
Laxmi Sai Developers			6,60,794	8,33,294
<b>Aggregate amount of quoted investments</b>			<b>20,31,159</b>	<b>61,07,197</b>
<b>Market Value of quoted investments</b>			<b>30,20,265</b>	<b>31,28,381</b>
<b>Aggregate amount of unquoted investments</b>			<b>24,11,125</b>	<b>36,74,682</b>
<b>Total</b>			<b>44,42,284</b>	<b>97,81,879</b>

**(a) Details of Investments in Partnership Firms**

**Investment in Shiva Global Biotech**

(Amount in Rs.)

Names of the Partners	Share of Profits (%)	
	31 March, 2017	31 March, 2016
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>30,59,139</b>	<b>1,55,36,850</b>

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**Investment in Laxmi Sai Developers**

(Amount in Rs.)

<b>Names of the Partners</b>		
<b>Share of Profits (%)</b>	<b>As at 31.03.2017</b>	<b>As at 31.03.2016</b>
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>-</b>	<b>20,42,395</b>

**12 Long Term Loans and Advances**

(Amount in Rs.)

	<b>As at 31.03.2017</b>	<b>As at 31.03.2016</b>
Unsecured, Considered Good		
Capital Advances	5,94,615	5,77,500
Security Deposit	63,27,232	68,58,578
Other Loans & Advances		
Loans and Advances to Related Parties	-	17,23,545
Other Deposits	46,14,643	53,18,144
VAT Refund Receivable	72,15,323	44,68,170
Advance Income Tax (Net of Provision)	25,21,901	26,37,778
MAT Credit Entitlement	15,38,803	16,19,673
Advances to Suppliers & Others	19,75,661	11,30,060
<b>Total</b>	<b>2,47,88,179</b>	<b>2,43,33,448</b>

**13 Other Non-Current Assets**

(Amount in Rs.)

<b>Unsecured, Considered Good</b>	<b>As at 31.03.2017</b>	<b>As at 31.03.2016</b>
<b>Long Term Trade Receivables</b>	6,00,51,067	6,97,28,233
<b>Others:</b>		
Interest Accrued but not due on Deposits	7,82,199	6,20,952
<b>Non Current Bank Balances</b>		
Long Term deposits with banks having maturity period more than 12 months		
- In Margin Deposits	64,77,525	13,75,000
- In Fixed Deposits	17,63,037	68,87,313
<b>Others</b>		
Others	55,27,794	23,20,810
<b>Total</b>	<b>7,46,01,622</b>	<b>8,09,32,308</b>

**14 Current Investments**

(Amount in Rs.)

<b>Other Investments (Valued at cost unless Unquoted)</b>	<b>As at 31.03.2017</b>	<b>As at 31.03.2016</b>
<b>Investment in Government Security</b>		
National Saving Certificate	61,000	51,000
<b>Aggregate value of Unquoted Investments</b>	<b>61,000</b>	<b>51,000</b>
<b>Total</b>	<b>61,000</b>	<b>51,000</b>

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**15 Inventories**

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
Raw materials*	47,14,89,034	56,90,71,985
Raw materials in transit*	5,94,69,743	6,62,58,317
Work-in-progress*	1,76,96,925	70,43,028
Finished goods*	32,06,56,600	39,46,17,034
Stock-in-trade*	1,22,56,820	5,45,24,946
Stores and Packing Materials*	6,26,39,681	3,36,54,519
Gold	50,43,753	50,43,753
<b>Total</b>	<b>94,92,52,556</b>	<b>1,13,02,13,582</b>

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

**16 Trade Receivables**

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
Unsecured, Considered Good		
Debts outstanding for a period exceeding six months from due date	9,59,30,240	9,27,13,488
Others	1,04,29,98,172	87,10,57,382
<b>Total</b>	<b>1,13,89,28,411</b>	<b>96,37,70,870</b>

**17. Cash and Cash Equivalents**

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
Balances with Banks		
In Current Accounts	2,45,70,471	1,44,39,835
Cash on hand	33,66,735	62,43,423
<b>Other Bank Balances</b>		
Earmarked Balances (Unpaid Dividend Accounts)	7,75,766	9,19,279
In Deposit Accounts	3,19,446	2,98,402
Margin Money against bank guarantees	1,55,96,078	3,26,04,062
<b>Total</b>	<b>4,46,28,496</b>	<b>5,45,05,001</b>

**18 Short Term Loans and Advances**

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
Unsecured, Considered Good		
Other Loans and Advances		
Staff Imprest and Advances	19,46,826	19,33,614
Prepaid Expenses	26,35,377	23,17,534
VAT Refund Receivable	47,39,088	92,52,273
Advances to Suppliers & Others	3,07,06,523	2,93,04,041
<b>Total</b>	<b>4,00,27,814</b>	<b>4,28,07,462</b>

**19 Other Current Assets**

(Amount in Rs.)

	As at 31.03.2017	As at 31.03.2016
Unsecured, Considered Good		
Interest Accrued but not due on Deposits	13,44,971	17,24,365
Interest Receivable	74,752	4,94,071
Subsidy Receivable	-	52,97,595
Unamortised Expenses	27,269	-
<b>Total</b>	<b>14,46,992</b>	<b>75,16,032</b>

**20 Revenue from Operations**

(Amount in Rs.)

	31 March, 2017	31 March, 2016
<b>Sale of Products</b>		
Finished Goods	4,29,75,81,232	4,11,57,59,536
Traded Goods	24,12,16,311	52,71,52,367
<b>Other Operating Revenue</b>	1,51,500	1,02,70,683
<b>Total</b>	<b>4,53,89,49,044</b>	<b>4,65,31,82,586</b>

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**Particulars of Sales of Products**

(Amount in Rs.)

<b>a Finished Goods</b>	31 March, 2017	31 March, 2016
Fertilizers	1,13,16,19,079	1,59,15,11,819
Seeds	35,74,01,816	28,25,67,361
Crude Oil	83,19,94,937	52,98,70,790
Poultry Feed	1,90,99,71,933	1,70,68,31,443
Soil Conditioner	6,65,93,467	49,78,123
<b>Total</b>	<b>4,29,75,81,232</b>	<b>4,11,57,59,536</b>

<b>b Traded Goods</b>	31 March, 2017	31 March, 2016
Fertilizers	11,30,23,830	8,85,52,328
Crude Oil	93,52,064	19,39,700
Poultry Feed	3,37,72,911	34,52,64,137
Crop Nutrition Products and Fertilizers	67,76,346	68,30,259
Others	7,82,91,160	8,45,65,943
<b>Total</b>	<b>24,12,16,311</b>	<b>52,71,52,367</b>

**21 Other Income**

(Amount in Rs.)

	31 March, 2017	31 March, 2016
Interest Income	34,08,322	32,68,813
Dividend income	15,375	31,894
Share of profits from partnership firm	28,489	19,396
Net Gain on Sale of Investment	9,17,669	13,18,769
Other non-operating income	79,49,981	47,13,623
<b>Total</b>	<b>1,23,19,837</b>	<b>93,52,495</b>

**22 Cost of Materials Consumed**

(Amount in Rs.)

	31 March, 2017	31 March, 2016
<b>Raw Material Consumed</b>		
Opening Inventory	63,53,30,302	53,30,66,542
Add: Purchases	3,34,43,40,244	3,58,71,18,737
Add: Transfer from Traded Goods/Stock in Trade	-	(6,70,578)
Less: Inventory at the end of the year	53,23,78,305	63,53,30,302
Less: Transfer to Soya Seed Trading	-	2,00,20,823
<b>Cost of Raw materials consumed</b>	<b>3,44,72,92,242</b>	<b>3,46,41,63,576</b>
<b>Packing Material Consumed</b>		
Opening Inventory	2,96,98,584	3,62,87,001
Add: Purchases	6,84,49,488	6,79,10,535
Less:		
Inventory at the end of the year	3,79,43,092	2,96,98,584
<b>Cost of Packing materials consumed</b>	<b>6,02,04,979</b>	<b>7,44,98,951</b>
<b>Total</b>	<b>3,50,74,97,221</b>	<b>3,53,86,62,528</b>

**(a) Details of Consumption**

(Amount in Rs.)

<b>Raw Material</b>	31 March, 2017	31 March, 2016
Fertilizers	32,61,53,874	79,63,33,761
Rock	29,30,50,477	32,13,97,291
Acid	7,99,18,072	10,96,59,852
Oil Seeds	1,16,64,11,024	-
Raw Mix	36,70,051	1,60,09,712
Seeds	1,54,89,76,407	2,14,55,05,255
Agro Waste	27,37,066	31,95,393
Neem	56,69,070	1,83,74,136
Others	2,07,06,200	5,36,88,176
<b>Total</b>	<b>3,44,72,92,242</b>	<b>3,46,41,63,576</b>

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**Packing Material**

(Amount in Rs.)

	31 March, 2017	31 March, 2016
HDPE Bags	4,99,78,817	7,07,61,037
Bardana	1,02,26,162	37,37,915
<b>Total</b>	<b>6,02,04,979</b>	<b>7,44,98,952</b>

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

(Amount in Rs.)

	31 March, 2017	31 March, 2016
Fertilizers	11,34,74,063	6,96,81,758
Poultry Feed	3,12,45,668	32,49,08,505
Crude Oil	92,24,341	(8,98,670)
Seeds	1,25,03,720	63,17,554
Crop Nutrition Products and Fertilizers	14,49,750	29,68,602
Others	7,27,23,636	8,23,90,644
<b>Total</b>	<b>24,06,21,178</b>	<b>48,53,68,393</b>

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

(Amount in Rs.)

	31 March, 2017	31 March, 2016
Stock at the beginning of the year		
Finished Goods	39,35,18,957	25,51,31,663
Work-in-progress	70,43,028	57,41,530
Stock-in-trade	2,67,44,324	2,67,13,321
Less: Stock at the end of the year		
Finished Goods	31,33,64,663	39,35,18,957
Work-in-progress	1,76,96,925	70,43,028
Stock-in-trade	1,95,48,757	2,67,44,324
<b>Total</b>	<b>7,66,95,965</b>	<b>(13,97,19,796)</b>

**(a) Particulars of Inventory**

(Amount in Rs.)

	31 March, 2017	31 March, 2016
<b>Finished Goods</b>		
Fertilizers	13,23,55,268	24,45,70,057
Seeds	7,89,32,142	6,95,40,569
BRP Rock	2,83,517	9,93,354
Crude Oil	6,23,65,696	2,59,18,030
Poultry Feed	3,19,14,374	3,29,40,188
Soil Conditioner	8,37,367	65,31,799
Others	66,76,299	1,30,24,960
<b>Work-in-progress</b>		
Fertilizers	1,76,96,925	70,43,028
<b>Stock-in-trade</b>		
Seeds	16,94,162	35,64,085
Crop Nutrition Products and Fertilizers	89,39,993	1,13,78,570
Others	89,14,602	1,18,01,669

**25 Employee Benefits Expense**

(Amount in Rs.)

	31 March, 2017	31 March, 2016
Salaries, Wages and Bonus	6,60,79,423	6,46,90,357
Contribution to Provident & Other Fund	46,68,962	27,16,614
Staff Welfare Expenses	11,33,495	11,82,506
<b>Total</b>	<b>7,18,81,880</b>	<b>6,85,89,477</b>

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**26 Finance Costs** (Amount in Rs.)

	31 March, 2017	31 March, 2016
Interest Expenses	10,64,02,115	13,70,30,618
Other Borrowing Costs	82,49,600	54,50,582
<b>Total</b>	<b>11,46,51,716</b>	<b>14,24,81,200</b>

**27 Other Expenses** (Amount in Rs.)

	31 March, 2017	31 March, 2016
Consumption of stores and spares	2,52,90,233	3,95,64,740
Power and Fuel	8,16,40,330	7,30,88,527
Rent	36,79,777	57,70,085
Repairs to Buildings	11,34,955	3,26,672
Repairs to Machinery	29,44,483	32,62,769
Insurance	16,11,498	23,65,121
Rates and Taxes	22,78,765	50,24,229
<b>Miscellaneous expenses</b>		
Outward Freight and Transportation	9,21,72,200	11,52,14,372
Discount and Commission	10,53,39,215	9,95,38,210
Other Expenses	7,86,21,466	9,85,32,779
<b>Total</b>	<b>39,47,12,922</b>	<b>44,26,87,504</b>

(a) Details of Payment to Auditors (Amount in Rs.)

	31 March, 2017	31 March, 2016
Audit Fees	4,85,350	4,55,000
Certification Fees	70,000	70,000
Tax Audit Fees	3,22,100	2,56,750
Vat Audit Fees	2,54,300	1,90,000
Out of Pocket Expenses	74,250	1,16,750
<b>Total</b>	<b>12,06,000</b>	<b>10,88,500</b>

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

**28 Earnings Per Share** (Amount in Rs.)

	31 March, 2017	31 March, 2016
a. Profit after Tax as per the Statement of Profit & Loss attributable to equity shareholders	5,10,05,306	3,44,60,426
b. Weighted average number of equity shares outstanding	98,96,836	95,43,000
c. Basic & Diluted earnings per share in rupee (Face value Rs.10 per share)	5.15	3.61

**29 Contingent Liabilities** (Amount in Rs.)

(to the extent not provided for)	31 March, 2017	31 March, 2016
<b>Contingent liabilities</b>		
Outstanding bank guarantees	65,75,000	80,75,000
Claims against the Company not acknowledged as debts in respect of matters under dispute relating to:		
Cess	-	55,66,391
Sales Tax	47,52,420	35,91,853
Others	5,00,000	6,30,000
Letter of Credit issued by Bankers	6,22,45,056	14,57,14,681
<b>Total</b>	<b>7,40,72,476</b>	<b>16,35,77,925</b>

**30 Value of imports calculated on C.I.F. basis** (Amount in Rs.)

	31.03.2017	31.03.2016
Raw Materials	14,43,96,724	24,78,16,721
<b>Total</b>	<b>14,43,96,724</b>	<b>24,78,16,721</b>

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**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. Samta Mohit Maliwal
5	Mr. Mohit Deepak Maliwal	22	Mrs. Santoshdevi Kalantri
6	Mr. Nandkishor Toshniwal	23	Mrs. Sarojdevi Kalantri
7	Mr. Rajeshwar Medewar	24	Mrs. Seema Sanjay Chintawar
8	Mr. Rajkumar Madhusudan Kalantri	25	Mrs. Sheela Medewar
9	Mr. Sadanand Medewar	26	Mrs. Vijaya S. Medewar
10	Mr. Sanjay Chintawar	27	Ms. Pooja Madhusudan Kalantri
11	Mr. Sunil Medewar	28	Ms. Preeti Madhusudan Kalantri
12	Mr. Sushil Medewar	29	Deepak Shyamsunder Maliwal HUF
13	Mr. Vasant U. Medewar	30	Shriram Udhavrao Medewar (HUF)
14	Mrs. Chandrabhagabai Gilda	31	Sujeet Shriram Medewar (HUF)
15	Mrs. Kirti Anand Gilda	32	Sunil Shriram Medewar (HUF)
16	Mrs. Kshipra N. Kailaswar	33	Sushil Shriram Medewar (HUF)
17	Mrs. Mayuri S Medewar	34	Udhavrao Madhavrao Medewar (HUF)

**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	7,37,310 -	31,71,039 -	4,20,31,439 (11,58,78,055)	- (2,00,000)	4,59,39,788 (11,60,78,055)
2	Sale of Goods	- -	8,24,520 -	10,22,96,174 (17,39,63,692)	- -	10,31,20,694 (17,39,63,692)
3	Purchase of Fixed Assets	- -	- -	44,140 -	- -	44,140 -
4	Services Received	- -	- (1,00,000)	8,46,623 (20,33,244)	- -	8,46,623 (21,33,244)
5	Services Rendered	- -	- -	- -	- (3,18,000)	- (3,18,000)
6	Loan Taken	8,76,917 (98,38,000)	1,19,73,678 (2,02,45,753)	- -	- -	1,28,50,595 (3,00,83,753)
7	Advances Given	2,76,220 -	11,29,651 -	- -	- -	14,05,871 -
8	Advances Received	2,76,220 -	11,41,035 -	- -	- -	14,17,255 -
9	Interest Paid	8,24,167 (10,67,496)	32,17,413 (41,42,522)	45,75,191 (7,21,901)	- -	86,16,771 (59,31,919)
10	Loan Repaid	77,70,437 (11,66,181)	2,60,32,227 (67,41,284)	1,34,63,519 (1,59,781)	- -	4,72,66,183 (80,67,246)
11	Remuneration Paid	27,00,000 (7,30,000)	12,00,000 (14,02,500)	- -	- -	39,00,000 (21,32,500)
12	Share of Profits	- -	- -	- -	28,489 (19,396)	28,489 (19,396)
13	Closing Balance	62,24,494 (1,33,38,602)	2,95,09,668 (3,85,24,160)	8,89,90,597 (7,26,65,048)	23,29,125 (35,88,316)	12,70,53,884 (12,81,16,126)

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	1,31,37,31,272 (1,68,33,40,586)	36,41,78,162 (28,97,57,297)	2,85,02,56,211 (2,66,78,81,949)	4,52,81,65,646 (4,64,09,79,831)
Other Income	1,09,51,312 (77,06,605)	3,00,936 (2,24,866)	10,67,588 (14,21,024)	1,23,19,837 (93,52,495)
<b>Segment Result</b>				
Profit Before Tax	4,33,37,844 (3,62,78,844)	28,21,738 (23,60,174)	5,88,43,624 (4,38,92,767)	10,50,03,206 (8,25,31,785)
Provision for Tax	1,16,65,631 (1,49,23,782)	9,13,475 (10,09,957)	1,94,42,182 (1,50,12,442)	3,20,21,288 (3,09,46,181)
<b>Other Information</b>				
Segment Assets	1,42,49,43,945 (1,55,10,86,717)	34,45,82,153 (34,88,10,589)	1,00,14,34,194 (92,40,45,647)	2,77,09,60,292 (2,82,39,42,954)
Segment Liabilities	97,45,79,686 (1,14,22,25,146)	17,68,85,300 (18,30,21,999)	63,44,20,655 (59,64,33,549)	1,78,58,85,642 (1,92,16,80,694)

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
			31.03.2017	31.03.2016	
1	Kirtiman Agro Genetics Limited	India	64.50%	64.50%	31.03.2017
2	Ghatprabha Fertilizers Private Limited	India	61.53%	61.53%	31.03.2017
3	Shiva Parvati Poultry Feed Private Limited	India	51.00%	51.00%	31.03.2017
4	Shrinivasa Agro Foods Private Limited	India	51.00%	51.00%	31.03.2017

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

As per our report of even date

For and on behalf of the Board of Directors

**For Aditya Falor & Associates**  
Chartered Accountants  
Firm Registration No.: 127273W

CA Aditya G. Falor  
Proprietor  
Membership No. 122487

Place: Nanded  
Date: 30th May, 2017

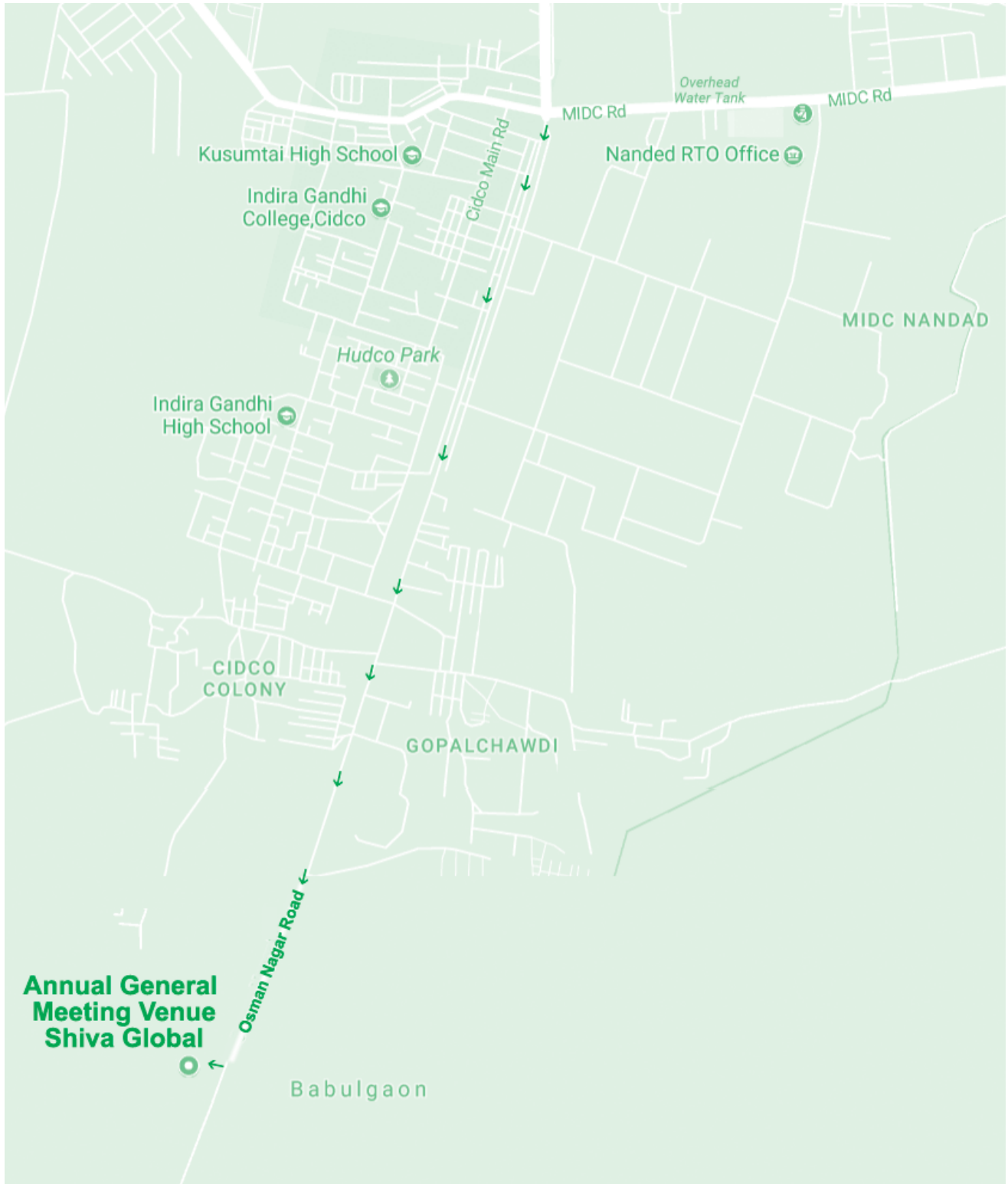
\_\_\_\_\_  
Omprakash K. Gilda  
Managing Director

\_\_\_\_\_  
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 25th Annual General Meeting of the Company, to be held on Friday, September 29, 2017 at 1:00 p.m. at 'Shri Hanuman Nagar, Osmannagar Road, Village Dhakni, Taluka Loha, District Nanded and at any adjournment thereof in respect of such resolutions as are indicated below:

#### Ordinary Business:

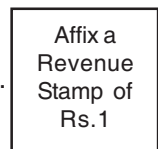
- 1 Adoption of Audited Financial Statements for the financial year 2016-17.
- 2 Appointment of Mr. Deepak S. Maliwal, as a Director
- 3 Ratification of Appointment of M/s. Aditya Falor & Associates as Statutory Auditors

#### Special Business:

- 4 Ratification of payment of Remuneration to Cost Auditors

Signed this ..... day of September, 2017 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](mailto:shivaagro1@gmail.com) Website : [www.shivaagro.org](http://www.shivaagro.org)