

ANNUAL REPORT 2014-2015



Super Crop Safe Limited





CHAIRMAN'S STATEMENT



Ishwarbhai B. Patel
Chairman & Managing Director



RATINGS

NSIC-CRISIL Rating : SE1A

**'Highest Performance
Capability and
High Financial
Strength'**

Indicates the level of
creditworthiness, adjudged in
relation to other Micro &
Small Enterprises

Report Date **Valid Till**
July 14, 2015 July 13, 2016

Dear Shareholders,

It gives me immense pleasure in addressing this communication to you, particularly considering the fact that the Fiscal Year 2014-15 in a way is a landmark year for your Company considering the fact that your Company has surpassed the Sales figure of Rs. 63 crores and also considering the fact that we are now considered as a Serious Long Term Player in the national market of agrochemicals.

Let me share with you certain important developments which I feel are strategic in terms of charting the course of the future growth trajectory of your Company. Thus first and foremost, your Company has continued its strong march of further consolidating its position as a leading quality supplier of high quality agrochemicals countrywide with our presence being in 8 states in brand product and others states in bulk formulations. Thus most of the major companies in this industry are our customers or suppliers. It is heartening to mention that notwithstanding the continuation of a relatively depressed economic growth scenario in the major markets of the country and overseas, we have actually achieved a positive growth through a growth in the market share and also by geographical extension of our market reach which is now practically in major parts of the contrary.

However, more heartening is the fact that the endeavour that we began in the marketing and production around 7 years ago and continued till date has now gathered momentum and in the year to come this will be a major growth driver on a sustained basis. In Fiscal year 2014-15 we have achieved a 3.93% which has come through increased sales in the different levels of customers in wide spread geographical area. Today your Company is servicing major agrochemicals companies in domestic and export markets. Several new opportunities are under development. Thus, the medium to long term growth prospects are indeed bright.

Through a strong and dedicated team your Company has demonstrated a proven capability profile of finding cost effective and innovative solutions for the customers and this process will continue on a consistent basis in the years to come; which will eventually help your Company in achieving its vision of becoming a one of the National leader in this niche business of agrochemicals.

I gratefully acknowledge the un-stinted support of all the Board Members and Senior Managerial Personnel, the Staff Members and Workers and each and every member of SCSL family for their untiring efforts in making the Company what it is today. I cannot forget our customers, vendors and suppliers for reposing strong confidence in the Company. I also acknowledge the kind co-operation and support of bankers. Last but not the least, I sincerely once again thanks all the stake holders for supporting the encouraging in Company's endeavour.

Ishwarbhai B. Patel
Chairman & Managing Director



COMPANY INFORMATION

BOARD OF DIRECTORS

Shri Ishwarbhai B. Patel	<i>Chairman & Managing Director, CEO</i>
Shri Ambalal B. Patel	<i>Executive Director</i>
Shri Nitinbhai I. Patel	<i>Executive Director, CFO</i>
Shri Piyushbhai K. Patel	<i>Non Executive Independent Director</i>
Shri N. R. Krishna	<i>Non Executive Independent Director</i>
Smt. Kalpanaben J Pandya	<i>Non Executive Independent Director</i>

AUDITORS

Parimal S. Shah & Co.,
Chartered Accountants
104-105/B, Anand Chambers,
Near Old High Court Rly. Crossing,
Behind Hindustan Garage,
Ahmedabad - 9.

BANKERS

HDFC Bank Ltd.
State Bank of India

REGISTRARS & SHARE TRANSFER AGENTS

Link Intime India Pvt. Ltd.
C-13, Pannalal Silk Mills Compound,
L. B. S. Marg, Bhandup (W),
Mumbai - 400 078.

FACTORY

Survey No.: 864
At & Post : Himatpura (Bilodra)
Ta : Mansa, Dist : Gandhinagar.

REGISTERED OFFICE

C-1/290, G.I.D.C. Estate,
Phase I, Naroda, Ahmedabad - 382 330.

CIN

L24231GJ1987PLC009392

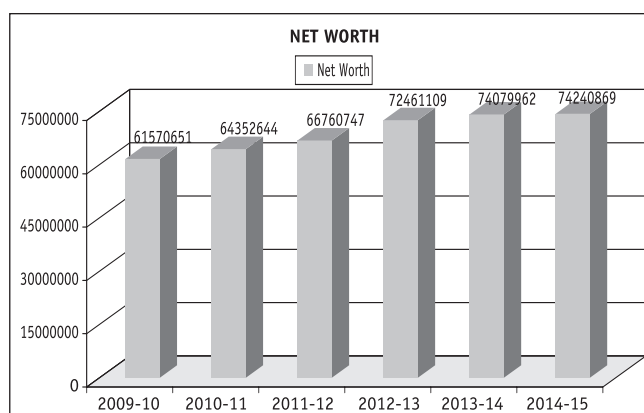
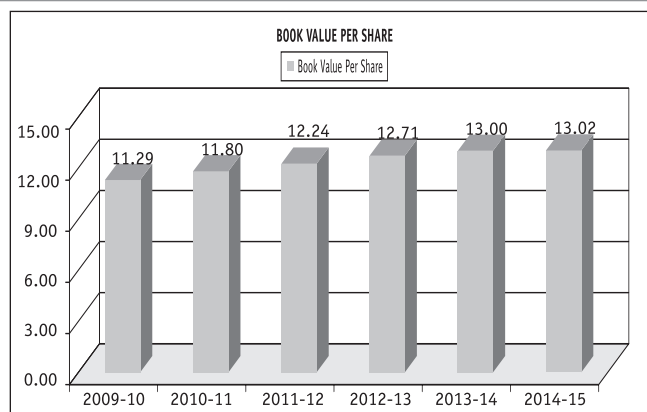
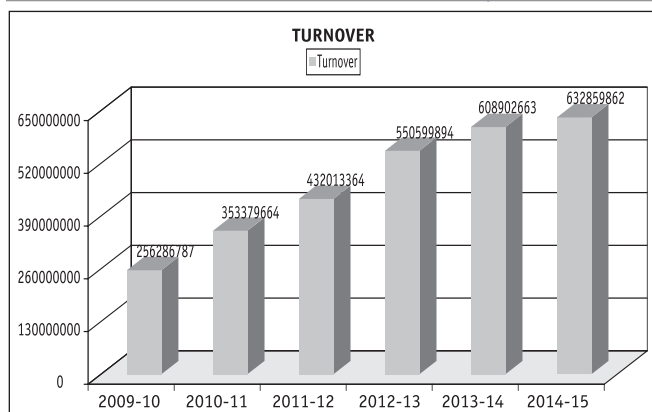
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FINANCIAL HIGHLIGHTS AND KEY INDICATORS

Year	2014-15	2013-14	2012-13	2011-12	2010-11	2009-10
Turnover	632859862	608902663	550599894	432013364	353379664	256286787
Earning Before Depreciation and Tax (EBDT)	11265940	12497066	11888362	12838729	11343904	7754557
Depreciation	6114291	4403150	3851483	3429753	2928689	2061429
Profit After Tax	3925376	4953213	8036879	5559069	5952328	4126745
Equity Dividend	2850000	2850000	2850000	2727350	2727350	0
Earning Per Share	0.6887	0.8690	0.8396	1.0191	1.0912	0.7829
Reserves and Surplus	17365035	17204128	15585275	12337913	9948644	7166651
Net Worth	74240869	74079962	72461109	66760747	64352644	61570651
Gross Fixed Assets	69940112	66254868	48984744	48992576	40064183	33175158
Net Fixed Assets	34431914	36406509	25200673	25884798	20389128	16308934
Market Capitalisation	100320000	83790000	106305000	101457420	103639300	65347306
Number of Share	5700000	5700000	5700000	5454700	5454700	5454700
Book Value Per Share	13.02	13.00	12.71	12.24	11.80	11.29





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NOTICE

NOTICE is hereby given that the Annual General Meeting of the Company will be held on Tuesday, 29th September, 2015 at 11.00 a.m. at the Registered Office of the Company at C-1/290, GIDC Estate, Phase I, Naroda, Ahmedabad 382 330 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Balance Sheet as at 31st March, 2015, the Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors' thereon.
2. To declare dividend on Equity Shares for the financial year ended 31st March, 2015.
3. To appoint a Director in place of Mr. Ishwarbhai Baldevdas Patel (DIN: 00206389), who retires by rotation and being eligible offers himself for re- appointment.
4. To appoint a Director in place of Mr. Ambalal Baldevdas Patel (DIN: 00206520), who, retires by rotation and being eligible offers himself for re- appointment.
5. To consider and if thought fit, to pass with or without modification/s, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the ordinary resolution passed by the Members at the Annual General Meeting of the Company and the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification (s) or re-enactment (s) thereof for the time being in force), the Appointment of M/s Parimal S. Shah & Co., Chartered Accountants having Firm's Registration No. 107591W as the Statutory Auditors of the Company for the Financial year ending 31st March, 2016, at such remuneration as may be approved by the Board of Directors of the company, be and is hereby ratified."

By Order of the Board of Directors

Sd/-

Ishwarbhai B Patel
Chairman

Place : Ahmedabad

Date : 31/07/2015

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.

As per Section 105 of the Companies Act, 2013 and Rule 19, Sub-Rule (2) of the Companies (Management and Administration) Rules, 2014, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights.

If the appointer is a corporation, the proxy must be executed under seal or the hand of its duly authorized officer or attorney.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as may be applicable.

2. The Register of Members and the Share Transfer Books of the Company will remain closed from September 23, 2015 to September 29, 2015 (both days inclusive). Dividend for the year ended March 31, 2015, at the rate of Rs. 0.50/- per fully paid-up equity share of Rs. 10/- each if declared at the Meeting.
 - (i) whose names appear as Members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company/ Registrar and Transfer Agent on or before September 22, 2015; and
 - (ii) whose names appear as Beneficial Owners in the list of Beneficial Owners on September 22, 2015 furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose..
3. Shareholders holding shares in electronic form are hereby informed that bank particulars registered against the respective depository accounts will be used by the Company for payment of the dividend. The company or its Registrar cannot act on any request received directly from the shareholders, holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participants of the shareholders.
4. Shareholders holding shares in physical form are requested to advise any change of address immediately to the Company's Registrar and Share transfer agents, Link Intime India Pvt. Ltd., C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai 400 078.
5. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.



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6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
7. Details under Clause 49 of the Listing Agreement with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
8. Electronic copy of the Annual Report for 2015 is being sent to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2015 is being sent in the permitted mode.
9. Members may also note that the Notice of the Annual General Meeting and the Annual Report for 2015 will also be available on the Company's website www.supercropsafe.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days.
10. Members holding shares in physical mode may also send the request to the Company or its Registrar by letter or by email at Ahmedabad@linkintime.co.in to receive the soft copy of the Annual Report by email instead of hard copy. Members are requested to bring their Attendance Slip along with their copy of Annual Report to the Meeting.
11. Members are requested to provide their client ID and DP ID numbers at the meeting for easy identification.
12. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their questions in writing to the Company at least 10 (Ten) days before the date of the Meeting so that the information required may be made available at the Meeting.
13. Members are requested to note that dividends not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be, as per Section 125 of the Companies Act, 2013, transferred to the Investor Education and Protection Fund established by the Central Government pursuant to the provisions of the Investor Education and Protection Fund.
14. **GREEN INITIATIVE:**
The Ministry of Corporate Affairs ("MCA"), Government of India, through its Circular No. 17/2011 dated 21st April, 2011 and Circular No. 18/2011 dated 29th April, 2011, has allowed companies to send Annual Report comprising of Balance Sheet, Statement of the Profit & Loss, Directors' Report, Auditors' Report and Explanatory Statement etc., through electronic mode to the registered e-mail address of the members. Keeping in view the underlying theme and the circulars issued by MCA, we propose to send future communications in electronic mode to the e-mail address provided by you to the depositories and made available by them being the registered address. By opting to receive communication through electronic mode you have the benefit of receiving communications promptly and avoiding loss in postal transit.
15. All documents referred to the accompanying Notice and Explanatory Statement shall be open for inspection at the Registered Office of the Company on all working days except Sunday and public holidays between 11.00 a.m. to 1.00 p.m. upto and including the date of Annual General Meeting of the Company.
16. **INSTRUCTIONS FOR e-VOTING:**
In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide e -voting facility which will enable the members to exercise their rights to vote at the ensuing Annual General Meeting (AGM) by electronics means. Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL) to facilitate e-voting.
The instructions for members for voting electronically are as under:
 - i. The voting period begins on 26th September, 2015 (9.00 a.m.) and ends on 28th September, 2015 (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 (record date) of 22nd September, 2015, may cast their vote electronically. The 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
 - iii. Click on Shareholders
 - iv. Now Enter your User ID
 - a. For CDSL : 16 digits beneficiary ID,
 - b. For NSDL : 8 Character DP ID followed by 8 Digits Client ID,
 - c. 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 and voted on an earlier voting of any company, then your existing password is to be used.



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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"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on address slip / Postal Ballot / Attendance Slip indicated in the PAN field.
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"> 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).

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 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 e-voting on the resolutions contained in this Notice.

xi. Click on the EVSN 150901116 along with SUPER CROP SAFE 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 changed 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 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.
- 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 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.

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



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COMMENCEMENT OF E-VOTING PERIOD AND OTHER E-VOTING INSTRUCTIONS:

- The e-Voting period commences on 26th September, 2015 (9.00 a.m.) and ends on 28th September, 2015 (5.00 p.m.). During these period shareholders of the Company, holding shares either in physical form or in the dematerialized form, as on cutoff date of 22nd September, 2015 may cast their vote electronically. The e-Voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- The voting rights of shareholders shall be in proportion to their shares of the Paid Up Equity Share Capital of the Company.
- PCS Ashish C. Doshi of M/s SPANJ & ASSOCIATES, Practising Company Secretaries FCS 3544; CP No: 2356 of T/F, Anison Building, 3rd Floor, State Bank of India Lane, Swastik Soc., Nr. Stadium Circle, C. G. Road, Navrangpura, Ahmedabad-380 009 has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
- The Scrutinizer shall, within a period not exceeding three (3) working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, and submit forthwith to the Chairman of the Company.
- The results declared along with the scrutinizer's report shall be placed on the Company's website www.supercropsafe.com and on the website of CDSL <https://www.evotingindia.com> within two working days of the passing of the resolutions at the AGM of the Company and communicated to the BSE Limited where the shares of the Company are listed.

Company's Details:

SUPER CROP SAFE LIMITED

C-1/290, G.I.D.C Estate, Phase I,
Naroda, Ahmedabad 382 330 Gujarat, India

CIN: L24231GJ1987PLC009392

E-mail ID: super_crop_safe@yahoo.com

Registrar and Transfer Agent:

LINK INTIME INDIA PRIVATE LIMITED

C-13, Pannalal Silk Mills Compound, L.B.S. Marg,
Bhandup (W), Mumbai 400 078

E-Voting Agency:

Central Depository Services (India) Limited

E-mail ID: helpdesk.evoting@cdslindia.com

Scrutinizer: CS Ashish Doshi

SPANJ & ASSOCIATES

Practising Company Secretaries

TF/1, Anison Building, SBI Lane,

Nr. Stadium Circle C. G. Road,

Ahmedabad-380 009

E-mail ID: csdoshiac@gmail.com

BRIEF RESUME OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AND DIRECTORS APPOINTED SINCE LAST A.G.M

Particulars	Mr. Ishwarbhai Baldevdas Patel	Mr. Ambalal Baldevdas Patel
Date of Birth	03/04/1945	01/01/1950
Appointed on	09/02/1987	15/12/1994
Qualifications	Under Graduate	Under Graduate
Expertise in Specific Functional Areas	Business	Business
Directorships held in other Public Companies (excluding foreign companies)	No	No
Membership/ Chairmanship of Committees across public Companies	No	No
Shareholding	278892	404900

By Order of the Board of Directors

Place : Ahmedabad

Date : 31/07/2015

Sd/-

Ishwarbhai B Patel

Chairman



Super Crop Safe Limited

DIRECTORS' REPORT

To

The Members,

Your Directors are pleased to present the 28th Annual Report together with the audited accounts of the company for the year ended on **31st March, 2015**. The summarized financial results for the year ended 31st March, 2015 are as under:

Financial Results:

<i>Particulars</i>	<i>Financial Year 2014-15 (Amount in Rs.)</i>	<i>Financial Year 2013-14 (Amount in Rs.)</i>
Profit / (Loss) before Depreciation	1,12,65,940	1,24,97,065
Less: Depreciation	61,14,291	44,03,150
Profit / (Loss) before Taxation	51,51,649	80,93,915
Less: Deferred Tax	3,65,880	-87,423
Less: Current Tax	-15,92,153	-30,53,280
Net Profit / (Loss) after Depreciation & Tax	39,25,376	49,53,212
Transferred to General Reserve	1,60,907	16,18,853
Dividend on equity shares	28,50,000	28,50,000
Tax on Dividend	5,69,829	4,84,360

Operations:

During the year under report, the company continued to reach the new heights in sales and profit as well. Sales of the company have increased to Rs. 63,28,59,862/- (Previous Year Rs. 60,89,02,663/-) which shows encouraging growth in total revenue and speaks about the efficient working of the company.

Members are aware that changes were introduced by your directors in marketing strategy a few years back and since then performance of the company is improving, which have resulted in strengthening the financial position of the company. The encouraging results are before you. Your company has done very well even during the global depression in the country and overseas market.

Dividend

Your Directors have recommended dividend of Rs. 0.50 per Equity Share for the current financial year (Previous year Rs. 0.50), amounting to Rs. 34,19,829 (inclusive of tax Rs. 5,69,829), Previous year Rs. 33,34,360 (inclusive of tax Rs. 4,84,360). Those members whose names are registered on the Register of Members on 22nd September, 2015, will be entitled to dividend.

In respect of shares held in the dematerialized form, the dividend will be paid to the members whose names are furnished by NSDL and CDSL, as beneficiary owners.

Change in the Nature of Business:

There has been no change in the nature of the business during the financial year 2014-15.

Transfer to Reserves

The company has transferred Rs. 1,60,907 from Profit & Loss Account to General Reserve.

Deposits:

The Company has not accepted any Deposits from the public and it is therefore not required to comply with the requirement under the Companies (Accounts) Rules, 2014.

Change in Share Capital:

During the financial year 2014-15, there has been no change in share capital of the company as compared to previous financial year.



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Disclosure regarding Issue of Equity Shares with Different Rights:

The company has not issued any equity shares with differential voting rights during the Financial year and it is therefore not required to make disclosures specified in Rule 4 (4) of Companies (Share Capital and Debenture) Rules, 2014.

Disclosure regarding issue of Sweat Equity Shares:

The company has not issued any Sweat Equity Shares during the Financial year and it is therefore not required to make disclosures specified in Rule 8 (13) of Companies (Share Capital and Debenture) Rules, 2014.

Disclosure regarding issue of Employee Stock Option:

The company has not issued any shares under Employee Stock Option Scheme during the Financial year and it is therefore not required to make disclosures specified in Rule 12 (9) of Companies (Share Capital and Debenture) Rules, 2014.

Extract of Annual Return:

The Extract of Annual return in form no. MGT – 9 pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014 as on the financial year ended on March 31, 2015 is annexed herewith as Annexure – I to this report.

Number of Meetings of the Board of Directors and Audit Committee:

A calendar of Meetings is prepared and circulated in advance to the Directors.

During the year Eight Board Meetings and one Independent Directors' meeting and Four Audit Committee Meeting were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Particulars of Loan, Guarantees and Investment:

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the financial statement (Please refer to Note to the financial statement).

Contracts or arrangements with Related Parties under Section 188(1) of the Companies Act, 2013:

With reference to Section 134(3)(h) of the Companies Act, 2013, all contracts and arrangements with related parties under Section 188(1) of the Act, entered by the Company during the financial year, were in the ordinary course of business and on an arm's length basis.

During the year, the Company had not entered into any contract or arrangement with related parties which could be considered 'material' according to the policy of the Company on Materiality of Related Party Transactions.

Your attention is drawn to the Related Party disclosures set out in Note no. 31 of the Notes forming part of the Account.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:

Particulars relating to conservation of Energy, Technology Absorption, Foreign exchange earnings and outgo, are given separately in the Annexure hereto and form part of this report as Annexure – II.

Material changes and commitments affecting the financial position of the company:

There are no material changes and commitments affecting financial position of the company which have occurred between the end of financial year and date of report.

Subsidiaries, Joint Ventures and Associate Companies:

During the year under review, Company does not have any subsidiary company and none of the companies has become or ceased to be Company's subsidiaries, joint ventures or associate companies.

Report on the performance and financial position of each of the subsidiaries, associates and joint venture companies:

During the year under review, none of the companies have become or ceased to be Company's subsidiaries, joint ventures or associate companies, therefore Report on the performance and financial position of each of the subsidiaries, associates and joint venture companies is not required to be given.

Directors:

Pursuant to Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, one-third of such of the Directors as are liable to retire by rotation, shall retire every year and, if eligible, offer themselves for re-appointment at every AGM. Consequently, Mr. Ishwarbhai Baldevdas Patel (DIN: 00206389) and Mr. Ambalal Baldevdas Patel (DIN: 00206520), Directors will retire by rotation at the ensuing AGM, and being eligible, offer themselves for re-appointment in accordance with the provisions of the Companies Act, 2013.



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The brief resume of the Directors being appointed/ reappointed, the nature of their expertise in specific functional areas, names of companies in which they have held Directorships, Committee Memberships/ Chairmanships, their shareholding etc., are furnished in the explanatory statement to the notice of the ensuing AGM.

The Directors recommend their appointment/re-appointment at the ensuing AGM.

Pursuant to the provisions under Section 134(3)(d) of the Companies Act, 2013, with respect to statement on declaration given by Independent Directors under Section 149(6) of the Act, the Board hereby confirms that all the Independent Directors of the Company have given a declaration and have confirmed that they meet the criteria of independence as provided in the said Section 149(6).

Key Managerial Personnel

The Key Managerial Personnel (KMP) in the Company as per Section 2(51) and 203 of the Companies Act, 2013 are as follows:

Mr. Ishwarbhai Baldevdas Patel: Managing Director

Mr. Ambalal Baldevdas Patel: Whole Time Director

Mr. Nitinkumar Ishwarbhai Patel: Whole Time Director

Mr. Ishwarbhai Baldevdas Patel: CEO

Mr. Nitinkumar Ishwarbhai Patel: CFO

During the year there was no change (appointment or cessation) in the office of any KMP.

The Company is in search of other suitable personnel to be appointed as CS as Key Managerial Personnel. The Company will appoint KMP as and when finds suitable candidate for the same.

Declaration by Independent Director:

As per the requirements of the Companies Act, 2013, the company being a listed company require to appoint independent Directors being a listed company. Therefore requirement for obtaining Declaration by the Independent Directors pursuant to section 149 (6) Companies Act, 2013 is applicable to the company.

List of the Independent directors:

- 1) Mr. Radhakrishna Naraparaju
- 2) Mr. Piyushkumar Krishnaprasad Patel
- 3) Ms. Kalpanaben Jigneshbhai Pandya

The Independent Directors have submitted the declaration of Independence, as required pursuant to Section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as provided in sub section (6) and Clause 49 of the Listing agreement.

Directors' Responsibility Statement:

In accordance with the provisions of Section 134 (3) (c) read with section 134 (5) of the Companies Act, 2013, the Board of Directors states:

- 1) that in the preparation of the annual financial statements for the year ended March 31, 2015, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- 2) that such accounting policies have been selected and applied consistently and judgement 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, 2015 and of the profit of the Company for the year ended on that date.
- 3) 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;
- 4) that the annual financial statements have been prepared on a going concern basis;
- 5) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- 6) that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

Particulars of Employees:

The information required pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the



Super Crop Safe Limited

Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. If any Member is interested in obtaining a copy thereof, such Member may write to the Company Secretary in this regard.

Managerial Remuneration:

The information required pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, is attached herewith as Annexure – III.

Details Of Significant And Material Orders Passed By The Regulators Or Courts Or Tribunals Impacting The Going Concern Status And Company's Operations In Future:

The Company has not received any significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in Future.

Insurance

The Company has taken adequate insurance to cover the risks to its people, plants and machineries, buildings and other assets, profit and third parties.

Risk Management Policy:

The company has taken sufficient insurance for the properties against risks of fire, strike, riot and earthquake. All the Assets of the company including Inventories, Buildings, Machinery is adequately insured.

The Company has laid down a Risk Management Policy and identified threat of such events which if occurs will adversely affect either / or, value to shareholders, ability of company to achieve objectives, ability to implement business strategies, the manner in which the company operates and reputation as "Risks". Further such Risks are categorized in to Strategic Risks, Operating Risks & Regulatory Risks. A detailed exercise is carried out to identify, evaluate, manage and monitoring all the three types of risks. A Risk Management Committee has been constituted to oversee the risk management process in the Company required under Section 134 (3) (n) of the Companies Act, 2013 and Clause 49 of the Listing Agreement.

Corporate Social Responsibility:

Under Section 135 of the Companies Act, 2013 the provision of Corporate Social Responsibility is not applicable to the company for the financial year 2014-15.

Audit Committee:

The company is require to constitute Audit Committee pursuant to section 177 of the Companies Act, 2013 read with rule (6) of the Companies (Meetings of Board and its Powers) Rules, 2014 and clause 49 of the Listing Agreement being a Listed company. The Company has constituted the audit committee

Vigil Mechanism:

The Company has established vigil mechanism and framed whistle blower policy for Directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of Company's Code of Conduct or Ethics Policy.

Nomination and Remuneration Committee:

The company is require to constitute Nomination and Remuneration Committee pursuant to section 178 of the Companies Act, 2013 read with rule (6) of the Companies (Meetings of Board and its Powers) Rules, 2014 being a Listed company 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.

Board Evaluation:

Pursuant to Section 134 (3) (p) of the Companies Act, 2013 read with rule 8 (4) of the Companies (Accounts) Rules, 2014 and the Listing Agreement with Stock Exchanges, the Board, in consultation with its Nomination & Remuneration Committee, has formulated a framework containing, inter-alia, the criteria for performance evaluation of the entire Board of the Company, its Committees and Individual Directors, including Independent Directors..

Corporate Governance & Management Discussion and Analysis:

Provision of clause 49 relating to Corporate Governance and Management Discussion & Analysis are not applicable to the company vide SEBI Circular No. CIR/CFD/POLICY CELL/7/2014 dated 15th September, 2014 and therefore, Corporate Governance report and Management Discussion & Analysis are not forming part of the Annual Report.



Super Crop Safe Limited

Disclosures under Sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act, 2013

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy against sexual harassment in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder.

During the financial year 2014-15, the company has not received any complaints on sexual harassment and hence no complaints remain pending as of 31st March, 2015.

Secretarial Audit Report:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s SPANJ & Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as "Annexure -IV".

Statutory Auditors:

M/s. Parimal S. Shah & Co., Chartered Accountants, Statutory auditors of the company, will retire at the conclusion of the ensuing Annual General Meeting and, being eligible; offer themselves for re-appointment as statutory auditors for the financial year 2015-16. The company has received a letter from them to the effect that their re-appointment, if made, would be within the limit prescribed under section 139 of the Companies Act, 2013, and that they are not disqualified for such re-appointment within the meaning of Section 141 of the Companies Act, 2013.

Your Board of directors recommends the re-appointment of M/s. Parimal S. Shah & Co., Chartered Accountants, as statutory auditors.

Cost Auditor:

Pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014 is not applicable to the company for the year under review.

Internal Financial Control System:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit (IA) function is defined in the Internal Audit Charter. To maintain its objectivity and independence, the Internal Auditor places Internal Audit reports before the Board of Directors.

The Internal Auditor monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of Internal Auditor, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant Audit observations and corrective actions thereon are presented before the Board.

Auditors Report:

As regards the comments made in the Auditor's Report, the Board is of the opinion that they are self-explanatory and does not warrant further clarification.

Acknowledgement:

Your directors place on record their gratitude to the Central Government, State Governments and Company's Bankers for the assistance, co-operation and encouragement they extended to the company. Your directors also wish to place on record their sincere thanks and appreciation for the continuing support and unstinting efforts of investors, vendors, dealers, business associates and employees in ensuring an excellent all around operational performance.

For SUPER CROP SAFE LIMITED

Date : 31st July, 2015
Place : Ahmedabad

Sd/-
ISHWARBHAI B. PATEL
Chairman & Managing Director
[DIN: 00206389]

Sd/-
NITINKUMAR I. PATEL
Director
[DIN: 00206561]



Super Crop Safe Limited

Annexure - I

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2015
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	L24231GJ1987PLC009392
2. Registration Date	09/02/1987
3. Name of the Company	SUPER CROP SAFE LIMITED
4. Category/Sub-category of the Company	Company Limited by shares Indian Non-Government Company
5. Address of the Registered office & contact details	C-1/290, GIDC Estate, Phase-I, Naroda, Ahmedabad, Gujarat - 382330 Ph. : (079) 22823907
6. Whether listed company	Yes (BSE)
7. Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Pvt. Ltd., C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai, Maharashtra, 400078 Tel No.: 022-25946970-78,25963838,25960320

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)

SL No	Name & Description of main products / services	NIC Code of the Product /service	% to total turnover of the company
1	Agro Chemicals	99611720	100%
2			
3			

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: Not Applicable

Sl No	Name & Address of the Company	CIN/GLN	CONCERN	% OF SHARES HELD BY COMPANY	APPLICABLE SECTION
1	-	-	-	-	-



Super Crop Safe Limited

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

a. Category-wise Share Holding

Category of Shareholders	No of Shares held at the beginning of the year [As on 31-March-2014]				No of Shares held at the end of the year [As on 31-March-2015]				% Change during this year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	2603498	0	2603498	45.68	2520414	0	2520414	44.22%	
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)	2603498	0	2603498	45.68	2520414	0	2520414	44.22%	
B. Public Shareholding									
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	505938	0	505938	8.88%	509989	0	509989	8.95%	
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	1079307	514215	1593522	27.95%	1068081	505015	1573096	27.60%	
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	838563	78100	916663	16.08%	903802	77600	981402	17.22%	
c) Others (specify)	0	0	0	0	0	0	0	0	0
Non Resident Indians	3111	0	3111	0.05	8811	0	8811	0.15%	
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	77268	0	77268	1.36%	106288	0	106288	1.86%	
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies - D R	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	2504187	592315	3096502	54.32%	2596971	582615	3179586	55.78%	
Total Public Shareholding (B)=(B)(1)+ (B)(2)	2504187	592315	3096502	54.32%	2596971	582615	3179586	55.78%	
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	5107685	592315	5700000	100.00%	5117385	582615	5700000	100.00%	



Super Crop Safe Limited

B) Shareholding of Promoter-

Sr. No.	Shareholders Name	Shareholding at the beginning of the year 1 st April, 2014			Shareholding at the end of the year 31 st March, 2015			% Change in Shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total Shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total Shares	
1	Ambalal B Patel	404900	7.10	0	404900	7.10	0	0
2	Nitin I Patel	293800	5.15	0	293800	5.15	0	0
3	Ishwarbhai B Patel	278892	4.89	0	278892	4.89	0	0
4	Bhogilal A Patel	261000	4.58	0	261000	4.58	0	0
5	Ambaben I Patel	256127	4.49	0	256127	4.49	0	0
6	Satish I Patel	246000	4.32	0	246000	4.32	0	0
7	Radhaben A Patel	233700	4.10	0	233700	4.10	0	0
8	Palakben S Patel	169200	2.97	0	169200	2.97	0	0
9	Nirupaben B Patel	158700	2.79	0	158700	2.79	0	0
10	Ashaben N Patel	102500	1.80	0	102500	1.80	0	0
11	Bhupendra A Patel	62665	1.10	0	62665	1.10	0	0
12	Kumudben I Patel	8849	0.16	0	8849	0.16	0	0
13	Jyotsnaben A Patel	8554	0.15	0	8554	0.15	0	0
14	Ritaben Bhogilal Patel	74763	1.31	0	30298	0.53	0	-0.78%
15	Nishant Nitinbhai Patel	43848	0.77	0	5229	0.09	0	-0.68
	Total	2603498	45.68	0	2520414	44.22	0	-1.46

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

MGT-9 IV.(iii) Change in Promoters Shareholding							
Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2014		Transactions during the year		Cumulative Shareholding at the end of the year-2015	
		NO. OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES HELD	NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
1	Ambalal B Patel	404900	7.1035			404900	7.1035
	At the end of the Year					404900	7.1035
2	Nitin I Patel	293800	5.1544			293800	5.1544
	At the end of the Year					293800	5.1544
3	Ishwarbhai B Patel	278892	4.8928			278892	4.8928
	At the end of the Year					278892	4.8928
4	Bhogilal A Patel	261000	4.5789			261000	4.5789
	At the end of the Year					261000	4.5789
5	Ambaben I Patel	256127	4.4935			256127	4.4935
	At the end of the Year					256127	4.4935
6	Satish I Patel	246000	4.3158			246000	4.3158
	At the end of the Year					246000	4.3158



Super Crop Safe Limited

MGT-9 IV.(iii) Change in Promoters Shareholding							
Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2014		Transactions during the year		Cumulative Shareholding at the end of the year-2015	
		NO. OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES HELD	NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
7	Radhaben A Patel	233700	4.1000			233700	4.1000
	At the end of the Year					233700	4.1000
8	Palakben S Patel	169200	2.9684			169200	2.9684
	At the end of the Year					169200	2.9684
9	Nirupaben B Patel	158700	2.7842			158700	2.7842
	At the end of the Year					158700	2.7842
10	Ashaben N Patel	102500	1.7982			102500	1.7982
	At the end of the Year					102500	1.7982
11	Bhupendra A Patel	62665	1.0994			62665	1.0994
	At the end of the Year					62665	1.0994
12	Ritaben Bhogilal Patel	74763	1.3116			74763	1.3116
	Transfer			23 May 2014	251	75014	1.3160
	Transfer			13 Jun 2014	25189	100203	1.7579
	Transfer			20 Jun 2014	8909	109112	1.9142
	Transfer			30 Jun 2014	(2665)	106447	1.8675
	Transfer			04 Jul 2014	(4000)	102447	1.7973
	Transfer			11 Jul 2014	(1775)	100672	1.7662
	Transfer			18 Jul 2014	1625	102297	1.7947
	Transfer			25 Jul 2014	56	102353	1.7957
	Transfer			05 Sep 2014	(10625)	91728	1.6093
	Transfer			12 Sep 2014	(3620)	88108	1.5458
	Transfer			19 Sep 2014	(2344)	85764	1.5046
	Transfer			30 Sep 2014	50	85814	1.5055
	Transfer			14 Nov 2014	(6494)	79320	1.3916
	Transfer			21 Nov 2014	(5125)	74195	1.3017
	Transfer			28 Nov 2014	(4300)	69895	1.2262
	Transfer			05 Dec 2014	(1500)	68395	1.1999
	Transfer			12 Dec 2014	676	69071	1.2118
	Transfer			19 Dec 2014	(5631)	63440	1.1130
	Transfer			31 Dec 2014	650	64090	1.1244
	Transfer			02 Jan 2015	(2555)	61535	1.0796
	Transfer			16 Jan 2015	(1733)	59802	1.0492
	Transfer			23 Jan 2015	(6126)	53676	0.9417
	Transfer			30 Jan 2015	(15669)	38007	0.6668
	Transfer			06 Feb 2015	(3619)	34388	0.6033
	Transfer			13 Feb 2015	3600	37988	0.6665
	Transfer			20 Feb 2015	(2098)	35890	0.6296
	Transfer			27 Feb 2015	(1778)	34112	0.5985
	Transfer			06 Mar 2015	(1088)	33024	0.5794



Super Crop Safe Limited

MGT-9 IV.(iii) Change in Promoters Shareholding							
Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2014		Transactions during the year		Cumulative Shareholding at the end of the year-2015	
		NO. OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES HELD	NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
	Transfer			13 Mar 2015	(1381)	31643	0.5551
	Transfer			20 Mar 2015	185	31828	0.5584
	Transfer			27 Mar 2015	720	32548	0.5710
	Transfer			31 Mar 2015	(2250)	30298	0.5315
	At the end of the Year					30298	0.5315
13	Kumudben I Patel	8849	0.1552			8849	0.1552
	At the end of the Year					8849	0.1552
14	Jyotsnaben A Patel	8554	0.1501			8554	0.1501
	At the end of the Year					8554	0.1501
15	Nishant Nitinbhai Patel	43848	0.7693			43848	0.7693
	Transfer			11 Apr 2014	500	44348	0.7780
	Transfer			02 May 2014	500	44848	0.7868
	Transfer			16 May 2014	296	45144	0.7920
	Transfer			23 May 2014	250	45394	0.7964
	Transfer			13 Jun 2014	13860	59254	1.0395
	Transfer			20 Jun 2014	(3369)	55885	0.9804
	Transfer			30 Jun 2014	150	56035	0.9831
	Transfer			04 Jul 2014	(1000)	55035	0.9655
	Transfer			11 Jul 2014	(50)	54985	0.9646
	Transfer			18 Jul 2014	11	54996	0.9648
	Transfer			25 Jul 2014	(56)	54940	0.9639
	Transfer			05 Sep 2014	(14421)	40519	0.7109
	Transfer			12 Sep 2014	(2090)	38429	0.6742
	Transfer			19 Sep 2014	100	38529	0.6759
	Transfer			30 Sep 2014	(549)	37980	0.6663
	Transfer			10 Oct 2014	691	38671	0.6784
	Transfer			31 Oct 2014	1000	39671	0.6960
	Transfer			07 Nov 2014	(5845)	33826	0.5934
	Transfer			14 Nov 2014	(3555)	30271	0.5311
	Transfer			21 Nov 2014	(1000)	29271	0.5135
	Transfer			28 Nov 2014	(300)	28971	0.5083
	Transfer			16 Jan 2015	(76)	28895	0.5069
	Transfer			23 Jan 2015	(2600)	26295	0.4613
	Transfer			30 Jan 2015	(9156)	17139	0.3007
	Transfer			06 Feb 2015	(2760)	14379	0.2523
	Transfer			13 Feb 2015	1	14380	0.2523
	Transfer			20 Feb 2015	(3975)	10405	0.1825
	Transfer			27 Feb 2015	(2717)	7688	0.1349
	Transfer			06 Mar 2015	(1858)	5830	0.1023
	Transfer			13 Mar 2015	(201)	5629	0.0988
	Transfer			31 Mar 2015	(400)	5229	0.0917
	At the end of the Year					5229	0.0917



Super Crop Safe Limited

D) Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):

MGT-9 IV.(iii) Change in Promoters Shareholding							
Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2014		Transactions during the year		Cumulative Shareholding at the end of the year-2015	
		NO. OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES HELD	NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
1	Websmith India Private Limited	144714	2.5388			144714	2.5388
	Transfer			23 Jan 2015	1100	145814	2.5581
	Transfer			06 Feb 2015	2469	148283	2.6015
	Transfer			27 Feb 2015	24592	172875	3.0329
	At the end of the Year					172875	3.0329
2	Chartered Logistics Ltd	131464	2.3064			131464	2.3064
	Transfer			22 Aug 2014	924	132388	2.3226
	At the end of the Year					132388	2.3226
3	Chartered Motors Private Ltd	121815	2.1371			121815	2.1371
	Transfer			07 Nov 2014	(200)	121615	2.1336
	At the end of the Year					121615	2.1336
4	BMA wealth creators ltd.	72394	1.2701			72394	1.2701
	Transfer			11 Jul 2014	125	72519	1.2723
	Transfer			15 Aug 2014	(11100)	61419	1.0775
	Transfer			12 Sep 2014	2000	63419	1.1126
	Transfer			30 Sep 2014	(827)	62592	1.0981
	Transfer			10 Oct 2014	1	62593	1.0981
	Transfer			17 Oct 2014	(299)	62294	1.0929
	Transfer			21 Nov 2014	1000	63294	1.1104
	Transfer			12 Dec 2014	(2000)	61294	1.0753
	Transfer			30 Jan 2015	15	61309	1.0756
	Transfer			06 Feb 2015	(15)	61294	1.0753
	Transfer			20 Feb 2015	(1700)	59594	1.0455
	Transfer			20 Mar 2015	65	59659	1.0466
	At the end of the Year					59659	1.0466
5	Nisha Kanubhai Makwana	31133	0.5462			31133	0.5462
	Transfer			16 May 2014	1725	32858	0.5765
	Transfer			23 May 2014	6000	38858	0.6817
	Transfer			30 May 2014	(1855)	37003	0.6492
	Transfer			13 Jun 2014	12254	49257	0.8642
	Transfer			20 Jun 2014	2000	51257	0.8992
	Transfer			11 Jul 2014	(10000)	41257	0.7238
	Transfer			15 Aug 2014	1434	42691	0.7490
	Transfer			22 Aug 2014	3265	45956	0.8062
	Transfer			05 Sep 2014	127668	173624	3.0460



Super Crop Safe Limited

MGT-9 IV.(iii) Change in Promoters Shareholding							
Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2014		Transactions during the year		Cumulative Shareholding at the end of the year-2015	
		NO. OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES HELD	NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
	Transfer			12 Sep 2014	(132143)	41481	0.7277
	Transfer			19 Sep 2014	82962	124443	2.1832
	Transfer			03 Oct 2014	(82962)	41481	0.7277
	Transfer			10 Oct 2014	(301)	41180	0.7225
	Transfer			07 Nov 2014	(2000)	39180	0.6874
	Transfer			14 Nov 2014	2909	42089	0.7384
	Transfer			21 Nov 2014	2000	44089	0.7735
	Transfer			31 Dec 2014	1600	45689	0.8016
	Transfer			31 Mar 2015	11000	56689	0.9945
	At the end of the Year					56689	0.9945
6	Reena Mehta	52217	0.9161			52217	0.9161
	Transfer			05 Sep 2014	52217	104434	1.8322
	Transfer			12 Sep 2014	(52217)	52217	0.9161
	Transfer			19 Sep 2014	52217	104434	1.8322
	Transfer			03 Oct 2014	(52217)	52217	0.9161
	At the end of the Year					52217	0.9161
7	Sona Sanghvi	50000	0.8772			50000	0.8772
	Transfer			05 Sep 2014	50000	100000	1.7544
	Transfer			12 Sep 2014	(50000)	50000	0.8772
	Transfer			19 Sep 2014	50000	100000	1.7544
	Transfer			03 Oct 2014	(50000)	50000	0.8772
	At the end of the Year					50000	0.8772
8	Arpna Lodha	36853	0.6465			36853	0.6465
	Transfer			30 May 2014	36853	73706	1.2931
	Transfer			06 Jun 2014	(36853)	36853	0.6465
	Transfer			08 Aug 2014	36853	73706	1.2931
	Transfer			15 Aug 2014	(26853)	46853	0.8220
	Transfer			05 Sep 2014	234265	281118	4.9319
	Transfer			12 Sep 2014	(234265)	46853	0.8220
	Transfer			19 Sep 2014	93706	140559	2.4659
	Transfer			03 Oct 2014	(93706)	46853	0.8220
	At the end of the Year					46853	0.8220
9	Patel Renuka	46625	0.8180			46625	0.8180
	Transfer			05 Sep 2014	46625	93250	1.6360
	Transfer			12 Sep 2014	(46625)	46625	0.8180
	Transfer			19 Sep 2014	46625	93250	1.6360
	Transfer			03 Oct 2014	(46625)	46625	0.8180
	At the end of the Year					46625	0.8180



Super Crop Safe Limited

MGT-9 IV.(iii) Change in Promoters Shareholding							
Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2014		Transactions during the year		Cumulative Shareholding at the end of the year-2015	
		NO. OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES HELD	NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
10	Tapan Jain	43690	0.7665			43690	0.7665
	Transfer			05 Sep 2014	87380	131070	2.2995
	Transfer			12 Sep 2014	(87380)	43690	0.7665
	Transfer			19 Sep 2014	87380	131070	2.2995
	Transfer			03 Oct 2014	(87380)	43690	0.7665
	At the end of the Year					43690	0.7665
11	Surendra Dhariwal	43746	0.7675			43746	0.7675
	Transfer			18 Apr 2014	7698	51444	0.9025
	Transfer			11 Jul 2014	(1)	51443	0.9025
	Transfer			05 Sep 2014	51443	102886	1.8050
	Transfer			12 Sep 2014	(51443)	51443	0.9025
	Transfer			19 Sep 2014	51443	102886	1.8050
	Transfer			03 Oct 2014	(51443)	51443	0.9025
	Transfer			31 Oct 2014	(441)	51002	0.8948
	Transfer			07 Nov 2014	(500)	50502	0.8860
	Transfer			21 Nov 2014	12	50514	0.8862
	Transfer			28 Nov 2014	(590)	49924	0.8759
	Transfer			05 Dec 2014	(850)	49074	0.8609
	Transfer			19 Dec 2014	596	49670	0.8714
	Transfer			31 Dec 2014	50	49720	0.8723
	Transfer			09 Jan 2015	(850)	48870	0.8574
	Transfer			16 Jan 2015	(887)	47983	0.8418
	Transfer			23 Jan 2015	1681	49664	0.8713
	Transfer			06 Feb 2015	281	49945	0.8762
	Transfer			13 Feb 2015	(11772)	38173	0.6697
	Transfer			20 Feb 2015	(6085)	32088	0.5629
	Transfer			27 Feb 2015	500	32588	0.5717
	Transfer			06 Mar 2015	(2400)	30188	0.5296
	Transfer			13 Mar 2015	200	30388	0.5331
	Transfer			27 Mar 2015	(1316)	29072	0.5100
	At the end of the Year					29072	0.5100



Super Crop Safe Limited

E) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	AMBALAL B PATEL	404900	7.1035	404900	7.1035
	AT THE END OF THE YEAR			404900	7.1035
2	NITIN I PATEL	293800	5.1544	293800	5.1544
	AT THE END OF THE YEAR			293800	5.1544
3	ISHWARBHAI B PATEL	278892	4.8928	278892	4.8928
	AT THE END OF THE YEAR			278892	4.8928
4	KALPANABEN J PANDYA	583	0.01	583	0.01
	AT THE END OF THE YEAR			583	0.01

F) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Particulars	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	57533081			57533081
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	57533081			57533081
Change in Indebtedness during the financial year				
* Addition	12778245			12778245
* Reduction	5024038			5024038
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	65287288			65287288
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	65287288			65287288



Super Crop Safe Limited

XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

Sr. No.	Particulars of Remuneration	Name of MD / WTD/Manager		Total Amount
		Ishwarbhai B. Patel (M.D.)	Nitin I. Patel (W.T.D.)	
1	Gross salary	----	----	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	984000	972000	1956000
	(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	-	-	-
	Total (A)	984000	972000	1956000
	Ceiling as per the Act			42,00,000

#ceiling limit calculated as per Section II of Part II of Schedule V of the Companies Act, 2013

B. Remuneration to other directors Not Applicable

Sr. No.	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors					
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
2	Other Non-Executive Directors					
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-



Super Crop Safe Limited

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO (I B Patel)	CS	CFO (N I Patel)	Total
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	-	-	-	-
	Total	-	-	-	-

* Details of salary of CEO & CFO are disclosed in point A mentioned herein above.

XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: Not Applicable

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)
A. COMPANY					
Penalty	----	----	----	----	----
Punishment	----	----	----	----	----
Compounding	----	----	----	----	----
B. DIRECTORS					
Penalty	----	----	----	----	----
Punishment	----	----	----	----	----
Compounding	----	----	----	----	----
C. OTHER OFFICERS IN DEFAULT					
Penalty	----	----	----	----	----
Punishment	----	----	----	----	----
Compounding	----	----	----	----	----



(A) Conservation of energy-

- (i) The steps taken or impact on conservation of energy;
 1. Proper preventive maintenance of all machines including utilities.
 2. Maintained/provided insulation to hot/cold pipelines effectively in the entire plant.
 3. All energy conservation measures taken previously are being continued.
 4. Carried out energy audit by EESL (Energy Efficiency Service Ltd.).
 5. Conversion of old technology (DC) in certain finishing machines to new technology (AC) to reduce energy consumption as well as improve productivity.
 6. Optimum utilization of cooling towers at Compressors by close monitoring.
 7. Installation of capacitors to optimize power factor.
 8. Prevention of Steam, Water & Air leakage.
 9. Installation of energy efficient motors in fan motors.

(ii) Total energy consumption and energy consumption per unit of production;

Particulars	2014-15	2013-14
Purchase Units	137950	140314
Total Amount	1068536	1011802
Rate/ units	7.74	7.21

(B) Technology absorption-

Following initiatives were taken by the company towards the technology absorption, adaptation and innovation:

1. The process technology of Spirulina and Mycorrhizal Bio Fertilizer are developed by in-house R&D team was successfully implemented at plant level. Regular production of these products was undertaken with desired quality and efficiency.
2. The technologies of three new formulation products were commercialized for launch in domestic markets.
3. The quality of many actives and formulation products were improved and the process implemented in the plant.

(C) Foreign exchange earnings and Outgo-

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows are as given below:

Particulars	Financial Year 2014-15	Financial Year 2013-14
Earning in Foreign Currencies	Nil	Nil
Expenditure in foreign Currency	Rs. 30,53,346	Rs. 1,52, 46,275



Super Crop Safe Limited

Annexure - III

Statement of particulars under Sections 134 (3)(q) and 197 (12) of the Companies Act, 2013 *

Particulars	Status																
i) Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year	<table><tr><th></th><th colspan="2">Number of times</th></tr><tr><th></th><th>if total remuneration of the Director is considered</th><th>if total remuneration of the Director excluding variable pay and commission is considered</th></tr><tr><td>I B Patel</td><td>0.16</td><td>0.16</td></tr><tr><td>N I Patel</td><td>0.16</td><td>0.16</td></tr></table>		Number of times			if total remuneration of the Director is considered	if total remuneration of the Director excluding variable pay and commission is considered	I B Patel	0.16	0.16	N I Patel	0.16	0.16				
	Number of times																
	if total remuneration of the Director is considered	if total remuneration of the Director excluding variable pay and commission is considered															
I B Patel	0.16	0.16															
N I Patel	0.16	0.16															
ii) Percentage increase in remuneration of each of the Director, the Chief Financial Officer, the Chief Executive Officer, the Company Secretary or the Manager, if any, in the financial year	There was no change in Remuneration of Directors of the Company.																
iii) Percentage increase in the median remuneration of employees in the financial year	27.36%																
iv) Number of permanent employees on the rolls of Company	65																
v) Explanation on the relationship between average increase in remuneration and Company performance	During 2014-15, sales increased by 3.93% from Rs. 60.89 cr to Rs. 63.29 cr, PBT decreased from Rs. 0.81 cr to Rs. 0.52 cr. and PAT decrease by 20.75% from Rs. 0.39 cr to Rs. 0.49 cr. Average increase in aggregate remuneration was 13.31 %. Apart from the Company performance, other factors like inflation and market factors contributed to the increase in remuneration.																
vi) Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company	(Rs. in Crores) <table><tr><th></th><th>2013-14</th><th>2014-15</th><th>% increase / decrease</th></tr><tr><td>Sales</td><td>60.89</td><td>63.29</td><td>3.93%</td></tr><tr><td>PBT</td><td>0.81</td><td>0.52</td><td>-36.53%</td></tr><tr><td>Remuneration</td><td>0.20</td><td>0.20</td><td>0</td></tr></table>		2013-14	2014-15	% increase / decrease	Sales	60.89	63.29	3.93%	PBT	0.81	0.52	-36.53%	Remuneration	0.20	0.20	0
	2013-14	2014-15	% increase / decrease														
Sales	60.89	63.29	3.93%														
PBT	0.81	0.52	-36.53%														
Remuneration	0.20	0.20	0														
vii) Variations in the market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase or decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer in case of listed companies and in case of unlisted companies, the variations in the net worth of the Company as at the close of the current financial year and previous financial year	During 2014-15, market capitalisation increased from Rs. 10.03 cr to Rs. 8.38 cr. Price earnings ratio increased from 0.69 to 0.87. As compared to last public offer price of Rs. 10 in 1995, the market price was Rs. 17.60 as on March 31, 2015.																
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	Average increase for Key Managerial Personnel was nil and for other employees was about 13.31%. There is no increase in remuneration of Key Managerial Personnel.																
ix) Comparison of the remuneration of each Key Managerial Personnel against the performance of the Company	During 2014-15, sales grew by 3.93%, PBT by -36.53% and the remuneration of KMPs increased by NIL%. <table><tr><th colspan="4">Remuneration</th></tr><tr><th></th><th>2013-14</th><th>2014-15</th><th>% increase / decrease</th></tr><tr><td>I B Patel</td><td>82000</td><td>82000</td><td>NIL</td></tr><tr><td>N I Patel</td><td>81000</td><td>81000</td><td>NIL</td></tr></table>	Remuneration					2013-14	2014-15	% increase / decrease	I B Patel	82000	82000	NIL	N I Patel	81000	81000	NIL
Remuneration																	
	2013-14	2014-15	% increase / decrease														
I B Patel	82000	82000	NIL														
N I Patel	81000	81000	NIL														
x) Key parameters for any variable component of remuneration availed by the Directors	Not Applicable																
xi) Ratio of the remuneration of the highest paid Director to that of the employees who are not Directors but receive remuneration in excess of the highest paid Director during the year	There are no such employees																
xii) Affirmation that the remuneration is as per the Remuneration Policy of the Company	It is affirmed that the remuneration is as per the Remuneration Policy of the Company																

* Read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Directors' Report for the year ended March 31, 2015



Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2015

*[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
SUPER CROP SAFE LIMITED
Regd. Off: C-1/290, GIDC ESTATE,
PHASE-I, NARODA,
AHMEDABAD – 382330 (Gujarat)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Super Crop Safe 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 my 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 31st March, 2015 generally complied 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 as per Annexure A for the Financial Year ended on 31st March, 2015 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;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; [The Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014 (effective from 28-10-2014);]
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) We further report that having regard to the compliance system prevailing in the company and on examination of relevant documents and records in pursuance thereof, on test check basis, the company has generally complied with other laws identified by the management as applicable specifically to the company broadly covering Manufacturing Laws relating to pesticides and fertilizer Industries.

However, it has been found that there were no instances requiring compliance with the provisions of the laws indicated at para (iv) & point (c) to (h) of para (v) mentioned hereinabove during the period under review.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with the Bombay Stock Exchange Ltd.



Super Crop Safe Limited

However, it was noted that compliance of secretarial standards issued by ICSI were not mandatory as none of the standards were notified during the period under review.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, mentioned hereinabove and there is adequate compliance management system. We have relied on the representations made by the Company and its officers for systems and mechanisms formed by the Company for compliances under the laws and regulations applicable to the Company as referred hereinabove and verification of documents and records on test check basis.

We further report that the compliance by the company of the direct and indirect tax laws has not been reviews during this audit as the same had been subject to review by the statutory financial audit and other designated professionals. However it has

been inferred from the Notes on Accounts relating to contingent liabilities forming part of the financials that there were certain statutory dues relating to taxes and duties which were under dispute and company had filed appeal before the appropriate authorities to resolve the disputed matters relating to taxes.

We further report that

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

Adequate notice is 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, wherever required.

I further report that 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.

I/we further report that during the audit period there were no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. however the members of the company has taken major decisions by passing resolutions for borrowing powers in pursuance to Section 180 of the Companies Act, 2013

Place : Ahmedabad

Date : 31/07/2015

Signature:

Name of Company Secretary: Ashish C. Doshi
Partner

SPANJ & ASSOCIATES

Company Secretaries

Membership No: 3544

C. O. P. No: 2356

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



Super Crop Safe Limited

ANNEXURE - A

List of documents verified

1. Memorandum & Articles of Association of the Company.
2. Minutes of the meetings of the Board of Directors, Audit Committee, Nomination & Remuneration Committee, Stakeholders' Relationship Committee held during the period under report.
3. Minutes of General Body Meetings held during the period under report.
4. Statutory Registers/Records under the Companies Act and rules made there under viz.
 - Register of Directors & KMP
 - Register of Directors' Shareholding
 - Register of loans, guarantees and security and acquisition made by the Company
 - Register of Members
 - Periodical BENPOS, Registers of DEMAT/REMAT and records made available from RTA
5. Agenda papers relating to the Board Meetings and Committee Meetings.
6. Declarations received from the Directors of the Company pursuant to the provisions of Section 299 of the Companies Act, 1956 and 184 of the Companies Act, 2013.
7. e-Forms filed by the Company, from time-to-time, under applicable provisions of the Companies Act, 1956 and Companies Act, 2013 and attachments thereof during the period under report.
8. Intimations / documents / reports / returns filed with the Stock Exchanges pursuant to the provisions of Listing Agreement during the period under report.
9. Communications/ Letters issued to and acknowledgements received from the Independent directors for their appointment
10. Various policies framed by the company from time to time as required under the Companies Act as well as listing agreement/SEBI Regulations.

ANNEXURE - B

To,
The Members
SUPER CROP SAFE LIMITED
Regd. Off: C-1/290, GIDC ESTATE,
NARODA,
AHMEDABAD – 382330 (Gujarat)
Sir,

Sub: Secretarial Audit Report for the Financial Year ended on 31st March, 2015

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. Where ever 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.

Place : Ahmedabad
Date : 31/07/2015

Signature:
Name of Company Secretary: Ashish C. Doshi
Partner
SPANJ & ASSOCIATES
Company Secretaries
Membership No: 3544
C. O. P. No: 2356



INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SUPER CROP SAFE LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **SUPER CROP SAFE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

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

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are

appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial

reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 31st March, 2015, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. 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 it appears from our examination of those books;



Super Crop Safe Limited

- (c) The Balance Sheet, the 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, **subject to G and O of Significant policies**, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) 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 does not have any pending litigations which would impact its financial position
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For, **Parimal S. Shah & CO.**
Chartered Accountants
FRN : 107591W

(Parimal S. Shah)
Proprietor
M. No. 038507

Place : Ahmedabad
Date : 30.05.2015

ANNEXURE TO THE AUDITOR'S REPORT

- (i) (a) The Company has maintained proper records to show full particulars including quantitative details and situations of fixed assets.
- (b) As per information given to us, the fixed assets of the company have been physically verified by the management during the year and no material discrepancies were noticed by the management on such verification.
- (ii) (a) As per information and explanations given to us, physical verification of finished goods, stores, spare parts and raw materials have been conducted by the management at the reasonable intervals.
- (b) The procedures of physical verification of the stock followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) The Company is maintaining proper records of inventory, discrepancies noticed on physical verification have been properly dealt with in the books of accounts.
- (iii) (a) The company has not granted any secured or unsecured loan to the companies, firms or other parties listed in the register maintained under Section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to information and explanations given to us there are adequate internal control procedures commensurate with the size of the company and the nature of its business for purchase of inventory, fixed assets and for the sale of the goods. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control.
- (v) According to the information and explanation given to us, the Company has not accepted any deposits from the public. Therefore this clause is not applicable.
- (vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under section 148(1)(d) of the Companies Act, 2013 and are of the opinion that, *prima facie*, the prescribed cost records have been maintained. We have, however not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) (a) According to the records of the company undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues except provident fund and income tax have been generally regularly deposited with the appropriate authorities. According to information and explanations given to us, No undisputed amounts, except advance income tax of Rs 4,95,000, payable in respect of the aforesaid dues were outstanding as at 31st March, 2015 for a period of more than six months from the date those become payable.
- (b) According to information and explanations given to us, following statutory dues have not been deposited as on March 31, 2015 on account of disputes:
- | Sr No. | Name of Statute | Nature of Dues | Amount (Rs) | Period for which amount relates | Forum where dispute is pending |
|--------|-----------------------------|----------------|-------------|---------------------------------|--|
| 1 | Central Sales Tax Act, 1956 | CST/VAT | 405809 | FY 2009-10 | Dy Commissioner of Commercial Tax Appeal-2 |
| 2 | Central Sales Tax Act, 1956 | CST/VAT | 520009 | FY 2010-11 | Dy Commissioner of Commercial Tax Appeal-2 |
| | TOTAL | | 925818 | | |
- (c) According to the records of the company, there are no amounts that are due to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under.
- (viii) The Company has no accumulated losses and has not incurred any cash losses during the financial year covered by our audit or in the immediately preceding financial year.
- (ix) Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the company has not defaulted in repayment of dues to financial institutions, banks or debenture holders.
- (x) In our opinion and according to the information and explanations given to us the company has not given any guarantee for loans taken by others from bank or financial institutions.



Super Crop Safe Limited

- (xi) In our opinion, and according to the information and explanations given to us, the term loans were applied for the purpose for which the loans were obtained.
- (xii) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the financial year.

For, **Parimal S. Shah & CO.**
Chartered Accountants
FRN : 107591W

(Parimal S. Shah)
Proprietor
M. No. 038507

Place : Ahmedabad
Date : 30.05.2015



Super Crop Safe Limited

BALANCE SHEET AS AT 31ST MARCH 2015

(Amount in Rs.)

Particulars	Note No	As at 31st March, 2015	As at 31st March, 2014
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	1	56,875,834	56,875,834
Reserves and Surplus	2	17,365,035	17,204,128
Non-Current Liabilities			
Long-Term Borrowings	3	4,452,562	5,423,321
Deferred Tax Liability (Net)	4	538,200	904,080
Current Liabilities			
Short-Term Borrowings	5	55,326,124	47,547,879
Trade Payables	6	107,128,807	97,230,123
Other Current Liabilities	7	35,533,885	7,552,289
Short-Term Provisions	8	7,810,888	7,500,257
TOTAL		285,031,335	240,237,911
ASSETS			
Non-current assets			
<i>Fixed assets</i>			
(i) Tangible assets	9	34,431,914	36,406,509
(ii) Intangible assets	9	0	5,000
Non-Current Investments		20,000	20,000
Long Term Loans and Advances- Security Deposits		350,530	286,965
Current assets			
Inventories	10	112,283,724	72,042,035
Trade Receivables	11	127,560,461	124,703,085
Cash and Cash Equivalents	12	4,243,880	1,318,748
Short-Term Loans and Advances	13	6,140,826	5,455,569
Significant Accounting Policies			
The accompanying notes are an integral part of Financial Statements	1 to 32		
TOTAL		285,031,335	240,237,911

As per our report of the even date attached

For, **Parimal S. Shah & Co.**
Chartered Accountants

[P. S. Shah]
Proprietor

Place : Ahmedabad
Date : 30.05.2015

For and on behalf of the Board

Shri Ishwarbhai B. Patel Chairman & Managing Director

Shri Nitin I Patel Executive Director

Place : Ahmedabad
Date : 30.05.2015



Super Crop Safe Limited

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2015

(Amount in Rs.)

Particulars	Note No	2014-15	2013-14
INCOME			
Revenue From Operations	14	632,859,862	608,902,663
Other Income	15	2,304,409	1,927,718
Total Revenue		635,164,271	610,830,381
EXPENSES			
Cost of Materials Consumed	16	252,909,405	298,093,949
Purchases of Stock-in-Trade		318,782,587	241,014,583
Changes in Inventories of Finished Goods	17	(24,120,581)	(6,280,869)
Employee Benefits Expense	18	14,757,689	10,731,466
Finance Costs	19	9,553,210	8,548,381
Depreciation and Amortization Expense	9	6,114,291	4,403,150
Other Expenses	20	52,016,020	46,225,805
Total Expenses		630,012,622	602,736,466
Profit Before Tax		5,151,649	8,093,915
Tax Expense:			
(1) Current Tax		(1,592,153)	(3,053,280)
(2) Deferred Tax		365,880	(87,423)
Profit/(Loss) For The Period		3,925,376	4,953,212
Earning Per Equity Share			
(1) Basic		0.69	0.87
(2) Diluted		0.69	0.87

Significant Accounting Policies

The accompanying notes are an integral part of Financial Statements

1 to 32

As per our report of the even date attached

For, **Parimal S. Shah & Co.**

Chartered Accountants

[P. S. Shah]

Proprietor

Place : Ahmedabad

Date : 30.05.2015

For and on behalf of the Board

Shri Ishwarbhai B. Patel Chairman & Managing Director

Shri Nitin I Patel

Executive Director

Place : Ahmedabad

Date : 30.05.2015



Super Crop Safe Limited

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31ST, 2015

(Amount in Rs.)

Particulars	2014-15	2013-14
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before taxes	5,151,649	8,093,916
Depreciation	6,114,291	4,403,150
(Profit)/Loss on sale of Assets	(48,993)	(79,324)
Interest Income	(2,031,241)	(1,635,694)
Interest Expense	8,826,168	7,207,709
Operating Profit Before Working Capital Changes	18,011,875	17,989,757
Adjusted for changes in inventories	(40,241,689)	(5,468,836)
Trade & Other Receivable	(3,606,197)	(20,189,813)
Trade Payable & other liabilities	38,465,572	33,742,848
Cash Generated from Operations	12,629,560	26,073,956
Direct Tax Paid	(2,899,003)	(3,257,900)
NET CASH FLOW FROM OPERATION ACTIVITIES	9,730,557	22,816,056
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(4,554,844)	(16,529,662)
Sale of Fixed Assets	124,500	995,000
Purchase of Investment	-	-
NET CASH FLOW FROM INVESTMENT ACTIVITIES	(4,430,344)	(15,534,662)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds / Repayment from / of borrowings :-		
Issue of Equity Shares (Calls in arrears)	-	-
Equity Share Premium	-	-
Proceeds from borrowings	7,754,207	2,416,516
Dividend paid including Corporate Dividend Tax	(3,334,360)	(3,334,360)
Interest Income	2,031,241	1,635,694.00
Interest Paid	(8,826,168)	(7,207,709)
NET CASH USED IN FINANCING ACTIVITIES	(2,375,080)	(6,489,859)
NET CHANGES IN CASH AND CASH EQUIVALENTS (A + B + C)	2,925,134	791,535
CASH & CASH EQUIVALENTS-OPENING BALANCE	1,318,746	527,211
CASH & CASH EQUIVALENTS-CLOSING BALANCE	4,243,880	1,318,746

Notes:

- The above Cash Flow Statement has been prepared under the Indirect Method as set in the Accounting Standard-3 on Cash Flow Statements issued by the institute of Chartered Accountant of India.
- Cash & Cash equivalent of Rs. 42,43,881 as on 31st March, 2015, comprises of balances with Scheduled Banks in Current A/cs and deposit a/cs Rs. 20,77,055 and cash on hand Rs. 21,66,825.
- Figures of previous year have been regrouped wherever necessary to conform to the current year's figures.

As per our report of the even date attached

For, **Parimal S. Shah & Co.**
Chartered Accountants

[P. S. Shah]
Proprietor

Place : Ahmedabad
Date : 30.05.2015

For and on behalf of the Board

Shri Ishwarbhai B. Patel Chairman & Managing Director

Shri Nitin I Patel Executive Director

Place : Ahmedabad
Date : 30.05.2015



SIGNIFICANT ACCOUNTING POLICIES

A. ACCOUNTING CONCEPTS :

The company follows the mercantile system of Accounting and recognises income and expenditure on accrual basis except gratuity and leave salary.

B. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS :

The Financial statements of the company have been prepared under historical cost convention and in accordance with the generally accepted accounting policies and provisions of the Companies Act, 1956.

C. FIXED ASSETS :

- (a) Fixed assets are stated at cost including all direct costs and net of recoverable taxes, accumulated depreciation.
- (b) Capital Work in Progress is carried at cost, comprising of direct cost, attributable interest and related incidental expenditure.

D. DEPRECIATION :

Depreciation on Fixed Asset is provided on written down value method over the useful lives of assets as prescribed under part C of Schedule II of the Companies Act 2013.

E. INVESTMENTS :

Investments are stated at cost of acquisition.

F. INVENTORIES :

Inventories of Finished Goods are valued at Cost Price or Market Price whichever is less and Raw Materials and Packing Materials are valued at Cost Price

G. EMPLOYEES' BENEFITS :

(a) Short Term Employees Benefits

Short Term Employees Benefits are recognized as an expense at the undiscounted amount in the Profit and Loss Account of the year/period in which the related services are rendered.

(b) Post Employment Benefits

(i) Provident Fund- Defined Contribution Plan

The Company contributes monthly at a determined rate. These contributions are remitted to the Employees' Provident Fund Organisation, India for this purpose and are charged to Profit and Loss Account on accrual basis.

(ii) Gratuity & Leave Encashment is accounted on cash basis.

H. Excise and Customs Duty :

Excise Duty in respect of finished goods lying in factory premises are provided for and included in the valuation of inventory.

I. CENVAT/Value Added Tax:

CENVAT/Value Added Tax Benefit is accounted for by reducing the cost of the materials/fixed assets/services.



SIGNIFICANT ACCOUNTING POLICIES

J. REVENUE RECOGNITION:

- a. Sales are exclusive of VAT and net of excise duty, rebate, and discounts. As per the Company policy inter branch transfer are treated as Sales and purchases.
- b. Revenue in respect of leakage / shortage / insurance and other claims is recognized only when these claims are accepted. Revenue from services rendered is recognized as & when services are performed. Revenue from use by others of Enterprise Resources - Rent income is accounted for on accrual basis.

K. RECEIVABLES:

Receivables are classified as good, recoverable and doubtful on the basis of appraisal by the management.

L. INTANGIBLE ASSETS:

Expenditure on research is expensed as and when incurred in the statement of profit and loss. Development cost, if any, of capital nature and probable to generate future economic benefit are recognized as an intangible asset.

M. PROVISIONS, CONTINGENT LIABILITIES & CONTINGENT ASSETS:

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. Contingent Liabilities are not recognised but are disclosed, if any, in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

N. BORROWING COSTS:

Borrowing costs that are attributable to acquisition or construction of qualifying assets are capitalized as part of cost of such assets; all other borrowing costs are recognized as an expense in the period in which those are incurred.

O. IMPAIRMENT OF ASSETS:

The company has not any process, at each balance sheet date, to assess impairment in any of its assets.

P. TAXES ON INCOME:

Provision for current tax is made as per the provisions of Income Tax Act, 1961.

Deferred Tax resulting from "Timing Differences" between taxable income and accounting income is accounted for using the tax rates and laws prevailing on balance sheet date.

The Deferred Tax asset is recognised and carried forward only to the extent that there is a virtual certainty that the asset will be realised in future.

Q. FOREIGN CURRENCY TRANSACTIONS

Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction or that approximates the actual rates at the date of the transaction. Foreign currency monetary assets and liabilities are translated at the yearend rates. The difference between the rates prevailing on the date of transaction and on the date of settlement as also on transaction of Monetary items at the end of year is recognized, as the case may be, as income or expense for the period.



Super Crop Safe Limited

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

NOTE : 1: SHARE CAPITAL

(Amount in Rs.)

Particulars	As at 31st March, 2015	As at 31st March, 2014
AUTHORISED SHARE CAPITAL		
65,00,000 Equity Shares of Rs.10.00 each (Previous year 65,00,000 Equity Shares)	65,000,000	65,000,000
Total	65,000,000	65,000,000
ISSUED SUBSCRIBED & PAID - UP SHARE CAPITAL		
57,00,000 Equity Shares of Rs. 10.00 each issued & Called up (Previous year 57,00,000 Equity Shares)	57,000,000	57,000,000
Less: Calls Unpaid-Others (Current year 36100 Equity Shares, Previous year 36100 Equity Shares)	-124,166	-124,166
Total	56,875,834	56,875,834

Shareholders holding more than 5% shares

Name of the Shareholder	As at 31st March, 2015	As at 31st March, 2014
Nitinbhai Ishwarbhai Patel		
No. of Shares	293,800	293,800
Percentage of share holding	5.15%	5.15%
Ambalal Baldevdas Patel		
No. of Shares	404,900	404,900
Percentage of share holding	7.10%	7.10%

The reconciliation of the number of shares outstanding is set out below:

Particulars	As at 31st March, 2015	As at 31st March, 2014
Equity Shares at the beginning of the year	5,700,000	5,700,000
Add: Shares issued on preferential basis	0	0
Equity Shares at the end of the year	5,700,000	5,700,000



Super Crop Safe Limited

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

NOTE : 2 : RESERVES & SURPLUS

(Amount in Rs.)

Particulars	As at 31st March, 2015	As at 31st March, 2014
Securities Premium Reserve		
As per Last Balance Sheet	2,619,580	2,619,580
Add: Securities premium credited on share issue	0	0
	2,619,580	2,619,580
General Reserve		
As per Last Balance Sheet	14,584,548	12,965,695
Add: Transferred from Profit & Loss Account	160,907	1,618,853
	14,745,455	14,584,548
Profit & Loss account		
As per Last Balance Sheet	0	0
Add: Profit for the year	3,925,376	4,953,213
Less: Appropriations :		
Adjustment relating to Fixed Assets(refer Note-22)	344,640	0
Proposed Dividend on Equity Shares	2,850,000	2,850,000
Dividend Distribution Tax	569,829	484,360
Transferred to General Reserve	160,907	1,618,853
Total	17,365,035	17,204,128

NOTE : 3 : LONG TERM BORROWINGS

(Amount in Rs.)

Particulars	As at 31st March, 2015	As at 31st March, 2014
Secured		
Term Loan from Bank	4,452,562	5,423,321
1. Term Loan from HDFC bank is secured by hypothecation of Plant & Machinery and Colateral security of Land & Building located at Survey No. 864, Himatpura (Bilodra), Ta: Mansa, Dist: Gandhinagar.		
2. Vehicle loans against hypothecation of vehicles itself from HDFC Bank		
Total	4,452,562	5,423,321

Particulars	2016-17	2017-18	2018-19
HDFC Bank Term Loan (Rate of Int 12.95% p.a.)	560,708.09	0	0
HDFC BANK TERM LOAN II (Rate of Int 12.75% p.a.)	313,356.20	356,433.34	208,187.71
HDFC Bank Term Loan (WCTL) (Rate of Int 12.75% p.a.)	1,730,201.16	1,283,675.03	0
Total	2,604,265.45	1,640,180.37	208,187.71

NOTE : 4 : DEFERRED TAX LIABILITY (NET)

(Amount in Rs.)

Particulars	As at 31st March, 2015	As at 31st March, 2014
Related to Fixed assets		
As per Last Balance Sheet	904,080	816,657
Timing difference on account of difference between book and tax depreciation	-365,880	87,423
Total	538,200	904,080



Super Crop Safe Limited

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

NOTE : 5 : SHORT TERM BORROWINGS

(Amount in Rs.)

Particulars	As at 31st March, 2015	As at 31st March, 2014
Secured - Working Capital Loans		
From Banks	55,326,124	47,547,879
Working capital loans are secured by hypothecation of present and future stock of raw materials, stock in process, finished goods, book debts and equitable mortgage on Land & Building located at Survey No. 864, Himatpura (Bilodra), Ta: Mansa, Dist: Gandhinagar.		
Total	55,326,124	47,547,879

NOTE : 6 : TRADE PAYABLES

(Amount in Rs.)

Particulars	As at 31st March, 2015	As at 31st March, 2014
Trade Payables	107,128,807	97,230,123
Total	107,128,807	97,230,123

NOTE : 7 : OTHER CURRENT LIABILITIES

(Amount in Rs.)

Particulars	As at 31st March, 2015	As at 31st March, 2014
Current Maturities of Long-Term Debt from Bank	5,508,602	4,561,881
Statutory Liabilities	1,650,147	1,234,132
Unclaimed Dividends	809,324	604,980
Other Payables	27,565,812	1,151,296
Total	35,533,885	7,552,289

NOTE : 8 : SHORT TERM PROVISIONS

(Amount in Rs.)

Particulars	As at 31st March, 2015	As at 31st March, 2014
Provision for Employee Benefits	3,234,877	1,702,867
Provision for Dividend	2,850,000	2,850,000
Provision for Dividend Tax	569,831	484,360
Provision for Audit Fees	56,180	56,180
Provision for Taxation	1,100,000	2,406,850
Total	7,810,888	7,500,257



Super Crop Safe Limited

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

NOTE : 9 : FIXED ASSETS

Sr. No.	PARTICULARS	GROSS BLOCK (COST)				DEPRECIATION					NET BLOCK	
		As on 01/04/2014	Addition During Year	Sales/ Deletion During Year	Total As On 31/03/2015	Up To 01/04/2013	Provided During Year	Written Off During Year	W/o from Op Balance	Total As On 31/03/2015	As on 31/03/2015	As on 31/03/2014
1	Land	3607441	0	0	3607441	0	0	0	0	0	3607441	3607441
2	Office Bldg HMT	964441	0	0	964441	574391	18931	0	0	593322	371120	390051
3	Guest House Bldg HMT	296738	0	0	296738	76124	24375	0	0	100499	196238	220613
4	Factory Building	12907887	644956	0	13552842	4503331	881354	0	0	5384686	8168156	8404555
5	Plant & Machinery	36132812	3161850	0	39294662	20255770	3131950	0	195329	23583050	15711612	15877042
6	Vehicles	9712826	536950	-819837	9429939	2930980	1637834	-749641	221	3819393	5610546	6781846
7	Furniture & Fixtures	514557	36547	0	551104	252000	82355	0	5758	340114	210990	262556
8	Computer	973612	174541	0	1148153	747730	147160	0	76594	971484	176669	225882
9	Office Equipments	434647	0	-49763	384884	175947	81770	-44451	31534	244799	140085	258700
10	Mobile	101581	0	0	101581	35753	15775	0	35203	86732	14849	65828
11	Laboratory Equipments	608328	0	0	608328	296333	87787	0	0	384119	224209	311995
	Total	66254868	4554844	-869600	69940112	29848359	6109291	-794093	344640	35508198	34431914	36406509
	Trade Mark	5000	0	0	5000	0	5000	0	0	5000	0	5000
	Grand Total	66259868	4554844	-869600	69945112	29848359	6114291	-794093	344640	35513198	34431914	36411509
	Previous Year	52102130	16529662	-2376924	66254868	26906457	4403150	-1461248	0	29848359	36406509	25195673

NOTE : 10 : INVENTORIES

(Amount in Rs.)

Particulars	As at 31st March, 2015	As at 31st March, 2014
Inventories : (In case of finished goods valuation at lower of cost or net realisable value.Others at cost price.)		
Finished Goods	55,128,617	31,008,036
Raw Material	46,021,019	33,550,662
Packing Mateial	11,134,088	7,483,337
Total	112,283,724	72,042,035

NOTE : 11 : TRADE RECEIVABLES

(Amount in Rs.)

Particulars	As at 31st March, 2015	As at 31st March, 2014
Outstanding for a period exceeding six months from the date they were due for payment:		
- unsecured considered good	25,521,064	24,220,869
- unsecured considered doubtful	1,710,018	4,960,475
Less: Provision for doubtful debts	0	0
Others :		
- unsecured considered good	100,329,379	95,521,741
- unsecured considered doubtful	0	0
Less: Provision for doubtful debts	0	0
Total	127,560,461	124,703,085



Super Crop Safe Limited

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

NOTE : 12 : CASH AND CASH EQUIVALENTS

(Amount in Rs.)

Particulars	As at 31st March, 2015	As at 31st March, 2014
Balances with banks	-318,519	-1,015,016
Balance with Banks -unclaimed dividend	809,324	604,980
Cash on hand	2,166,825	616,411
Fixed Deposits	1,586,250	1,112,373
Fixed deposits with banks are with maturities of less than one year and are held as margin against LC issued by the bank.		
Total	4,243,880	1,318,748

NOTE : 13 : SHORT TERM LOANS AND ADVANCES

(Amount in Rs.)

Particulars	As at 31st March, 2015	As at 31st March, 2014
Advances recoverable in cash or kind or for value to be received	3,580,092	4,285,654
Balance with Central Excise and VAT Authorities, etc	2,560,734	1,169,915
Total	6,140,826	5,455,569

NOTE : 14 : REVENUE FROM OPERATIONS

(Amount in Rs.)

Particulars	2014-15	2013-14
Sale of Products	673,146,620	651,256,872
Less: Excise Duty Recovered	-40,286,758	-42,354,209
Total	632,859,862	608,902,663

NOTE : 15 : OTHER INCOME

(Amount in Rs.)

Particulars	2014-15	2013-14
Interest Income *	2,031,241	1,635,694
Agriculture Income	224,175	212,700
Profit on Sale of asset	48,993	79,324
Total	2,304,409	1,927,718

*Interest income comprises of Rs. 1,16,683.99 on Fixed deposits with bank as margin money, Rs. 6,826.00 from UGVCL & Rs 19,07,731.00 from customers on amounts overdue.

NOTE : 16 : COST OF MATERIALS CONSUMED

(Amount in Rs.)

Particulars	2014-15	2013-14
Raw Materials Consumed		
Opening Stock	33,550,662	32,918,418
Add : Purchase	265,379,762	298,726,194
	298,930,424	331,644,612
Less : Closing Stock	-46,021,019	-33,550,662
Total	252,909,405	298,093,949



Super Crop Safe Limited

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

NOTE : 17 : CHANGES IN INVENTORIES OF FINISHED GOODS

(Amount in Rs.)

Particulars	2014-15	2013-14
Opening Stock	31,008,036	24,727,167
Closing Stock	55,128,617	31,008,036
Total	-24,120,581	-6,280,869

NOTE : 18 : EMPLOYEE BENEFITS EXPENSE

(Amount in Rs.)

Particulars	2014-15	2013-14
Salaries and Wages	12,595,019	9,134,241
Bonus	1,044,335	739,722
Contribution to Provident Fund and Pension Funds	775,123	486,081
Staff Welfare Expenses	343,212	371,422
Total	14,757,689	10,731,466

NOTE : 19 : FINANCE COSTS

(Amount in Rs.)

Particulars	2014-15	2013-14
Interest Expense	8,826,168	7,207,709
Other Financial Charges	672,663	765,739
Foreign Exchange Fluctuation Gain/loss	54,379	574,933
Total	9,553,210	8,548,381

NOTE : 20 : OTHER EXPENSES

(Amount in Rs.)

Particulars	2014-15	2013-14
MANUFACTURING EXPENSES		
Packing Material Consumed	21,336,719	20,335,522
Freight Inward Expense	1,936,372	1,531,765
Factory Expense	819,855	582,617
Power and fuel	1,334,522	1,359,704
Duties & Taxes	839,502	69,651
Repairs & Maintenance to Plant & Machinery	451,352	552,794
Repairs & Maintenance to buildings	202,933	28,600
Repairs & Maintenance to Others	86,886	145,705
Administrative & Selling Expenses		
Selling & Distribution Expenses	18,809,251	15,965,012
Administrative Expenses	1,731,367	1,404,004
Legal & Professional Expenses	907,544	1,283,513
Directors' Remuneration	1,956,000	1,956,000
Rent	1,171,700	683,730
Insurance	375,837	271,008
Auditor's Remuneration	56,180	56,180
Total	52,016,020	46,225,805



Super Crop Safe Limited

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

- 21 The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.
- 22 Pursuant to the enactment of Companies Act 2013, the company has applied the estimated useful lives as specified in Schedule II. The written down value of fixed assets whose lives have expired as at 1st April 2014 have been adjusted net of tax, in the opening balance of Profit and Loss Account amounting to Rs. 344640.05.
- 23 As per Accounting Standard 15 "Employee Benefits", the disclosures as defined in the Accounting Standard are given below :

	2014-15	2013-14
Employer's Contribution to Provident Fund	237,132	148,854
Employer's Contribution to Pension Scheme	537,991	337,227

- 24 All Sundry Debits & Credits are as per books of account and are subject to confirmation by concerned parties. In the absence of information available with the company regarding status of the suppliers being Micro, small and Medium Enterprise, we are unable to furnish details as per section 22 of MSMED Act, 2006 for dues included in Trade Payables, if any.

24 Directors' Remuneration

	Current Year	Previous Year
To Managing Director and Other Directors	1,956,000	1,956,000
Company contribution to P.F	16,500	9,360

The company is advised that the computation of net profit under section 349 of the Company's Act 1956 need not be made, since no commission is paid / payable to any director for the year ended 31st March, 2014.

26 AUDITORS REMUNERATION:

	Current Year	Previous Year
1. Audit Fees	40,000	40,000
2. Taxation matters	10,000	10,000
27 Value of imports on CIF basis Raw Material	Rs. 30,53,346	Rs. 15,246,275
28 Earnings in foreign currency during the year	Nil	Nil
29 Expenditure in foreign currency incurred during the year	\$ 50,972	\$ 263,161

- 30 As the Company's business activity falls within a single segment viz. Pesticides, the disclosure requirements of **Accounting Standard (AS) 17-Segment reporting** issued by the Institute of Chartered Accountants of India is not applicable.



Super Crop Safe Limited

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

31. RELATED PARTY DISCLOSURE

1. LIST OF RELATED PARTIES AND RELATIONS:

<u>Name of Related Party</u>	<u>Nature of Relationship</u>
Ishwarbhai Patel	Managing Director
Nitin I Patel	Director
Bhupendra A. Patel	Son of a Director
Gopinath Packaging	Controlling int. by directors' relative
Super Industries	Controlling int. by director
Pioneer Pesticides Ind.	Controlling int. by directors' relative
VIP Industries	Controlling int. by directors' relative
Gopinath Plastic Packaging	Controlling int. by directors' relative

2. TRANSACTIONS WITH RELATED PARTIES:

Name of Related Party	Nature of transaction	Year Ended 31st March, 2015		Year Ended 31st March, 2014	
		Amount of transactions	Amount Outstanding	Amount of transactions	Amount Outstanding
Ishwarbhai B. Patel	Remuneration	984,000	78,811	984,000	72,399
Nitin I Patel	Remuneration	972,000	79,000	972,000	70,525
Bhupendra A. Patel	Salary & Allowances	142,112	20,661	142,112	20,930
Super Industries	Purchase	24,925,085	4,784,611	35,635,456	NIL
	Rent	144,000		84,000	
	Sales	16,810,080		28,654,235	
Pioneer Pesticides Industries	Purchase	13,675,253	4,989,848	28,298,348	515,770
	Sales	11,157,144		27,165,967	
VIP Industries	Purchase	2,242,521	NIL	6,646,508	NIL
	Sales	4,495,120		1,753,385	
Gopinath Packaging	Purchase	4,685,532	3,124,636	2,495,521	1,589,485
	Packing Exp.	NIL		11,620	
	Legal & Prof. Fees	82,124		44,628	
Gopinath Plastic Packaging	Purchase	1,842,587	1,816,080	4,261,664	1,621,702
	Sales	NIL		253,740	

32. EARNINGS PER SHARE:

Particulars	31.03.2015 (Rs.)	31.03.2014 (Rs.)
Profit/(Loss) attributable to Shareholders:		
- Before exceptional items	3,925,375.68	4,953,212.94
- After exceptional items	3,925,375.68	4,953,212.94
Basic/Weighted average number of Equity Shares outstanding during year	5,700,000	5,700,000
Nominal Value of Equity Shares (Rs.)	10	10
Basic / Diluted earning per share		
- Before exceptional items	0.69	0.87
- After exceptional items	0.69	0.87

As per our report of the even date attached

For, **Parimal S. Shah & Co.**
Chartered Accountants

[P. S. Shah]
Proprietor

Place : Ahmedabad
Date : 30.05.2015

For and on behalf of the Board

Shri Ishwarbhai B. Patel Chairman & Managing Director

Shri Nitin I Patel Executive Director

Place : Ahmedabad
Date : 30.05.2015



Super Crop Safe Limited

SUPER CROP SAFE LIMITED

Registered Office : C-1/290, G.I.D.C. Estate, Phase - I, Naroda, Ahmedabad-382 330.

FORM No. MGT-11 - PROXY FORM

[(Pursuant to Section 105(6) of the Companies Act, 2013 of the Companies Management and Administration) Rules, 2014]

Name of the Member(s) : _____

Registered Address : _____

E-mail ID : _____

Folio No./Client ID No. : _____

I/We, being a Member/Member[s] _____ shares of the Super Crop Safe Limited, hereby appoint:

1. Name _____ E- mail ID _____

Address _____ Signature _____ or failing him/her

2. Name _____ E- mail ID _____

Address _____ Signature _____ or failing him/her

as my / our Proxy to attend vote on a [poll] for me / us and on my / our behalf at the Annual General Meeting of the Company, to be held on Tuesday, 29th September, 2015 at 11.00 a.m. at the Registered Office of the Company at C-1/290, GIDC Estate, Phase I, Naroda, Ahmedabad 382 330 and at any adjournment thereof in respect of such Resolutions as are indicated below:

Sr. No.	Resolutions	For	Against
1.	Adoption of Audited financial statements of Profit and Loss for the year ended 31 st March, 2015 and the Balance Sheet together with the Report of the Board of Directors and the Auditors thereon.		
2.	Dividend on Equity Shares for the Financial Year 2014-15		
3.	Re-appointment of Mr. Ishwarbhai Baldevdas Patel (DIN: 00206389), a Director retiring by rotation.		
4.	Re-appointment of Mr. Ambalal Baldevdas Patel (DIN: 00206520), a Director retiring by rotation.		
5.	Ratification of Appointment of Statutory Auditors		

Signed this _____ day of _____ 2015

Signature of shareholder _____

Signature of Proxyholder[s] _____

Affix
Re. 1/-
Revenue
Stamp

Signature(s) Shareholder(s)

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.

SUPER CROP SAFE LIMITED

Registered Office : C-1/290, G.I.D.C. Estate, Phase - I, Naroda, Ahmedabad-382 330.

ATTENDANCE SLIP

(To be handed over, duly filled in, at the entrance of the Meeting Place)

Name of the attending Member/Proxy (in block letters) :

Member's Folio No. :

No. of Shares held :

Date of AGM : 29th September, 2015

Place : C-1/290, GIDC Estate, Phase-1 Naroda, Ahmedabad - 382 330.

Time : 11.00 A.M.

I hereby record my presence at the Annual General Meeting on 29th September, 2015.

Date :

Member's/Proxy's Signature



Super Crop Safe Limited

Form No. MGT-12

Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and
Rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: SUPER CROP SAFE LIMITED

Regd. Office: C-1/290, GIDC Estate, Phase I, Naroda, Ahmedabad 382 330

Tel. No. : 079-22823907, Website: www.supercropsafe.com, CIN: L24231GJ1987PLC009392

Annual General Meeting of the Company held on Tuesday, 29th September, 2015 at 11.00 a.m. at the Registered Office of the Company at C-1/290, GIDC Estate, Phase I, Naroda, Ahmedabad 382 330

BALLOT FORM

Sr. No.	Particulars	Details
1.	Name of the First Name Shareholder (In Block Letters)	
2.	Postal Address	
3.	Registered folio No./ *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	

I hereby exercise my vote in respect of Ordinary / Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

ITEM No.		No. of Shares held by me	I assent to the Resolution	I dissent from the Resolution
1	Adoption of Audited financial statements of Profit and Loss for the year ended 31 st March, 2015 and the Balance Sheet together with the Report of the Board of Directors and the Auditors thereon.			
2	Dividend on Equity Shares for the Financial Year 2014-15			
3	Re-appointment of Mr. Ishwarbhai Baldevdas Patel (DIN: 00206389), a Director retiring by rotation.			
4	Re-appointment of Mr. Ambalal Baldevdas Patel (DIN: 00206520), a Director retiring by rotation.			
5	Ratification of Appointment of Statutory Auditors			

Place :

Date :

Signature of the Shareholder

Note: Please read the instructions carefully before exercising your vote.



Super Crop Safe Limited

INSTRUCTIONS:

- 1) This Ballot Form is provided for the benefit of members who do not have access to e-voting facility.
- 2) A member can opt for only one mode of voting i.e. either through e-voting or by ballot. If a member casts vote by both modes, then voting done through e-voting shall prevail and ballot shall be treated as invalid.
- 3) For detailed instructions on e-voting, please refer to the notes appended to the notice of the AGM.
- 4) The scrutinizer will collate the votes downloaded from the e-voting system and votes cast through ballot to declare the final result for each of the resolutions forming a part of the notice of the AGM.

Process and manner for Members opting to vote by using the Ballot Form:

- 1) Please complete and sign the Ballot Form (no other form or photocopy thereof is permitted) and send it so as to reach the scrutinizer Mr. Ashish Doshi, of M/s SPANJ & Associates, Practising Company Secretary, (Membership No. 3544) at the Registered Office of the Company on or before the date of the AGM. Alternatively, the Ballot can also be deposited in the box to be made available at the venue during the AGM.
- 2) The Ballot Form should be signed by the member as per the specimen signature registered with the Company / Depositories. In case of Joint holding, the form should be completed and signed by the first named member and in his / her absence, by the next named joint holder. A Power Of Attorney (POA) holder may vote on behalf of a member, mentioning the registration no. of POA registered with the Company or enclosing an attested copy of POA.
- 3) In case the shares are held by companies, trusts, societies, etc. the duly completed Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution / Authorization.
- 4) Votes should be cast in case of each resolution, either in favour or against by putting the tick (✓) mark in the column provided in the ballot.
- 5) The voting rights of shareholders shall be in proportion of the shares held by them in the paid up equity share capital of the Company as on 22nd September, 2015 as per the register of members of the Company.
- 6) A member may request for a duplicate Ballot Form, if so required.
- 7) Unsigned, incomplete, improperly or incorrectly tick marked Ballot Forms will be rejected. A form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the scrutinizer to identify either the member or as to whether votes are in favour or against or if signature cannot be verified.
- 8) The decision of the scrutinizer on the validity of the Ballot Form and any other related matter shall be final.
- 9) The results declared along with the Scrutinizer's report, shall be placed on the Company's website : www.supercropsafe.com within two working days of the passing of the resolutions at the AGM of the Company to be held on 29th September, 2015, and shall be communicated to BSE Limited, where the shares of the Company are listed.

Our Product Range



APPRECIATIONS AND AWARDS

Over the years, Company's efforts have earned following prestigious awards.

GOLD STAR AWARD

From National Institute of Economic Development, New Delhi.



UDYOG RATNA AWARD

From The Institute of Economic Studies, New Delhi.



WASTE MINIMIZATION

From National Productivity Council, New Delhi.

RAJIV GANDHI EXCELLENCE AWARD

From Institute of Economic Studies, New Delhi.





Super Crop Safe Limited

If not delivered return to :

● REGISTERED OFFICE ●

C-1/290, GIDC Estate, Phase-I, Naroda, Ahmedabad - 382 330.
(GUJARAT) Phone No. : 079-22823907 Mobile : 9824169514

● E-mail : super_crop_safe@yahoo.com

● Investor Grievance E-mail : super_investors_grievances@yahoo.in

