

HINDUSTAN AGRIGENETICS LIMITED

CIN-L01119DL1990PLC040979,

Regd. Office: 806, Meghdoot, 94 Nehru Place, New Delhi 110019

(Correspondence address: C 63, South Extension Part-II, New Delhi 110 049)

Email: hindustanagrigenetics@gmail.com, **Tel:** +91 98102 73609

To,
The Secretary
BSE Ltd.
Phiroze Jeejeebhoy
Tower Dalal Street
Mumbai,
Maharashtra- 400001

Date: 01.10.2018

corp.relations@bseindia.com

Subject: Compliance of Regulation 34 of the SEBI(Listing Obligation and Disclosure Requirements) Regulation,2015 [“Listing Regulations”]

Dear Sir/ Madam,

In pursuance with the Regulation 34 of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015, please find enclosed herewith the Annual Report of the 28th Annual General Meeting for the FY 2017-18 held on Saturday, 29th September, 2018 at 11.00 A.M at 806,Meghdoot, 94 Nehru Place, New Delhi-110019.

Thanking you

Yours truly,

For Hindustan Agrigenetics Limited
(ISIN No INE174101019)



Pritam Kapur
Managing Director

28th
Annual Report
2017 - 2018

Hindustan Agrigenetics Limited
Hybrid Seeds □ Tissue Culture
□ Floriculture

28th Annual General Meeting

Date : 29th September, 2018

Day : Saturday

Time : 11.00 AM

Venue : 806 Meghdoot

94, Nehru Place

New Delhi 110 019

BOARD OF DIRECTORS

Shri Pritam Kapur, Chairman and Managing Director

Shri Vinod Malhotra

Ms Chandni Kapur

Mr. Pranav Kapur

Mrs. Mannu Kohli

AUDITORS

Sharma Anand & Co.

Chartered Accountants

New Delhi

BANKERS

Ratnakar Bank Limited (RBL)

REGISTRARS

Karvy Computershare Pvt. Ltd.

Karvy Salinium Tower B, Plot 31-32

Gacchibowli, Nanakramguda, Hyderabad 500 032

REGISTERED OFFICE

806, Meghdoot,

94, Nehru Place,

New Delhi - 110019

CONTENTS

Page No.

Notice

Directors Report along with Annexure

Auditors' Report

Balance Sheet

Profit & Loss Account

Cash Flow

Notes

Proxy Form

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 28th Annual General Meeting of the Company will be held on Saturday, the 29th day of September, 2018 at 11.00 AM at the Registered Office of the Company at 806 Meghdoot, 94 Nehru Place, New Delhi 110019 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited annual balance sheet of the Company as on 31st March, 2018 together with the reports of the Statutory Auditors, Secretarial Auditors and the Directors thereon.
2. To appoint a director in place of Mrs. Chandni Kapoor (DIN: 07007247) , who retires by rotation and being eligible offers herself for re-appointment.
3. To ratify the appointment of the auditors and fix their remuneration. The retiring auditors of the Company ,M/s Sharma Anand & Co., Chartered Accountants, New Delhi are eligible for ratification of their re-appointment.

SPECIAL BUSINESS:

4. To alter/adopt object clause of Object Clause of the Memorandum of Associations of the Company as required under the Companies Act, 2013.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special resolution:

“RESOLVED THAT pursuant to the provisions of section 4 and 13 of Companies Act, 2013 ('the Act'), Schedule I made there under, read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to the approval of the Registrar of Companies, clause 3(a) of the objects clause of the Memorandum of Association be and is hereby amended by inserting the following clauses after the existing clauses:

- *To establish, maintain, conduct and operate business of reality, including but not restricted to procurement and holding of land parcels; development of housing both commercial and residential; marketing and sale thereof as also the business of senior living and support and other allied businesses understood by the term reality.*
- *To establish, maintain and operate businesses related to digital and Information technology including businesses related to internet, new ideas on businesses based on remote sensing, networking, analytics, big data, re-engineering of processes for increased efficiency, businesses for data storage and retrieval, related to digital efficiency, including but not limited to health/fitness business, telemedicine or other related businesses as understood by the term digital and information technology.*

- *To establish, maintain and operate a consultancy business either directly or in collaboration in general areas, or any of the areas of the main objectives or the objectives ancillary to the main business, including allied areas of consultancy in areas of urban development, data analytics or in supporting businesses related to improving efficiencies of operation, improving profitability or management consultancy in its various forms.*

RESOLVED FURTHER THAT Clause 3(c) of the Memorandum of Association be and is hereby deleted.

RESOLVED FURTHER THAT for the purpose of giving full effect to this resolution, the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT Mr. Pritam Kapur, be and is hereby authorised to do all such acts, deeds and things as may be required to give effect to the above resolution.”

NOTES FOR MEMBER’S ATTENTION:

1. ***A MEMBER ENTITLED TO ATTEND AND VOTE MAY APPOINT A PROXY TO ATTEND AND TO VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.***
2. ***PROXY FORMS IN ORDER TO BE EFFECTIVE MUST BE LODGED WITH THE COMPANY 48 HOURS BEFORE THE MEETING.***
3. 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. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. Corporate Members intending to send their authorised representatives to attend the meeting are requested to send a certified copy of Board Resolution authorizing their representative to attend and vote at the meeting, on their behalf.
5. The register of Members and Share Transfer Books of the Company will remain closed from Saturday, 22nd September, 2018 till the date of the Annual General Meeting i.e. Saturday , 29th September, 2018(both days inclusive) in connection with the Annual General Meeting.
6. Pursuant to Regulation 17 of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, the particulars of directors seeking appointment/re-appointment at the meeting are annexed.
7. Members are requested to bring their copy of Annual Report to the meeting.
8. Entry in the Meeting Hall shall be strictly restricted to the Members/Valid Proxies only, carrying the attendance slips enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID/Folio No.
9. The Ministry of Corporate Affairs, Government of India allowed services of documents by electronic mode (email) as a green initiative. Members are requested to register their email address with the Company and/or Registrar/Share Transfer Agent for the purpose of service of documents under the Companies Act.

10. 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 Karvy Computershare Private Limited.
11. Pursuant to SEBI circular dated 20th April, 2018, shareholders whose ledger folios do not have or having incomplete details with regard to PAN and Bank particulars are required to compulsorily furnish the details to the RTA/to the company for registration in the folio. Further, Members may please be informed that, pursuant to SEBI LODR Amendment Regulations, effective 5th December, 2018, requests for effecting transfer of securities in physical form shall not be processed unless the securities are held in the dematerialized form with a depository. Hence investors are encouraged to demat their physical holding for any further transfer. The Company has applied to NSDL/CDSL for obtaining the demat facility in respect of the Shares of the Company.
12. Pursuant to Section 101 of the Companies Act, 2013, and rules made thereunder, Electronic copy of Notice of 28th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Annual Report, Attendance Slip and Proxy Form is being sent to all members through electronic mode on their registered email IDs unless any member has requested for a hard copy of the same. For the members who have not registered their e-mail addresses, physical copies of the Notice of the 28th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Annual Report, Attendance Slip and Proxy Form is being sent in the permitted mode. The Physical copies of the aforesaid documents will also be available at the Company’s registered office for inspection between 10:00 am to 1:00 pm from Monday to Friday. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any Communication, the shareholder may also send request to the Company’s investor email id: hindustanagrigenetics@gmail.com.
13. Voting through electronic means – Remote E-voting:

In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder, the Members are provided with a facility to cast their vote electronically, through the e-voting services provided by Karvy Computershare Private Limited, on all resolutions set forth in this Notice and the business set forth in this Notice may be transacted through e-voting.

The procedure to login to e-Voting website is given below:

- (i) Open the e-mail and also open PDF file, namely, “e-Voting.pdf” giving your Client ID (in case you are holding shares in demat mode) or Folio No. (in case you are holding shares in physical mode) as password which contains your “User ID” and “Password” for e-Voting. Please note that the password is an initial password. Shareholders, who have not registered their e-mail ID with the Company, are being sent the User ID and Password in a separate envelope along with this Notice. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at srinivas.b@karvy.com. However, if you are already registered with Karvy for remote e-voting then you can use your existing user ID and password for casting your vote. If you

forget your password, you can reset your password by using “Forgot User Details / Password” option available on www.evoting.karvy.com.

- (ii) Open the internet browser and type the following URL: <https://evoting.karvy.com>
- (iii) Click on Shareholder – Login.
- (iv) Put User ID and Password as initial password noted in step (1) above and Click Login.
- (v) Password Change Menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combinations thereof. Please take utmost care to keep your password confidential.
- (vi) Home page of “e-voting” opens. Click on e-voting > Active Voting Cycles.
- (vii) Select “Even” of (Hindustan Agrigenetics Limited). Now you are ready for e-voting as Cast Vote Page opens.
- (viii) Cast your vote by selecting the appropriate option and click on “Submit” and also “Confirm” when prompted.
- (ix) Upon confirmation , the message “ Vote cast successfully” will be displayed.
- (x) Once the vote on a resolution is cast, the member shall not be allowed to vote again or change it subsequently.
- (xi) Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board Resolution and / or Authority letter, etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to (vinod.aggarwalcs@gmail.com), with a copy marked to srinivas.b@karvy.com
- (xii) The Company is providing to the member facility to cast their vote by electronic means i.e. remote e-voting. The remote e-voting period Commences on Tuesday, 25th September, 2018 (9.00 a.m. IST) and ends on Friday, 28th September, 2018 (5.00 p.m. IST). Shareholders of the Company holding shares either in physical form or in dematerialized form , as on the cut-off-date (Record date), Saturday, 22nd September, 2018 are eligible to vote. The shareholders not casting their vote electronically through remote evoting, shall be allowed to cast their vote at the Annual General Meeting through ballot/poll papers.
- (xiii) In case of any queries, you may refer the Frequently Asked Questions (FAQs) and e-voting user manual for Shareholders available at the Downloads section of <https://evoting.karvy.com/public/Downloads.aspx> or call on toll free no.: 1800-3454-001.
- (xiv) If you are already registered with Karvy for e-voting then you can use your existing user ID and Password/PIN for casting your vote.
- (xv) You can also update your e-mail id and mobile number in the user profile details of the folio which may be used for sending future communication(s).
- (xvi) Mr. Vinod Aggarwal, Practicing Company Secretary (Membership No. FCS 8007) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (xvii) The Scrutinizer shall, within a period not exceeding three working days from the conclusion of the General Meeting, unblock the votes in presence of atleast two witnesses not in the employment of the Company and make a combined Scrutinizer’s Report of the votes cast in favour or against, if any, to the Chairman of the Company.
- (xviii) The Result shall be declared on or after the AGM of the Company. The results declared along with Scrutinizer’s Report shall be placed on the website of Karvy

www.evoting.karvy.com, immediately after the result is declared by the Chairman and also communicated to BSE Limited, where shares of the Company are listed.

- (xix) In case of any grievances connected with the facility for voting by electronic means, the members may contact Mr. B. Srinivas, Deputy Manager, Karvy Computershare Pvt Ltd having address at Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 Email: srinivas.b@karvy.com, Tel: +91 040 67161530.

Other Instructions:

- I. The facility for voting, through ballot or polling paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting;
- II. The members who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again at the Meeting.
- III. A Member can opt for only one mode voting i.e. either through e-voting or by Ballot. If a member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.

For **HINDUSTAN AGRIGENETICS LIMITED**

Place: New Delhi
Date: 01.09.2018

Pritam Kapur, Chairman and Managing Director
DIN- 00461538
ADDRESS - C-63, SOUTH EXT., PART II,
NEW DELHI - 110049

Route Map to the AGM Venue

Venue : 806 Meghdoot, 94 Nehru Place, New Delhi 110019



Distance from **Nehru Place Metro Station** : 200 meters

STATEMENTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 {EXPLANATORY STATEMENT}

Item No.4

The company has traditionally been engaged into the agricultural seeds and allied activities. The Company is investigating various areas for reconstruction and restructuring of its businesses so as to grow as a healthy and vibrant company. With this in view, it is considered advisable to enlarge the main objects of the business of the company to enable it to restructure its operations in areas, which may offer good business opportunities in future.

The current land holding of the company may be used for diversifying the business into reality business. It can also be the springboard for a seniors health and lifestyle business (old homes business) including the various services that accompany such businesses worldwide. The business of warehousing and logistics is another area of growth associated with reality business.

Similarly, in today's world of entrepreneurship and startups, there are several new and exciting possibilities in the area of digital technology, information technology, analytics from big data, housing needs for large amounts of cloud-based servers etc. There are also exciting new opportunities in the areas of health, telemedicine, fitness and exercising, which can also turn into lucrative businesses. There could also be exciting opportunities for acquisition of such new start-ups or for collaborating with them.

All the changes taking place require knowledge sharing and its dissemination. Consultancy of various kinds is a way in which the learning and expertise could be shared and passed on. With an increasing trend to buy expertise rather than acquiring the same or learning by trial and error, the opportunities for consultancy are on the increase. The government itself is a big buyer for consultancy and with its thrust on infrastructure and on urban development, consultancy could be an exciting area for diversification.

It is thus proposed to expand the main objects of the Memorandum of Association. Inline with the Companies Act, 2013 Clause 3(c) of the Memorandum of Association is proposed to be deleted.

A copy of the proposed amended Memorandum of Association of the Company would be available for inspection for the members at the Registered/Corporate Office of the Company during the office hours on any working day, except Sundays, between 10.00 a.m. to 5.00 p.m. upto the conclusion of the Annual General Meeting. The Board of Directors recommends the Resolutions at Item No. 4 of the accompanying Notice for the approval of the Members of the Company as Special Resolution.

None of the Directors, Key Managerial Personnel of Company and their relatives are concerned or interested, financially or otherwise in the said resolution.

For **HINDUSTAN AGRIGENETICS LIMITED**

Place: New Delhi
Date: 01.09.2018

Pritam Kapur, Chairman and Managing Director
DIN- 00461538
ADDRESS - C-63, SOUTH EXT., PART II, NEW
DELHI - 110049

INFORMATION AS REQUIRED TO BE FURNISHED IN PURSUANCE OF REGULATION-17 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 WITH STOCK EXCHANGES

1. Ms.Chandni Kapoor, Director of the Company retires by rotation at the forthcoming Annual General Meeting and is eligible for re-appointment. The Brief particulars of Ms. Chandni Kapoor , proposed to be re-appointed are as given below:

Ms. Chandni Kapoor

Age : 39 years

Qualification and Experience:

Ms. Chandni Kapur aged about 39 years is an Economic Honors gradute from Jesus from Jesus and Mary College,, New Delhi. She has also done course on film editing etc. She has worked as an Episode Producer for Across Seven Seas aired on Doordarshan(DD) News, as a producer for On-Air Promotions in Aaj Tak etc. She is currently working as a copywriter with Ogilvy and Mather, one of the leading advertising companies of India and has worked on various leading brands such as HT, LG,Dabur , Nestle etc.

Membership/Chairmanship of Committees:

Stakeholders Relationship Committee	: Nil
Share Transfer Committee	: Nil
Audit Committee	: Nil
Nomination & Remuneration Committee	: Nil

Shareholding in the Company : 82400
(As on 31st March, 2018)

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the **ANNUAL REPORT** on the business and operations of your Company along with the Audited annual Accounts for the financial year ended on 31st March, 2018.

1. FINANCIAL SUMMARY/HIGHLIGHTS

The Financial of the Company as on 31st March, 2018 is as under:-

(Amount in Rs)

	<u>Current Year</u> <u>As on 31.3.2018</u>	<u>(Rs Lakhs)</u> <u>Previous Year</u> <u>As on 31.3.2017</u>
Receipts/Income	24.32	34.41
Profit before Taxes	2.47	17.40
Less Deferred Tax	61.80	6.40
Profit/ (Loss) after Taxes	(59.32)	10.99
Share Capital	440	440

2. **TRANSFER TO RESERVES**

During the year under review, no amount has been transferred to reserves.

3. **DIVIDEND**

Due to insufficient profits, the Board of Directors of your Company does not recommend the declaration of any Dividend.

4. **STATE OF COMPANY'S AFFAIRS**

On annual basis, revenue from operations for the financial year 2017-18 at Rs. lakhs was higher by 29.32% over last year (Rs. 34.41 lakhs in 2016-17). Earnings before interest, tax, depreciation and amortisation is Rs.2.47 lakhs against Rs.17.40 lakhs in 2016-17. Profit/(loss) after Tax for the year was Rs.(59.32) lakhs against Rs. 10.99 lakhs in 2016-17.

5. CHANGE IN THE NATURE OF BUSINESS

During the year, the Company continues to engage in the business of Hybrid seeds, Tissue culture, Floriculture and no significant changes have taken place, during the year, in the nature of business carried on by the Company.

6. MATERIAL EVENTS OCCURRING AFTER BALANCE SHEET DATE

In the opinion of the Board of Directors, no material changes and/or commitment have taken place, after the end of the financial year and till the date of Board's present report, which affect the financial position of the Company.

7. SHARE CAPITAL

During the year, no changes have taken place in the Share Capital of the Company.

8. SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint Venture or an Associate Company. During the year, no Company have become or ceased to be a subsidiary, joint venture or associate of the Company.

Therefore, the provisions relating to performance reports of Subsidiary, Joint Venture or an Associate Company, as required under Rule 8(1) of the Companies (Accounts) Rules, 2014, are not applicable to the Company.

9. ADEQUATE INTERNAL FINANCIAL CONTROL WITH REFERENCE TO FINANCIAL STATEMENTS

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2017-18.

10. ORDER OF AUTHORITY

As specified in rule 8 (vii) of Companies (Accounts) Rules, 2014, no significant and material orders have been passed by any regulators or courts or tribunals etc which have the impact on the going concern status and Company's operations in future.

11. INFORMATION UNDER SECTION 197 READ WITH RULE 5 OF COMPANIES (APPOINTMENT AND REMUNERATION), RULES, 2014 WITH RESPECT TO REMUNERATION

- As per Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 information required are given below:

- (a) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Non - executive directors	Ratio to median remuneration
MR. VENKATA RAMA CHANDRA RAO SREEKANTAM	NA
MR VINOD MALHOTRA	NA
MS. MANNU KOHLI	NA
MS. CHANDNI KAPUR	NA
MR. PRANAV KAPUR	NA

Executive directors	Ratio to median remuneration
MR. PRITAM KAPUR	NIL

- (b) The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% increase in remuneration in the financial year
None	N.A.

- (c) The percentage increase in the median remuneration of employees in the financial year : NIL
(d) The number of permanent employees on the rolls of Company : None
(e) The explanation on the relationship between average increase in remuneration and company performance : NA
(f) Comparison of the remuneration of Key Managerial Personnel against the performance of the Company :

Aggregate remuneration of Key Managerial Personnel (KMP) in FY 2017-18	NIL
Revenue	lakhs
Remuneration of KMPs (as % of revenue)	NIL
Profit Before Tax (PBT)	() lakhs
Remuneration of KMP (as % of PBT)	NIL

- (g) 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:

Particulars	March 31, 2018	March 31, 2017	% change
Market Capitalisation	Rs 440 lacs	Rs 440 lacs	Nil
Price Earnings ratio			

- (h) Percentage increase over 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 :

Particulars	March 31, 2018	(Public issue Price)	% change
Market Price (BSE)	Not quoted	10.00	NA

- (i) 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: NIL
- (j) Comparison of each remuneration of the key managerial personnel against the performance of the Company:

	(Pritam Kapur) Executive Director and Managing Director	(NONE) Chief Financial Officer	(NONE) Company Secretary
Remuneration in FY 2017-18 (Rs Lakhs)	NIL	NA	NA
Revenue (Rs Lakhs)	lakhs		
Remuneration as % of Revenue	NA	NA	NA
Profit before tax (PBT) (Rs Lakhs)	lakhs		
Remuneration as % of PBT	NA	NA	NA

- (k) The key parameters for any variable component of remuneration availed by the directors:

None.

- (l) The 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:

None.

(m) Affirmation that the remuneration is as per the remuneration policy of the Company:

The Company affirms that the remuneration is as per the remuneration policy of the Company.

➤ **The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

No person, employed throughout the financial year, was in receipt of remuneration for that year of Rs. 60,00,000/- or more, nor was any of them, employed for a part of the financial year, was in receipt of remuneration of Rs. 5,00,000/- or more per month during any part of the year under consideration. Thus, the provisions of Rule 5(2) of Companies (Appointment and Remuneration) Rules, 2014 are not applicable.

12. DIRECTORS

a. Change in the Directors/ Key Managerial Person

During the year under review, Mr. CP Rajendran has ceased to be a Director w.e.f. 03.05.2017 and Ms. Preeti Kapur has resigned w.e.f. 02.09.2017. There is no other change in the composition of the Board of Directors and/or any Key Managerial Personnel and no Director and/or Key Managerial Personnel was appointed or has resigned during the year.

However, after the financial year under review and till the date of this Directors Report, certain changes as follows have taken place in the Board of Directors of the Company:

- Mr. Sreekantam Venkata Ramchandran Rao has resigned as Director w.e.f. 01.09.2017

In pursuance of the provisions of Section 152 of the Act, Ms. Chandni Kapur retires at the forthcoming Annual General Meeting and being eligible offer herself for reappointment.

The Board of Directors recommends for the reappointment of the aforesaid Directors at the forthcoming Annual General Meeting.

The present Composition of the Board of Directors and Key Managerial Personnel is as follows:

Shri Pritam Kapur, Chairman and Managing Director

Shri Vinod Malhotra Director

Ms Chandni Kapur	Director
Mr. Pranav Kapur	Director
Mrs. Mannu Kohli	Director

b. Declaration of Independence

As per the Section 149(7) of the Act, the Board of Directors have received a Declaration of Independence from each of the Independent Director(s) to the effect that he/she meets the criteria of independence as provided in Section 149(6).

c. Formal Annual Evaluation

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India (“SEBI”) under Regulation 17 of the Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (“Regulation 17”). The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc. The Board and the Nomination and Remuneration Committee (“NRC”) reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

13. COMMITTEES OF THE BOARD AND VIGIL MECHANISM

The details pertaining to composition of Various Committees as prescribed in the Companies Act, 2013 are included in the Corporate Governance Report which forms part of this report.

Vigil Mechanism

The Company has not borrowed money from banks & financial institutions in excess of Rs. 50 Crores. Therefore, the Company is not required to establish a Vigil Mechanism in pursuance of Section 177(9) of the Act.

14. NUMBER OF BOARD AND COMMITTEE MEETINGS

During the year under review, five meetings of the Board of Directors of the Company were held. For details on the Board and Committee meetings, please refer to the Corporate Governance report, which forms part of this report.

15. STATUTORY AUDITORS

As per Section 139(1) of the Companies Act, 2013, a Company is required to appoint an auditor at the Annual General Meeting. The Shareholders in the last Annual General Meeting held on 29.09.2017 had appointed M/s Sharma Anand & Co., Chartered Accountants as the Statutory Auditors for a period of five years, subject to ratification at each Annual General Meeting. .

In pursuance thereof, the appointment of the Statutory Auditors of the Company M/s Sharma Anand & Co., Chartered Accountants, are proposed to be ratified at the forthcoming Annual General Meeting. The Company has received a certificate from the Statutory Auditors in this regard.

The Board of Directors recommends their ratification.

16. AUDITORS' REPORT AND ITS EXPLANATION

The comments made by the Auditors in their report have been duly explained in the attached Notes to Accounts and do not require any further explanation.

17. SECRETARIAL AUDITORS AND SECRETARIAL AUDIT REPORT

As per the provisions of Section 204 of the Act, the Board of Directors of the Company appointed M/s Vinod Aggarwal & Associates, Company Secretaries to conduct the Secretarial audit of the Company for the year 2017-18.

M/s Vinod Aggarwal & Associates, Company Secretaries conducted the Secretarial Audit and have submitted their Report to the Board of Directors, which is annexed to and forms part and parcel of this report. The comments made by the Auditors in their report are self explanatory and do not require any further explanation.

The Board of Directors have re-appointed M/s Vinod Aggarwal & Associates, Company Secretaries to conduct the secretarial audit for the year 2018-19.

18. INTERNAL AUDITOR

As per the requirements of Section 138 of the Companies Act, 2013 a listed Company is required to get an Internal audit conducted and to annex a report thereof along with the Report of the Directors. In pursuance of Section 138 of the Act, M/s Hukam Vijay & Company, Chartered Accountants, practicing at 304 Rohini Complex, WA 121, Shakarpur, Delhi 110 092 have been appointed to conduct the Internal audit for the financial year 2018-19.

19. INTER- CORPORATE LOANS, GUARANTEE S AND INVESTMENTS

There were no outstanding loans or investments or guarantees covered under the provisions of Section 186 of the Act.

20. RELATED PARTY TRANSACTIONS

During the year under review, the Company has not entered into any contract or arrangement with any Related Party. Therefore, the provisions of Section 134(3)(h) read with Rule 8 of the Companies (Accounts) Rules, 2014 requiring justification entering into such contract and arrangement and other details in specified form AOC-2 are not applicable.

21. PUBLIC DEPOSITS

The Company has neither invited or accepted any Public Deposits as per the provisions of the Companies Act, 2013 during the financial year under review neither any such deposits are unpaid or unclaimed during the year. Therefore, the provisions of Rule 8(v) and 8(vi) of the Companies (Accounts) Rules, 2014 are not applicable.

22. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE

The information and details as per the provisions of Rule 8(3) of the Companies (Accounts) Rules, 2014 are as follows:

CONSERVATION OF ENERGY

During the year under review adequate energy conservation measures have been put in place. The officers of the Company are made aware, from time to time, the various methods to conserve energy including the utilizing the alternate sources of energy. No capital investment on energy conservation equipments was made by the Company during the year under review.

TECHNOLOGY ABSORPTION

The Company, is not engaged into the technology dependent business activities. However, wherever possible, continuous efforts and effective improvements were made during the year for technology absorption in respect of the business being carried on by the Company.

The Company has not imported any technology during the last three years and no expenditure has been incurred on Research & Development.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign exchange spent : NIL

Foreign exchange earned : NIL

23. CORPORATE SOCIAL RESPONSIBILITY

During the year under review, the Company has been outside the purview of Corporate Social Responsibility because company is suffering loss in year 2017-18.

24. MANAGEMENT DISCUSSION AND ANALYSIS

The Company continues to comply with the various listing requirements of the Stock Exchanges and has taken steps for applying to the Bombay Stock Exchange for revocation of its suspension.

The operations of the company remain suspended. However, the company is investigating other avenues for its revival.

The management Discussion and Analysis Report for the year under review as stipulated under regulation 17 of the Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 with the Stock exchange is presented in a separate section forming part of the annual report.

25. REPORT ON CORPORATE GOVERNANCE

As per the applicable SEBI Regulations and Circulars, the Company is not required, at present, to comply with the Corporate Governance provisions.

26. COMPLIANCE OF ACCOUNTING STANDARDS

As per requirements of the Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 with Stock Exchange and Accounting Standards of The

Institute of Chartered Accountants of India, your company has made proper disclosures in financial statements in respect of Consolidated Financial Statements, Related Party Transactions and Deferred Taxation. The Company has duly adopted all the applicable Accounting Standards in pursuance to the provisions of the Companies Act.

27. FILING OF CASE IN RESPECT OF COMPENSATION FOR ACQUISITION OF GREEN HOUSE BY THE OUTER RING ROAD AUTHORITY

The land of the company situated at Dundgal, Hyderabad had been acquired by the Government. However, the compensation received from the Government in respect to such land was not fair and adequate. The Board of Directors have filed a suit against the Outer Ring Road Authorities of the Government of erstwhile Andhra Pradesh at the Ranga Reddy Courts for improving the compensation given to the company for the losses suffered on account of the cost of imported green house standing on the land acquired for the construction of the ring road.

28. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Section 134(3)(c) of the Companies Act, 2013 the Directors' Responsibility Statement forms part of the Directors' Report. Your Directors give hereunder the Statement relating to the Accounts of the Company that:

- 1) All the applicable Accounting Standards have been followed in the preparation of the accompanying annual Accounts along with proper explanation relating to material departures;
- 2) The Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year 31st March, 2018 and of the Profit or Loss of the Company for the said period;
- 3) The Directors have taken proper and sufficient care 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; and
- 4) The Directors have prepared the Annual Accounts on a going concern basis.
- 5) The Directors, in the case of a listed company, have laid down internal financial Controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively.
- 6) The Directors have devised proper system to ensure compliance with the provisions of all applicable laws and that system were adequate and operating effectively.

29. ACKNOWLEDGEMENT

Your Directors place on record their sincere thanks to all concerned agencies for their continued co-operation extended to the Company.

On behalf of the Board of Directors

For **HINDUSTAN AGRIGENETICS LIMITED**

Place: New Delhi
Date: 01.09.2018

Pritam Kapur, Chairman and Managing Director
DIN- 00461538
ADDRESS - C-63, SOUTH EXT., PART II, NEW
DELHI - 110049

Vinod Malhotra , Director
DIN- 06362126
ADDRESS -01/11, WEST PATEL NAGAR, NEW
DELHI - 110008

FORM NO. MR-3

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Annexure-I to the Director's Report-

Management Discussion and Analysis

a. Macro Economic Overview

During the year under review, inflation continued to be an area of concern and the real earnings of the farmers and other rural population continued to be under pressure. This resulted in their having to cut back on their expenses, particularly the input expenses for their agriculture. The Kharif season of 2016 was expected to be deficient in rains, but fortunately rains have been normal so far.

b. Industry Structure and Developments

The seed business of the country continues to be very competitive. However, many industry leaders who were major producers of GM seeds are facing pressure as the pests seem to have developed resistance to the bt genes transferred in the seeds. Further, due to a drop in the prices of cotton, the farmers are going slow on sowings of cotton and overall area of cotton is expected to reduce. The government has expressed its concern to the seed industry to ensure quality of seeds in the wake of news of suicides by farmers.

c. Opportunities and Threats

The entry barriers to the seed business have become high as the market is now dominated by propriety brands of seeds and technology of public bred seeds is unable to compete. Development of genetically modified seeds continue to face opposition from the environmental groups and several scientists as well. On the other hand, with competition intensifying there may be new opportunities in the business of providing services such as extension services to large players.

d. Business opportunities under examination

In view of the high technology barriers for entry in seed industry, your company has been examining other opportunities in the agriculture space. A possible area under examination is trading of seeds on the internet by using warehouse receipts as trading note. Other business opportunities are also under examination.

e. Resources and liquidity

The company has invested its liquid resources mostly in debt based Mutual Funds with a view to use the income so earned to meet the day to day expenses of the company. In addition, to keep the R&D farms in good order, the land is being used for production of seeds and selling them in the nearby market.

f. Risks and concerns

The main risk of seed business continues to be the dependence of business on monsoon. Lack or excess of rainfall has the effect of changing the sowing pattern and crops sown with an immediate impact on seed demand. This can result in shortages or in carry over, both of which have an impact on the business.

g. Internal Control Systems and Adequacy

The Company has adequate internal control procedures commensurate with its size and nature of the business. These business control procedures ensure deficient use and protection of the resources and compliance with the policies, procedures and statutes.

h. Human Resources

The company currently has no employees and the executive director of the Company is looking after the various statutory and other requirements as also looking at the possibilities of starting the business once again. However in view of reverses suffered in the past it is proposed to be cautious in undertaking any new venture.

i. Future outlook

As mentioned earlier, the business is quite dependant on monsoon and its progress. At the time of writing this review, there are reports that so far the monsoon has been normal in most parts of the country. However, the metreological department has issued bulletins expressing concern over strengthening of El-Nino effect which may adversely affect the monsoon in the second half.

For and on behalf of the Board

Pritam Kapur
DIN-00461538
Address - C-63, South Ext.
Part II, New Delhi - 110049

Vinod Malhotra
DIN-06362126
01/11, West Patel Nagar
New Delhi - 110008,

Annexure-II to the Director's report

REPORT ON CORPORATE GOVERNANCE

Your Company has always believed in the principle of good Corporate Governance with a view to enhance stakeholder value, improved growth, achievement of goals etc. and therefore it has committed itself to attain highest levels of transparency. For this purpose certain measures have been adopted in line with the provisions of listing agreement.

1. BOARD OF DIRECTORS

The Composition of the Board during the year 31.03.2018 is follows:

<i>Director</i>	<i>Number</i>
Non Executive	5
Executive	1
Total	6

The constitution of the Board is as given below:

Director	ED/NE/IND	No. of Outside Directorship	No. of Board Meeting attended	Whether attended last AGM	No. of Committee Memberships	
					Member	Chairman
MR. PRITAM KAPUR	ED	NIL	5	Y	2	1
Mr PRANAV KAPUR	NE & IND	28	2	N	2	NIL
*MR. VENKATA RAMA CHANDRA RAO SREEKANTAM	NE	NIL	2	N	NIL	NIL
MR VINOD MALHOTRA	NE & IND	NIL	4	N	3	3
*MS.PRITI KAPUR	NE	NIL	NIL	N	NIL	NIL
MS. CHANDNI KAPUR	NE	NIL	5	N	NIL	NIL

MS. MANNU KOHLI	NE & IND	NIL	2	N	2	NIL
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Notes:

- i) NE - Non Executive
- ii) IND - Independent
- iii) ED - Executive Director
- iv) While calculating number of outside directorships, directorships held in foreign companies, private companies and alternate directorships are excluded.

* Mr. Venkata Ramchandran Rao Sreekantam has resigned Director w.e.f. 01.09.2018.

* Mrs. Priti Kapur has resigned as Director w.e.f. 02.09.2017.

2. COMMITTEES

- i) Audit Committee

During the year ended March 31, 2018, four meetings of the Audit Committee were held. The said meetings were held on 26th May, 2017, 14th August, 2017, 15th November 2017 and 14th February, 2018.

The constitution of the Audit Committee as given below:

- 1. Mr. Vinod Malhotra : Member and Chairman
- 2. Mr. Pranav Kapur : Member
- 3. Mr. Mannu Kohli : Member

Terms of reference of the Audit Committee are as per section 177 of the Companies Act, 2013 and Regulation 17 of the Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 of the Stock Exchange.

- ii) Stakeholders Relationship Committee

As per the provisions of the Companies Act, the Board has formed a Stakeholders Relationship Committee' in place of 'Investor Grievance Committee which shall consider and resolve the grievances of security holders of the Company. The following are the members of the committee:-

- 1. Mr. Vinod Malhotra : Member and Chairman
- 2. Mr. Pritam Kapur : Member

There have been no complaints that have not been resolved to the satisfaction of the shareholders.

iii) Nomination and Remuneration Committee

The following are the members of the committee:

1. Mr. Vinod Malhotra : Member and Chairman
2. Mr. Pranav Kapur : Member
3. Mr. Pritam Kapur : Member

The responsibilities of the Committee shall :-

1. Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommended to the Board their appointment and removal and shall carry out evaluation of every director's performance.
2. Formulate the criteria for determining qualifications, positive attributes and independence of directors and recommend to the board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

3. REMUNERATION OF DIRECTORS

Details of remuneration paid to Directors are given below:

Directors	Loans and Advances from the Company	Remuneration paid during 2017-18 (Rs.)			
		Sitting Fee	Salary	Comm.	Total
MR. PRITAM KAPUR	---	Nil	Nil	Nil	Nil
MR. PRANAV KAPUR	---	Nil	Nil	Nil	Nil
MR. VENKATA RAMACHANDRA RAO SREE KANTAM	---	Nil	Nil	Nil	Nil
MR VINOD MALHOTRA	----	Nil	Nil	Nil	Nil

4. BOARD MEETINGS & ATTENDANCE AT BOARD MEETINGS & ANNUAL GENERAL MEETING

The Board of the company met five times during the year 2017-18. The said meetings were held on 30/05/2017, 11/08/2017, 02/09/2017, 14/11/2017, and 13/02/2018 . The company placed

before the Board the performance of Company, minutes of the meetings of various committees of the Board from time to time. Information regarding material developments in external environment is also placed before the Board as and when the same takes place. The three directors were present at the last Annual General Meeting.

5. MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

The Management discussion and Analysis report for the year ended March 31, 2018 is published separately in this Annual Report.

6. DISCLOSURES

- a) No transaction of material nature is entered into by the Company with Promoters, Directors or Management, or their relatives etc., except for transaction of a routine nature as disclosed in the notes on accounts, which may have an adverse effect on the Company's business. There are no pecuniary transactions with the independent/ non-executive directors other than the payment of remuneration disclosed in point no. 3 above.
- b) During the last three years there were no strictures or penalties imposed by either Securities and Exchange Board of India (SEBI) or the Stock Exchanges or any Statutory Authority for non-Compliance of any matter related to the capital markets.

7. NOTES ON DIRECTORS APPOINTMENT / RE-APPOINTMENT

Relevant details form part of the Director's Report/Notice of the Annual General Meeting.

8. SHARE TRANSFERS

The trading of equity shares of the Company is mandatory in the dematerialized form. The Company proposes to undertake steps for dematerialization of shares as soon as the suspension of trading of the Company is revoked. In mean time, transfer of shares in the physical segment has been streamlined. To expedite the process in the physical segment, authority has been delegated to the Share Transfer Committee, which comprises of:

1. Mr. PRITAM KAPUR (Chairman)
2. Mr. VINOD MALHOTRA
3. Mr. PRANAV KAPUR

Share transfers/transmission approved by the Committee are placed before the Board from time to time and transfers authorized are affected immediately.

9. MEANS OF COMMUNICATION

The company's plant at Gundla Pochampalli remains inoperative for more than five years with no commercial activity whatsoever. For the same reason there is no income from sales or operations except for a small amount of seeds from our R&D farm. The board of Directors by

taking into account the aforesaid situation thought it prudent not to publish very low sales figures, and hence dispensed with publishing of results on quarterly and half yearly basis. With plans of revival, the Board of Directors expects to comply with all the requirements of publishing of results etc.

SHAREHOLDERS' INFORMATION

1. Annual General Meeting

Date and Time : Saturday, 29th September, 2018 at 11.00 A.M.

Venue : 806 Meghdoot, 94 Nehru Place
New Delhi - 110019

2. Details of Last 3 AGMs

<u>Year</u>	<u>Location</u>	<u>Date</u>	<u>Time</u>
2014-15	806, Meghdoot 94, Nehru Place New Delhi-110019	30.09.2015	4.00 P.M
2015-16	806, Meghdoot, 94, Nehru Place New Delhi- 110019	30.09.2016	4.00 P.M
2016-17	806, Meghdoot, 94, Nehru Place, New Delhi - 110019	29.09.2017	11.00 A.M.

3. Registered Office: 806, Meghdoot, 94,
Nehru Place
New Delhi-110019

4. Corporate Office : 806, Meghdoot, 94,
Nehru Place
New Delhi-110019

5. Share Transfer System

A Committee of Directors is authorized to approve transfer of shares and the said Committee approves transfer of shares. If the transfer documents are in order, the transfer of shares is registered within 15 working days of receipt of transfer documents. The Company proposes to dematerialize its shares as soon as the suspension of its trading is revoked by the BSE. Once the

facility of dematerialization of shares is introduced, the Company will extend the facility of simultaneous transfer and dematerialization of shares to its shareholders. Under the System, the relative share certificates are held back after the share transfer is affected and a letter of option is mailed to the transferee. If the transferee wishes to dematerialize the share, he may submit the option letter of his Depository Participant (DP) who in turn would generate a demat request. On receipt of demat request form the DP, the Company dematerializes the shares. If the transferee opts to hold shares in physical form and does not respond within 15 days of letter of option, the Registrar & Transfer Agents mails the duly transferred share certificates to the transferee.

6. Registrars & Share Transfer Agents:

Karvy Computershare Pvt. Ltd.
Karvy Salinium Tower B, Plot 31-32
Gacchibowli, Nanakramguda, Hyderabad 500 032
Tel.

7. Distribution of shareholding as on 31st March 2018.

Range	Shareholder		Shares Amount	
	Number	% to total holders	Total (in Rs.)	% to Total
Share holding of nominal value of Rs. 10				
Up to-5000	5282	91.61	7447000.00	16.92
5001-10000	240	4.16	2099000.00	4.77
10001-20000	105	1.82	1606000.00	3.65
20001-30000	32	0.55	849000.00	1.93
30001-40000	26	0.45	949000.00	2.16
40001-50000	24	0.42	1122000.00	2.55
50001-100000	20	0.35	1410000.00	3.20
100000& Above	37	0.64	28520000.00	64.82
Total	5766	100.00	44002000.00	100.00

8. Share holding Pattern of the Company as on 31st March, 2018

	Category	No. of Shares held	% of shareholding
(A)	Shareholding of Promoter and Promoter Group Indian Promoters	1292000 -	29.36 -

	Foreign Promoters		
(B)	Public Shareholding		
(a)	Financial Institutions/Banks/Mutual Funds/FII's	437600	9.94
(b)	Bodies Corporate	634300	14.42
(c)	Individuals holding nominal share capital upto Rs.2 lakh	1464500	33.28
(d)	Individuals holding nominal share capital in excess of Rs.1 lakh	390100	8.87
(d)	Others	181700	4.12
	Total Public Shareholding		
	Total(A)+(B)	4400200	100.00

9. Dematerialization of Shares:

The Company proposes to dematerialize its shares as soon as the suspension of its trading is revoked by BSE. Once the facility of dematerialization of shares is introduced, the Company will extend the facility of simultaneous transfer and dematerialization of shares to its shareholders.

Status of Dematerialization as on March 31, 2018:

Particulars	No. of equity Shares	% to total equity share capital
National Securities Depository Limited	Nil	Nil
Central Depository Services (India)	Nil	Nil
Total Dematerialized	Nil	Nil
Physical	4400200	100
Grand Total	4400200	100

10. Script Code : BSE - 519574 (A Group)
ISIN No.- INE174101019

11. Market Price Data: Average monthly High and Low price at BSE:

The trading of the shares of your Company was suspended due to non-compliance of certain formalities as per regulation 17 of the Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015. The Company has made the necessary application for revocation of suspension in trading of shares of the Company which is under consideration with BSE Limited.

12. CEO and CFO Certification

The Managing Director of the company give quarterly certification on Financial Results while placing Financial Results before the Board in terms of Regulation 17(8) of the Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015. The Managing Director has also given certificate on CEO and CFO Certification for the year ended 31st March 2017 and the same is attached with the Annual Report.

13. Nomination Facility:

Shareholders holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013, are requested to submit to the Company the prescribed Form for this purpose.

For and on behalf of the Board

Pritam Kapur
DIN-00461538
Address - C-63, South Ext.
Part II, New Delhi - 110049

Vinod Malhotra
DIN-06362126
Address - 01/11, West Patel Nagar,
New Delhi - 110008

CEO AND CFO CERTIFICATION

Pursuant to the provisions of Regulation 17 of the Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 with BSE, I Pritam Kapur, Managing Director of Hindustan Agrigenetics Ltd. hereby certify to the Board that:

- a) I have reviewed the financial statements and cash flow statement for the year and that to the best of my knowledge and belief
- i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- ii) These statements together present a true and fair view of the Company's affair and are in compliance with existing Accounting Standards, applicable laws and regulations.
- b) To the best of our knowledge and belief, no transactions entered into by the Company during the year 2017-18 which are fraudulent, illegal or violative of the Company's code of conduct.
- c) I accept responsibility for establishing and maintaining internal controls for financial reporting and I have evaluated the effectiveness of internal control system of the Company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- d) They have indicated to the auditors and the Audit Committee
 - i) There has not been any significant change in internal control over financial reporting during the year under reference;
 - ii) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and
 - iii) I am not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place: New Delhi
Date: 01.09.2018

Pritam Kapur
DIN-00461538
Address - C-63, South Ext
Part II, New Delhi - 110049

INDEPENDENT AUDITOR'S REPORT

To
The Members of
M/S HINDUSTAN AGRIGENETICS LIMITED
NEW DELHI

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **M/S HINDUSTAN AGRIGENETICS LIMITED [CIN No.: L01119DL1990PLC040 979]**, which comprise the Balance Sheet as at **31st March 2018**, the Statement of Profit and Loss(including other comprehensive income) and the statement of changes in equity for the year then ended , and a summary of significant accounting policies and other explanatory information (hereinafter referred to as Financial statements)

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matter stated in Section 134(5) of the companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of financial position, financial performance (including other comprehensive income), cash flows and changes in equity of the company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified in the in the Companies (Indian Accounting Standards) Rules 2015(as amended) under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

Auditor's Responsibility

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

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

An audit involves performing procedure to obtain audit evidence about the amounts and disclosure in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risk of material misstatements of the financial statements, whether due to fraud or error. In making those risk assessment, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS 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 accounting policies used and the reasonableness of accounting estimates made by the company's Directors, as well as evaluating the overall presentation of Standalone Ind AS 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 Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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 (including Ind AS,

- a. In case of the Balance Sheet, of the state of affairs of the Company as at **31st March 2018**;
- b. In case of Profit and Loss Account (including comprehensive income), of the **Profit** for the year ended on that date.
- c. In case of Cash flow statements and changes in the equity , of the cash flows and changes in the equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016("the order") issued by Central Government of India in terms of sub-section (11) of section 143 of the companies Act, 2013, We give in the Annexure A statement on the matters specified in paragraphs 3 and 4 of the order.
2. As required by section 143(3) of the Act, we report that:
 - a. We have sought and obtained all information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

- b. In our opinion proper books of account as required by Law have been kept by the Company so far as it appears from our examinations of those books;
- c. The Balance Sheet, statement of Profit and Loss (including comprehensive income) , the statement of cash flows and the statement of changes in equity dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid standalone Ind AS financial standards comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the companies (Account) Rule, 2014.
- e. On the basis of written representations received from the directors as on **31st March 2018** taken on record by the Board of Directors, none of the director is disqualified as on **31st March 2018**, from being appointed as a director in terms of section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, ref to our separate report in Annexure B.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the companies (Audit and Auditors) Rules.2014. in our opinion and to the best of our information and according to the explanations gives to us:
- i. The Company did not have any pending litigation hence no impacts on 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 The company has not transferred Rs. 1,53,692/- refund outstanding more than eight years under the head share application money to the Investor Education and Protection Fund.

**For SHARMA ANAND & CO.
CHARTERED ACCOUNTANTS
Firm's Registration No.: 005453N**

Place: New Delhi

Dated: 30.05.2018

**(CA PERMOD SHARMA)
PARTNER
M. No.: 83731**

M/S HINDUSTAN AGRIGENETICS LIMITED**Annexure to Independent Auditor's Report for the financial year ended on 31st March 2017****Referred to in paragraph 5 Under Report on other Legal and Regulatory Requirement Return of our report of even date.****(i) In respect of it's Fixed Assets**

- a. The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
- b. The Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified in a phased manner over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the company and the nature of its assets. Certain fixed assets were verified during this year as per this program, No material discrepancies were noticed on such verification.
- c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, title deeds of immovable properties are held in the name of the Company.

(ii) In respect of Inventories

1.
 - a. According to the information and explanations given to us, the inventories have been physically verified by the management at reasonable Intervals during the year. In our opinion the frequency of such verification is reasonable. For stocks lying with third parties at the year end, written confirmations have been obtained.
 - b. The discrepancies noticed during the physical verification of inventories as compared to book records were not material and have been properly dealt with in the books of account.

(iii) According to the information and explanations given to us, the company has not granted any loans, secured or unsecured, to companies, Limited Liability Partnership, firms or other parties covered in the register maintained under section 189 of the Act. Accordingly the provisions of clause 3(iii), 3(iii)(a), 3(iii)(b), 3(iii)(c) of the order are not applicable to the company.

(iv) In our opinion and according to the information and explanation given to us, the company has not granted any loans or made any investments or provided any guarantee or security to the parties covered under section 185 & 186. Therefore the provisions of clause 3(iv) of the said order are not applicable to the company

- (v) According to the information and explanation given to us, the Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provision of section 73 to 76 or any other relevant provision of the Act and the companies (Acceptance of Deposit) Rules 2015 with regard to the deposits accepted from the public are not applicable.
- (vi) As per information & explanation given by the management, the maintenance of cost records has not been prescribed by the Central Government under section 148(1) of the Act.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the book of account of the company has been regular in depositing of undisputed statutory dues including provident fund, Employees state insurance income tax sales tax, value added tax. Wealth tax service, VAT, customs duty, excise duty and other material statutory dues applicable to it with the appropriate authorities regularly deposited with the appropriate authorities.
- (b) According to the information and explanations gives to us, there was no undisputed amount payable in respect of provident fund, Employees' state insurance, income tax, sales tax, service tax. Wealth tax Service duly customs duty, excise duty and other material statutory dues were in arrears as at 31st March 2018 for a period of more than six months from the date they became payable.
- (viii) In our opinion and according to the information and explanation given to us, the company has not defaulted in repayment of dues to banks. The company has not taken any loan either from financial institution or from the government and has not issued any debentures as at the balance sheet date.
- (ix) Based upon the audit procedures performed and the information and explanation given by the management, the company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loan. Accordingly the provisions of clause 3(ix) of the order are not applicable to the company hence not commented upon.
- (x) Based upon the audit procedures performed and the information and explanation given by the management, we have neither come across any instances of material fraud by the company or on the company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the management.
- (xi) Based upon the audit procedure performed and the information and explanation given by the management, the managerial remuneration has not been paid. Accordingly the provisions of clause 3(xi) of the order are not applicable to the company hence not commented upon.

- (xii) In our opinion, the company is not a Nidhi company. Therefore, the provisions of clause 4(xii) of the order are not applicable to the company.
- (xiii) According to the information and explanation given to us and based on our examination of the records of the company, transaction entered with the related parties are in compliance with section 177 and 188 of companies act 2013 and the details have been disclosed in the financial statements as required by the applicable accounting standard.
- (xiv) Based upon the audit procedure performed and the information and explanation given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- (xv) Based upon the audit procedures performed and the information and explanation given by the management the company has not entered into any non cash transaction with director or person connected with him. Accordingly the provisions of clause 3(xv) of the order are not applicable to the company and hence not commented upon.
- (xvi) In our opinion the company is not required to registered under section 45 IA of Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3(xvi) of the order are not applicable to the company and hence not commented upon.

**For SHARMA ANAND & CO.
CHARTERED ACCOUNTANTS
Firm's Registration No.: 005453N**

PLACE: NEW DELHI

Dated: 30.05.2018

**(CA PERMOD SHARMA)
PARTNER
M. No.: 083731**

HINDUSTAN AGRIGENETICS LIMITED
REGD OFFICE: 806, MEGHDOOT, 94, NEHRU PLACE
NEW DELHI - 110019

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2018

Particulars	Notes	As at 31.03.2018 (₹)	As at 31.03.2017 (₹)	As at 01.04.2016 (₹)
I. ASSETS				
(1) Non-Current Assets				
(a) Property, Plant and Equipment	2	34,50,988	34,26,305	34,98,409
(b) Capital Work In Progress		-	-	-
(C) Financial Assets		-	-	-
(D) Deferred tax assets (net)	3	22,14,830	83,95,038	86,26,180
(E) Other non-current assets		-	-	-
		----- 56,65,818	----- 1,18,21,343	----- 1,21,24,589
(2) Current Assets				
(a) Inventories		-	-	-
(b) Financial Assets				
(i) Investments	4	1,59,30,498	1,58,43,091	1,51,83,918
(ii) Trade receivables		-	-	-
(iii) Cash and cash equivalents	5	6,57,180	4,75,045	5,43,029
		-	-	-
(d) Other current assets	6	11,06,823	10,95,712	10,95,712
		----- 1,76,94,501	----- 1,74,13,848	----- 1,68,22,659
Total Assets		----- 2,33,60,319 =====	----- 2,92,35,191 =====	----- 2,89,47,248 =====
II. EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital	7	4,40,02,000	4,40,02,000	4,40,02,000
(b) Other Equity	8	(2,22,24,154)	(1,62,91,367)	(1,73,90,621)
		----- 2,17,77,846	----- 2,77,10,633	----- 2,66,11,379
LIABILITIES				
Non-current liabilities				
Current liabilities				
(a) Financial Liabilities		-	-	-
(i) Borrowings		-	-	-
(ii) Trade payables	9	90,500	21,000	-
(b) Other current liabilities	10	12,08,087	12,69,783	10,22,383
(c) Provisions	11	2,83,886	2,33,775	13,13,486
(d) Current tax liabilities (Net)		-	-	-
		----- 15,82,473	----- 15,24,558	----- 23,35,869
Total Equity & Liabilities		----- 2,33,60,319 =====	----- 2,92,35,191 =====	----- 2,89,47,248 =====
Significant Accounting Policies	1			
Other notes to the financial statements	2-22			

of these financial statements

Signed in terms of our report of even date
FOR SHARMA ANAND & CO.
CHARTERED ACCOUNTANTS
 Firm's Registration No.: 005453N

For and on behalf of the Board of Directors
 PLACE: NEW DELHI

DATED: 30.05.2018

(PRITAM KAPUR)
 Mg. DIRECTOR
 Din No 00461538

(VINOD MALHOTRA)
 DIRECTOR
 DIN No.: 06362126

(CA PERMOD SHARMA)
 PARTNER
 Membership No. : 83731

HINDUSTAN AGRIGENETICS LIMITED
REGD OFFICE: 806, MEGHDOOT, 94, NEHRU PLACE
NEW DELHI - 110019

STATEMENT OF CHANGES IN EQUITY
(a) Equity Share Capital
Equity share of Rs 10 each, fully paid up

	No of shares	As at 31.03.2018		No of shares	As at 31.03.2017		No of shares	As at 01.04.2016	
			(₹)			(₹)			(₹)
Balances at the beginning of the reporting period	44,00,200		4,40,02,000	44,00,200		4,40,02,000	44,00,200		4,40,02,000
Changes in equity share capital during the year	-		-	-		-	-		-
Balances at the end of the reporting period	44,00,200		4,40,02,000	44,00,200		4,40,02,000	44,00,200		4,40,02,000

(b) Other Equity

	<u>Reserves and Surplus</u>		<u>Other Comprehensive Income</u>		<u>Other Equity</u>
	<u>Revaluation Reserve</u>	<u>Retained Earning</u>			
Balance as on 1-4-2016	16,40,250	(1,90,30,871)	-	-	(1,73,90,621)
Profit/(loss) for the year	0	10,99,254			10,99,254
Other Comprehensive income for the year	0				-
Total Comprehensive Income for the year	0	10,99,254	-	-	10,99,254
Transactions during the year	0	0			
Balance as on 31-3-2017	16,40,250	(1,79,31,617)	-	-	(1,62,91,367)
Profit/(loss) for the year	0	(59,32,787)	0	0	(59,32,787)
Other Comprehensive income for the year	0	0			
Total Comprehensive Income for the year	0.00	(59,32,787)	0	0	(59,32,787)
Transactions during the year	0	0	0	0	
	16,40,250	(2,38,64,404)	-	-	(2,22,24,154)

HINDUSTAN AGRIGENETICS LIMITED
REGD OFFICE: 806, MEGHDOOT, 94, NEHRU PLACE
NEW DELHI - 110019**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2018**

Sr. No	Particulars	Notes	Year ended 31.03.2018 (₹)	Year ended 31.03.2017 (₹)
I	Revenue from operations	12	5,10,350	6,33,585
II	Other non- operating income	13	19,21,889	28,07,809
III	Total Revenue (I +II)		24,32,239	34,41,394
IV	Expenses:			
	Cost of materials consumed	14	3,92,000	2,12,500
	Purchase of Stock in trade		-	-
	Manufacturing & Operating expenses	15	2,46,356	3,09,900
	Changes in inventories of finished goods, work-in-progress and stock in trade		-	-
	Employee benefit expenses	16	84,000	1,90,500
	Finance costs		-	-
	Depreciation and Amortization expenses	17	66,817	72,104
	Other Administrative expenses	18	13,95,645	9,16,156
	Total Expenses (IV)		21,84,818	17,01,160
V	Profit before exceptional items & taxes	(III-IV)	2,47,421	17,40,234
VI	Exceptional Items		-	-
VII	Profit before tax	(V - VI)	2,47,421	17,40,234
VIII	Tax expense:			
	(1) Current tax			
	(2) MAT Credit Entitlement			
	(3) Deferred tax	61,80,208		2,31,142
	(4) Previous year tax	-		4,09,838
			61,80,208	6,40,980
IX	Profit/(Loss) for the year	(VII-VIII)	(59,32,787)	10,99,254
X	Earning per equity share:			
	(1) Basic	19	(1.35)	0.25
	(2) Diluted		(1.35)	0.25
	Significant Accounting Policies	1		
	The accompanying notes are an integral part of these financial statements	2-22		

For and on behalf of the Board of Directors

Signed in terms of our report of even date
FOR SHARMA ANAND & CO.
CHARTERED ACCOUNTANTS
Firm's Registration No.: 005453N

PLACE: NEW DELHI

DATED: 30.05.2018

(PRITAM KAPUR)
Mg. DIRECTOR
DIN No.: 00461538(VINOD MALHOTRA)
DIRECTOR
DIN No.: 06362126(CA PERMOD SHARMA)
PARTNER
Membership No. : 83731

HINDUSTAN AGRIGENETICES LIMITED
 REGD OFFICE : 806 MEGHDOOT , 94 NEHRU PLACE
 NEW DELHI

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH 2018

	For the year ended 31st March 2018	For the year ended 31st March 2017
A. <u>CASH FLOW FROM OPERATING ACTIVITIES:</u>		
Net profit / (loss) before taxes & interest	2,47,421	17,40,234
<u>Adjustment for:</u>		
Depreciation	66,817	72,104
Profit/(loss) on sales of mutual funds	(5,02,955)	(4,20,177)
Dividend on Mutual funds	(14,18,934)	(11,52,930)
Revaluation of Financial Assets	-	(12,34,702)
	-----	-----
Operating Profit before working capital changes	(16,07,651)	(9,95,471)
	-----	-----
<u>Adjustment for:</u>		
Other Current Assets	(11,111)	-
Current Liabilities & Provisions	57,915	(8,11,312)
	-----	-----
Cash generated from Operations	(15,60,847)	(18,06,783)
Income Tax Paid	-	4,09,838
	-----	-----
Net cash from Operating Activities (I)	(15,60,847)	(22,16,621)
	=====	=====
B. <u>CASH FLOW FROM INVESTING ACTIVITIES:</u>		
Acquisition of fixed assets including work in progress and capital advances	(91,500)	-
Sales of investments	1,63,46,047	35,52,671
Purchase of investments	(1,65,00,000)	(30,00,000)
Income from Investment	14,18,934	15,95,965
	-----	-----
Net Cash used in Investing Activities (II)	11,73,481	21,48,636
	=====	=====
Cash Flow after Investing Activities III = (I + II)	(3,87,366)	(67,985)

Sharma Anand & Company

Chartered Accountants

Continuation Sheet

C. CASH FLOW FROM FINANCING ACTIVITIES:

Increase/(decrease) in term loan	-	-
	-	-
	-----	-----
Net Cash Flow from Financing Activities	-	-
	=====	=====
	-----	-----
Net Increase in cash and cash equivalents (A) + (B) + (C)	(3,87,366)	(67,985)
	=====	=====
Cash and cash equivalents - Opening	4,75,045	5,43,029
Cash and cash equivalents - Closing	6,57,180	4,75,044

For and on behalf of the Board of Directors

for SHARMA ANAND & CO.
CHARTERED ACCOUNTANTS
Firm's Registration No.: 005453N

PLACE : NEW DELHI

DATED : 30.05.2018

(PRITAM KAPUR)
Mg. DIRECTOR
DIN No.: 00461538(VINOD MALHOTRA)
DIRECTOR
DIN No.: 06362126(CA PERMOD SHARMA)
PARTNER
Membership No. : 83731

HINDUSTAN AGRIGENETICS LIMITED
REGD OFFICE : 806, MEGHDOOT 94, NEHRU PLACE
NEW DELHI - 110019

Notes to the Financial Statements for the year ended 31st March 2018

Note : 2 Fixed Asset

Sr. No	Particulars	Gross Block			Depreciaton			Net Block			
		Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2018	WDV as on 31.03.2017
I	Tangible Assets										
1	Agricultural Land	28,55,265	-	-	28,55,265	-	-	-	-	28,55,265	28,55,265
2	Vehicles (Cars)	14,24,207	-	-	14,24,207	12,61,484	42,129	-	13,03,613	1,20,594	1,62,723
3	Other Equipment	1,08,263	-	-	1,08,263	41,698	9,259	-	50,957	57,306	66,565
4	Residential Plot	3,35,000	-	-	3,35,000	-	-	-	-	3,35,000	3,35,000
5	Computer	1,39,586	-	-	1,39,586	1,32,834	2,701	-	1,35,535	4,051	6,752
6	Mobile	-	91,500	-	91,500	-	12,728	-	12,728	78,772	-
Figures for the Current Year (₹)		48,62,321	91,500	-	49,53,821	14,36,016	66,817	-	15,02,833	34,50,988	34,26,305
Figures for the Previous Year (₹)		48,62,321	-	-	48,62,321	12,67,209	96,703	-	13,63,912	34,98,409	34,98,409

HINDUSTAN AGRIGENETICS LIMITED
REGD OFFICE: 806, MEGHDOOT, 94, NEHRU PLACE
NEW DELHI - 110019

Notes to the Financial Statements for the year ended 31st March 2018

Note 3 - Deferred Tax Assets (Net)

Particulars	As at 31-03-2018 (₹)	As at 31-03-2017 (₹)	As at 01.04.2016 (₹)
Deferred Tax Assets on Account of			
- Unabsorbed Depreciation	2,25,432	83,44,911	85,77,121
- Unabsorbed Losses	19,50,537	-	-
- Depreciation	38,861	-	-
Total (A)	22,14,830	83,44,911	85,77,121
Deferred Tax Liabilities			
- Depreciation	-	-50,127	-49,059
Total (B)	-	(50,127.00)	(49,059.00)
Net Deferred Tax Assets (A-B)	22,14,830	83,95,038	86,26,180

Note 4 - Current investment

CURRENT INVESTMENT

Investment in Mutual Fund	1,59,30,498	1,51,68,293	1,57,20,964
Total	1,59,30,498	1,51,68,293	1,57,20,964

Note 5 - Cash & Bank Balances

CASH & CASH EQUIVALENTS

Balances with banks			
In current accounts	6,47,386	4,64,490	4,90,729
Cash in hand	9,793	10,554	52,300
Total	6,57,179	4,75,044	5,43,029

Note 6 - Other Current Assets

OTHER CURRENT ASSETS

MAT Credit Entitlement	10,95,712	10,95,712	10,95,712
Receivable from PRSV & Co. LLP(TDS)	11,111	-	-
Total	11,06,823	10,95,712	10,95,712

HINDUSTAN AGRIGENETICS LIMITED
REGD OFFICE: 806, MEGHDOOT, 94, NEHRU PLACE
NEW DELHI - 110019

Notes to the Financial Statements for the year ended 31st March 2018

Note 7 - Share Capital

Particulars	As at 31-03-2018 ([₹])	As at 31-03-2017 ([₹])	As at 01.04.2016 ([₹])
SHARE CAPITAL			
AUTHORIZED CAPITAL			
50,00,000 Equity Shares of Rs. 10/- each. (Previous Year Rs 5,00,000 Equity Shares)	5,00,00,000 =====	5,00,00,000 =====	5,00,00,000 =====
ISSUED, SUBSCRIBED & PAID UP CAPITAL			
44,00,200 Equity Shares of ` 10/- each, Fully Paid up (Previous Year 44,00,200 Equity Shares)	4,40,02,000 -----	4,40,02,000 -----	4,40,02,000 -----
Total	4,40,02,000 =====	4,40,02,000 =====	4,40,02,000 =====

Right preferences and restrictions attached to shares

- The company has one class shares having a per value of ` 10/- per share. Accordingly all the Equity shares rank equilly with regard to voting rights dividend and shares in Company's residual assets.

Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the reporting period.

Notes:

	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
2.1 Balance at the commencement of the year	4400200	44,00,200	44,00,200	44,00,200	44,00,200	44,00,200
2.2 Additions during the year	-	-	-	-	-	-
Balance at the end of the year	4,40,020	44,00,200	4,40,020	44,00,200	4,40,020	44,00,200

Details of Equity Shares held by shareholders holding more than 5% of the aggregate shares in the company.

Name of the Shareholders	No. of Shares		No. of Shares		No. of Shares	
	held	% holding	held	% holding	held	% holding
2.3 M/s Magnum International Trading Ltd.	5,30,000	12.04	5,30,000	12.04	5,30,000	12.04
M/s Andhra Pradesh Industrial Development Co.Ltd.	3,71,400	8.44	3,71,400	8.44	3,71,400	8.44
M/s. South Delhi Investments Pvt Ltd	-	0.00	-	0.00	3,00,000	6.82
Sh. Pritam Kapur	5,27,200	11.98	5,27,200	11.98	4,87,300	11.07
Sh. Sumant Kapur	2,23,600	5.08	2,23,600	5.08	2,23,600	5.08
Mr. Badrudin Kasamali	2,94,300	6.69	2,94,300	6.69	2,44,000	5.55

During the five reporting periods immediately preceding the reporting period, no shares have been issued by consideration other than cash.

Note 8 - Other Equity

2.4 RESERVE & SURPLUS			
Revaluation Reserve			
Balance as per last account		16,40,250	16,40,250
Surplus in statement of profit & loss			
(A) Balance brought forward from previous year	(1,79,31,617)		(2,56,56,678)
(+) Net Profit /(Net loss) for the current year	(59,32,787)	10,99,254	66,25,807
(B)	-	-	-
	-	-	-
(-) Transfer to reserve	-	-	-
Closing Balance		(2,38,64,404)	(1,79,31,617)
		-----	-----
Total		(2,22,24,154) =====	(1,62,91,367) =====
		-----	-----
		(1,73,90,621)	(1,73,90,621)

HINDUSTAN AGRIGENETICS LIMITED
REGD OFFICE: 806, MEGHDOOT, 94, NEHRU PLACE
NEW DELHI - 110019

Notes to the Financial Statements for the year ended 31st March 2018

Note 9 - Trade Payables

TRADE PAYABLES

Amount payable to growers/goods etc	84,500	15,000	-
Payable for Services	6,000	6,000	-
	-----	-----	-----
Total	90,500	21,000	-
	=====	=====	=====
Due to micro and small enterprises	-	-	-
Others	90,500	21,000	-
	-----	-----	-----
	90,500	21,000	-
	-----	-----	-----

There is no principal amount and interest is overdue to the micro and small enterprises. The information have been

Notes:
5.1

Note 10 - Other Current Liabilities

OTHER CURRENT LIABILITIES

- Others Payables

Share Application Refund a\c	1,53,692	1,53,692	1,53,692
Amount payable to directors	10,54,395	11,16,091	8,68,691
	-----	-----	-----
Total	12,08,087	12,69,783	10,22,383
	=====	=====	=====

Note 11 - Provisions

SHORT TERM PROVISIONS

- Others

Statutory Dues	63,500	52,389	52,389
Expenses Payable	2,20,386	1,81,386	1,65,386
	-	-	10,95,711
	-----	-----	-----
	2,83,886	2,33,775	13,13,486
	-----	-----	-----
Total	2,83,886	2,33,775	13,13,486
	=====	=====	=====

Sharma Anand & Company

Chartered Accountant

9/6584, Street No. 3
 Dev Nagar, Karol Bagh
 New Delhi - 110005
 Phone : 25725169,25748370
 Email : pssharma5858@gmail.com

HINDUSTAN AGRIGENETICS LIMITED
 REGD OFFICE: 806, MEGHDOOT, 94, NEHRU PLACE
 NEW DELHI - 110019

Notes to the Financial Statements for the year ended 31st March 2017**Note 12- Revenue from Operation**

Particulars	Year ended		Year ended 31.03.2016 ([₹])
	31.03.2017	([₹])	
Revenue from operations			
Sale of Products			
Paddy Seed	5,10,350		6,33,585
	-----		-----
	5,10,350		6,33,585
	=====		=====
<u>Details of Sale of Products</u>			
Seeds	5,10,350		6,33,585
	-----		-----
	5,10,350		6,33,585
	-----		-----

Note 13- Other non- operating income

<u>Other non-operating income</u>			
Dividend From Mutual Fund	14,18,934		11,52,930
Profit on sale of mutual fund	5,02,955		4,20,177
Gain on revaluaton of financial assets	-		12,34,702
	-----		-----
Total	19,21,889		28,07,809
	=====		=====

Note 14- Cost Of Material Consumed

<u>COST OF MATERIAL CONSUMED</u>			
<u>Opening Inventories</u>	-		-
<u>Add:</u>			
Purchases	3,92,000		2,12,500
	-----		-----
	3,92,000		2,12,500
<u>Less:</u>			
Closing Inventories	-		-
(As valued and as certified by the Director)	-----	3,92,000	-----
		-----	-----
Total		3,92,000	2,12,500
		=====	=====

Note 15- Manufacturing & Operating Expenses

<u>Operating Expenses</u>			
Labour Expenses	90,000		84,500
Packing Expense	34,776		-
Other Operating Expenses	86,940		2,24,600
Freight Outward	8,150		800
Quality control test	26,490		-
	-----		-----
	2,46,356		3,09,900
	=====		=====

HINDUSTAN AGRIGENETICS LIMITED
REGD OFFICE: 806, MEGHDOOT, 94, NEHRU PLACE
NEW DELHI - 110019

Notes to the Financial Statements for the year ended 31st March 2017

Note 16 - Employee Benefits Expenses

Particulars	Year ended 31.03.2018 (₹)	Year ended 31.03.2017 (₹)
<u>EMPLOYEE BENEFITS EXPENSES</u>		
Salaries, Bonus, PF & ESIC	84,000	1,90,500
Total	84,000	1,90,500

Note 17 - Depreciation & Amortised Cost

Depreciation on tangible assets	66,817	72,104
Total	66,817	72,104

Note 18 - Other Administrative Expenses

<u>OTHER EXPENSES</u>		
Annual Meetings	36,850	30,030
Car Insurance	-	7,300
Vehicle Repair & Maintenance	88,766	58,083
Conveyance & Travelling	1,52,568	32,954
General & Misc Expenses	88,760	1,51,591
Folio Maintenance Charges	34,500	35,325
Postage & Telegram	36,500	25,000
Legal & Professional Expenses	2,14,200	2,83,873
Rent, Rates & Taxes	1,14,000	1,14,000
Repair & Maintenance	-	1,78,000
Supervision charges	60,000	-
Loss on valuation of financial assets	5,69,501	-
Total	13,95,645	9,16,156

Note 19 - Earnings per Share

Earnings per shares in calculated by dividing the profit attributable to equity shareholders by the weighted average number of equity shares outstanding during the year as under.

	<u>Current Year</u>	<u>Previous Year</u>
(i) Profit/ (Loss) for the year Attributable to equity shareholders	(59,32,787)	10,99,254
(ii) Weighted average number of equity Shareholders during the years (NOS)	44,00,200	44,00,200
(iii)		
Number of Equity Shares outstanding during the year	44,00,200	44,00,200
Basic & Dilluted Earning per share (₹)	(1.35)	0.25
(iv) Nominal Value of Shares	10/-	10/-

HINDUSTAN AGRIGENETICS LIMITED
REGD OFFICE: 806, MEGHDOOT, 94, NEHRU PLACE
NEW DELHI - 110019**Notes to the Financial Statements for the year ended 31st March 2017****Note 20 - Segment Reporting****SEGMENT INFORMATION**(i) **Primary Segment**

As the company business actively falls within a single primary business segment viz seeds. The disclosure requirement of Accounting Standard No-17- Segment reporting issued by The Institute of Chartered Accountants of India are not applicable.

(ii) **Secondary Segment**

The Company caters only to the needs of Indian Market and accordingly, there are no reportable geographical segment.

Note 21 - Related Party disclosures**RELATED PARTY DISCLOSURES UNDER ACCOUNTING STANDARD –18**

(I) In accordance with the requirement of Accounting Standard- AS -(18) on Related party Disclosures, the names of related parties where control exists and/or with whom transactions have taken place during the year and description of relationships, as identified and certified by the management are :

(A) Enterprises in which the Company control	Nil	
(B) Parties in respect of which the company is a joint venture	Nil	
(C) <u>Key Management Personnel</u>		
<u>Key</u>		
Managing director	Sh Pritam Kapur	DIN No. 00461538
Director	Sh. V.R. Rao Sreekantam	DIN No. 02574137
Director	Sh. Vinod Malhotra	DIN No. 06362126

(D) Enterprises on which key management personnel and their relatives are able to exercise significant influence

Nil

(II) Transaction with and out standing balance of related parties during the year

	<u>Current Year</u>	<u>Previous Year</u>
	(₹)	(₹)
a) Enterprises in which the company has control	Nil	Nil
b) Parties in respect of which the company is a joint venture	Nil	Nil
c) <u>Key Managerial Personnel</u>		
Amount (reimbursement of Expenses)	3,52,113	1,33,400
Rent	1,14,000	1,14,000
d) <u>Enterprises over which key management personnel and their relatives are able to exercise significant influences.</u>		
<u>Balance outstanding as at</u>		
<u>Year End</u>		
- Payable	10,54,395	11,16,091

Note 22 - General Information

- a) In the opinion of board, all current assets, loans and advances are approximately of the value stated, if realised in ordinary course of the business and in their opinion and to the of their knowledge and belief all known liabilities have been brought to the accounts.
- b) Previous year figures have been grouped/reclassified whenever necessary to correspond with the current year classification/disclosure.

HINDUSTAN AGRIGENETICS LIMITED
REGD OFFICE: 806, MEGHDOOT, 94, NEHRU PLACE
NEW DELHI - 110019

Note- I

NOTES ON ACCOUNTS

The company is a public company ,incorporated with the Indian Companies Act 1956 and is listed on the BSE(presently under suspension) . The company is engaged in the business of processing and trading of seeds.

(A) **STATEMENT OF ACCOUNTING POLICIES**

(1) **STATEMENT OF COMPLIANCE**

1.1 The financial statements have been prepared and presented in accordance with Indian Accounting Standards (Ind As) notified under the Companies (Indian Accounting Standards) Rules 2015 and the relevent provisions of the Companies Act 2013 (the Act). These are the company"s first Ind AS Standalone Financial Statements and Ind AS 101, First Time Adoption of Indian Accounting Standards has been applied. The polcies set out below have been consistently applied during the years presented. The transition was carried out from Generally Accepted Accounting Principles in India as prescribed under section 133 of the Act, read with Rule 7 of the companies Rules 2014 (IGAAP) whihc was the previous GAAP, Reconciliation aqnd description of the effect of the transition have been summarised in Note 23.

1.2 Accounting policies have been consistently applied except where a newly issued accounting standard is intially adopted or a revision to an existing accounting standard requires a change in the accounting policy in use.

1.3 **BASIS OF MEASURMENT**

The financial statements have been prepared under the historical cost basis except certain financial assets and liabilites has been prepared on fair value and Net defined benefit assets/(obligation) has been prepared on fair value of plan assets less the present value of defined benefit obligaiton

(2) **USES OF ESTIMATES**

2.1 The Preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make estimates, judgements and assumption that affect the reported amounts of assets and liabilities on the date of the financial statements and the reported amounts of assets and liabilities, revenues and expenses and the discloure of contingent liabilities on the date of financial statements . The actual outcome may be different from the estimates. Any revision to accounting estimates is recongnised prospectively in current and future periods. Eatimates and underlying assumption are reviewed on an ongoing basis.

2.2 **current and non current classification**

All assets and liabilities are classified into current and non- current as per the Company' s normal operating cycle and other criteria set out in Schedule III of the Companies Act 2013. Based on the nature of it's activities and the time between the acquisition of assets for processing and their realisation in cash or cash equivalents, the company has ascertained its operating cycle as 12 months for the purpose of current or non current classification of assets and liabilities

(3) **FIXED ASSETS**

3.1 Fixed assets (Tangible) are stated at original cost including relevant taxes (other than those subsequently recoverable from tax authorities), duties freight and other incidental expenses related to acquisition/ installation of the respective assets.

3.2 TRANSITION TO Ind AS : On transition to Ind As, the company has elected to continue with the carrying value of all its property, plant and machinery recongnised as at 1st April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the propety , plant and equipment.

(4) **DEPRECIATION**

4.1 Depreciation on Fixed Assets is provided on Written down Value method basis as per usefull life prescribed under Schedule II to the companies Act, 2013 as prevailing except in case of certain assets such as depreciation has been provided at higher rates based on useful life as determined by the management.

4.2 In respect of fixed assets added/disposed off during the year depreciation is provided on pro-rata basis with reference to the month of addition/deduction, however, in case of new projects the depreciation from the date of commencing of such project is charged to the statement of profit and loss.

(5) **INVENTORIES**

The inventories are valued as follows :-

Finished goods & by products :- are valued at lower of cost or net realisable value

Packing materials :- are valued at cost.

Obsolete, defectives, slow moving and/or unserviceable inventories, if any are duly accounted for.

(6) **REVENUE RECOGNITIONS**

TURNOVER

- 6.1 Revenue from sale of goods in the course of ordinary activities is recognised when property in goods or all significant risks and rewards of their ownership are transferred to the customers and stated net of sales tax/ VAT/ GST/ trade discounts and rebates
- 6.2 Income from services is recognised as they are rendered (based on agreement/arrangement with the concerned customers).
- 6.3 Rent, Short & Excess Recoveries & other Income are accounted for on accrual basis.

(7) **BORROWING COSTS**

Borrowing Costs that are attributable to acquisition, construction or production of qualifying assets are capitalised as part of cost of such assets. A qualifying assets is an assets that necessarily takes a substantial period of time to get ready for intended use. All other borrowing costs are charged to the profit and loss account.

(8) **INVESTMENTS AND OTHER FINANCIAL ASSETS**

The company classifies its financial assets in the two measurement categories- one those to be measured subsequently at fair value(either through comprehensive income, or through profit or loss) and second those measured at amortised cost. The classification depends on the company's business model for managing financial assets and the contractual terms of the cash flows.

For assets measured at fair value , gains and losses will either be recorded in profit or loss or other comprehensive income. The company has made an irrevocable election at the time of initial recognition to account for the investment at fair value through other comprehensive income.

(9) **TAXES ON INCOME**

- 9.1 Current tax is determined as the amount of tax payable in respect of taxable income in specified under Income Tax 1961 as amended.
- 9.2 Deferred tax is recognised, subject to consideration of prudence in respect of deferred tax assets, on timing differences, being the difference between taxable income and accounting income that originates in one period and are capable of reversal in one or more subsequent periods and using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.
- 9.3 Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

(10) **EVENTS OCCURRING AFTER BALANCE SHEET**

Events Occurring after balance sheet date have been considered in preparation of financial statements.

(11) **FOREIGN CURRENCY TRANSLATION**

- 11.1 Transaction in foreign currency are recorded at exchange rate prevailing at the time of the transactions and exchange differences arising from foreign currency transactions are dealt with in profit and loss account. Transactions in foreign currencies remaining unsettled at the end of the year are translated at contracted rate where they are covered by foreign exchange forward contracts and at the rate prevailing at the end of the year in other cases and the corresponding effect is given in the respective account. Any difference subsequently as compared to actual payments or realisation is recognised as exchange variations in the year of settlement / realisation and dealt in profit and loss account.

HINDUSTAN AGRIGENETICS LIMITED
REGD OFFICE: 806, MEGHDOOT, 94, NEHRU PLACE
NEW DELHI - 110019

Note- I

- 11.2 In the case of forward exchange contracts entered to hedge the foreign exchange fluctuations , the difference between the forward rate and the exchange rate at the date of the transaction is recognized as income or expenses over the life of the contract, except in respect of liabilities incurred for acquiring fixed assets, in which case such difference is adjusted in the carrying amount of the respective fixed assets. Any profit or loss arising on cancellation or renewal of a forward exchange contract is recognised as income or expense for the period, except in the case of forward exchange contract relating to liabilities incurred for acquiring fixed assets, in which case such profit or loss is adjusted in the carrying amount of the respective fixed assets.
- 11.3 The Company follows the Accounting Standards which are made mandatory. It is in the process of formulating the requisite mechanism/ systems to meet prescribed requirements under Accounting Standards 30, 31 & 32. It shall be following the accounting policy of recognition, presentation & disclosure of forward exchange transactions including Derivative/ Hedging/ Currency Swaps & Interest Swaps etc as prescribed under these Accounting Standards with effect from the date these are made mandatory by ICAI.

12 Provisions and Contingent Liabilities

The company creates a provision when there exist a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent assets are not recognized in the financial statements.

Note- 23

FIRST TIME ADOPTION OF IND

These are the company's first financial statement prepared in accordance with Indian accounting standards

The accounting policies set out in Note 1 have been applied in preparing standalone financial statements for the year ended March 31st ,2017, the comparative informations presented in the standalone financial statement for the year ended on 31st March 2016 and in the preparation of an opening Ind AS Balance sheet a at April 1st March 2017 (the company's date of transition)

In preparing it opening Ind AS Balance Sheet, the company has adjusted the amount reported preciouslyt in Standalone Financial statements prepared in accordance with the Accounting Standards notified under Companies (Accounting Standard) Rules 2006 (as amended) and other relevant provisions of the act(previous GAAP/Indian GAAP)

As explanation of How the transition from previous GAAP to Ind AS has affected the company's position and the financial performance is set out in the following tables and notes

1.1 **Exemption and exceptions availed**

1.1 **Exemption from retrospective applications**

Ind AS 101 allows first time adopters certain exemptions from the retrospectively application of certain requirements under Ind AS. The company has applied the following exemptions'

(a) **Estimates exceptions**

Upon an assessment of the estimates made under Indian GAPP, the company has concluded that there was no necessity to revie such estimates under Ind AS , except where the estimate were required by Ind AS and not required by Indian GAAP.

(b)

Deemed Cost for Property, Plant and Machinery

The company has elected to continue with the carrying value for all of its property,. Plant and equipment as recognized in the financial statements as at the date of transition to Ind As, measured as per previous GAPP and ue that as its deemed cost at the date of transition

Accordingly, the company has elected to measure all of its PPE at their previous GAAP carrying value.

(c) **Business Combination'**

Ind AS 101 provides the option to apply Ind AS 103, Business combinations prospectively from the transition date or from a specific date prior to the transition date. The company has elected to apply Ind As 103 prospectively to business combinations occurring after its transition date. Business combinations occurring prior to the transition date has not restated.

The remaining mandatory exceptions either does not apply or are not relevant to the company

Sharma Anand & Company

Chartered Accountant

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HINDUSTAN AGRIGENETICS LIMITED
 REGD OFFICE: 806, MEGHDOOT, 94, NEHRU PLACE
 NEW DELHI - 110019

TRANSITION TO IND AS - RECONCILIATIONS**(2) Reconciliation between previous GAAP and Ind AS****(i) Reconciliation of equity as at the date of transition (March 31, 2017)**

Particulars	Notes to first time adoption	As per IGAAP	Ind AS adjustment	AS per Ind AS as on 31-3-2017
I. ASSETS				
(1) Non-Current Assets				
(a) Property, Plant and Equipment	2	34,26,305	0	34,26,305
(b) Capital Work In Progress		-		-
(C) Financial Assets		-		-
(D) Deferred tax assets (net)	3	83,95,038	0	83,95,038
(E) Other non-current assets		-		-
		-----	-----	-----
		1,18,21,343	0	1,18,21,343
(2) Current Assets				
(a) Inventories		-		-
(b) Financial Assets				
(i) Investments	4	1,51,68,293	6,74,798	1,58,43,091
(ii) Trade receivables		-		-
(iii) Cash and cash equivalents	5	4,75,044		4,75,044
		-		-
(d) Other current assets	6	10,95,712		10,95,712
		-----	-----	-----
		1,67,39,049	-	1,74,13,847
		-----	-----	-----
Total Assets		2,85,60,392	6,74,798	2,92,35,190
		=====	=====	=====
II. EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital	7	4,40,02,000		4,40,02,000
(b) Other Equity	8	(1,69,66,165)	6,74,798	(1,62,91,367)
		-----	-----	-----
		2,70,35,835	6,74,798	2,77,10,633
LIABILITIES				
Non-current liabilities				
Current liabilities				
(a) Financial Liabilities		-		-
(i) Borrowings		-		-
(ii) Trade payables	9	21,000		21,000
(b) Other current liabilities	10	12,69,783		12,69,783
(c) Provisions	11	2,33,775		2,33,775
(d) Current tax liabilities (Net)		-		-
		-----	-----	-----
		15,24,558	-	15,24,558
		-----	-----	-----
Total Equity & Liabilities		2,85,60,393	6,74,798	2,92,35,191
		=====	=====	=====
				0

HINDUSTAN AGRIGENETICS LIMITED
 REGD OFFICE: 806, MEGHDOOT, 94, NEHRU PLACE
 NEW DELHI - 110019

TRANSITION TO IND AS - RECONCILIATIONS
(ii) Reconciliation of equity as at the date of transition (April 1, 2016)

Particulars	Notes to first time adoption	As per IGAAP	Ind AS adjustment	AS per Ind AS April 1,2016
I. ASSETS				
(1) Non-Current Assets				
(a) Property, Plant and Equipment	2	34,98,409	0	34,98,409
(b) Capital Work In Progress		-		-
(C) Financial Assets		-		-
(D) Deferred tax assets (net)	3	86,26,180	0	86,26,180
(E) Other non-current assets		-		-
		----- 1,21,24,589	----- 0	----- 1,21,24,589
(2) Current Assets				
(a) Inventories			-	-
(b) Financial Assets				
(i) Investments	4	1,57,20,964	(5,37,046.00)	1,51,83,918
(ii) Trade receivables		-		-
(iii) Cash and cash equivalents	5	5,43,029		5,43,029
		-		-
(d) Other current assets	6	10,95,712		10,95,712
		----- 1,73,59,705	----- (5,37,046.00)	----- 1,68,22,659
Total Assets		----- 2,94,84,294	----- (5,37,046.00)	----- 2,89,47,248
II. EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital	7	4,40,02,000		4,40,02,000
(b) Other Equity	8	(1,68,53,575)	(5,37,046)	(1,73,90,621)
		----- 2,71,48,425	----- -5,37,046	----- 2,66,11,379
LIABILITIES				
Non-current liabilities				
Current liabilities				
(a) Financial Liabilities			-	-
(i) Borrowings			-	-
(ii) Trade payables	9	-		-
(b) Other current liabilities	10	10,22,383		10,22,383
(c) Provisions	11	13,13,486		13,13,486
(d) Current tax liabilities (Net)		-	23,35,869	-
		----- 23,35,869	----- -	----- 23,35,869
Total Equity & Liabilities		----- 2,94,84,294	----- (5,37,046.00)	----- 2,89,47,248

Sharma Anand & Company

Chartered Accountant

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HINDUSTAN AGRIGENETICS LIMITED
REGD OFFICE: 806, MEGHDOOT, 94, NEHRU PLACE
NEW DELHI - 110019

TRANSITION TO IND AS - RECONCILIATIONS

(iii) Reconciliation of profit and loss account for the year ended on 31st March 2017

Particulars	Notes to first time adoption	As per IGAAP	Ind AS adjustment	AS per Ind AS March 31, 2017
Revenue from Operations		6,33,585	-	6,33,585
Other non- operating income		15,95,965	12,11,844	28,07,809
		22,29,550	12,11,844	34,41,394
EXPENSES				
Cost of materials consumed		2,12,500		2,12,500
Purchase of Stock in trade		-		
Manufacturing & Operating expenses		3,09,900		3,09,900
in-progress and stock in trade and Stock-in-Trade		-		
Employee benefit expenses		1,90,500		1,90,500
Finance costs				
Depreciation and Amortization expenses		72,104		72,104
Other Administrative expenses		9,16,156		9,16,156
		17,01,160	-	17,01,160
Profit before Taxes		5,28,390	12,11,844	17,40,234
Income Tax Expenses				
(1) Current tax		-		
(2) Deffered Tax	2,31,142			2,31,142
(3) Previous Taxes	4,09,838	6,40,980		4,09,838
Profit After Taxes		(1,12,590.00)	12,11,844	10,99,254

Form No. MGT-11
Proxy Form

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

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

I/We, being the member(s) of.....shares of Hindustan Agrigenetics Limited, hereby appoint

1. Name :E-mail ID :

Address :Signature :, or failing him

2. Name :E-mail ID :

Address :Signature :, or failing him

3. Name :E-mail ID :

Address :Signature :

as my /our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twenty Seventh Annual General Meeting of Hindustan Agrigenetics to be held at 11:00 a.m. on Friday, the 29th day of September, 2017, at 806, Meghdoot, 94, Nehru Place, New Delhi – 110062, and at any adjournment thereof in respect of such resolutions as are indicated below:

RESOLUTION NO.

1. Adoption of the audited financial statements for the financial year ended 31st March, 2018.
2. To appoint a director in place of Ms. Chandni Kapur (DIN: 07007247) , who retires by rotation and being eligible offers herself for re-appointment.
3. To ratify the appointment of M/s Anand Sharma & Company, Chartered Accountants, New Delhi (Firm Registration No. 005453N), as Statutory Auditors and to fix their remuneration

Signed this.....day of.....2018

Signature of Shareholder

Signature of Proxy holder(s).....

Affix
Revenue
Stamp

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

Book Post

If undelivered, please return to following address:

M/s Hindustan Agrigenetics Limited,
806, Meghdoot, 94 Nehru Place,
New Delhi 110 049